



# Code of Conduct Policy

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## 1. Purpose

- 1.1 The Food Revolution Group (TFRG) endeavors to operate, at all times, in a manner that is ethically and socially responsible. The Code of Conduct should be an integral part of the way employees work every day and is not intended to be a comprehensive set of rules but rather a set of principles that form a frame for conduct and behaviour in the workplace.
- 1.2 Our culture is dynamic, every employee owns the culture and our success! Our values and behaviours underpin the way we work across all of our brands. They define ***how*** we do what we do.
- 1.3 The TFRG Code of Conduct is one of the ways we put our values and behaviours into practice. It is built around the recognition that everything we do in connection with our work is measured against the highest standards of integrity and ethical conduct.
- 1.4 Our future success and reputation rely on the way we work with our customers, suppliers and other external parties. It also relies on the way we work with each other. Our Code of Conduct gives us a shared understanding of the way we work together and a clear framework to guide our actions and intentions in the workplace.

## 2. Scope

- 2.1 Every employee working with TFRG occupies a position of trust and represents the Company in their relations with others, whether guests, suppliers, other employees, competitors, governmental agencies or customers.
- 2.2 Our Code of Conduct applies in each country that we conduct business.
- 2.3 The Code of Conduct applies to all full time, part time and casual employees as well as contractors and consultants. This also includes contractors and consultants engaged through an employment agency.

## 3. Objectives

- 3.1 Upon joining TFRG, new employees will be provided with a copy of TFRG's Code of Conduct Policy which they will be required to sign and return a copy to confirm they have read, understood and will comply with its contents. This will then be placed on the employees personnel file.
- 3.2 Any employee, who becomes aware of a violation, or possible violation of the procedure, must report that information immediately to his/her line manager, senior manager or via the whistleblower Hotline. It is a violation of this procedure to discriminate or retaliate against any person for reporting such information.

## 4. Accountabilities

- 4.1 As an employee, contractor, agent, representative or director of TFRG, you need to know and understand what's required of you when doing business. You need to comply with all relevant laws, regulations, and policies that apply to your job, operate professionally and ethically, consistent with our values and expected behaviours. You are ultimately responsible for your actions.
- 4.2 As a people leader, you need to communicate and demonstrate effective behaviours that reinforce our Code when you interact with your team and with others. This means making sure that all activities you undertake on behalf of the business are in line with our Professional Standards / values. It also means giving your team feedback or advice so that their behavior is consistent with our policies.
- 4.3 You are responsible for reporting any concerns you have about potential violations of our Code to your manager, senior management.

## 5. Compliance with the laws and regulations

- 5.1 Employees are required to comply with terms and conditions of employment set out in the employment contract, Agreement and Australian Laws. Employees are also expected to comply with legislation that governs the way we work, for example, the Fair Work Act, Workplace Health and Safety, Anti-discrimination and Crimes legislation.
- 5.2 We encourage you to participate in our various training programs to ensure that your knowledge remains up to date and that you remain abreast of relevant legal and industry developments.

## 6. Conflict of Interest

- 6.1 Employees should avoid situations in which their personal interests or outside activities interfere or appear to interfere with the interest of the Company. Employees must never use their position or company information to create personal or family benefit. All such conflicts must be fully disclosed to the individual's line manager to determine the best course of action.
- 6.2 In working for TFRG, we have an obligation to always do what's best for the company and our stakeholders and customers. When you are in a situation where competing loyalties could cause you to pursue a personal benefit for you or friends / family at the expense of TFRG, you may be subject to a conflict of interest.
- 6.3 Employees should seek to avoid acquiring any interest or participating in any activities that would tend to:
  - Deprive the Company of the time or attention required to perform their duties properly.
  - Create an obligation or distraction which would affect their judgement or ability to act in the Company's best interest.
- 6.4 **The following examples could be deemed as a conflict of interest:**
  - 6.4.1 Other jobs outside of TFRG. This could be deemed as a potential conflict where an employee has another paid or unpaid position outside of TFRG in another business. This does not necessarily mean that such outside positions are prohibited, however must notify their Functional Head of any such position before it is accepted so that an assessment can be made of whether a conflict exists and, where appropriate, how to manage it.

- 6.4.2 Procurement and Business Dealings. A potential conflict arises when an employee uses their position to do business with a third party which they have an interest in. TFRG should be informed so that an assessment can be made of whether a conflict exists and, where appropriate, how to manage it.
- 6.4.3 Gifts or Benefits Employees who receive more than a token gift or benefit (including meals, hospitality, accommodation or travel, amongst other things) from a third party in connection with their role may have a conflict. The Department Manager should be informed so that an assessment can be made of whether a conflict exists and, where appropriate, how to manage it. For the purpose of this policy, a gift or benefit will be regarded as being more than token if its value is more than \$200.
- 6.4.4 Owning a business in competition with TFRG / its brands.
- 6.4.5 Engaging in a family business which interferes with your performance or achievement of KPI's.
- 6.4.6 Hiring immediate family members into your direct team as a manager.
- 6.4.7 Ownership interests in other businesses or enterprise that could compromise your position with TFRG will not normally apply to listed entities, however if in doubt consult with your manager or HR.

## **7. Inside Information**

- 7.1 Employees shall not use for their own financial gain or disclose for the use of others, inside information obtained as a result of their position with TFRG.
- 7.2 Employees may find themselves in violation of applicable laws if they misuse information which is not generally known to the public. This would include financial information, information concerning acquisitions or depositions of properties and proposed acquisitions or mergers with other companies.

## **8. Disclosure of Confidential Information**

- 8.1 Employees must not disclose or use in any unauthorized manner confidential information about TFRG, its suppliers, or its affairs that they acquire during their employment, unless the information is legitimately public knowledge. This obligation extends after an employee leaves TFRG.
- 8.2 All records, documents, processes, plans and methods of TFRG, or to which the Company has been permitted access, are considered to be confidential and employees are prohibited from revealing information concerning such matters without prior authorisation.
- 8.3 Employees shall comply with TFRG and departmental policies and procedures relating to the retention and orderly destruction of business documents and information.
- 8.4 Any breaches of TFRG rules or the inappropriate use and/or disclosure of confidential information by the employee whilst working for TFRG, or afterwards, will be viewed as a serious breach of the employees obligations that will be investigated and may result in internal disciplinary action and/or external legal action being taken.
- 8.5 TFRG has a Confidentiality Agreement that must be adhered to. There is also a clause within everyone's Employment Agreement.

## **9. Authorisation and Recording of Transactions and safe keeping of assets**

- 9.1 TFRG's books and records must reflect, in an accurate, fair and timely manner, the transactions and disposition of assets of TFRG. Employees are responsible for the TFRG's books and records and must ensure that this occurs.
- 9.2 All transactions must be authorised and executed in accordance with the instructions of management and the Board of Directors. They must be recorded so as to permit the accurate preparation of financial statements in conformity with generally accepted

accounting principles and other criteria applicable to such statements and to maintain accountability for assets.

- 9.3 Employees must protect company assets and resources from loss, damage, misuse or theft and ensure unauthorised people cannot access confidential information. Access to assets is permitted only in accordance with the authorisation of management.
- 9.4 The use of Company funds or assets for non-business purposes or any unlawful or improper purpose is strictly prohibited and those responsible for the accounting and record keeping functions are expected to be vigilant in ensuring the enforcement of this prohibition. The recorded accountability for assets will be compared with the existing assets at responsible intervals and appropriate action will be taken with respect to any differences.
- 9.5 Where applicable to an employee's position the Delegation of Authority matrix must be complied with, and the limits and authority guidelines strictly adhered to. Any breach of these guidelines or limits by an employee may result in disciplinary action, including but not limited to, termination of employment.
- 9.6 Financial integrity is a core aspect of good governance. The money we spend on behalf of TFRG is the companies. Each person at TFRG has a role in making sure that money is appropriately spent, our financial records are complete and accurate and internal controls are being complied with.

## **10. Discrimination, Bullying, Harassment & EEO**

- 10.1 The policy of TFRG is to provide a working environment free of discrimination, harassment and bullying. Individuals are accorded equality of employment opportunity based upon merit and ability.
- 10.3 Discriminatory practices based on race, sex, colour, national or ethnic origin, religion or belief, marital status, family status, age or disability will not be tolerated. Employees must experience freedom from all forms of personal harassment in the work place; consequently, verbal or physical conduct by an employee that disrupts another's work performance or creates an intimidating, offensive, abusive or hostile work environment will not be tolerated.
- 10.4 TFRG seeks to maintain a work environment where diversity is valued and respected, to attract and retain people who can contribute towards our business objectives and to identify and remove barriers that prevent employees from performing to their full potential.
- 10.5 Please refer to our Bullying & Harassment Policy for more information.

## **11. Competition & Trade Practices**

- 11.1 TFRG shall compete vigorously and creatively in its business activities, but its efforts in the marketplace shall be conducted in a fair and ethical manner and in strict compliance with applicable competition and trade practice laws and regulations.
- 11.2 Under no circumstance shall any employee of TFRG be a party to any collusion or concerted effort of any type involving any competitor, vendor, supplier, customer or other party, which is in restraint or trade or violation of laws and regulations designed to foster competition.

## **13. Drugs & Alcohol**

- 13.1 The use of drugs and alcohol may impair an individual's capacity to perform their job safely, efficiently and with respect for work colleagues, customers and suppliers. The TFRG Drug & Alcohol Policy prohibits the unlawful use of alcohol, and drugs in the workplace.

## **14. Honesty**

- 14.1 Each of us as an employee, contractor or representative of TFRG is expected to conduct business in line with TFRG's Professional Standards and values, and all relevant laws

and regulations.

- 14.2 Good business practices and ethical dealings mean that as an employee you:
  - 14.2.1 avoid deception, unfair practice, fraud, misrepresentation, improper personal gain or any behavior that would reflect badly on TFRG
  - 14.2.2 act with honesty and in good faith in all dealings and relationships
  - 14.2.3 have respect for the trust placed in you to take proper care and protection of all TFRG assets, resources and information
  - 14.2.4 understand that how you go about business activities on behalf of TFRG is as important as what you achieve
- 14.3 There is zero tolerance to any fraudulent activity or the improper use of or theft of TFRG goods, money or property.
- 14.4 Company resources are used for the purposes of doing business on behalf of TFRG and you are expected to use these resources reasonably and appropriately. This includes the use of any TFRG brand names and use of email / internet.

### 13. Speaking up

- 13.1 If you are uncertain about how to act in a particular situation, talk to someone and seek advice before you act. Speak to your team mates to get their view, or talk to your manager or someone from senior management.
- 13.2 You are responsible for reporting any concerns you have about potential violations of our Code of Conduct to your manager or senior management.

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#### Declaration

I have read and understood the Policy & Procedure on the Code of Conduct and will comply with its requirements at all times.

I understand that a breach of these Policies may lead to disciplinary procedures including termination of employment.

Date: \_\_\_\_\_

Name: \_\_\_\_\_ Signature: \_\_\_\_\_

#### Version Control

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