

ALLIED BRANDS LIMITED

CODE OF CONDUCT

OBJECTIVE:

The purpose of this Code of Conduct is to set a standard of ethical behaviour which ABL believes is appropriate for all ABL employees. In that regard, the Code of Conduct reflects the desire of ABL to highlight the need for employees to act with honesty, integrity, diligence and to exercise a high degree of care in their actions.

It is the responsibility of the Board to review the Code of Conduct from time-to-time and make changes where appropriate.

Application of Code

All employees of ABL, whether direct employees, contracted to ABL either through an agency or directly, casuals and temporary employees are bound by this Code.

Sections of this Code continue to apply to former employees as and where relevant and appropriate, particularly with regard to confidential information gained whilst with ABL.

In adopting this Code, the Board of ABL has recognised the importance of this Code in ensuring the successful operation of ABL.

'ABL' in this Code refers to Allied Brands Limited and any subsidiaries or associated entities of ABL.

ETHICAL OBLIGATION:

Respect for Persons

An employee should treat members of the public and fellow employees:-

- a) honestly and fairly; and
- b) with proper regard for their rights and obligations.

An employee of ABL should act responsibly in performing their duties.

Integrity

An employee should:

- a) not improperly use their powers or position, or allow them to be improperly used;
- b) disclose fraud, corruption and maladministration which becomes apparent.

Diligence

In undertaking their duties, an employee should:

- a) exercise proper diligence, care and attention; and
- b) seek to achieve high standards of public administration.

Economy & Efficiency

In performing their duties, an employee should ensure that company resources are not wasted, abused, or used improperly or extravagantly.

CONFLICT OF INTEREST

Definition

A conflict of interest may be defined as a situation in which an employee has a private or personal interest sufficient to influence objectivity when exercising their duties. However, employees are not to be subject to unreasonable restrictions on their private activities purely as a result of their employment with ABL for example, coping with a family crisis.

Duty where conflict of interest arises

Employees must act impartially when performing all aspects of their duties.

PERSONAL CONDUCT

Image of ABL

An employee must not knowingly engage in any conduct or take any action, in the capacity as an employee which may damage the image of ABL or unjustifiably detract from the image of ABL.

Rights & Dignity

Employees must ensure that the rights and dignity of all persons are safeguarded and upheld. However, the Board of ABL recognises from time to time difficult situations may occur where customers become abusive or threatening. ABL does not expect employees to be treated in such an inappropriate manner and does not expect employees to resort to such actions themselves. ABL encourages employees to withdraw from the situation and seek the assistance and advice of their immediate supervisor and/or the Chief Executive Officer.

Competence & Continuing Development

Employees should continually strive to improve their level of competence, maintain their knowledge and support the development of the skills and competence of their fellow employees.

Use of Information

Employees must: -

- a) not advance a private interest by the use of confidential information gained in the course of their duties;
- b) attempt to be generally aware about all of ABL's activities so that they can better perform their duties in light of those activities;
- c) treat confidential reports and confidential discussions of ABL with the strictest confidence.

Undue Influence

Employees must not unduly obstruct the actions of others in the implementation of ABL's policies and decisions. In addition, employees must not take advantage of their position to improperly influence the performance of the duties or functions of other employees.

Fairness

All employees must handle all matters concerning other employees on the basis of merit so that fairness, equity and impartiality govern decisions relating to appointments, promotions and discipline.

Reporting Dishonesty & Lack of Integrity

Employees must report, to their immediate supervisor and/or the Chief Executive Officer, acts of dishonesty or acts which lack integrity on the part of others where that dishonesty or lack of integrity may result in the loss of any property or assets of ABL.

Where the offending employee is the employee's immediate supervisor, such report should be directly to the Chief Executive Officer.

Use of personal mobile phones

Minimal use of personal mobile phones will generally be accepted. However, unless negotiated with their supervisor or the Chief Executive Officer, excessive calls of a personal or business (non-ABL related) nature during working hours on personal mobile phones will not be accepted.

Receiving Gifts & Other Inducements

Employees should not accept gifts – anything of value including an item, hospitality, use of a holiday home, lavish entertainment, etc – from customers or suppliers.

Exceptions to this general gift policy may be made for gifts of a very nominal value (generally less than the equivalent of \$100) as long as the gift was not given or received with corrupt intent. Exceptions may only be granted by the Chief Executive Officer.

Employees should not accept from customers or suppliers goods or services on terms more favourable than those available to staff of the customer or supplier.

No kick-backs or inducements of any kind may be requested or accepted by ABL employees in dealing with suppliers.

FRAUD

Definition

Fraud includes unethical and illegal acts which are characterised by the intent to deceive. Fraud includes, but is not limited to, the following activities and standards of conduct: -

- a) gaining a benefit by dishonesty such as drawing an allowance or payment (e.g. travelling and living expenses) where no such entitlement exists;
- b) making false statements about their qualifications, professional experience or competence for the purpose of obtaining a promotion or the like; and
- c) misusing or deliberately misallocating ABL resources.

Reporting Fraud

Employees must report any evidence of fraud to the Chief Executive Officer and must also bring the action to the attention of their supervisor unless that is not appropriate, e.g. fraud by the Supervisor.