



IOOF

Our Code of Conduct

April 2021

Message from Renato

The IOOF Code of Conduct is an important statement about who we are as an organisation. The Code sets out the principles and standards of behaviour we expect of everyone at IOOF – in everything we do, every day.

It is inextricably linked to our purpose – understand me, look after me, secure my future. We can't realise our purpose unless we adhere to the Code.

As CEO, I acknowledge my responsibility to lead by example. I am happy – indeed I welcome you – to judge me by the principles and standards in the Code. Likewise, the Code has been approved by the IOOF Board and endorsed by the Executive Team – all of whom are committed to upholding it.

Ultimately, we are all leaders when it comes to the Code. Each of us should aspire to be the example others look towards. This requires action from everyone. It starts with reading the Code, not just this once, but regularly. Beyond this, we all need to actively demonstrate our principles and standards.

If you have any questions about the Code – please ask. There are lots of people here you can talk to about it, including me.

If you have a chance to discuss the Code with your colleagues – take it. People leaders, especially, should create opportunities to talk about our principles and standards with their teams.

If you see a breach of the Code – say something. At IOOF, speaking up if you see something wrong is expected and respected. There are several ways of making a report. You have my word, you will be taken seriously and supported.

Within IOOF, there are many businesses, individuals, roles and functions. This Code is our shared commitment to who we are as an organisation. I look forward to meeting it with you.



Renato Mota
Chief Executive Officer
IOOF Holdings

Our commitment

IOOF's Code of Conduct (Code) is the charter that we use to guide our professional interactions with each other. It shapes the expectations we have for our actions and for our behaviours. It's underpinned by our principles – be human, deliver what matters, stronger together, keep it simple and do what's right, not what's easy – which are at the heart of everything we do.

Our strategy and people

Our Code was developed with input from our people and outlines the standards and principles we have agreed to adopt. As we work in our day-to-day roles to deliver on our advice-led strategy, we all play a vital role in upholding the standards of the Code to ensure we meet the interests of our clients, the community and each other.

Connecting us

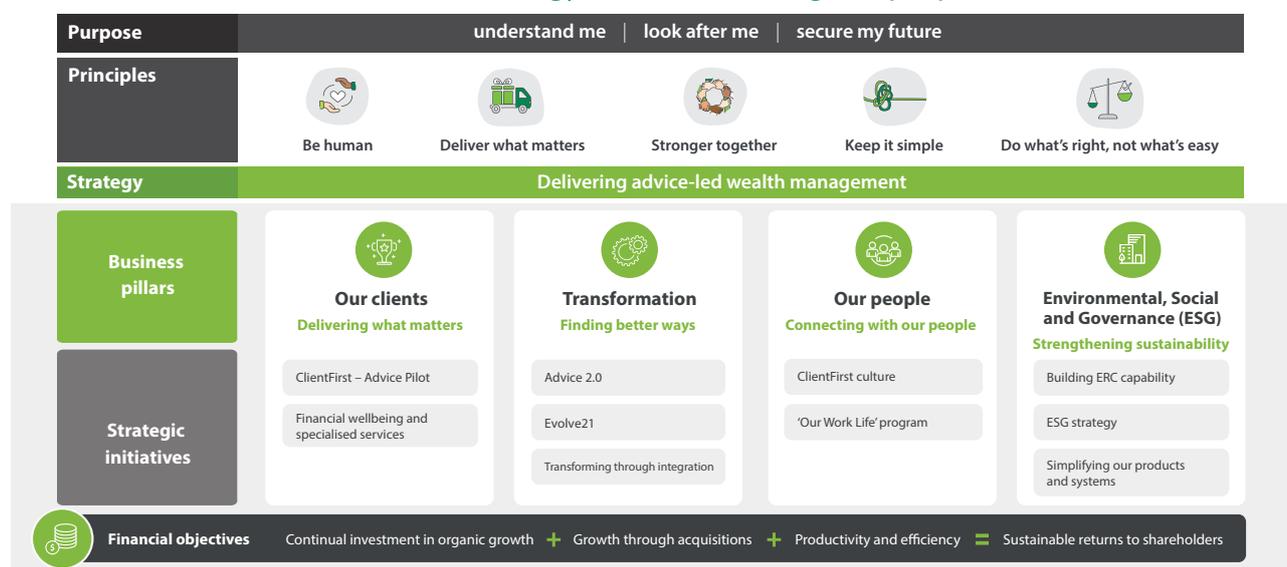
Our Code is not just another policy or procedure, it models how we display our principles. Our Code connects us, provides guidance on expected behaviours and represents our commitment to adhering to the highest standard of ethical conduct.

Our purpose

Understand me, look after me, secure my future

We recognise that living our principles and purpose means that we conduct ourselves and our business professionally and ethically. Our decisions and actions are shaped by the standards of our Code; our principles, behaviours and policies, underpinned by our strategic direction, which leads us to achieve our purpose. Core to our purpose is ensuring we meet the interests of our clients, deliver on our promises and commitments and strive to advance client outcomes in all that we do.

IOOF's strategy is about realising our purpose



Scope

Our Code applies to all of us. All directors, senior executives, employees, contractors and any other person employed by the IOOF group of companies (employees) must be aware of and comply with our Code, policies, procedures, guidelines and legal obligations.

Our Code applies to IOOF's business activities in Australia and New Zealand and should be observed in conjunction with legislative and operational obligations and relevant IOOF Policies.

Our Code provides us with a common understanding of our principles and expected standards of behaviour. In the event of any inconsistencies between our Code's requirements and IOOF's statutory duties, the latter shall prevail.

Our Code states basic expectations but does not cover every situation that may be encountered while working at IOOF. In the absence of a specific direction, we have a responsibility to act in good faith, practice good judgment, comply with the spirit of the Code and to seek assistance from management, a member of Enterprise Risk and Compliance, or a member of the People and Culture team where required.

Our principles

Our principles underpin our Code, help us make better decisions and guide our behaviours. We must demonstrate actions and behaviours that are aligned to our principles every day.

Our principles are:



Be human

We treat those around us the way we'd like to be treated – openly, honestly and respectfully.



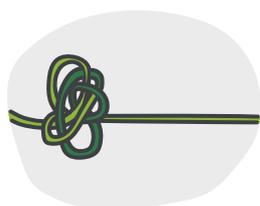
Deliver what matters

We make sure we understand what matters to every client and we make it happen.



Stronger together

Only by working together can we truly serve our clients.



Keep it simple

We remove complexity.



Do what's right, not what's easy

We back ourselves to make the right call. We speak up.

Our culture

We treat each other, our clients and other employees with respect and stay true to our principles. We contribute to building and creating a positive and safe environment. We behave in a way that is respectful and conduct ourselves professionally at all times.

We are committed to promoting and supporting a culture with the highest standards of honest conduct, ethical behaviour and corporate compliance.

We are committed to ensuring we focus on client interests and to deliver on quality client outcomes in all we do and the decisions we make.

Our reputation and competitiveness are dependent on responsive, competent and motivated employees who have a good understanding of our business and environment. Our agreed principles and behaviours, supported by our ClientFirst philosophy and agile approach, shape our culture and are the pillars of our advice-led strategy.

Mutual respect and diversity

At IOOF, we support and value diversity and inclusion and are committed to providing a workplace that is free from discrimination. We treat each other with respect and dignity and aim to foster a positive and productive working environment.

We do not tolerate harassment or discrimination based on an employee's race, colour, sex, sexual orientation, age, physical or mental disability, marital status, family or carer responsibilities, pregnancy, religion, political opinion, national extraction, social origin or any other status protected under applicable law.

Bullying, victimisation or isolation of other employees is strictly prohibited and will not be tolerated.

We are all required to:

- behave ethically and professionally towards other employees
- avoid behaviour which is, or might reasonably be perceived as, intimidating, discriminatory, harassing or bullying
- comply with and report any known or suspected breaches of our policies.

Our policies

Our policies outline how we do things, our expectations, processes and procedures that we must follow. In addition, employees are required to know and adhere to IOOF's internal rules developed to regulate and manage IOOF's business operations.

These are outlined in our:

- policies
- online learning modules allocated to employees through My IOOF
- business rules, which are communicated to employees.

It is a condition of employment that employees comply with IOOF's policies, which are amended from time to time.

Our Code interacts with the following IOOF policies:

- Anti-Bribery and Anti-Corruption Policy
- Anti-money laundering and counter terrorism financing program – Parts A and B
- Breach and Incident Policy
- Confidentiality Undertaking
- Conflicts Management Framework

- Conflicts Management Policy
- Drug and Alcohol Policy
- Fraud Policy
- Internal Social Media Policy
- IT Code of Conduct Policy
- IT Acceptable Use Policy
- IT Security Policy
- Managing Performance and Conduct Policy
- Workplace Health and Safety Policy
- Whistleblower Policy

It's every employee's responsibility to know our current policies and complete annual mandatory online learning modules and any other learning activities required by IOOF. Copies of [IOOF's policies](#) can be found on our intranet (HQ).

Our Code

Our Code represents our commitment to:

- act honestly, ethically and with high standards of personal integrity
- understand and comply with the letter and spirit of our Code: our principles, behaviours and Policies
- act in the best interests of our clients and protecting the interests and reputation of IOOF
- demonstrate IOOF's principles in our interactions and ensuring that our behaviours and actions reflect our principles
- strive to create a harmonious and safe working environment that respects and encourages diversity and inclusion
- ensure that we work in an environment free from unlawful discrimination, harassment and bullying, and taking action to prevent such behaviour
- not knowingly participate in any illegal or unethical activity
- prevent theft, fraud and corruption, including by taking responsibility for acting diligently to detect suspicious activity and to prevent IOOF products and services from being used for money laundering or terrorist financing purposes
- respect and safeguard client and employee privacy and confidentiality
- ensure we do not use or attempt to use our positions with IOOF or our credentials to obtain improper personal benefits, including by not sharing price-sensitive inside information, not taking bribes and not accepting gifts or benefits without reporting them to our direct people leaders
- conduct our work safely and responsibly with due care and diligence
- comply with and work within our delegated authority
- report to IOOF any legal or regulatory proceedings that we are personally involved in
- manage conflicts of interest to ensure that the best interests of clients, investors and members are upheld, including by ensuring that we identify, record and report actual or perceived conflicts in a timely and appropriate manner and cooperate with Enterprise Risk and Compliance to manage any identified conflict, as well as involving the Office of the Superannuation Trustee where appropriate
- maintain a focus on the delivery of quality member outcomes in all we do and the decisions we make
- maintain appropriate qualifications and standards of competence and commit to updating professional knowledge to keep abreast of industry developments and trends
- ensure that records are accurate, complete and processed in a timely manner
- disclose 'close personal relationships' with other employees where there are direct reporting lines or any actual or perceived conflicts between roles and responsibilities
- work promptly and confidentially with our People and Culture team in the first instance, and then Enterprise Risk and Compliance if appropriate, to find ways to avoid or address actual or perceived conflicts between any roles and responsibilities
- ensure that we demonstrate active compliance with IOOF's cybersecurity guidelines by following IT policies and reporting breaches and any other suspicious activity promptly to the Cybersecurity Team.

Please refer to IOOF's Policies for more detailed information.

Compliance with our Code

Being aware of, and complying with, the laws and regulations under which we operate is a critical part of our business and is fundamental to who we are and what we represent.

To maintain the respect and confidence of our clients, which in turn protects our brand and our reputation, it is essential that we comply with the spirit of our Code as well as the letter of the law.

We are required to know, understand and comply with our Code, review it annually and whenever we are requested to do so. We are ultimately responsible for exercising good judgment and are encouraged to ask questions and seek clarification from the Executive Team, Enterprise Risk and Compliance or our People and Culture team if needed.

Breaches of the Code

We are all responsible for building a sustainable business and for protecting IOOF's reputation. We must promptly report any known or suspected breaches of our Code, other IOOF Policies, or of any relevant law or regulation.

We are all accountable for our own actions, including for intentionally refraining from reporting the actions of another who we know is in breach, or who we suspect is in breach, of the Code.

Employees are encouraged to voice their concerns and to report instances where there are reasonable grounds to suspect unethical, illegal, fraudulent or undesirable conduct, without fear of intimidation, disadvantage or reprisal.

IOOF will support and protect employees who, in good faith, report violations – however, it is considered a breach of our Code for an employee to make a deliberately false claim or report.

Employees may report breaches to their people leader, a member of Enterprise Risk and Compliance, or a member of the People and Culture team. Breaches of the Code of Conduct Policy are reported to the Board.

Employees may also report their concerns in accordance with the Whistleblower Policy which outlines the mechanisms in place for reporting matters and the measures in place to protect whistleblowers against reprisal or retaliatory action.

Compliance with the Code is a condition of our employment and failure to do so may constitute serious misconduct, could lead to disciplinary action or result in immediate termination of employment as well as legal proceedings.

Where to go for further support

Sometimes we face issues that we don't feel can be resolved using the organisational processes outlined in our Code.

Our Employee Assistance Program (EAP), a service run through Benestar, is a free and confidential counselling service available to all employees and their immediate families, to provide support for work-related or personal matters.

Our EAP can be contacted 24 hours a day, seven days a week, and provides telephone consultations, online information, resources and face-to-face counselling. More details are available on HQ, our intranet.