

## **1 INTRODUCTION**

- 1.1 LongReach Group Limited (“LongReach”) and its subsidiaries (the “Group”) is a Next Generation information and communications technology group that specialises in the design, installation, integration, manufacture, and maintenance of communications systems to government and corporate clients globally.
- 1.2 The Group’s mission is to work together, respecting each other, our heritage, diversity, skills and knowledge to:
- a) Deliver service and product excellence to customers and consumers;
  - b) Generate superior returns for shareholders;
  - c) Create an inspiring workplace; and
  - d) Be welcomed in the communities in which we operate.
- 1.3 We will conduct our business with honesty, integrity and fairness so that our continued growth and success will enable us to achieve our mission.
- 1.4 We recognise that our reputation is one of our most valuable assets and is founded largely on the ethical behaviour of the people who represent the Group.
- 1.5 This Code sets principles for ethical behaviour by all the Group’s personnel including directors, employees, contractors and consultants. It draws directly from the Group’s Code of Ethics and it is this ethical framework that will provide the foundation for maintaining and enhancing the Group’s reputation. It is about establishing common values and setting guidelines for acceptable behaviour.
- 1.6 The principles expressed in this Code govern our conduct wherever we operate and compliance with this Code is a condition of working for the Group. These principles are not exhaustive nor are they a restatement of the law. Importantly these principles should not serve as a replacement for basic common sense and responsibility.
- 1.7 Breaches of this Code will be treated seriously and will lead to disciplinary action.

## **2 BOARD APPROVAL**

- 2.1 The Board of Directors has approved this Code. The Board may approve updates and amendments to this Code from time to time.

## **3 ASX GUIDELINES**

- 3.1 LongReach is listed on the Australian Stock Exchange (“ASX”). The Group is committed to best practice in corporate governance standards and adheres to the ASX Corporate Governance Council’s Principles of Good Corporate Governance and Best Practice Recommendations.

## **4 WHO DOES THE CODE OF CONDUCT APPLY TO?**

- 4.1 This Code applies to all the Group’s personnel including directors, officers, employees, contractors and consultants who act for us, within all sectors, regions, areas, and functions. This Code is supplemented by Group policies and guidance notes.

## **5 WHAT IS EXPECTED OF YOU?**

5.1 You are expected to:

- a) Conduct business with honesty and integrity and in an ethical and professional manner that protects our reputation;
- b) Understand and comply with legal requirements and Group policies;
- c) Avoid any activities that could involve or potentially involve any unethical behaviour, unlawful practices or harm to the Group's reputation;
- d) Avoid actual or potential conflicts of interest;
- e) Safeguard confidential information of the Group and respect the confidential information of other parties with whom we do business or compete; and
- f) Promptly report to the Group any breach of law or regulation, ethical principles or Group policies.

5.2 These requirements are not just about operating within the law, but are also about acting as responsible citizens, being honest and trustworthy and showing respect for others.

5.3 Importantly, these expectations extend beyond Group premises and normal working hours to personnel fulfilling their roles while on Group business at functions, conferences, social events and training courses and while on business trips. It also extends to any other situation where personnel can be associated with the Group.

## **6 WHAT ARE MANAGERS' RESPONSIBILITIES?**

6.1 Managers have the additional responsibility of serving as role models for these principles by visibly demonstrating support and by consistently encouraging adherence to them.

6.2 Managers must be available to provide their personnel with guidance on ethical behaviour and compliance relevant to their role and responsibilities. Managers are also responsible for creating an environment that encourages open discussion about ethical concerns.

## **7 COMPLIANCE AND THE CODE OF CONDUCT**

7.1 The Group's Code of Ethics requires all Group personnel to observe the spirit and the letter of the law and to exercise high standards of ethical conduct when dealing with:

- a) Shareholders, creditors and general community;
- b) Customers, consumers and suppliers;
- c) Employment practices; and
- d) The community.

7.2 The Code of Ethics, as supported by the Code of Conduct, will facilitate the Group's compliance with its legal and regulatory obligations and maintenance of high standards and the Group's reputation as a good corporate citizen.

## **8 BUSINESS DEALINGS**

8.1 You must comply with the spirit and letter of the law, and exercise high standards of ethical conduct, in all business dealings, including those with customers, consumers and suppliers.

8.2 Relevant laws include competition and consumer protection legislation. For example, in all the Group's Australian business dealings, you must comply with the Trade Practices Act which:

- a) Prohibits many forms of anti-competitive conduct (such as price fixing, boycotts, resale price maintenance, third line forcing and misuse of market power); and
- b) Protects consumers (for example, by prohibiting misleading conduct and establishing minimum standards for goods and services).

8.3 In particular, we must ensure that all goods and services we supply to customers, consumers and the community meet the Group's high quality standards as well as those standards required by the law.

8.4 In our business dealings, the giving or receiving of unacceptable payments by Group personnel, such as inducements, bribes, secret commissions or secret profits, is not permitted under any circumstances.

## **9 INTELLECTUAL PROPERTY**

9.1 In the course of your work you may create items that are protected or protectable under intellectual property laws, such as the laws concerning copyright, patents, trademarks, designs and circuit layouts.

9.2 If you are an employee of the Group all intellectual property rights created in the course of your work will be owned by the Group entity that employs you from the time of their creation. You must co-operate in securing those rights for the Group.

## **10 CONFIDENTIALITY AND PRIVACY**

10.1 In your work, you may have access to information that is confidential to the Group. Reasonable steps must be taken to maintain its confidentiality. You must not use it or disclose it to any person except in the proper performance of your duties for the Group, unless you obtain an appropriate Group manager's prior written consent or unless you are required by law to disclose it.

10.2 Your confidentiality obligations:

- a) Continue after you cease to be engaged by the Group; and
- b) Do not apply to information that is in the public domain or comes into the public domain other than through a breach of your confidentiality obligations.

10.3 Examples of information that you must treat as confidential are your password for accessing any Group computer system and any Group personnel records to which you have access.

10.4 In addition, you must comply with privacy laws, particularly in relation to the collection, use and handling of personal information.

## **11 INSIDE INFORMATION AND SECURITIES TRADING**

11.1 As part of your role you may have access to inside information, that is information which is not generally available and which, if the information were generally available, a reasonable person would expect to have a material effect on the price of LongReach shares.

11.2 You must not buy, sell or otherwise deal in LongReach shares while in possession of inside information. In addition, you must not encourage anyone else to deal in LongReach shares while you possess inside information, or pass the inside information to anyone else if you know, or ought reasonably to know, they will deal in LongReach shares or encourage someone else to do so.

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- 11.3 The Group has a Share Trading Policy setting out when Group personnel can deal in LongReach shares and when dealings in LongReach shares must be notified to management.

## 12 OUR WORKING ENVIRONMENT

### 12.1 General

12.1.1 Workplace safety is a high priority for the Group.

12.1.2 The Group is committed to providing a safe and satisfying working environment in which everyone is treated fairly and with respect and where employment decisions are based upon merit. The Group is also committed to observing the spirit and letter of applicable laws, including its industrial awards and agreements.

12.1.3 The Group has various workplace standards so that it can meet these commitments.

### 12.2 Anti-Discrimination and Anti-Harassment

12.2.1 The Group respects the human potential of all personnel and others who work in or visit its workplaces or sites. The Group values the diversity of its personnel and endeavours to be fair by hiring, training and rewarding its personnel based on merit, experience or other work-related criteria. The Group is committed to creating a workplace:

- where everyone is treated fairly and equally
- in which no-one is discriminated against on the basis of characteristics such as gender, age, race, religion, sexual preference or marital status; and
- in which no personnel or others who work in or visit its workplaces or sites is subject to, or commit an act of harassment while engaged in the Group's business or on the Group's premises.

### 12.3 Workplace Issue Resolution

12.3.1 You are expected to maintain a harmonious workplace and to contribute to the resolution of workplace issues and disagreements in a prompt, fair and impartial manner. The Group will ensure that workplace issues and disagreements are promptly and properly investigated.

### 12.4 Performance Management

12.4.1 The primary objective of the Group's performance management process is to improve performance and to correct inappropriate behaviour. Accordingly:

- a) Performance and behaviour requirements will be clearly communicated so they are understood by all Group personnel;
- b) Unsatisfactory performance and inappropriate behaviour will be promptly identified;
- c) Group personnel will receive appropriate training in order to properly perform their role; and
- d) Performance management processes will be applied fairly, impartially and with appropriate confidentiality.

## **12.5 Protection of the Company's Assets**

- 12.5.1 The Group has many business systems in place to help it operate effectively, including internet and e-mail facilities. The Group allows access to and use of e-mail and/or internet for legitimate work-related purposes and will not tolerate inappropriate use of its computer facilities. The Group will regularly audit material viewed and down-loaded by personnel as well as information sent from and received by the Group's computer systems.
- 12.5.2 You must protect Group property and the belongings of others from theft, misappropriation and misuse.

## **12.6 Health, Safety and Environment**

- 12.6.1 You are expected to protect your health and safety and that of all Group personnel and other persons who work in or visit our workplaces.
- 12.6.2 Our systems and procedures provide for the identification, assessment and management of risks relating to the Group's workplaces, sites and business operations. The Group is committed to providing support and training for personnel so that they understand their occupational health and safety obligations and have practical guidance for managing risks.

## **12.7 Drugs and Alcohol**

- 12.7.1 It is essential that all personnel who work in or visit the Group's workplaces or sites can safely and competently perform their work duties. Your ability to perform your job properly may be affected if you take alcohol or drugs. Taking drugs and alcohol, or misusing medications, may also affect your safety, the safety of others and affect the Group's business operations.
- 12.7.2 The Group is committed to having systems and procedures in place so that personnel are fit for work at all times and understand their obligations in relation to alcohol, drugs and prescription medications.

## **13 CONFLICTS OF INTEREST**

- 13.1 You should avoid placing yourself in situations or entering arrangements involving an actual or potential conflict between your personal interests and those of the Group.
- 13.2 Examples of conflicts of interest include:
- a) Actively participating in outside business activities which compete with the Group;
  - b) Utilising commercially sensitive or confidential information of the Group for purposes other than those of the Group;
  - c) Taking a personal advantage of a business opportunity you became aware of through your role in the Group; and
  - d) Engaging in conduct or activities that conflicts with your ability to perform your duties and responsibilities to the Group.
- 13.3 Group personnel must declare outside business activities so that the Group can determine whether a conflict of interest may arise.

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### 14 TRANSACTIONS WITH THE GROUP AND DISCLOSURE

- 14.1 If you are a director or member of Senior Management, any transactions with the Group involving you, your immediate family or any companies or other entities controlled by you or them or in which they have a substantial interest, must first be disclosed to the LongReach Board who will decide whether it is appropriate for the transaction to proceed. Examples of transactions requiring disclosure include:
- You entering a consulting agreement with a Group company; and
  - You, or a company you or your family controls, entering into a contract to supply goods or services to a Group company.

### 15 HOW DO I REPORT WRONGDOING?

- 15.1 All personnel are responsible for promptly raising concerns about any possible serious misconduct or unethical behaviour within the Group. This includes the potential misconduct of directors, employees, consultants and contract or temporary workers. Ideally, you should raise concerns before problems develop. By stepping forward and raising concerns, you are fulfilling one of your responsibilities to the Group.
- 15.2 You should consider reporting serious misconduct or unethical behaviour to your immediate supervisor and should look to address your concerns through normal internal channels. If this does not result in a satisfactory outcome, or if it is not possible or appropriate to make a report to your immediate supervisor, you should make a report to the Company Secretary.
- 15.3 All reports made will be thoroughly investigated. The types of things you should report may include any actual or suspected:
- Breach of the law;
  - Breach of the Code of Ethics, Code of Conduct or other Group policies;
  - Corrupt activities;
  - Significant mismanagement or waste of funds or resources;
  - Abuse of authority;
  - Serious harm to public health, safety or environment or the health and safety of you or any Group personnel; and
  - Action taken against, or harm suffered by Group personnel as a result of making a report under the Group's misconduct reporting policy.
- 15.4 You will not be disadvantaged in your employment with the Group for making a report in accordance with the Group's misconduct reporting policy.

### 16 HOW SHOULD I HANDLE A SITUATION NOT COVERED IN THIS CODE?

- 16.1 If you have any questions that are not specifically addressed, please speak with your manager. Never hesitate to ask questions, raise concerns, or seek the guidance or assistance you need.

### 17 WHAT HAPPENS IF I BREACH THIS CODE?

- 17.1 All Group personnel are expected to comply with this Code. Breaches of this Code will lead to disciplinary action.

## 18 WHERE CAN I GET FURTHER INFORMATION?

18.1 Group personnel can direct their questions about this Code to their manager or supervisor. Shareholders, consumers and members of the community can contact LongReach's Company Secretary. The contact details are:

Company Secretary  
LongReach Group Limited  
31 Market Street, South Melbourne, Victoria, Australia 3205  
Telephone +61 3 9926 1155 Facsimile +61 3 9696 1411  
Email [claire.riquelme@c4i.com](mailto:claire.riquelme@c4i.com)