

Introduction

CleanCo is committed to maintaining fair, just and ethical standards in the conduct of its business activities. CleanCo’s reputation as an ethical business organisation is important to its ongoing success. CleanCo expects you to be familiar with and have a personal commitment to meeting these standards. These standards go beyond mere compliance with laws and regulations. They also embrace the values which are essential to CleanCo’s continued success. The Code of Conduct (**Code**) embodies CleanCo’s responsibilities to its shareholding ministers, clients, business partners, consumers and the public generally.

The Code clearly states the standards of responsibility and ethical conduct expected of you as a director, an executive or an employee of CleanCo. It applies to all CleanCo directors, executives and employees, and to all consultants, secondees and contractors working for, or at, CleanCo sites (**Our People**).

The Code sets out the standards and expectations for the way that CleanCo operates, as a company, and the way that Our People work and make decisions in their daily activities. It is not intended to be exhaustive and cannot anticipate every situation which could provide ethical challenges to Our People or the organisation. It provides a set of guiding principles to help make decisions, alongside Our People using their common sense and sound judgement.

In applying the guidelines of the Code of Conduct Our People are expected to:

- Through their behaviours, demonstrate our values of safety, integrity, and being customer led and outcomes focused;
- Set an example for and recognise others who also demonstrate these behaviours; and
- Speak out when the Code of Conduct, values or related behaviours are being compromised.

Our CleanCo Values underpin our actions and our decisions:

Our Values

We are...

Genuine	We care about each others’ safety, health and wellbeing	We are trustworthy — we do what we say we would	We are trusting — we believe the best in each other	We greet each other on the floor
Collaborative	No one person has the answer – our first instinct is to collaborate	We actively share our knowledge with others	We are better with diverse thinking	We understand and design for our customers’ needs
Curious	In a changing world, we get to the bottom of things	We respectfully question inherited wisdom and the status quo	We always seek to learn	When something goes wrong, we uncover why without blaming
Courageous	We focus on doing (only) what makes a difference	We are happy to be the first	We ask “If not us, who? And if not now, when?”	

CleanCo Code of Conduct

Our Chair speaks out

We have been involved with the creation and development of the CleanCo Code of Conduct. This statement is made in support of our leaders and employees together with our contractors and consultants who are also expected to commit to these expectations.

The CleanCo Board of Directors is committed to leading by example in what we say and what we do. We want to ensure that our people trust us. We will demonstrate to our shareholders and stakeholders that the conduct at CleanCo aligns to our values. This can be measured when the Board is clear that its decisions and thinking are always made with a moral and ethical lens.

We welcome feedback on the Code of Conduct and the behaviours of our people and ourselves.

We will act quickly to address poor conduct, whether this involves bias, blame, dismissive attitudes, or behaviours that attract unacceptable risks. We trust our leadership team to keep us informed of any poor behaviour. We will support our leadership team to take all action necessary to ensure the code of conduct is upheld. Our focus remains on good corporate culture and behaviour. The Code of Conduct is our standard. Jacqui Walters - Chair

Our Leaders speak out

The Executive Leadership Team expressed their aspirations for our CleanCo values and how the Code of Conduct informs their actions and decisions as our leaders:

Being genuine and trustworthy is one of our 4 values at CleanCo. In the highly regulated environment of energy trading this means to me knowing our obligations and using our policies and processes to support and guide us but most importantly putting our hand up if something doesn't look or feel right and feeling supported in doing so.

Tanya Mills – GM Customer & Energy Markets

Our values are practical, we can apply them every day. When we are genuine, we respect diversity of thinking and speech at meetings. Curiosity enables us to manage uncertainty and change. Thoughtful challenge can provide the best solution to a problem even during an operational emergency. Collaboration encourages us to draw on each other for success even when we approach things differently. Courage is taking action or speaking up. Our Code of Conduct is an expression of our values. Sally Frazer – GM Legal and Governance

We are privileged to be entrusted with managing such important assets for the people of Queensland and we care about our people and the environment we operate in. We will always act with the utmost integrity, underpinned by our core values, seeking to deliver the best outcomes for all. Tim Hogan – GM Asset Operations

I think the first role we each play is to ensure that all of us go home safely. If we don't play that part - or act with integrity in everything we do - then we won't feel proud, we won't achieve the business success we're striving for as a collective and we'll have let Queenslanders down. We should constantly ask ourselves whether we're genuinely sending the right signals about the criticality of safety and ethics first, not just other aspects of our performance. If something doesn't feel right, we call it. Natasha Patterson – Head of Corporate Sustainability

Working for CleanCo means accepting that we are managing assets owned by the people of Queensland. Our behaviour should reflect our shared desire to treat all people with respect and to secure mutually beneficial outcomes for our stakeholders from suppliers through to our customers. If something doesn't feel right you are encouraged to speak out whether that is stopping a job you are working on, reviewing a purchase order or handling a customer issue. Your leaders are here to help you. Graham Yerbury – GM Performance, Risk and Finance

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We are incredibly lucky at CleanCo. We've got the opportunity to lead Queensland into a cleaner, more prosperous future, and to do so while working with inspiring, passionate people inside CleanCo, our customers, our partners and our suppliers. Living our values guarantees we'll seize the opportunities and navigate the challenges along the way. By being genuine, we will be the trusted stewards of assets and resources that belong to Queenslanders. By being collaborative, we will invite diverse thinking and really listen to the needs of our people, communities and customers. By being curious, we will crack the toughest problems, and we'll learn from our inevitable mistakes along the way. And by being courageous, we'll move in exciting new directions to make a difference to Queenslanders. Maia Schweizer – Chief Executive Officer

What is the Code of Conduct?

CleanCo's Code of Conduct is made up of the following principles:

1. We contribute to a safe workplace and strive to achieve a safe and healthy work environment that is free from workplace injury or illness;
2. We act ethically at all times;
3. We treat others with fairness and respect, and we value diversity;
4. We identify conflicts of interest and manage them responsibly;
5. We respect and maintain privacy and confidentiality;
6. We comply with this Code, the law, CleanCo's contractual commitments and CleanCo's policies and procedures;
7. We immediately report to any breaches of this Code, the law or CleanCo's policies and/or procedures; and
8. Where required, any breaches will be investigated as a matter of priority and the Board will be kept informed.

The CleanCo Board and Executives are committed to supporting all Our People to act in accordance with this Code. The Code is supported by several more detailed policies that form part of the CleanCo Code of Conduct Framework.

We contribute to a safe workplace and strive to achieve a safe and healthy work environment that is free from workplace injury or illness

CleanCo is committed to providing and maintaining a safe and healthy work environment that is free from workplace injury or illness for all our team members as well as clients, visitors and members of the public. At CleanCo, we think of workplace health and safety as being an integral part of how our team members do business. This will only be achieved through the participation, co-operation and commitment of everyone in the workplace.

You have a responsibility to:

- Take reasonable care for your own safety and the safety of others;
- Comply with all safe systems, policies, procedures, instructions and directions from leaders/managers if reasonable to do so;
- Come to work in a fit capacity to perform your role;
- Not perform work that is unsafe;
- Use equipment safely and in the correct manner;
- Report all incidents, injuries, and unsafe acts; and
- Actively address and report identified hazards.

More detailed information on your obligations about safety can be found in the Health, Safety and Environment Policy.

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We act ethically at all times

Through Our People, we are committed to ensuring that we conduct the activities of CleanCo with honesty and integrity.

To act ethically at all times, ensure you undertake your official duties with care and diligence. You are accountable for the decisions you make and the actions you take, including the following:

- Use all CleanCo's systems, resources and equipment appropriately and for proper purposes. This includes tools, equipment, your time, e-mail, messaging, internet access and mobile phone usage;
- Not engage in misleading or deceptive conduct, including unacceptable tendering practices and falsifying or withholding information;
- Immediately report to management, the People and Culture team or via the Whistleblower procedure, any suspicions of fraud or other whistleblowing conduct to the appropriate persons and/or bodies as set out in the Whistleblower Protection Policy; and
- Unethical conduct that breaches this Code of Conduct or other CleanCo policies and procedures.

For more detailed information on what your responsibilities are, please read through the following Code of Conduct Framework Policies:

- Delegations Policy
- Fraud and Corruption Prevention Policy
- Information Systems Policy
- Whistleblower Protection Policy

We create respectful workplaces

CleanCo is committed to developing and maintaining a workplace based on respect and inclusion for all - free from bullying, harassment and discrimination.

CleanCo is committed to employing and working with people from diverse backgrounds and recognises the benefits that diversity, and gender diversity and experience and different perspectives bring to the organisation and Our People.

Be aware of your own actions and those of others. Make sure that you:

- Treat people fairly and with dignity, courtesy and respect;
- Make employment decisions based on merit and not on attributes that are irrelevant to employment or performance;
- Never unlawfully discriminate, harass or bully people. We all need to be aware that some behaviour, comments or attitudes that you find acceptable may be hurtful or unacceptable to others; and
- Never treat people less favourably because they have brought or intend to make a genuine disclosure about any reportable conduct.

More detailed information on your obligations can be found in the following policies:

- Respectful Workplaces Policy
- Whistleblower Protection Policy

We identify conflicts of interest and manage them responsibly

You are expected to manage conflicts of interest and never place yourself in a situation that puts, or appears to put, your private interests before those of CleanCo.

CleanCo requires Our People to:

- Avoid any conflicts of interest;
- Identify any actual, potential or perceived conflicts of interest; and
- Address and manage any identified actual, potential or perceived conflicts of interest in an open and transparent manner (including disclosing the conflict on the relevant declaration form so that it may be recorded on the relevant register maintained by CleanCo).

To align your actions with this commitment, make sure that you:

- Are alert to any actual, potential or perceived conflicts of interest and disclose them to your supervisor or manager;
- Disclose any outside business interests which are in conflict or which have the potential or could be perceived to be in conflict with CleanCo's interests;
- Disclose any personal relationships you have with a third party, if you are evaluating or negotiating with them on behalf of CleanCo. This includes for employment, as a customer or supplier or for any other reason;
- Record any registerable conflicts with the Conflicts Register held by the Company Secretary;
- Never accept a gift or benefit if it could create any obligation or expectation that could conflict with your duties to CleanCo; and
- Notify and disclose any gifts or benefits you are offered or receive in accordance with the Gifts and Benefits Policy.

For more detailed information on your obligations, please see the following policies:

- Conflict of Interest Policy
- Gifts and Benefits Policy.

We respect and maintain privacy and confidentiality

During your work with CleanCo, you may come across private and confidential information relating to the organisation, Our People, customers, suppliers or other third parties.

It is important that we maintain the confidentiality of this information and you are expected to do your part to help achieve this:

- You must not disclose confidential or private information to anyone outside of CleanCo;
- On some occasions it may be illegal or in breach of the Code of Conduct to disclose confidential information to other CleanCo employees or contractors;
- You must never use or disclose confidential information to gain a benefit for yourself or someone else;
- You must not breach insider trading laws i.e. it is illegal, and you must not trade in securities if you have information that may affect the price of the security and this information is not publicly known or generally available; and
- Maintain any confidential information for which you are responsible in the manner required by CleanCo.

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For more detailed information on your obligations, please see the following:

- Confidentiality Protocols
- Privacy Policy
- Securities Trading Policy

We comply with this Code, the law, CleanCo's contractual commitments and CleanCo's policies and procedures

CleanCo will observe its obligations under all laws and regulations that are applicable to its business. Our People are expected to be familiar with and act within the relevant laws and regulations that apply to your role at CleanCo.

You are responsible for ensuring that you:

- Do not take any action or fail to take any action that may breach this Code, the law, CleanCo's contractual commitments and CleanCo's policies and procedures;
- Complete all relevant training and education programs to build and maintain your awareness and understanding of relevant laws, regulations, policies, procedures and practices; and
- Seek guidance from your supervisor or manager if you are unsure whether a particular law, policy or procedure applies.

For more detailed information on your obligations, please see the Compliance Policy.

We immediately report any breaches of this Code, the law and CleanCo's policies and procedures

You are required to comply with this Code and report any conduct that may breach it, or any other CleanCo policies or procedures.

Any disclosure of a breach of the Code will be taken seriously and investigated appropriately by CleanCo. It is important that all disclosures are based on truth and fact. If you make a disclosure you will not be disadvantaged personally or in your employment, even if the conduct reported is later found not to be a breach of this Code. Making an intentionally false or misleading disclosure may breach this Code and result in disciplinary action up to and including termination.

In most cases, you should raise breaches of the Code, the law or policies and procedures with your line manager or a People and Culture representative.

Where this is not possible or appropriate or you wish to remain anonymous, matters may be reported to the Company Secretary or the Chief Executive Officer. Further details of individuals who may be contacted for this purpose are outlined in the Whistleblower Protection Policy. You may contact the Company Secretary via the methods listed below:

Phone:	0439 898 729
Email:	companysecretary@cleancoqld.com.au
Mail:	Reportable Conduct C/- Company Secretary Level 32, 12 Creek St Brisbane QLD 4000

It is your responsibility to report information about suspected breaches of this Code, the law or CleanCo's policies and procedures.

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Please see the following policies for more information on reporting breaches:

- Whistleblower Protection Policy
- Issue Resolution Policy

Breaches of the Code of Conduct

CleanCo takes any failure to comply with the Code of Conduct seriously. All suspected breaches of the Code will be thoroughly investigated by CleanCo. If these investigations reveal breaches of the Code, appropriate disciplinary and remedial action will be taken, depending on the nature of the breach. This may include training, coaching and counselling through to formal warnings and/or termination.

In certain circumstances breaches of the Code could be referred to the appropriate authorities, such as the Australian Securities and Investment Commission or the Crime and Corruption Commission where it is considered that there has been criminal activity or an apparent breach of the law.

Government Owned Corporations are obliged to inform their shareholding Ministers in a timely manner of any potential or actual breach of the Code by CleanCo Board Members, Chief Executive Officer and senior executives, and by our employees, contractors and consultants.

Remember... if in doubt talk with your line manager, or a People and Culture representative.

References

The Code of Conduct is to be read in conjunction with the following:

- Confidentiality Protocols
- Conflict of Interest Policy
- Fraud and Corruption Prevention Policy
- Gifts and Benefits Policy
- Workplace Health and Safety Policy
- Information System Use Policy
- Compliance Policy
- Privacy Policy
- Respectful Workplace Policy
- Trading Securities Policy
- Whistleblower Protection Policy
- Delegations Policy

Definitions

The following definitions apply to this policy:

Our People	CleanCo’s directors and employees, and consultants, secondees and contractors working for or at CleanCo, in their capacity of a director, employee or contractor of CleanCo
CleanCo	CleanCo Queensland Limited
Reportable Conduct	refers to the conduct which: <ul style="list-style-type: none">▪ Is dishonest, fraudulent or corrupt, including bribery or other activity in breach of CleanCo policies;▪ Is illegal (such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property or other breaches of state or federal law);▪ Is unethical (such as dishonestly altering company records or data, adopting questionable accounting practices or wilfully breaching this Code of Conduct or other policies or procedures);▪ Is potentially damaging to CleanCo, a CleanCo employee or a third party, such as unsafe work practices, environmental damage, health risks or abuse of CleanCo property or resources;▪ Amounts to an abuse of authority;▪ May cause financial loss to CleanCo or damage its reputation or be otherwise detrimental to CleanCo’s interests;▪ Involves harassment, discrimination, victimisation or bullying; or▪ Involves any other kind of serious impropriety

Document governance

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