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## C. DIRECTORS CODE OF CONDUCT

This Code of Conduct sets ethical standards for the directors of the Company. Directors are expected to pursue the highest standards of ethical conduct in the interests of shareholders and all other stakeholders.

The following six principles govern their conduct.

### 1. **Honesty and Integrity**

Directors must act honestly and with integrity in all of their dealings for the Company.

Directors must not discriminate on the grounds of people's race, religion, gender, marital status, sexual orientation or disability.

Directors must not make promises or commitments that the Company does not intend, or would be unable, to honour.

Directors' conduct, at all times is expected to be such that their honesty is beyond question.

Directors must adhere to the truth, and not mislead directly or indirectly nor make false statements, nor mislead by omission.

### 2. **Personal Transactions**

Directors personal or other business dealings must be kept separate from their dealings as a director of the Company.

Directors must not use the name of the Company to further any personal or other business transaction.

Directors must use goods, services and facilities provided to them by the Company, strictly in accordance with the terms on which they are provided.

### 3. **Confidentiality of Information**

Directors must ensure that confidential information relating to customers, the Company staff and the Company's operations is not given either inadvertently or deliberately to third parties without the consent of the Company.

Directors must not use information obtained by them as a Director of the Company for personal financial gain, nor will that information be used to obtain financial benefit for any other person or business.

Directors must respect the privacy of others.

### 4. **Disclosure of Interests**

Directors must fully disclose active private or other business interests promptly and any other matters which may lead to potential or actual conflicts of interest in accordance with such policies that the Directors may adopt from time to time.

Directors must fully disclose all relationships they have with the Company in accordance with policies on independence that Directors may adopt from time to time.

Directors' dealings with the Company must always be at arm's length to avoid the possibility of actual or perceived conflicts of interest.

### 5. **Abiding by the Law**

Directors must abide by the law at all times.

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6. **Payments, Gifts, Entertainment and Travel**

Directors must not use their status as a director to seek personal gain from those doing business or seeking to do business with the Company.

Directors must not accept any personal gain of any material significance if offered.