

Claim Central Group Code of Conduct

1. PURPOSE AND APPLICABILITY

(a) Purpose

- (i) Claim Central Consolidated Pty Ltd and its subsidiaries (together **Claim Central**) is committed to maintaining ethical standards in the conduct of its business activities. Claim Central's reputation as an ethical business organisation is important to its ongoing success. Claim Central expects its employees to be familiar with and have a personal commitment to meeting these standards. These standards go beyond mere compliance with laws and regulations. They also embrace the values which are essential to Claim Central's continued success.
- (ii) This Code of Conduct (**Code**) is Claim Central's principal corporate governance policy and sets out the standards of responsibility and ethical conduct expected of Directors, the Executive Team, employees, and where relevant and to the extent possible, consultants, secondees and contractors of Claim Central (**Claim Central Personnel**).
- (iii) This Code does not form part of any Claim Central Personnel's contract of employment. Claim Central may amend this Code at any time.

(b) Applicability

- (i) This Code applies to all Claim Central Personnel.
- (ii) This Code requires all Claim Central Personnel to adhere to the law and various policies of Claim Central referred to in this Code. The standards set out in this Code cannot, and do not try to, anticipate every situation which may pose a legal, ethical or moral issue. Therefore, the Code is not a prescriptive set of rules for business behaviour, but rather a practical set of principles giving direction and reflecting Claim Central's approach to business conduct.
- (iii) All Claim Central Personnel need to exercise sound judgment when evaluating an issue of business conduct. If you are in any doubt, you should seek advice before taking any action which may compromise yourself or Claim Central.

2. CLAIM CENTRAL'S BUSINESS ETHICS

(a) Openness, honesty, fairness and integrity

- (i) All Claim Central Personnel must conduct themselves with openness, honesty, fairness and integrity, and in the best interests of Claim Central and its stakeholders in all business transactions and in all dealings with others including shareholders, employees, joint venture partners, suppliers, creditors, financiers, the financial markets, regulators, governments and the general public.
- (ii) This means that Claim Central Personnel must:
 - (A) Act in accordance with Claim Central's values and in the best interests of Claim Central as a whole;
 - (B) Recognise that their primary responsibility is to Claim Central as a whole;

- (C) Act honestly and with high standards of personal integrity;
- (D) Comply with all laws and regulations that apply to Claim Central and its operations;
- (E) Act ethically and responsibly;
- (F) Treat fellow staff members with respect and not engage in bullying, harassment or discrimination;
- (G) Deal with customers and suppliers fairly;
- (H) Disclose and deal appropriately with any conflicts between their personal interests and their duties as a director, senior executive, employee, consultant, secondee or contractor;
- (I) Not take advantage of the property or information of Claim Central or its customers for personal gain or to cause detriment to Claim Central or its customers;
- (J) Not take advantage of their position or the opportunities arising from that position for personal gain;
- (K) Report breaches of the Code to the appropriate person or body within Claim Central;
- (L) Not knowingly participate in any illegal or unethical activity;
- (M) Not enter into any arrangement or participate in any activity that would conflict with Claim Central's best interests or that would be likely to negatively affect Claim Central's reputation;
- (N) Protect any Claim Central assets under their control and not use them for personal purposes, without Claim Central's prior approval;
- (O) Not make promises or commitments which to their knowledge Claim Central is unable to, or does not intend to, honour;
- (P) Ensure that all business decisions with customers and suppliers are made solely on sound commercial grounds having regard to the quality, price and service;
- (Q) Act with due care and diligence in fulfilling the functions of their position and exercising the powers attached to their office or employment;
- (R) Not engage in conduct which may bring discredit upon Claim Central; and
- (S) Attend and undertake work without being under the influence of drugs, alcohol or other substances or being distracted by personal business or other interests.

(b) Giving and accepting business courtesies

- (i) Claim Central Personnel must not give, seek or accept in connection with Claim Central's operations any gifts, meals, refreshments and entertainment which goes beyond common courtesies associated with ordinary and proper course of business. Claim Central Personnel must avoid everything that could reasonably be construed as a bribe or improper or unethical inducement.

- (ii) Any gift, entertainment or other personal favour or assistance given or received which has a value in excess of an amount 300 (such amount to be in local currency of the region in which Claim Central operates) (or any other amount determined by the Board from time to time) must be approved by the General Counsel and Company Secretary (or in their absence the Chief Financial Officer) and entered into the gifts register maintained by the General Counsel and Company Secretary. Any gift not declared may be viewed as a bribe.
- (iii) All Claim Central Personnel are required to select and deal with suppliers, customers and others doing or seeking to do business with Claim Central in a completely impartial manner and be perceived by others to be acting in an impartial manner, without favour or preference based upon any considerations other than the best interests of Claim Central. The rationale for this restriction is that the offer or acceptance of a gift can create an obligation or be construed or used by others to allege favouritism, discrimination, collusion or similarly unacceptable practices by Claim Central.

(c) **Financial and other inducements**

- (i) Offering a bribe to a government or public official and the receipt of a bribe by a government or public official is prohibited under Australian law and the laws of most countries. Australia is a signatory to the OECD Convention Combating Bribery of Foreign Public Official in International Business Transactions and has enacted legislation prohibiting the offering of anything of value to foreign public officials which enables it to prosecute its citizens and corporations for the bribery of public officials in other countries.
- (ii) A contravention of anti-bribery legislation has serious consequences, such as imprisonment or fines. Under no circumstances should a payment or gift be made or offered to a public official by any by Claim Central Personnel with a view to assisting by Claim Central to obtain or retain business, or to affect the enactment or enforcement of any laws. Participation by any by Claim Central Personnel, whether directly or indirectly, in any bribe, kickback, contribution or similar payment is prohibited.

(d) **Mutual respect**

- (i) All Claim Central are expected to treat colleagues, joint venture partners, customers, shareholders and anyone else with whom they interact in their work with courtesy and respect. Claim Central carries out its business operations internationally, a full list of countries in which Claim Central operates is available from the General Counsel. Claim Central Personnel are expected to respect the cultural differences in each of the locations in which Claim Central operates.
- (ii) Claim Central recognises workplace diversity is an integral part of its operations.

(e) **Ethical Conduct**

- (i) All Claim Central Personnel must act ethically in their approach to business decisions. In dealing with customers and suppliers, including negotiating and administering contracts and other business relationships, all Claim Central Personnel are expected to be fair and reasonable.
- (ii) Claim Central Personnel must not behave in any way that is, or might be construed as being harsh, oppressive, unconscionable, unethical, coercive or dishonest.

(f) **Values**

All Claim Central Personnel must adhere to the values of Claim Central:

- (i) **Shoulder to Shoulder.** We are one connected team, sticking tight no matter what. We build an unbreakable wall of trust that values everyone's contribution, no matter how big or small.
- (ii) **Fearless Ambition.** We are never satisfied. We set our sights far beyond the next horizon - pushing every boundary, meeting every challenge and fearlessly striving for more.
- (iii) **Foster Innovation.** We have the freedom to unleash our potential. We question the status quo and dare to chase audacious visions that many would not even dream of.
- (iv) **Stay Humble.** We have many outstanding individuals, but no one person is bigger than the team. We drop our ego at the door, showing empathy, charity and care for others.

3. Business Conduct

(a)

Compliance with laws, regulations and ethical standards

- (i) Claim Central must, at all times, be conducted in accordance with relevant laws.
- (ii) Compliance with the law means observing the letter and spirit of the law as well as conducting Claim Central's business so that Claim Central and Claim Central Personnel are recognised as good corporate citizens at all times.
- (iii) Claim Central supports a **zero tolerance** approach to crime and corruption.
- (iv) Any activities carried out by any Claim Central Personnel outside Australia must comply with the foreign laws which may apply to any activities or operations.
- (v) The laws that govern Claim Central's business activities may be complex. Claim Central Personnel are encouraged to contact the General Counsel and Company Secretary if unclear about laws or regulations relating to their work. There can be no justification for knowingly breaking the law or for choosing to be uninformed about the law. Good motives are not an excuse for committing illegal acts.

(b) **Privacy and Intellectual Property**

- (i) Claim Central Personnel may have access to records and data which contain information that may be of a personal nature and/or include personally identifiable information, or that Claim Central has obtained to assist in the management of the business and provision of its product and services. This information is private and confidential and must be handled securely and may not be disclosed to any unauthorised third party. Any access to and or handling of records or data which contain information of a personal nature or includes personally identifiable information must be done in accordance with **Claim Central's Privacy Policy**.
- (ii) Intellectual property means any ideas, inventions, discoveries, patents, patent applications, copyright, derivative works, trademarks, trade mark applications, service marks, improvements, trade secrets, knowhow, technical information, specification, product marketing and costing information and the like, and any corresponding property rights under the laws of any jurisdiction. Intellectual property may include written, audio-visual and website material created by or for Claim Central. Unless a permitted exception applies, the intellectual property rights and copyright of any material produced by Claim Central Personnel, generated in relation to Claim Central and its activities is the property of Claim Central.

(c) **Confidentiality and control of information**

- (i) Claim Central Personnel must ensure that they do not disclose any Confidential Information or Proprietary Information to any third party or other employee who does not have a valid business reason for receiving that information.
 - (ii) **"Confidential Information"** in this context means information that Claim Central considers private (whether specifically identified as confidential or otherwise) and that is not generally available outside Claim Central.
 - (iii) **"Proprietary Information"** in this context means information that Claim Central owns, develops, pays to have developed or to which it has an exclusive right
 - (iv) If Confidential Information or Proprietary Information is required to be provided to third parties or other employees for a valid business purposes, Claim Central Personnel must take adequate precautions to ensure that information is only used for those purposes for which it is provided and is not misused or disseminated to Claim Central 's detriment. Such precautions include obtaining a confidentiality agreement, non-disclosure agreement or other undertaking. Advice about these measures can be obtained from the General Counsel and Company Secretary.
 - (v) Claim Central Personnel must:
 - (A) Return all Claim Central property including any documents or Confidential Information or Proprietary Information on termination of employment or on the request of Claim Central or its representative; and
 - (B) If requested by an Executive Team member or his or her representative, destroy or delete any Confidential Information or Proprietary Information stored in electronic, magnetic or optical form so that it cannot be retrieved or reconstructed.
- (d) **Corporate Opportunities**
- (i) Claim Central Personnel must not, without written approval of a member of the Executive Team, pursue or take personal advantage of any business opportunities which arise as a result of the Claim Central Personnel's position within Claim Central, or the use of Claim Central's property or information.
 - (ii) Claim Central Personnel must not use their position, or opportunities arising from their position, nor take advantage of any property or information of Claim Central or its customers, for personal gain (directly or indirectly) or to cause detriment to the Claim Central or its customers.
 - (iii) Claim Central Personnel must not enter into any arrangement or participate in any activity that would actually or potentially conflict with Claim Central's best interests or that would be likely to negatively affect the Claim Central's reputation.
 - (iv) Claim Central Personnel must not engage directly or indirectly in any outside business activity involving commercial contracts with, or work for the benefit of, third parties with whom Claim Central has entered into a commercial contract, without the prior written consent of a member of the Executive Team.
- (e) **Making public statements and other conduct**
- (i) Staff members must not, without the written authority of the Global CEO, directly or indirectly state or hold out that they are representing Claim Central or its public position in respect of any matter.
 - (ii) Where authorised to comment publicly about or for Claim Central, Claim Central Personnel must maintain an open and honest approach.

- (iii) Claim Central Personnel must not directly or indirectly engage in any activity which would be likely to cause Claim Central public embarrassment, loss or damage, or otherwise bring Claim Central or its business into disrepute.

4. Professional Conduct

- (a) Claim Central has stringent financial accounting procedures that are overseen by the Board and the Executive Team and the external auditor. Accordingly:
 - (i) The use of Claim Central funds or assets for any unauthorised or unethical purpose, including for the advantage of others, or to cause loss to Claim Central is prohibited. No undisclosed funds or assets of Claim Central have, or will be, maintained or established for any purpose;
 - (ii) No false or misleading entries may be made in the books or records of Claim Central for any reason
 - (iii) No payment on behalf of Claim Central may be made or approved on the understanding that it will or might be used for something other than the stated purpose;
 - (iv) All Claim Central Personnel must ensure that Claim Central's financial books, records, reports and statements properly document all assets, liabilities, and revenue; and
 - (v) Expenses accurately reflect all transactions and are retained in accordance with Claim Central's policies and all applicable laws and regulations.

5. Business Agreements and Contracts

- (a) Claim Central expects to compete fairly and ethically for all business opportunities. If Claim Central Personnel are involved in the negotiation of agreements, they must ensure that they act in accordance with the law.
- (b) All statements, communications and representations made to customers, suppliers, partners, competitors and others with whom Claim Central Personnel undertake business transactions, should be accurate and truthful and must not be misleading or deceptive.
- (c) All appropriate approvals must be obtained before any agreements are executed. If you have any doubt as to your authority, you should seek advice from the General Counsel and Company Secretary.

6. Conflicts of Interest

A conflict of interest arises when a person is in a position which requires them to balance their own interests or the interests of others (such as friends or relatives or any entity in which they have an interest) against the interests of Claim Central. Claim Central Personnel must fully and promptly disclose to Claim Central any private or other business interests or other matters which may lead to potential or actual conflicts of interest.

7. Claim Central and its Employees

- (a) Claim Central actively supports the principle of equal employment opportunity and is committed to having a workplace that creates an environment of trust, mutual respect and teamwork with people who are diverse in work background, age, gender, gender identity, marital or family status, cultural background, socio-economic background, ethnicity, disabilities, religious belief, sexual orientation, perspective and experience.
- (b) Claim Central is committed to supporting and further developing this diversity at all levels of the organisation through attracting, recruiting, engaging, rewarding and retaining diverse talent and aligning Claim Central's culture and management systems with this commitment.

In order to have an inclusive workplace, discrimination, harassment, vilification and victimisation will not be tolerated.

- (c) Claim Central is committed to protecting the health and safety of its employees, visitors and the public. Claim Central expects and requires Claim Central Personnel to comply with Occupational Health and Safety laws and Company policies.
- (d) Claim Central has policies and procedures which govern the conduct of its business and operations. All Claim Central Personnel are expected to make themselves familiar with Claim Central's policies and procedures and to adhere to those requirements in conducting business or operations on behalf of Claim Central.

8. Compliance with this Code

- (a) If you suspect that any fraudulent or unethical behaviour has occurred or you are concerned that any conduct by any Claim Central Personnel may be in breach of applicable law or this Code, you should contact General Counsel and Company Secretary or the Head of People & Advancement. Details of any concerns and the identity of any persons making the report will be treated confidentially. Any matter reported will be handled promptly and in a manner that ensures the individual is not disadvantaged for reporting their concerns. You may also make a report in accordance with **Claim Central's Whistleblower Policy**.
- (b) All suspected breaches of this Code will be thoroughly investigated. If these investigations reveal breaches of the Code, appropriate disciplinary and remedial action will be taken, depending on the nature of the breach. This may range from training, coaching and counselling through to formal warnings and/or to termination.
- (c) Claim Central 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.

9. Review

This Code will be reviewed annually to check that it is operating effectively and whether any changes are required.