

Code of Conduct Policy

CVC Limited ACN 002 700 361

1 OBJECTIVE

CVC Limited (ACN 002 700 361) is committed to conducting its business with the highest standards of personal and corporate integrity. This Code of Conduct Policy (**Policy**) covers CVC Limited and each of its related bodies corporate (as that term is defined in section 50 of the *Corporations Act 2001* (Cth)) (individually and collectively, **CVC**).

This Policy protects all stakeholders in the business, including management, employees and investors.

This Policy sets out the values, commitments, ethical standards and policies of CVC and outlines the standards of conduct expected of our business and people, taking into account CVC's legal and other obligations and responsibilities.

2 APPLICATION

This Policy applies to all officers (including directors and company secretaries), employees, contractors, representatives, consultants and associates, and other persons that act on behalf of CVC (**CVC Staff**).

All CVC Staff are expected at all times to act consistently with the values, commitments and ethical standards as set out in this Policy. This Policy operates in conjunction with CVC's other policies and procedures relating to you (including, without limitation, the CVC Employee Manual) as amended from time-to-time at CVC's sole discretion.

It is essential that all CVC Staff are familiar with this Policy. Naturally, this Policy cannot cover every circumstance that you may face nor can it address every law, regulation or CVC policy or procedure that may apply to you. All CVC Staff are encouraged to obtain copies of the CVC policies, standards and procedures relevant to your work for CVC. If you have any questions about your obligations or about CVC's expectations, please speak with the Company Secretary.

This Policy does not form part of the contract of employment of any CVC employee. As such, CVC is not contractually bound by this Policy. To the extent that this Policy requires CVC Staff to do any act or thing or refrain from doing any act or thing, they constitute directions from CVC with which CVC Staff must comply. It is expected that all CVC Staff are aware of and comply with this Policy.

3 OUR CORE VALUES AND COMMITMENTS

CVC's core values and commitments are:

- (a) **Integrity** – CVC acts honestly and with integrity in all our dealings, both internally and externally;
- (b) **Respect** – CVC respects all people, their ideas and cultures and our words and actions must reflect this respect;
- (c) **Work Environment** – CVC is committed to providing and maintaining a safe and non-discriminatory working environment; and
- (d) **Community Standards** – CVC acts in a manner consistent with reasonable expectations of our investors and the broader community.

4 STANDARDS OF BEHAVIOUR

CVC endeavours to be a good corporate citizen and to comply with the laws of the jurisdictions where it conducts business or has investments. On a day-to-day basis, CVC Staff must generally:

- (a) put the needs of shareholders, investors and clients first;
- (b) ensure that the accounts and financial information relating to CVC represent a true and fair view of the financial performance and position of CVC;
- (c) fully cooperate with, and not make any false or misleading statement to, or conceal any relevant information from, CVC's auditors or any regulators;
- (d) respect colleagues and treat them fairly, openly and honestly; and
- (e) select vendors, suppliers and services providers on quality, service and cost.

5 CONFLICT OF INTEREST

All CVC Staff must comply with the Conflicts of Interest Policy set out in the CVC Employee Manual.

6 DISCRIMINATION, HARASSMENT, BULLYING, VICTIMISATION AND VILIFICATION

Discrimination, harassment, bullying, victimisation and vilification in the workplace will not be tolerated by CVC. Any such conduct will be dealt with in accordance with the Workplace Behaviour Policy set out in the CVC Employee Manual.

7 ANTI-BRIBERY, GIFTS AND ENTERTAINMENT

CVC Staff must comply with and uphold all laws against bribery, corruption and related conduct applying to CVC in all the jurisdictions where CVC operates.

CVC Staff must not accept any money, gift, opportunity or other benefit which could be interpreted as an inducement, secret commission or bribe, unless they are of nominal value and appropriate to the circumstances.

Further, CVC Staff must not give any money, gifts or opportunities to any person which would be interpreted as an inducement, secret commission or bribe. All CVC staff must comply with CVC's Anti-Bribery Policy as set out in the CVC Employee Manual.

8 POLITICAL ACTIVITIES

CVC Staff may attend any political event, including fund-raisers as a private citizen only, not as a representative of CVC.

CVC Staff must ensure that all dealings with politicians and government officials which relate to CVC and its business activities are conducted at arm's length and with the utmost professionalism, to avoid any perception of attempts to gain advantage or to improperly influence the outcome of an official decision.

CVC Staff must not make any donation or other financial contribution to any political party or candidate for an election or sponsor any organisations (other than in a purely personal capacity) without seeking and obtaining prior approval from the Company Secretary.

9 CONFIDENTIALITY

During the course of work CVC staff members may learn confidential information, e.g. CVC's business, products, systems, customers, colleagues, or competitors.

CVC Staff are required to comply with any obligations regarding the protection of CVC's confidential information contained in any applicable employment contract or contract for services.

10 EQUAL OPPORTUNITY

CVC is an Equal Opportunity employer and expects all CVC Staff to respect fellow workers and to treat them fairly. All CVC Staff must comply with CVC's Workplace Behaviour Policy set out in the CVC Employee Manual.

11 LEGAL COMPLIANCE

All CVC staff members must carry out their work according to applicable law, rules and regulations and technical and ethical requirements of any relevant regulatory or professional body. For further details refer to the Compliance Procedures Manual.

Where local laws, regulations, or customs differ from this Policy, you must apply this Policy or local requirements, whichever sets the higher standard of behaviour.

12 RECORDS AND REPORTS

Any information recorded or reports generated by CVC Staff must comply with CVC's financial and accounting policies and procedures in place from time-to-time.

13 WORKPLACE SAFETY AND SECURITY

CVC is committed to ensuring the health and safety of its employees, consultants, contractors and visitors to its workplace and any other persons who CVC works with, as required by law. All CVC Staff must comply with CVC's Workplace Health and Safety Policy set out in the CVC Employee Manual.

14 PROTECTION OF AND USE OF THE GROUP'S ASSETS AND PROPERTY

CVC Staff must protect CVC's assets and property (including intellectual property) and ensure that CVC's assets and property are used only for the benefit of CVC's business. CVC Staff must report any suspected or actual theft or fraud to the Company Secretary.

CVC Staff must not use CVC's assets or property for personal purposes except in accordance with any relevant CVC policy.

All expenses CVC Staff incur on behalf of CVC must be authorised, documented and reported in a timely manner. All CVC Staff must comply with CVC's Fraud Policy set out in the CVC Employee Manual.

15 RULES FOR PERSONAL INVESTMENT

CVC Staff must comply with CVC's Securities Trading Policy, which summarises the insider trading prohibitions in the *Corporations Act 2001* (Cth) and provides information on trading windows, exceptional circumstances, excluded trading, and an obligation on CVC Staff to disclose all trades in CVC's shares.

16 CODE BREACHES

Compliance with this Policy will be monitored and any known or suspected breaches of this Policy will be investigated.

Any CVC Staff who breach the Code faces disciplinary action, which may lead to dismissal and/or legal action.

Any CVC Staff member who suspects a breach, must, in the first instance, report the matter to the Compliance Manager.

Action may not be taken against any CVC Staff reporting, in good faith, a breach of this Code.

17 CVC STAFF AND RESPONSIBLE MANAGER RESPONSIBILITIES

It is the responsibility of CVC Staff to:

- (a) as a minimum, abide by the behaviour as governed by this Policy; and
- (b) report any violation of this Policy to the Compliance Manager.

It is the responsibility of the Responsible Manager(s) and the Compliance Manager to:

- (a) ensure that all CVC Staff understand and conduct themselves in line with this Policy; and
- (b) report to the board any breaches of this Policy.

18 POLICY STATUS

Adopted on:	26 August 2019
Amended on:	24 February 2023