



# Code of Conduct Guidelines

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## Code of Conduct Guidelines

### Policy information

Policy approver	Board of Directors
Policy owner name	EGM People and Culture
Policy delegate name/s	General Manager Performance and Reward
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### Linked artefacts

Linked documents	Securities Trading Policy Conflicts of Interest Policy Group Disclosure and External Communications Policy Gifts and Entertainment Policy
Linked products	
Linked systems	
Linked legislation	
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Linked risks	

### Revision history

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**Version Five**

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Issued by: Arthur Willett, General Manager Performance & Reward

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Authorised by: Colleen Harris, EGM People & Culture

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## 1. Purpose and Scope

The purpose and scope of the Code of Conduct Guidelines is to document Vicinity Centres' (Vicinity) required behavioural guidelines to maintain a high level of ethical business behaviour by its Directors, Executive Committee (EC), employees and contractors. Employees who require any further clarity on any section of the Code of Conduct should review the specific guidelines available on-line or have a discussion with their People Leader. Non-executive Directors are covered by this policy to the extent that it is appropriate.

## 2. Expectations of Directors, Employees and Contractors

### 2.1 Board and Committee Charters

The Board of Vicinity has adopted Charters to outline the manner in which its constitutional powers and responsibilities will be exercised and discharged, having regard to principles of good corporate governance, best practice and applicable laws.

### 2.2 Business Integrity

#### 2.2.1 Conflicts of interest

Employees must not, without the prior approval of their EC member, engage in activities or hold or trade assets that involve, or could appear to involve, a conflict between personal interests and the interests of the Group.

#### 2.2.2 Insider Trading

The insider trading provisions of the Corporations Act 2001 make it unlawful for a person to deal in securities while in possession of information about a company which could have a material effect on the price of the relevant securities and which has not become publicly available.

#### 2.2.3 Continuous Disclosure

Vicinity is obliged to inform the Australian Securities Exchange (ASX) on a continuous basis of any information concerning the Group that is likely to affect the price of Vicinity securities.

#### 2.2.4 Confidentiality

Employees are required to protect proprietary, commercial and other information that is confidential to Vicinity.

#### 2.2.5 Personal Information and Privacy

Vicinity will only collect personal information from its employees ethically and lawfully. Information relating to employment records, salaries, addresses, etc, cannot be released to external organisations unless required by law or upon informed consent from the relevant employee.

### 2.3 Ethical Behaviour

#### 2.3.1 Financial Inducements, Bribery and Corruption

Vicinity does not countenance the making or receiving of cash or kind (gifts, favours) to influence individuals to make a decision in the Group's or payer's favour. Gifts deemed to be above \$250 should be referred to your People Leader for noting and appropriateness.

#### 2.3.2 Travel, Entertainment and Gifts

Employees must exercise the utmost care about giving or receiving business-related gifts. This applies to direct payments and payments in kind, including goods or services, personal favours, and entertainment (meals, travel, etc).

#### 2.3.3 Outside Employment or Directorships

Employees must receive approval in writing from their EC member and the EGM People and Culture before accepting additional employment with external organisations and/or directorships.

### 2.3.4 Protection and Proper Use of Vicinity's Information Systems

Employees are responsible for protecting Group information communicated or stored using Vicinity's systems, including voicemail, facsimile, internet, email and social media channels.

### 2.3.5 Diversity, Inclusion and Equal Opportunity

Vicinity is committed to fostering a diverse and inclusive workplace that recognises and values individual differences, and is committed to ensuring that all Vicinity employees, job applicants, clients, customers, contractors and other external parties are treated fairly and lawfully.

Vicinity recognises that unacceptable behaviour can have a serious negative impact on morale, productivity and wellbeing of employees and, as a result, is committed to eliminating any unacceptable behaviour in the workplace. Employees are prohibited from engaging in the following unacceptable behaviours:

- Bullying
- Racist behaviour
- Sexist behaviour
- Other behaviours which could reasonably be considered to be offensive in the circumstances.

### 2.3.6 Use of Group Resources and Fraud Prevention

Employees are responsible for safeguarding the Vicinity resources under their control, including the maintenance of accurate records regarding the use of these resources.

## 3. Workplace Health and Safety

### 3.1.1 Maintaining a Safe and Healthy Workplace

Employees are responsible for maintaining a safe and healthy workplace by:

- Following workplace health and safety policies and procedures
- Reporting hazards, incidents and injuries and unsafe equipment, practices and conditions
- Focusing on continued improvement in health and safety practices

### 3.1.2 Drug and Alcohol Use

Vicinity takes a responsible approach to drugs and alcohol in the workplace by fostering an attitude amongst all employees that it is unacceptable to present for work, or be at work, whilst under the influence of alcohol or other drugs. No drugs are allowed in the workplace unless they are prescribed by a registered medical practitioner.

## 4. The Right Way

At Vicinity, we believe in doing the right thing. *The Right Way* framework is structured to ensure we understand, comply with and complete audit, compliance and risk management initiatives and obligations, and applies to all employees including the CEO and EC. All employees should refer to *The Right Way* documentation located on the intranet to ensure a full understanding of the requirements and consequences of non-compliance.

***Any breach of these guidelines constitutes misconduct and employees may face disciplinary action, including termination of employment and/or legal action.***

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