

## 1. Introduction

- a. Isentia Group Limited and its subsidiaries (**Isentia**) are committed to ensuring that it implements the highest standards of honesty, integrity, ethical and law abiding behaviour in all of its business activities. In support of this commitment and aware of the downstream impacts of procurement decisions Isentia has developed this Suppliers Code of Conduct (**Code**).
- b. This Code is a critical component of the delivery of Isentia's values:

### i. Client Obsessed

*We're avid listeners who make time to understand our clients, empowering them to make great decisions. Client obsession is in our DNA, it's who we are. ► We keep our word ► We are solutions focused ► We think about the client first ► We understand our clients' needs ► We strive to add value to our clients.*

### ii. One Team

*We're a family who looks out for each other and work together to make great things happen. We bring our whole selves to work, celebrating our successes and having fun along the way. ► We act with integrity ► We are stronger through regional diversity ► We respect and value each other ► We are accountable to each other ► We celebrate success.*

### iii. Innovation

*We seek out moments of inspiration to help us work smarter and create positive outcomes for our clients. From creating simple change to generating big ideas, we embrace diverse thinking, doing better than the day before. ► We are curious ► We challenge our thinking ► We are resourceful ► We lead and grow - our industry, our region and our people ► We keep informed.*

## 2. Purpose of this Code

- a. The purpose of this Code is to ensure that Suppliers are motivated to operate in a manner that is consistent with Isentia's commitment to ethical business standards and the delivery of Isentia's values.
- b. Isentia requires its potential and current Suppliers to be compliant with this Code and to attest to their compliance.

- c. Isentia will actively seek and favour Suppliers who respect and adopt the principles set out in this Code.
- d. Isentia has an Anti-Bribery and Corruption Policy which articulates that compliance with relevant laws is compulsory and that Isentia does not permit the promise to give, giving or receiving bribes, corrupt and or fraudulent conduct in order to receive an unfair advantage or benefit. The reporting of suspected instances of bribery, corruption or fraud is encouraged and disclosers' confidentiality is maintained and they are not subject to disadvantage.

### **3. Definitions**

- a. Supplier means vendors, contractors, agents and any other entity that provides goods or services to Isentia.
- b. Worker means people, however engaged by the Supplier, including but not limited to employees (part time and casuals), people engaged informally, contractors (including people on short term contracts), interns and free agents. The term Worker also includes people engaged by a Supplier through an intermediary.
- c. Modern Slavery means trafficking in persons, slavery, servitude, forced marriage, forced labour, debt bondage, deceptive recruiting for labour or services, and the worst forms of child labour (where children are subjected to slavery or similar practices, or engaged in hazardous work).

### **4. Scope of this Code**

This Code applies to Suppliers and Workers wherever located.

### **5. Principles**

Isentia expects its Suppliers to comply with all laws, regulations, administrative practices and applicable standards (including Suppliers' standards contained in their own policies and procedures) as well as conduct their business in a manner that is of the highest ethical standards in all dealings when providing Isentia goods and/or services including but not limited to the following:

- a. **Have high standards of ethical practice and good governance**
  - i. be honest and act with integrity in the conduct their business in an ethical manner,
  - ii. comply with the letter and the spirit of relevant laws,
  - iii. have conflict of interest policies and procedures and notify Isentia of any actual or potential conflict,

- iv. have zero tolerance towards any form of corruption, bribery and/or fraud and have policies and procedures in place to assist Workers to comply with relevant laws,
- v. ensure that any business gifts, entertainment and/or hospitality are modest and not made for an improper purpose,
- vi. have policies and processes to address ethical issues enabling Workers and other parties to raise compliance concerns in confidence and without disadvantage,
- vii. make available to Isentia any information relevant to the Suppliers' compliance with this Code and co operate with reasonable requests and auditing processes conducted or commissioned by Isentia in connection with this Code, and
- viii. provide training to their Workers to facilitate compliance with this Code.

**b. Respect human rights**

- i. have zero tolerance towards any form of Modern Slavery abuses,
  - ii. ensure that Workers'
    - decision to work is freely made and Workers receive fair remuneration, working hours and conditions,
    - are not required to provide money as a condition of their engagement,
    - privacy is respected and that Suppliers' comply with all laws relevant to the collection, use and protection of personal information, and
    - identification documents are not retained or controlled by anyone other the Worker,
  - iii. ensure that there are mechanisms in place in Suppliers' operations to identify, prevent and mitigate the risk of Modern Slavery, and
  - iv. promote education and awareness of Modern Slavery risks in Suppliers' operations.
- c. **Protect the natural environment** and be compliant with all relevant environmental laws and where local laws are silent, standards are developed by Suppliers that minimise any adverse environmental impacts resulting from their operations, products and services, and
- d. **Manage risk** in the Suppliers' business and bring any risks in the supply of Suppliers' products and / or services to Isentia's attention in a timely manner.

**6. Raising a concern under this Code**

- a. Isentia expects any material breach of this Code to be brought to the attention of Isentia's General Counsel in a timely fashion.

- b. Isentia treats all information received confidentially and any investigation undertaken or commissioned by Isentia would not be disclosed or discussed with anyone other than those who have a legitimate need to know.

**7. Review of this Code**

- a. This Code will be reviewed from time to time.
- b. Any proposed changes to this Code must be approved by the Isentia board of directors.

**8. Approved and adopted**

This Code was approved by Isentia’s board of directors on 21 May 2020.

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