

POLICY	
<i>Code of Conduct</i>	

1. PURPOSE

This Code of Conduct outlines the ethical standards and principles of acceptable behaviour expected of all individuals at Port of Newcastle (PON).

2. SCOPE

This Code of Conduct applies to all employees, the Board of Directors, suppliers, contractors, consultants, customers, tenants, volunteers and third parties that deal with or perform services for the Port of Newcastle (PON).

3. POLICY STATEMENT

At PON, we are committed to our vision of maintaining Newcastle’s position as one of the leading and most efficient global scale export ports and facilitating continued growth and development of existing and new trades in a sustainable manner, without compromising our ethical standards, behavioural standards or reputation.

Our Code of Conduct (“the Code”) outlines the fundamental standards of professional and ethical conduct expected at PON. Maintaining this professional and ethical conduct at all times and giving proper attention to PON’s values, which contribute to our actions and decisions, is ultimately the responsibility of every employee.

The Code provides guidance on how to deal with ethical conflicts of interest that may arise and the mechanisms for reporting and dealing with breaches of the Code. While the Code does not explicitly discuss every ethical issue, individuals may encounter during their employment with PON, it does provide key principles which should be used to guide decisions and behaviours.

Together, the Code, the underlying PON Policies (listed in Appendix A) and related Procedures which support them, represent our commitment to upholding our ethical standards, behavioural standards and reputation, as well as good business practices.

4. DEFINITIONS

Nil

5. OUR CORPORATE VALUES

Our **Corporate Values** are:

- Safety
- Teamwork
- Initiative
- Performance
- Customer service
- Delivering on our promises

6. WE COMPLY WITH OUR POLICIES, PROCEDURES AND THE LAW

All employees are accountable for their actions and for complying with PON's Policies (listed in Appendix A), related Procedures which support them and the law.

We expect employees to:

- comply with relevant legislative, industrial and administrative requirements; and
- consider ethics, behavioural standards and reputational considerations before acting.

7. WE ACT HONESTLY AND WITH INTEGRITY

Employees should;

- work in a way which gains and maintains trust; and
- ensure that their decisions and actions are in PON's best interests and are honest, reasonable, fair and appropriate to the circumstances, based on consideration of all relevant facts.

PON is entitled to expect anyone who has dealings with PON to comply with the Code.

PON is committed to creating a no blame culture where employees communicate and disclose relevant information to managers and supervisors and ensure issues are addressed in a timely manner to optimise PON's best interests and minimise adverse impacts on PON.

8. WE VALUE AND MAINTAIN OUR PROFESSIONALISM

The way our employees act both at work and outside of work has an impact on how others perceive us. While at work and in public, our employees should act in a professional and ethical manner in accordance with this Code.

Employees should;

- undertake their duties carefully to the best of our ability;
- strive for continuous improvement; and
- be aware that we represent PON and that our conduct, appearance and presentation will be judged as indicative of the professionalism and integrity of PON.

9. WE MANAGE CONFLICTS OF INTEREST RESPONSIBLY

To maintain trust and confidence, employees need to effectively manage actual, potential or perceived potential conflicts of interest.

Conflicts of interest exist when an employee could be influenced, or could be perceived to be influenced, by a personal interest while carrying out their corporate responsibilities. Conflicts of interest may constitute corrupt conduct if not dealt with in accordance with this policy.

Potential and actual conflicts of interest may arise through situations involving:

- Financial interests such as being a director or officer of an entity that has dealings with PON, or may be a competitor;
- Personal or family related interests such as making recruitment or procurement decisions involving personal connections or family members or businesses operated by personal connections or family members;
- Political and/or community interests such as being a member of a political party, lobby group or community organisation with a purpose that is relevant to PON;
- External/secondary employment; or

- Acceptance of gifts and benefits.

Employees must promptly, fully and appropriately disclose any actual or potential conflict of interest and/or any circumstances that could result in a third party perceiving a conflict of interest and seek guidance and approval from their supervisor or manager about how to proceed.

Employees should ask themselves the following questions:

- Will this situation impact my ability to perform my job in the best interests of PON?
- Could this situation be perceived by others, either internal or external to PON, as a conflict of interest?
- Can I continue to make impartial decisions?

This is even more important for employees engaged in PON business negotiations, dealings and decision-making processes. In some situations, resolution of the conflict may mean removing themselves from the decision-making process.

10. WE MAINTAIN AND PROTECT PRIVATE AND CONFIDENTIAL INFORMATION

A great deal of information held by PON is either personal, commercially sensitive, politically sensitive or otherwise valuable. All information relating to the business affairs of PON, customers and employees should be treated with absolute confidentiality.

Employees must ensure that no confidential information is disclosed without official approval.

Sensitive information should only be discussed with people, internally or externally to PON, who are authorised to have access to it. If employees have any doubt concerning the nature of information they should discuss it with their manager.

11. WE UTILISE PON'S RESOURCES AND ASSETS RESPONSIBLY

Employees are expected to be efficient, economical and careful in their use and management of PON's resources and assets including funds, personnel, equipment and their own work time.

For this to be achieved, employees shall:

- ensure value for money is achieved and obtain approval from delegated personnel where required before committing or spending PON's funds, assets or resources;
- not use PON's resources and/or assets for personal gain or assist others in such behaviour;
- only use PON's facilities or equipment for personal reasons when official permission has been given.

12. OUR RESPONSIBILITIES

Individuals are responsible for:

- their own actions;
- holding each other to account;
- having a good understanding of the Code of Conduct, PON policies, relevant procedures, standards and legislation impacting their role;
- acting in accordance with the Code of Conduct, PON policies and relevant procedures;
- seeking guidance if an ethical issue arises and declaring and resolving any potential or actual conflict of interest; and
- reporting suspected breaches of the Code

Management is responsible for:

- Ensuring PON employees and contractors have access to and understand the Code, relevant PON policies, procedures, standards and legislation impacting their role;
- ensuring PON's compliance with the Code;
- leading by example in promoting the values contained in the Code, and
- reporting and addressing any breaches of the Code.

13. BREACHES OF THE CODE OF CONDUCT

PON will not tolerate breaches of this Code. Anyone who violates or attempts to violate this Policy will be subject to disciplinary action.

14. DOCUMENTATION

Nil

15. REVIEW

This document shall be reviewed:

- every 2 years or sooner in the event of a change in legislation,
- where there is an addition or deletion from the list of PON Policies as attached at Appendix A; or
- where otherwise approved.