

## 1. Introduction

The Board of Cleanaway Waste Management Ltd and its controlled entities (**Cleanaway**) recognises that its reputation is an essential element to its success, and that there is a direct correlation between its reputation and the lawful, ethical and responsible conduct of all those who represent Cleanaway.

At Cleanaway, everything we do is driven by our Mission of *Making a sustainable future possible together* for all our stakeholders (**Mission**).

Our Guiding Principles are the foundation of our teamwork culture. They emphasise safety, care, connection, ownership and forward-thinking in everything we do. These principles create a workplace where everyone feels valued, respected, and encouraged to do their best.



Our Guiding Principles tell a story – but they need to be looked at together (as a package), not as individual principles or behaviours.

- **Keep each other safe:** We look out for each other, creating a welcoming culture where everyone’s safety matters to all of us.
- **Show genuine care:** We genuinely care, fostering a customer-centred environment where we understand and appreciate each other’s strengths and differences.
- **Connect and grow together:** Together, we connect and grow, supporting each other to achieve more, always learning and innovating from our shared experiences.
- **Own it, be courageous:** We take charge, being responsible and brave in our actions, even when things get tough.
- **Act beyond today:** We aim for a better tomorrow, making bold choices to build a sustainable future for the next generations.

This Code of Conduct (**Code**) is underpinned by our Guiding Principles and demonstrates Cleanaway’s commitment to high ethical standards and behaviours. Our Mission, Guiding Principles and Code, together, define the way Cleanaway manages its business and are central to supporting our culture.

This Code is binding on all directors, senior executives, employees, contractors and consultants who are employed by, act for, or represent Cleanaway (collectively defined as **Cleanaway Personnel**).

Cleanaway Personnel are expected to always act honestly, ethically, responsibly, with integrity and in the best interest of Cleanaway, its stakeholders and its broader community.

The content of this Code is not intended to cover all possible situations. Rather, it is a reference guide that sets out certain basic principles with respect to conduct that should be followed by Cleanaway Personnel in all of Cleanaway's interactions to ensure that Cleanaway's business is conducted in accordance with the laws and regulations of all areas in which it operates. Where circumstances arise that are not covered by this Code or any of Cleanaway's policies, Cleanaway Personnel are encouraged to consult their manager or local human resources representative for an appropriate course of action.

## **2. *Promote a safe and positive workplace***

Cleanaway is committed to providing a physically and psychologically safe, healthy and harmonious working environment.

Cleanaway has also implemented health and safety policies, practices and procedures with the objective of zero harm to our employees and others. All Cleanaway Personnel are required to follow rules for safe and healthy operations and report any incident which generates an actual or potential injury. They should advise their manager or other relevant management representatives immediately if they see a work practice or activity which they consider to be conducted in an unsafe or careless manner.

All Cleanaway Personnel are responsible for ensuring that all Cleanaway operations are conducted safely, and that the workplace is free from all forms of discrimination, harassment, bullying, occupational violence, victimization, vilification and other inappropriate behaviours. Cleanaway values the diverse backgrounds of its people and seeks to create an atmosphere of dignity, courtesy, trust, honesty and respect. Cleanaway Personnel are expected to treat fellow team members, customers, suppliers, contractors and other external parties with respect and dignity regardless of gender, race, ethnic origin, religion, political beliefs, marital status, age, family status, physical and mental ability, sexual orientation or other status.

If you are subjected to any workplace conduct that could be considered bullying, harassment or discrimination by Cleanaway Personnel or you have witnessed any workplace conduct that you consider may be bullying, harassment or discrimination by Cleanaway Personnel, you should report the matter to your manager, your local human resources representative or contact a member of the Legal Team for guidance. You can also raise any concerns through Cleanaway's Speak Up Channel, which allows for anonymous reporting, as well as anonymously using Cleanaway's Faircall service.

Cleanaway is also committed to identifying and eradicating any instances of modern slavery in its operations and supply chain. A Modern Slavery Policy has been established to monitor compliance with its obligations under modern slavery legislation. Any Cleanaway Personnel that have concerns in relation to any workplace conduct that may pose a modern slavery risk should report this conduct to a member of the Legal Team. You can also raise concerns anonymously using Cleanaway's Faircall service.

### **3. Enhance the communities in which we operate**

Cleanaway takes pride in supporting the communities in which it operates and is committed to building strong community relationships that reflect its values. Additionally, Cleanaway is dedicated to providing environmentally sustainable services, products and solutions, and to continually improving our environmental standards consistent with Our Mission of *'Making a sustainable future possible together'*. To this end, Cleanaway Personnel are responsible for understanding relevant environmental and operating policies and guidelines to ensure that all business activities are carried out with proper regard to the community and the environment.

Cleanaway Personnel must take necessary steps to ensure that they are fully aware of, understand, and act within the confines of all relevant laws and regulations covering their individual business areas. If you have any uncertainty regarding the application and interpretation of the law, assistance can be sought through the Legal Team.

### **4. Avoid conflicts of interest**

Cleanaway Personnel are expected to make decisions that are in the best interests of Cleanaway, including having regard to the interests of Cleanaway's key stakeholders, and not for personal gain. Cleanaway Personnel should not engage in activities or hold or trade assets that involve, or could appear to involve, a conflict between their personal interests and the interests of Cleanaway without prior disclosure and, where appropriate, approval. Such circumstances could compromise or appear to compromise the ability of Cleanaway Personnel to make impartial business decisions.

As Cleanaway Personnel, please also consider situations where you might choose to engage in a close personal relationship with another person who is also Cleanaway Personnel, and where the existence of the relationship may give rise to a perception of, or actual conflict of interest e.g., where one of the team members is in a position of influence or seniority relative to the other team member in the relationship.

If in any doubt about a conflict of interest, you should discuss it with your manager or the Legal Team to ensure an appropriate action is taken.

### **5. Avoid any action that constitutes bribery or corruption**

Cleanaway Personnel must not under any circumstances, whether directly or indirectly, engage in conduct that constitutes bribery or corruption, make facilitation payments or pay secret commissions. Bribery may take the form of acceptance of cash, cash equivalents, other benefits (e.g. gifts, hospitality, travel or entertainment) or the provision of favours or anything else of material value. Corruption involves a person improperly using or abusing their position, knowledge, power or resources for personal gain or for the advantage of others.

Cleanaway Personnel must not accept gifts or hospitality or provide the same to anyone (including to clients or suppliers) in circumstances which could be perceived as improperly influencing a relationship or the exercise of judgement affecting Cleanaway or its business. If you are unsure whether a gift or benefit is appropriate, you should discuss the matter with your manager or the Legal Team.

## **6. *Ensure integrity of financial and other information***

Many Cleanaway Personnel participate in processes that directly impact on the substance and integrity of Cleanaway's external reporting. Cleanaway Personnel have a responsibility to act in accordance with all relevant accounting standards, policies and disclosure requirements and ensure that financial and all other business information are recorded in an accurate and timely fashion. Any known inaccuracies must be immediately reported and Cleanaway Personnel must not enter any unrecorded or "off the books" transactions or create false, misleading or artificial records in any circumstances.

## **7. *Protect confidential information***

Any confidential information including proprietary, technical and financial information must be protected by Cleanaway Personnel and should be handled on a strict need to know basis. Cleanaway's trade secrets should be appropriately safeguarded. It is also important that we protect the confidentiality of information of third parties that we may come into contact with during our day to day operations.

Cleanaway Personnel should also respect the privacy of individuals and comply with the Cleanaway's Privacy Policy and the applicable privacy laws in relation to the collection, use and handling of other people's personal information.

In the course of their work, Cleanaway Personnel may learn of inside information about Cleanaway and other companies that is not publicly available. Cleanaway Personnel must not use non-public information for personal gain or to cause detriment to Cleanaway or its stakeholders or discuss such information with anyone who does not have a legitimate business reason to know such information.

Cleanaway Personnel must only trade in Cleanaway shares in the approved trading windows and in accordance with the Cleanaway's Securities Trading Policy.

## **8. *Protection and use of property***

Cleanaway Personnel are responsible for the protection and proper use of all Cleanaway property and the property of Cleanaway's customers (and other third parties) used in carrying out their tasks and responsibilities.

Cleanaway Personnel should take reasonable steps to prevent theft, damage or misuse of this property.

Cleanaway property includes tangible items such as inventory, plant and equipment, petty cash but also includes corporate information and intellectual property such as copyright and trademarks.

## **9. *Abide by competition and consumer laws***

The business activities in which Cleanaway is engaged are highly competitive. It is Cleanaway policy to compete vigorously but fairly. A major part of this commitment is to abide by applicable competition and consumer laws. In general terms, these laws prohibit Cleanaway from collaborating with its competitors to restrain or reduce competition or business rivalry or engaging in conduct which is misleading or deceptive.

Cleanaway Personnel must abide by applicable competition and consumer laws which seek to ensure and maintain fair competition in all markets in which Cleanaway operates and ensure compliance with Cleanaway's Competition and Consumer Law Policy. Cleanaway Personnel must always act ethically and fairly in their dealings with customers, suppliers and the markets in which Cleanaway does business.

Cleanaway Personnel must never make a deliberately misleading or false representation concerning Cleanaway or its business operations.

If Cleanaway Personnel are aware of any issues which could constitute a breach of competition and consumer laws, they should immediately consult with their manager or the Legal Team immediately.

## **10. Communicating on social media**

Cleanaway has a Social Media Policy in place which sets out specific expectations of Cleanaway Personnel. To ensure that Cleanaway Personnel engage responsibly when using social media, it is essential that Cleanaway Personnel do not commit any action or engage in any behaviour that has the potential to bring Cleanaway, Cleanaway Personnel or Cleanaway's reputation into disrepute. The Social Media Policy sets out clear expectations for work and private social media use and Cleanaway Personnel are expected to familiarise themselves with their responsibilities to Cleanaway.

## **11. Compliance with policies**

Failure to adhere to the Code of Conduct or any of the following key policies supporting this Code will be considered serious misconduct and may result in disciplinary action which could include termination of employment. If you are aware of any serious misconduct or unethical behaviour that contravenes this Code, any Cleanaway policies or the law, you should report this to your manager or make a report using the Cleanaway Whistleblower service. This service is fully independent and information can be provided on an anonymous basis. Full details on how to use this service can be found in the Whistleblower Policy.

The key policies that support the Code of Conduct are set out below:

- Drug and Alcohol Policy
- Health and Safety Policy
- Respectful Workplace Policy
- Sexual Harassment Policy
- Diversity & Inclusion Policy
- Environmental Policy
- Delegated Authority Policy
- Conflict of Interest Policy
- Anti-Bribery and Corruption Policy
- Privacy Policy
- Securities Trading Policy
- Continuous Disclosure Policy
- Competition and Consumer Law Policy
- Whistleblower Policy
- Human Rights Policy
- Supplier Code of Conduct
- IT Acceptable Use Policy
- Social Media Policy
- Sanctions Policy

## 12. Seeking assistance

If you have any questions that are not specifically addressed in this Code or any of the policies listed above, please ask your manager, local human resources representative or contact a member of the Legal Team for guidance.

Cleanaway strongly encourages team members to raise any concerns they may have in relation to any contraventions of this Code. Cleanaway is committed to timely remediation of any issues that may impact upon the company's credibility and the duty it owes to its stakeholders.

## 13. Review of this Code

This Code is reviewed and updated periodically to ensure it is operating effectively. If changes are required, they will be recommended to the Board for approval.

**This Code was reviewed and approved by the Board on 7 June 2024.**

### Version control table

|                      |                    |
|----------------------|--------------------|
| Document description | Code of Conduct    |
| Document owner       | Company Secretary  |
| Document approved by | Board of Directors |
| Version number       | 10                 |
| Last review date     | 20 June 2023       |
| Approval date        | 7 June 2024        |