

NGS SUPER ETHICAL BEHAVIOUR POLICY

Code of Conduct

POLICY DOCUMENT

JUNE 2022

At all times at NGS Super you should behave in a way that upholds the NGS Values, in order to maintain the integrity and reputation of the Fund.

Who does this policy apply to?

This policy applies to all NGS Super employees (full time, part time, casual and contract), Directors, independent advisors, and any appointees to the Board and/or Board Committees.

Your responsibilities

Everyone in our business has responsibilities, including:

- leading by example
- supporting good ethical behaviour and business conduct including complying with all laws and regulations
- ensuring you have access to and receive training on ethical issues and policies relating to this Code
- promoting an environment where your colleagues feel confident and able to raise ethical concerns that are taken seriously and followed up.

The Code of Conduct requires you to uphold the values of NGS Super and behave in the following ways:

- promote diversity, equality and inclusion
- be respectful of each other
- use Trustee resources responsibly and appropriately
- ensure business expenditure is accurately and honestly accounted for.

Zero tolerance

While this Code gives you guidance for certain situations, there are specific areas where we have a zero tolerance policy:

- unsafe, illegal or unethical working practices
- violence and aggression
- discrimination, bullying and harassment
- bribery and corruption
- retaliation against anyone who speaks up and does the right thing.

DOING THE RIGHT THING

Whistleblowing

What is whistleblowing?


Whistleblowing is the reporting of improper conduct.

Our whistleblowing policy exists to help you speak up in situations where you suspect dangerous, illegal, harmful or fraudulent activity is taking place, or when you or your colleagues are being treated unfairly. NGS Super will protect whistleblowers who make reports under the policy.

NGS Super conducts its business to the highest standards of integrity and honesty, and we expect you to maintain these same standards in everything you do. See also the **NGS Super Whistleblowing Policy** at ngssuper.com.au/about-us/regulatory-disclosures in the 'Governance tab' under 'Governance documents'.

To work out the right thing to do in any situation, ask yourself:

- Is it legal?
- Is it ethical?
- Does it comply with NGS Super policy?
- Would I be happy telling my family or close friend about it?


 **If the answer to any of these is 'no' then we expect you to speak up.**

Who should I speak to?

If you have an issue with a colleague, a supplier or business partner, you should initially discuss the matter with them. If this is not possible or you need advice or support, you should speak to your manager or to a member of the People and Culture Team.

In the case of a Director, you should speak to the Chair, Deputy Chair or to the Chair of the RAC Committee.

If it is not possible to talk to any of the above, refer to our whistleblowing process. Details are available on the NGS Super website.


 **If you suspect wrongdoing, you should always report it. If you experience any retaliation or harassment as a result of your action, we will investigate and take appropriate action against the harasser, in accordance with our HR policies and procedures**

Workplace safety

We work to ensure workplace safety of our employees and for any visitors to our offices. We expect everyone to play their part in making NGS Super safe and ensuring you have the right equipment, training and knowledge to guarantee a safe working environment.

- Ensure you know who the First Aiders are
- Be aware of the work you are undertaking and the hazards associated with it
- Look out for your own safety and others around you

- Report any accident, near miss, injury, ill health or unsafe condition so appropriate action can be taken
- Ensure you are properly trained for the work you are doing
- Familiarise yourself with your building's fire extinguishers, fire exits and emergency evacuation procedures.

 **If it isn't safe, don't do it. Stop and inform your manager. If you have any health and safety concerns please speak to your manager, a member of the WHS Committee or refer to the People and Culture team.**

In the case of a Director, you should speak to the Chair, Deputy Chair or to the Chair of the RAC Committee.

Diversity, equality and inclusion

We promote a diverse, inclusive and equal workplace both internally and externally. Every employee is expected to treat everyone with whom we have contact with dignity, courtesy and respect.

At NGS Super we treat our colleagues, members, suppliers and business partners fairly. We hire, promote and reward our employees based on their capabilities and skills. We do not discriminate on the grounds of gender, race, colour, ethnic or national origins, marital status, family circumstances, age, disability, sexual orientation, political or religious belief.

Everyone at NGS has the right to work in a safe environment free from discrimination, bullying or harassment.

RESPONSIBILITY TO SELF AND OTHERS

Harassment-free workplace

Everyone at NGS has the right to a working environment free from


harassment and intimidation. We are sensitive to these and to cultural and social differences. However, our principles are universal and are reflected in the laws in which we operate. We have a zero tolerance approach to harassment and intimidation.

What constitutes harassment?

Harassment is unwanted conduct which is reasonably considered to have the purpose or effect of:

- violating the recipient's dignity
- creating an intimidating, hostile, degrading, humiliating or offensive environment for the recipient.

Everyone at NGS Super has a personal responsibility to behave in a manner that is not offensive to others. Managers and the People and Culture Team are responsible for communicating this policy and for investigating any complaints of harassment against any member of their team.

 **In the case of a Director, you should speak to the Chair, Deputy Chair or to the Chair of the RAC Committee.**

Harassment can be verbal or non-verbal. Words and gestures can be just as offensive as physical acts. Jokes, obscene gestures, sarcastic remarks, suggestive or insulting sounds, stories or racial comments can be classed as harassment and can create a hostile working environment.

Bribery and corruption

NGS Super operates a zero tolerance policy to bribery and corruption. We do not offer or accept bribes or improper inducements, including facilitation payments, to secure business or to gain any advantage for either the Company or for any individual. We actively refrain from any misleading or deceptive accounting or financial reporting practices.

We expect you to comply with all bribery and corruption-related legislation and to take all reasonable steps to ensure everyone you work with does the same.

Drugs and alcohol


NGS Super is a drug-free workplace. While at work and attending business-related activities in any location you are strictly prohibited from being under the influence of alcohol or illegal drugs.

From time to time we may organise events or you may attend offsite functions where alcohol is served. You are always expected to drink responsibly at these events.

Sustainability

We believe that developing a sustainable business is not only the best way to help look after our environment, but also contributes to delivering successful and ethical services. Our environmental impact is relatively small, but we all still have a responsibility to look after it.

For our members, suppliers and partners, this can be an important issue as an increasing number seek to do business only with companies who have a clear understanding of their impact and have policies in place to try and reduce their impact. This is an area that we continue to strive to influence change in the areas of social and environmental investing.

 **You can be mindful of the impact on the environment as you undertake your day-to-day duties at NGS Super. Think about opportunities for recycling or cutting down on the amount you print each day. Also consider whether a conference call could be an alternative to a meeting; or car sharing if going to an off-site meeting/function.**


BEING MINDFUL PROFESSIONAL AND RESPONSIBLE

Gifts and hospitality

Maintaining high quality professional relationships with our members, suppliers and partners is essential to the success of our business. Sometimes we provide or receive business courtesies, such as reasonable entertainment and modest gifts.

However, we never allow these courtesies to affect our ability to make objective, professional decisions or give the perception that our objectivity has been compromised.

Refer to your manager or the Governance team on what is and isn't deemed acceptable.

 **Scenario:** You are reviewing the services of the fund's investment managers with a view to investing more money. This review is looking at a number of managers all of who are pitching for the extended mandate.

The review is progressing and you have received an invitation from one of the competing organisations to attend a sporting function. This organisation is expected to be one of the short-listed candidates. Should you accept the invitation?


A. No, you should not.

NGS Super's success is built on trusted and long-term relationships which you are encouraged to forge with our partners. On this occasion, however, their gesture could be seen as an attempt to influence your decision and can be a conflict of your duty.

You should disclose all gifts and invitations to events you receive from suppliers and partners via the Gift Register. Refer to your manager or the Governance team for assistance if you are in doubt.

Conflicts of interest

We avoid conflicts of interest. Always act in the best interests of NGS Super. Don't let your personal interests conflict — or appear to conflict — with the Company's interests. Even the perception of a conflict of interest can damage our business and reputation. This happens when your personal interests could affect your judgement and conflict with NGS Super's interests. Conflicts of interest can arise in many situations. Where requested, you should always disclose your interest as an employee to your manager, or as a Director, to the Company Secretary, and remove yourself from the decision-making process.

 **Scenario:** You are presently managing a tender for a new service provider, there are four competing organisations and you have a personal interest in one of the organisations. What should you do?

A: Your personal interest could be in varying forms e.g. the organisation may be associated with your partner's business affairs or you may have personal business arrangements with this company through other activities you are involved with outside of NGS Super. Participating in the assessment or decision process may lead to a conflict of interest and therefore you should speak to your Manager for advice and guidance. You may need to remove yourself from the assessment and decision-making process.


PROTECTION OF ASSETS AND INFORMATION

Family and friends

We take special care to ensure that our personal interests do not conflict with NGS Super's responsibilities.

While opportunities to employ talented people should not be overlooked, this must be a fully transparent process and in accordance with our HR and Governance procedures. You should not directly or indirectly supervise, or use influence to favour anyone with whom you have a familiar or close personal relationship, including family members.

In certain circumstances, and at NGS Super's discretion, it may be necessary to reassign someone to avoid a conflict of interest, or to take steps to maintain a harmonious and productive work environment. Interviewing, hiring or engaging a family member or close personal friend as an employee or a business partner creates a conflict of interest. You must disclose any such relationship and remove yourself from the decision-making process.

 **Scenario:** Your brother-in-law wants to be interviewed for a role as a Customer Relationship Manager. What do you do?

A: You should disclose any personal relationship to your manager and ask another manager in the business to meet the candidate. Or in the case of a Director or Advisor, you should disclose the personal relationship to the Company Secretary in accordance with the Fund's *Conflicts Management Policy*. You cannot be involved in the interview nor decisions about employing the candidate.

Responsible partnerships with our service providers

A responsible supply chain is critical to the success of our business. We work hard to ensure our suppliers and partners share our responsible values and that we in turn treat them with respect, trust and transparency.

We expect all our major suppliers and partners to have a Code of Conduct or equivalent that sets out similar expectations as to how we treat our people, members and partners and we expect that they have an ethical business ethos.

Personal Trading

NGS Super's *Personal Trading Policy* prohibits all forms of insider trading. Blackout trading periods can be put in place at certain times of the year in addition to notification and approval procedures for trading. Please refer to the *Personal Trading Policy* which is available on the intranet site or upon request.

Information management and security

Information is one of our most valuable assets. We must do all we can to protect it. We must demonstrate to our members, suppliers and partners that we handle their information with care and integrity.

Information has many forms, including from email, databases, voicemail and websites through to paper-based communication, photos and videos.

Whatever its format, information and passwords must always be appropriately protected.


Protecting our assets

As a not-for-profit organisation, we must protect and use members' money responsibly and ethically. We each have a duty to look after and respect all of NGS Super's assets — namely our place of work, computer and telephone, company vehicle, information, finances or supplies employees have access to and even our working time. We should protect NGS Super's assets from misuse, theft and waste and ensure that these are secured appropriately.

We must also ensure that other companies cannot gain an unfair advantage by accessing important information about our business.

You should:

- use Company resources responsibly and appropriately
- ensure hardware, such as laptops, phones and other handheld devices, are never left in public or in unsecured places
- ensure that company vehicles are maintained and driven safely
- ensure that all sensitive, confidential and personal information you handle stays secure
- ensure business expenditure is accurately and honestly accounted-for.

 **Q:** May I use my work computer and work phone for personal use?

A: Yes. You may make limited reasonable personal use of Company devices, provided doing so is legal and does not interfere with your work.

REPORTING OPENLY HONESTLY AND ACCURATELY


Data protection/ confidential information

The very nature of our business means we handle personal and confidential information about our employees, members and partners every day. We have an important duty to respect this information and ensure it is protected and handled responsibly and only used for the purposes for which it is provided.

We take our obligations under data protection and privacy laws very seriously.

You must:

- only use personal information for the business purpose for which it was supplied
- ensure personal information is secure at all times and is relevant, accurate and kept up to date
- ensure that arrangements are in place to comply with privacy laws.

 **Scenario:** You notice a colleague copying data from the Company's database and are suspicious about its intended use. What should you do?

A: You should report this to your manager or the governance team immediately. They must ask the individual their reason for copying the data and take any necessary action in accordance with HR policy and procedure.

Communicating with the outside world


Any communication with external stakeholders, such as members, suppliers, partners, charity foundations or even the media, must be clear and truthful. We urge you to take care when using social media and email.

Remember that once you have made a public statement you have no control over what happens to it or who uses it.

Internal communication is equally important as this can easily make it into the outside world. Always be aware that your actual audience might not be the one you intended to address.

All media related communication must be approved by the CEO.

All Fund related communications must be approved by the Risk and Governance Team.

 **Scenario:** You have been approached by a journalist who is writing an article on the superannuation industry — they are keen to get your views as an expert in the industry. What should you do?

A: Refer the enquiry to the CEO.

Political relationships

In your professional role at NGS Super you should not get involved in any political activity nor make a donation to a political party. We encourage you to remain politically neutral at all times. We do, however, understand that you may wish to involve yourself in your own time and respect your right to do so. When this happens you must make it clear that the views you express are your own.

Corporate governance

We are open, honest and cooperative with our regulators. We ensure that the information we provide them is accurate and complete. The Board is collectively responsible for the Company's financial and operational performance, as well as for promoting the success and sustainability of the business. The Board fulfils its responsibilities by directing and supervising the NGS Super's strategy and policies.

FINANCIAL AND NON-FINANCIAL OBLIGATIONS


Financial and non-financial accounting and reporting

We have an obligation to our Directors, members, and partners to ensure that we report openly, honestly and accurately on our business performance.

Accurate record-keeping protects our reputation.

You must always:

- accurately and fairly report all business transactions and performance metrics
- complete all expense claims accurately and in line with the business expense procedure
- maintain records in accordance with legal requirements.

 **Scenario:** You have received an expense claim form with a large number of items associated with client meetings, including transport, food and beverages. Is it acceptable for you to put all costs through as 'Client Entertaining'?

A: No. Lumping costs together stops us from accurately analysing our expenditure which then affects cost control. All costs must therefore be recorded appropriately.

More information?

Questions/concerns

If you have any questions about this Policy, you can contact a Senior Manager for further clarification.

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