



The confidence to look ahead

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## **Code of Conduct**

**Count Limited (ACN 126 990 832)**  
**As adopted by Count Board**

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## 1. Our Conduct

Count Limited and its associated entities, (together Count, we, our) are committed to ensuring that we maintain high standards in all that we do.

This Code of Conduct applies to all of our employees, Directors, contractors, subcontractors, consultants and any other person performing work for Count, including work experience students and volunteers (collectively "Staff").

We value our Staff, our clients and the many people and businesses we interact with, and this Code of Conduct seeks to ensure a consistent understanding of our expectations in relation to behaviour and conduct.

Staff conduct must be consistent with Count's Behaviours:

- **Think with an open mind** – in how we identify and approach both challenges and opportunities.
- **Act with bravery** – to stand for something, get involved by offering up clear opinions and get it done.
- **Do what is right** – and deliver to clients, creating value through passion and excellence.

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## 2. Purpose and Application of the Code of Conduct

The purpose of this Code of Conduct is to:

- a) outline expected standards of ethical behaviour;
- b) ensure we maintain a professional reputation commensurate with our purpose and our standing in the financial services industry and the community; and
- c) create a workplace in which people treat each other with courtesy and respect, feel safe and supported.

This Code of Conduct applies when Staff are engaged in work-related activities, including working from home, when on business travel and when attending work related functions.

The Code of Conduct does not form part of an employee's employment contract, or Staff member's engagement contract, with Count. It does not impose binding obligations on Count. To the extent this Policy requires Staff to do, or refrain from doing, something, this will constitute a lawful direction with which Staff members must comply.

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### 3. What We Expect

All Staff must:

- a) **(Integrity and Honesty)** act with integrity and honesty and in the interests of Count;
- b) **(Compliance)** comply with Count's policies and procedures as in place from time to time, and all laws, regulations and licences which govern Count's business;
- c) **(Psychosocial and Physical Safety)** not engage in behaviour that may constitute discrimination, harassment, bullying, victimisation, or vilification of other Staff, clients or other persons and take care to ensure the health and safety of other Staff and anyone else they engage with in the course of their work;
- d) **(Conflicts)** not place themselves in a position where their own interests directly or indirectly conflict with their duties to Count or that may interfere with their ability to exercise good judgment. This includes potential conflicts where there are 'close personal relationships' with other employees where there are direct reporting lines or any actual or perceived conflicts between roles and responsibilities. Conflicts must be disclosed to their manager or the Group Head of People and Culture in a timely manner;
- e) **(Confidentiality)** not disclose Confidential Information about Count, to third parties without authorisation or unless required by law, and only use Confidential Information for the purpose of performing their role. **Confidential Information** means all financial, business and technical or other data and all other information Staff may acquire in their role, concerning the business and affairs of Count including information relating to clients, related parties, intellectual property and financial information.
- f) **(Count's Property)** ensure that Count's assets and property are only used for legitimate business purposes and not misused, or any other party's, assets or property;

- g) **(Outside Employment)** not accept other paid employment or business engagements without Count's prior approval;
- h) **(Reputation)** not engage in any conduct personally or professionally that in our reasonable opinion brings their, or Count's, reputation into disrepute, or negatively affects our reputation, and always exercise due care, competence and diligence in the performance of duties; and
- i) **(Fraud)** not knowingly or recklessly participate in any illegal, fraudulent or unethical activity, and where you have any suspicion that anyone else may be engaging in such activity, that you escalate this to the Chief Risk Officer.

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#### 4. **Communications and media**

Staff must not:

- a) communicate with the media in relation to any matters affecting Count unless they have been authorised to do so by Count's Chief Executive Officer (**CEO**) or their nominee;
- b) make any posts on social media in relation to any matters affecting Count unless they have been authorised to do so by the CEO or the CEO's nominee; or
- c) make any posts on social media that may adversely affect Count.

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#### 5. **Business Records**

Staff must not destroy any business documents or records (including electronic records) that may be required by law to be maintained for a statutory period, nor must any records be falsified or manipulated.

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#### 6. **Breach of this Code of Conduct:**

Staff are responsible for what they do and what they observe others doing. Staff must take all reasonable steps to report breaches of this Code of Conduct, or any other Count policy, to their Manager or the CEO, Chief Risk Officer, Group Head of People and Culture or Chair of the Board of Count.

Violation of the Code of Conduct, or other unethical behaviour which may affect the reputation of Count, may result in disciplinary action, including termination of employment or engagement.

**Document control**

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