



CODE OF CONDUCT

Adopted by the Board on 25 November 2019

Document No: COR-POL-0021

CORPORATE HEAD OFFICE
Level 2, 500 Hay Street
Subiaco WA 6008

+61 8 9267 5400
Info@srqglobal.com.au
srgglobal.com.au

Global Construction Services Limited ABN 81 104 662 259, trading as SRG Global.

**MAKING
THE
COMPLEX
SIMPLE**

A Message from the Managing Director

SRG Global's (The Company) success is dependent on the knowledge, experience and talent of our employees, the strength of our management team, the quality of our business strategy and our compliance with the highest standards of corporate conduct, ethics and governance. We are constantly working to reinforce and communicate our values to our employees, shareholders, customers, suppliers and the broader community.

The Board of Directors believes it is important to provide a clear set of values that emphasise a culture encompassing strong corporate governance, sound business practices and good ethical conduct.

The Code of Conduct (the Code) has been prepared for the guidance and benefit of all people employed, contracted by, associated with, or acting on behalf of the Company. The Code has been adopted by the Company as it expresses the core values that drive our behaviour and aspirations.

The key values underpinning the Code are as follows:

- Our actions must be governed by the highest standards of integrity and fairness;
- Our decisions must be made in accordance with the spirit and letter of applicable law; and
- Our business must be conducted honestly and ethically, with our best skills and judgment, and for the benefit of customers, employees, shareholders and the Company alike.

You are required to read and be familiar with the Code. The Board of Directors will adhere to the values and standards in the Code and expect you to do the same. By doing so we can be proud of our individual and collective achievements and ensure that the Company maintains a reputation for the highest standards of business conduct, professionalism and integrity.

We appreciate your support.
Yours sincerely



David MacGeorge
Managing Director

1 Scope and Application

1.1 Purpose, Our Values and Scope

Purpose

The Company strives towards a high level of integrity and ethical standards in all business practices. Employees must conduct themselves in a manner consistent with current community and Company standards and in compliance with all relevant legislation.

In this regard, the Company expects common sense and sound judgment. The conduct or principles, as outlined in this Code, are the responsibility of all who do work for the Company. Directors, Officers and Employees of the Company, its subsidiaries and related companies as well as unrelated (contractually obliged) joint venture partners, consultants, agents, contractors and suppliers are all required to comply with the Code ("Members").

Members must maintain high moral and ethical standards. Some of these standards are specifically set out in this Code. Members are to conduct themselves in accordance with the following general principles:

- Act honestly, fairly and with respect and integrity;
- Take responsibility and be accountable;
- Act within the best interests of the Company; and
- Comply with all applicable laws and regulations.

This Code is not intended to be exhaustive and cannot anticipate every situation which may morally or ethically compromise the Member or the Company.

While the Code is designed to ensure the Company strives towards its commitment to corporate responsibility and sustainable business practice, it does not create any rights in any Member.

Our Beliefs

We believe that it is not only what we achieve but how we achieve it that makes us who we are. An effective Code is more than a document; it is a culture. In turn, we expect that the Beliefs and principles of the Code are more than a guideline or policy but a way of life both during and outside work hours. It is our people that make us who we are; our people create our reputation.

Our reputation is one of our most valuable assets and our reputation requires protection. Our Beliefs are the tools we must use to protect our reputation. We need you to live the Beliefs.

Live for the challenge

We live to solve problems and have the courage to challenge the status quo and what's considered possible.

Smarter together

Individually, we're all pretty smart but when we pool our resources and work together as one, we're capable of taking on the world.

WHAT WE STAND FOR



Never give up

We're doers. We are resilient and relentlessly pursue excellence in everything we do. 100% accountability, zero excuses.

Have each other's backs

We're stronger as one team. We look out for each other and keep each other out of harm's way.

Scope

All Members must comply with the Code.

Responsibility lies with every person covered by the Code to conduct themselves in accordance with the Code.

Additionally, some employees may also have additional responsibilities relating to the Code as set out to the right:

Position	Responsibility
Member	<p>It is the Member's responsibility to:</p> <ul style="list-style-type: none">• Comply with the Code;• Act at all times in the best interests of the Company, with strict integrity and according to legal and approved Company business practices; and• Raise any concerns or issues with their Manager or Supervisor.
Manager / Supervisor	<p>It is a Manager/Supervisor's responsibility to:</p> <ul style="list-style-type: none">• Communicate the Code to Members and contractors;• Lead by example in observing and promoting exemplary behaviour and standards in the Code and related policies; and• Take immediate action where a Member reports a potential breach of the Code, or where the Manager/Supervisor observes a potential breach, including preparing a written report for the Company Secretary
Human Resources	<p>It is the responsibility of Human Resources to:</p> <ul style="list-style-type: none">• Conduct preliminary investigations in relation to potential breaches of the Code;• Review and recommend updates of the Code and related policies and standards as required; and• Conduct regular training on the Code for Members.
Board of Directors	<p>It is the responsibility of the Board of Directors to:</p> <ul style="list-style-type: none">• Review and discuss with management the overall adequacy and effectiveness of the Company's legal, regulatory and ethical compliance programs;• Review the procedures the Company has in place to ensure compliance with laws and regulations (particularly those which have a major potential impact on the Company); and• Review the Company's policies, standards and culture with respect to the establishment and observance of appropriate ethical standards (including the Code of Conduct).

1.2 Interaction with other Company Policies

The Code should be read in conjunction with all Company policies and standards.

Copies of all policies and standards are available on the Company's Document Management System.

The Company continually assesses and upgrades its policies, standards and procedures to ensure compliance with corporate governance requirements.

To the extent of any inconsistency, the individual policies will apply over the terms of this Code.

1.3 Reporting Breaches of the Code

Reporting Channels

If you observe any behaviour or situation which you believe breaches or potentially breaches the Code, policies, or the law, you are required to contact:

1. Your Manager or Supervisor; or
2. Your Manager or Supervisor once removed; or
3. The Chief Financial Officer

If you wish to report a breach or potential breach anonymously, you may provide a detailed report to codeofconduct@srgglobal.com.au.

Managers and Supervisors to whom potential breaches are reported should discuss the issue with the Company Secretary who will assess the appropriate action to be taken in response to the report.

Whistleblower Protection

The Company strives to foster a culture where the Code and Values of the Company are understood and followed. Furthermore, the Company strives to ensure that individuals who report a legitimate concern under the Code ("whistleblowers") are not disadvantaged or discriminated against for reporting unacceptable behaviour in good faith, see SRG Global Whistleblower Policy (COR-POL-0024).

Wherever possible, whistleblower's communications will be dealt with confidentially. The whistleblowers have the Company's commitment that, whenever possible, their privacy will be protected where they make a report under the Code.

It is a breach of the Code for any Member to cause disadvantage to or discriminate against a whistleblower. Examples of disadvantage and discrimination include:

- Reprisals, harassment or victimisation;

- Demotion, dismissal or loss of opportunity for promotion; and
- Current or future bias.

The protection that the Company will make available to whistleblowers will vary depending on the circumstances, but may include:

- Ensuring confidentiality in the investigation and protecting the whistleblower's identity;
- Monitoring and managing the behaviour of other Members;
- Offering a leave of absence while a matter is investigated;
- Relocating Members (which may, but will not necessarily, include the whistleblower) to a different working group or department; and
- Rectifying any detriment, a whistleblower has suffered.

Investigations

Preliminary investigations of reported breaches are administered by Human Resources.

If a breach of the Code is serious or involves legal advice, a formal investigation process is administered by the Chief Financial Officer.

In the investigation process, all employees are expected to cooperate with the directions of the Chief Financial Officer.

1.4 SRG Five Guiding Principles

Members who are in doubt as to whether to report a breach of the Code, should follow these five guiding principles.

Beliefs

Does the decision or action fit within all of our Beliefs policies, standards?

Laws

Is it legal? Does the decision comply with the law?

Conscience

Does the decision or action fit within your conscience? Can you sleep at night?

Feelings

What is your gut reaction? Intuition is powerful, if it feels wrong it probably is wrong.

People

Would others agree? Place yourself in someone else's shoes, imagine reading it in the paper, or watching it on the news.

1.5 Consequences for Breaching the Code

If any conduct or decision is suspected to fall outside the Code or does not align with the Beliefs, the concern must immediately be reported.

A concern should be reported even if a Member is not directly affected.

Any breach of the Code may result in disciplinary and remedial action or other penalties, including, in extreme circumstances, dismissal or termination of the contract or engagement.

Depending on the nature of the breach, penalties may be imposed ranging from counselling to dismissal or termination of the contract or engagement. The Company will act objectively and in accordance with any applicable provisions or requirements in an employment contract.

The Company reserves the right to inform the appropriate authorities where it is considered that there has been criminal activity or an apparent breach of the law.

Breaches of the code include:

- Lack of compliance with the Code and Beliefs;
- Failing to report a concern;
- Requesting, inducing or intimidating others to breach the Code or Beliefs or refraining from reporting a concern;
- Retaliating against a person who reports a legitimate concern;
- Failing to co-operate with the investigation of a concern; and
- Failure of a supervisor or manager in attending appropriately to a reported concern.

2 Obligations

2.1 Compliance with Laws and Regulations

Members should be aware of, and comply with, their duties and obligations under all laws and regulations relating to their work.

We encourage Members to:

- Actively understand the laws which affect or relate to the Company's operations;

- Attend seminars presented by the Company or other external services providers to maintain your knowledge of the laws and regulations, as well as to increase your awareness of relevant legal and industry developments; and
- Interpret the law in a way which reinforces the Company's reputation for integrity.

Questions as to whether particular laws apply or how they may be interpreted, should be directed to the Chief Financial Officer.

2.2 Conflicts of Interest

All Members have an obligation to avoid financial, business or other relationships which might cause a conflict of interest (actual or potential).

A conflict will exist where a Member compromises his or her ability to act with total objectivity with regard to the Company's business interests.

Conflicts often include the conduct of Members, but they may also include the conduct of a relative of a Member or any other person in a close personal relationship with a Member.

Examples of conflicts of interest may include:

- Holding a position or being engaged in outside work or employment;
- Having an interest in a business which is a competitor, suppliers, client or other entity that has any association directly or indirectly with the Company or the work of the Company;
- Personal interests, the interests of an associate, or relative, or obligation to some other person or entity, conflict with your obligation to the Company; and/or
- Any of your decisions lead to an improper gain or benefit to you or your associate.

All potential or actual conflicts of interests must be disclosed in writing to the Company Secretary.

The Company reserves its right to either approve the conflict and impose conditions, or to exclude the member from the conflict situation.

2.3 Gifts, Hospitality & Services

Members must be careful when building good business relationships so as to avoid the perception of undue influence on business decision making. Providing or accepting any benefit (including any payment, discount, gift, service or hospitality) that is not regarded as modest and occasional may cause a perception of undue influence, a conflict of interest or even amount to bribery and corruption. Members must reject offers including but not limited to:

- Sponsored travel and accommodation including travel upgrades both during and outside working hours;

- Hospitality at inappropriate venues or the performance of sexual favours;
- Services, products or discounts not available to all employees; and
- Any kind of offers that are not considered modest or occasional.

Requesting directly or indirectly any benefit from a competitor, supplier, client or other entity that has any association directly or indirectly with the Company or the work of the Company is strictly prohibited.

Members must disclose in writing to the Chief Financial Officer any gifts that may be perceived as inappropriate or in conflict with the Code.

2.4 Bribery & Corruption

The Company prohibits bribery and corruption in all forms, whether directly or indirectly in both the private and public sectors. Bribery and corruption may amount to a criminal offence in most countries for both the Company and its Members. Conviction may result in serious penalties including imprisonment and/or fines.

Members must not offer, give, promise, demand or receive any undue or improper advantage directly or indirectly. Members must also not offer or give any gift, bribe, facilitation payment, inducement, favour, secret commissions, hidden gratuities, or payments to anyone in the expectation of any preferred treatment of the Company, its Members or anyone associated with the Company, see SRG Global Anti-Bribery and Corruption Policy (COR-POL-0023).

Members must not receive or attempt to obtain from any person with whom they deal any bribe or inducement, directly or indirectly.

2.5 Political Contributions & Activities

The Company respects the choice of its Members to participate in the political process including joining, donating to and participating in a personal capacity.

Donations of Company funds or assets are not to be made to any political party, politician or candidate without the written approval of the Chief Financial Officer.

Written approval from the Chief Financial Officer must be obtained prior to any Member attending a political function in a company capacity.

2.6 Donations & Sponsorships

Donations and sponsorships unrelated to political activities must be made in accordance with the Values of the Company and must not be used to circumvent the Code.

All donations and sponsorships require written approval from the Chief Financial Officer and must be recorded to ensure openness and transparency.

Any member with personal involvement with the recipient of any donation or sponsorship must be reported in writing to the Company Secretary.

2.7 Use of Company Property

Company property and assets includes customer lists and information, cash, securities, business plans, third party information, intellectual property (including computer programs, software, models and other items), confidential information, office equipment and supplies.

Company property must be treated appropriately with care, responsibility and respect at all times.

The use of property (physical or non-physical) for personal gain or to provide a benefit to others is unacceptable unless prior written approval from the Chief Financial Officer has been obtained. Specifically, Members must not:

- Use Company assets for any unlawful purpose or unauthorised personal benefit;
- Remove Company property and documents from official premises without a good and proper reason. If required to be removed, they should be stored in a secure manner and covered by appropriate insurances; and
- Make improper disclosure, including inadvertent or careless disclosure, of competitive business strategies and plans, special methods of operation and other information that is of competitive value to the Company. If you are unsure whether information is of a confidential nature, seek advice from your Manager before disclosure.

Members are encouraged to use common sense and observe standards of good taste regarding content and language when creating documents that may be retained by the Company or a third party. The Company's electronic communications systems should not be used to access or post material that violates Company policies, standards or any laws or regulations.

Any damage, theft, misuse, loss or event impacting upon company assets must be reported to the Chief Financial Officer in writing immediately.

2.8 Securities Trading

The Company is committed to upholding fair and ethical securities trading practices complying with all laws and avoid any conflicts of interest.

Members must not:

- Use any price sensitive information (which is not generally available to others) in deciding whether or not to buy or sell the Company's securities;
- Deal with the Company's securities when in possession of price sensitive information about the Company which has not been publicly disclosed; and
- Act contrary to the Company's Securities Trading Policy ('CSTP').

Members should familiarise themselves with the CSTP and ensure they act in accordance with the CSTP in conducting any dealing in the Company's securities.

2.9 Competition Law & Trade Practices

The Company is committed to the principles of free and fair competition. Members must conduct themselves so as to ensure they do not breach Competition Laws (also known as trade practices, antitrust or anti-monopoly laws).

Competition laws differ between jurisdictions but are designed to promote fair and open competition. Price fixing, bid-rigging, market sharing and other cartel conduct may amount to a criminal or civil offence for both the Company and its Members. Conviction may result in serious penalties.

2.10 Intellectual Property (IP)

One of the Company's most important assets is its IP, including its software, copyrights, patents, trademarks, trade secrets, inventions and other confidential or proprietary information. The Company's IP rights must be protected and Members must be careful not to disclose such material.

Whilst employed, all IP that is related to the affairs of the Company including documentation generated by a Member will become the property of the Company.

In dealing with other parties' IP or confidential information, Members must be sure to comply with any confidentiality agreements and ensure they do not infringe a third party's IP rights.

2.11 Confidentiality, Privacy & Personal Information

The Company respects the Member's privacy and the privacy of others.

Members should familiarise themselves with, and comply with:

- The privacy laws of the country in which the Member works; and
- The Company's privacy policies which detail the appropriate use of personal information.

It is important that confidential information, being information not available to the public, is safeguarded. It must not be transferred, published, used or disclosed to third parties other than in accordance with the relevant privacy laws.

Confidential information includes information of the Company and information provided by others (i.e. suppliers, clients). Confidentiality obligations continue post-employment.

2.12 Dealing with Third Parties

In addition to media communication, members must ensure that all statements, communications and representations to third parties are accurate and truthful.

Members must act independently, honestly, fairly and with integrity in all such business associations.

2.13 Media and Communications

Members are responsible for the integrity of the information, reports and records under the relevant Member's control and Members are expected to exercise the highest standard of care in preparing materials for public communications.

Those documents and materials should:

- Comply with any applicable legal requirements;
- Fairly and accurately reflect the transactions or occurrences to which they relate;
- Not contain any false or intentionally misleading information, nor intentionally misclassify information; and
- Be in reasonable detail and recorded in the proper account and in the proper accounting period

Statements or comments (including photographs or video) to the media or other external bodies including publications on social media that are regarding any matter related to or concerned with the Company, its competitors or the industry in which the Company operates should only be made by persons directed or authorised by the Managing Director.

All media enquiries must be directed to the Managing Director.

2.14 Information Technology

The Company computer technology, equipment and systems, includes:

- Company intranet;
- Company-supplied computers and electronic devices;
- Company-supplied software, network tools, databases and electronic communication facilities;
- Company-supplied telephones, mobile devices and voicemail facilities;
- Company-supplied internet and network access; and
- Electronic devices which are used to access or otherwise connect to the above.

Use of Company computer technology, equipment, systems (including data held on these systems) and network traffic (including email and internet web site access) ("Company IT") is not a private activity. This also applies to any remote access of Company IT.

The use of Company IT should not be regarded as confidential. Authorised individuals may monitor Company IT at any time. Electronic information (including emails and websites) may be blocked by the Company.

Members should not use Company IT to access or disseminate material or information which you would not want the Company to view or otherwise access. The use of Company IT for inappropriate or illegal purposes will not be tolerated.

2.15 Accurate Records and Reporting

The Company's financial books, records and statements must properly document all assets and liabilities, accurately reflect all underlying transactions of the corporation, and be retained in accordance with all applicable laws and regulations.

Members must not inappropriately alter, falsify or create misleading entries in reports, records, expense claims, contracts, financial statements or any other document of the Company.

2.16 Work Related Travel

The Company may require you to travel within your country and/or overseas in the performance of your duties, on a temporary or permanent basis. In such circumstances you must ensure that you read and understand all additional local regulatory requirements.

From time to time the Company may require you to carry out duties for any other Associated Company.

Members must comply with the Code when carrying out duties for associated companies when overseas on work related travel. All travel must be for legitimate work related purpose and approved by your Manager.

2.17 Equality, Harassment & Bullying

The Company is committed to respect the rights and dignity of employees and all persons, with whom the Company deals, See SRG Global Diversity and Inclusion Policy (COR-POL-0026)

The Company is an Equal Opportunity Employer committed to maintaining a healthy and safe working environment for its employees.

The Company understands its obligations under a full range of employment practices and anti-discrimination laws. As such, the Company strives to make decisions free of influence by race, colour, gender, religion, political beliefs, personal associations, sexual orientation, family responsibilities, age, disability, national origin or family responsibilities.

Decisions or conduct of this nature is unlawful and any form of bias or unlawful discrimination is not tolerated.

Sexual or other harassment being unwelcome, humiliating, intimidating or offensive behaviour and bullying (being a repeated abuse) is illegal and may lead to penalties for both the Company and individuals involved. Conduct of this nature should never be committed.

Constructive criticism and performance management or coaching should not be interpreted as harassment or bullying, see SRG Global Policy Discrimination Bullying and Harassment Policy (COR-POL-0027)

Diversity is encouraged and reward is based on merit.

2.18 Health, Safety & Environment

Zero Harm is a value of the Company and ought to govern all decisions and conduct of our Members, 24 hours 7 days a week. All appropriate laws and internal regulations (including work health and safety laws) should be fully complied with.

Members must understand and follow (and ensure others understand and follow) site and Company's health and safety requirements. Members are responsible for the safety of themselves and those with whom they work.

Breach of the health and safety laws puts lives at risk. It may also amount to a criminal or civil offence for both the Company and its Members. Conviction may result in serious penalties including imprisonment and/or fines.

The Company is committed to maintaining a healthy and safe working environment for its members. Lives should not be exposed to harm or illness in the conduct of Company business.

The Company is committed to doing business in an environmentally responsible manner and identifying environmental risks that may arise out of its operations. If you are aware of, or suspect, an action that is not environmentally responsible or in breach of the applicable laws and regulations, report the matter in accordance with section 1.3, see SRG Global HSEQ Policy (COR-POL-0027)

2.19 Drugs, Alcohol & Tobacco Use

Misusing controlled substances, alcohol or tobacco or selling, manufacturing, distributing, possessing, using or being under the influence of illegal drugs on the job will not be tolerated.

2.20 Modern Slavery

The approach SRG Global takes to human rights due diligence across our business is based on building considerations around modern slavery into our broader risk management program, see SRG Global Modern Slavery Statement (COR-POL-0017).

SRG Global is committed to working with its suppliers to eradicate modern slavery from the Company's supply chain by ensuring the following:

- Suppliers must not use any form of forced, bonded, compulsory labour, slavery or human trafficking;
- Suppliers must not require workers to surrender any government issued identification, passport or work permit or other personal document as a condition of employment; and
- Workers shall not be required to pay employers' or agents' recruitment or any other fee for their employment.

SRG Global is committed to working with its suppliers to eradicate modern slavery from the Company's supply chain by ensuring the following:

- The minimum age for employment or work is the higher of:
 - 15 years of age,
 - the minimum age for employment in the relevant country,
- O the age for completing compulsory education in the relevant country; and
- The Code does not prohibit participation in workplace apprenticeship programs or lightwork as defined by the International Labour Organisation.