

Code of Conduct

Purpose

The Australian Government established National Intermodal to enhance national productivity by attracting private investment to improve intermodal rail capacity.

Our work is founded on the belief that an efficient, resilient multi-modal supply chain is essential to safeguarding Australians' quality of life.

Our Code

Background

The Code of Conduct guides the standards of professional conduct and accountabilities of National Intermodal and its subsidiaries (together National Intermodal). It guides our thinking, actions, and conduct, forming the basis of how we work together every day.

The Code of Conduct is based on National Intermodal's values of collaboration, leadership, integrity and trust, mutual respect, and achievement and:

- promotes fair, ethical, legal, and objective decision making.
- operates in conjunction with the legal and regulatory requirements of federal and state legislation, whole of government policy and directives, and industrial instruments
- operates with National Intermodal's policies, procedures, and guidelines.

Scope

Each of us has a responsibility to live by the principles contained in the Code as well as well an expectation that other employees will do the same, be they:

- members of the Board;
- the Chief Executive Officer;
- all National Intermodal employees, whether employed on a permanent, temporary, or casual basis; or
- all contract and agency staff engaged to perform work for or on behalf of National Intermodal.

Responsibilities

The standards of behaviour set out in the Code of Conduct are expected of National Intermodal staff during work hours and whenever behaviour has the potential to impact National Intermodal. This may include:

- in the workplace;
- at work related events (e.g., meetings, conferences and Christmas parties);
- working from home; or
- activities on social media.

We are all expected to promptly report any known or suspected breaches of the Code, or applicable laws or regulations. In such cases we should contact our manager, a trusted leader, or the Human Resources Business Partner.

A breach of the Code of Conduct may result in disciplinary action being taken by National Intermodal which may result in termination of employment or engagement with National Intermodal.

Our standards of behaviour

National Intermodal is committed to maintaining high standards of professionalism, honesty, integrity, and fairness.

National Intermodal staff are required to act in a manner consistent with this commitment by:

- acting honestly, with integrity and trust and in the best interests of National Intermodal.
- respecting differences amongst colleagues and treating each other with dignity, fairness, equitably and without discrimination.
- working cooperatively and collaboratively with others to achieve common goals.
- behaving in a fair and consistent manner in all dealings with stakeholders.
- acting and presenting professionally and consistently with the Code in all interactions, at work and work-related activities and events.
- not taking advantage of any property or information belonging to National Intermodal or opportunities arising from those, for personal benefit independent from the business of National Intermodal or to benefit any other business or person.
- taking steps to ensure the protection and appropriate use to National Intermodal assets, resources, and premises; and
- abiding by all applicable laws and regulations.

Our Values

Our values guide the way in which we act and behave at National Intermodal, and include:

- **Innovation:** We challenge the status quo and embrace new ideas
- **Collaboration:** We work together to deliver shared goals
- **Integrity:** We accept responsibility for delivering our shared goals
- **Sustainability:** We deliver better outcomes for our community, our people and our planet.

Inclusion and Diversity

We believe in equality of opportunity and are committed to creating a fair environment where staff can succeed regardless of gender, age, ethnicity, disability, religion, sexual orientation or cultural background.

We welcome diverse abilities and minds as they make us more innovative and better equipped for the future.

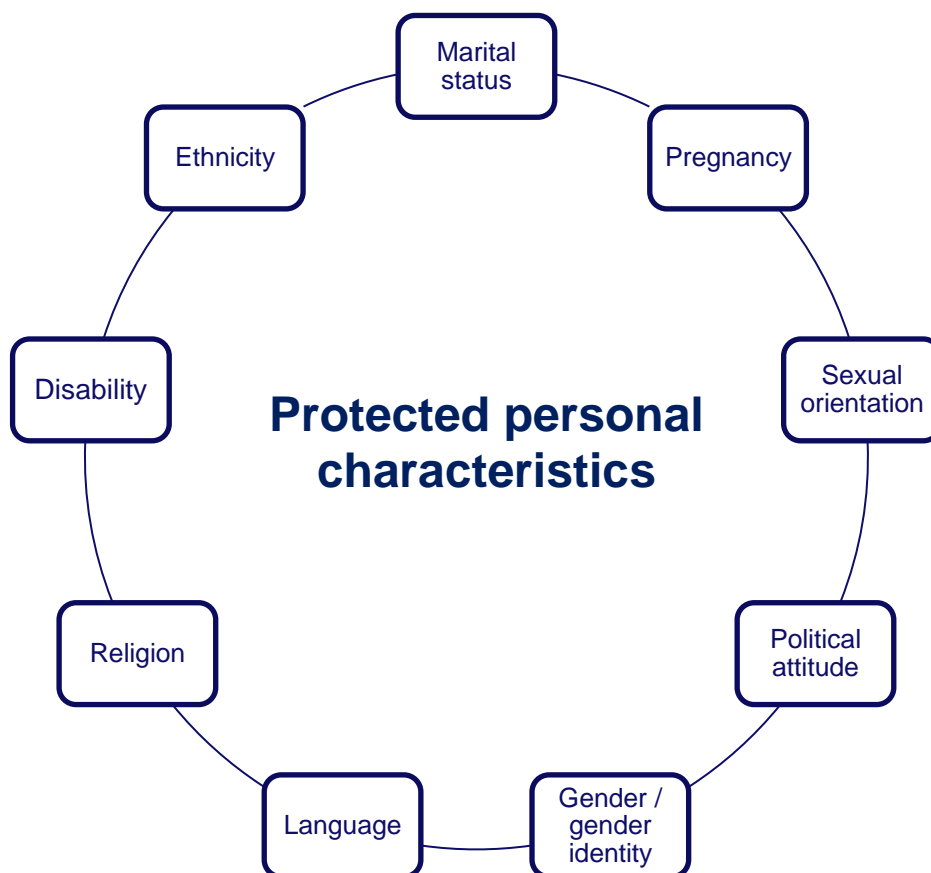
Discrimination

At National Intermodal, we do not tolerate any form of discrimination.

Discrimination occurs when one person or group is treated less favourably than another due to an attribute or characteristic that is protected under legislation. Discrimination may be direct or indirect.

Our commitment to diversity and inclusion does not allow for any kind of mistreatment of any individual, in any form based on a protected personal characteristic.

Examples of protected personal characteristics:



Bullying and harassment

We all deserve to work in an environment free from bullying and harassment. These behaviours are unacceptable at National Intermodal as they run contrary to our values.

Workplace bullying occurs when a person or a group of people engage in repeated, unreasonable behaviour toward a staff member or group of staff members that creates a risk to health and safety. It includes both physical and psychological risks and abuse. Bullying behaviours can take many different forms from the obvious (direct) or the more subtle (indirect).

Examples of direct bullying:

- teasing or regularly making someone the brunt of pranks or practical jokes
- interfering with a person's personal property or work equipment.

Examples of indirect bullying:

- unreasonably overloading a person with work, or not providing enough work
- setting time frames that are difficult to achieve, or constantly changing them

Workplace harassment is a form of discrimination and may consist of unwanted behaviour that offends, humiliates or intimidates a person, and targets them on the basis of a personal characteristic.

Workplace harassment includes sexual harassment that is unwelcome conduct of a sexual nature. Sexual harassment does not have to be directed at a particular individual to be unlawful.

Examples of sexual harassment include, but are not limited to:

- physical contact such as touching, pinching, grabbing, kissing or hugging
- sending rude or offensive emails, attachments or text messages.



If you experience or observe bullying or harassment, consider speaking to the personal responsible and letting them know their actions are not acceptable.

If you do not feel comfortable speaking to them or if the behaviour continues, document it and discuss it with your manager, Human Resources Business Partner or a trusted colleague.

Health and safety

Safety is everyone's responsibility. National Intermodal has work, health and safety management policies, procedures and training in place and promotes safe working practices in a safe working environment.

National Intermodal staff are responsible for:

- Attending work fit and able to safely perform your duties.
- Complying with all National Intermodal policies and procedures.
- Immediately reporting any safety hazards or unsafe conditions or incidents for investigation and action.
- Comply with workplace standards about alcohol, drugs and other substances.
- When appropriate, wear appropriate Personal Protective Equipment (PPE) required at any specific work site. Where PPE is required, the PPE must be utilised in accordance with any instructions and in the manner necessary to protect health and safety including reporting any defective PPE to the appropriate supervisor for immediate replacement.

It is not acceptable to:

- Take part in any activities or work that might be dangerous to yourself or others.
- Ignore or fail to respond to a work, health and safety issue that has come to your attention
- Smoke in National Intermodal offices.
- Consume or possess illegal drugs at National Intermodal offices, at National Intermodal functions or when conducting National Intermodal business.



Any hazards, risks and work-related incidents should be reported to your manager as soon as possible.

You can also report via the Incident Reports link within Sentrient, National Intermodal's online learning platform <https://micl-employee.sentrient-wcs.com.au/Login>

Integrity and trust

Identifying and managing conflicts of interest

National Intermodal is committed to ensuring actual, potential, or perceived conflicts of interest are avoided, or in situations where they cannot be avoided, that they are appropriately declared and managed.

It is important to recognise that conflicts cannot always be avoided and may not always cause problems. It is important for staff to disclose any conflict or potential conflict of interest to their manager at any early stage and get direction on how it should be addressed.

In some cases, a potential conflict can arise where an employee or contractor has another paid or unpaid position outside of National Intermodal. Employees and contractors should notify National Intermodal of any such position before it is accepted so that an assessment can be made of whether a conflict exists, and if so, how to manage it.

National Intermodal staff should refer to National Intermodal's Conflicts of Interest Policy.

Situations that could lead to a conflict of interest

- A National Intermodal employee is involved in recruiting or selecting a partner, close friend or family member for a position at National Intermodal.
- A National Intermodal employee accepts a gift from a company and then recommends the purchase of these products without following the proper procurement process.

How do I comply?

Notify National Intermodal of any positions held outside of National Intermodal so an assessment can be made as to whether a conflict exists. Declare all gifts, benefits and hospitality in accordance with National Intermodal's policy, and decline gifts, benefits and hospitality that compromise or can be perceived as compromising your ability to act impartially or independently. Not make any political donations.

Gifts & Benefits

National Intermodal staff should be careful and exercise good judgement when giving or accepting gifts, entertainment. Benefits and hospitality from existing or potential suppliers and external customers.

Gifts and benefits may be offered out of gratitude and goodwill for a job well done. However, gifts and benefits can also be offered as a subtle form of influence to create a favourable impression or to gain preferential treatment. This in turn may give rise to a conflict of interest – whether perceived or actual.

Before accepting a gift or benefit, National Intermodal staff should ensure that it:

- is acceptable under the Gifts & Benefits Policy; and
- could not be seen to create a sense of obligation that may compromise impartial and honest decision making from a business perspective.

National Intermodal requires all gifts and benefits over \$100 to be reported and recorded.

Gifts and benefits can include:

- meals.
- entertainment; or
- invitations to conferences, concerts or charity events.



National Intermodal staff should ensure they are able to accept a gift or benefit under the Gifts & Benefits Policy prior to accepting gifts. If you are unsure if you are able to accept a gift or benefit, please contact the Legal team.

Using public resources, facilities, and equipment efficiently and effectively

National Intermodal staff have an obligation to protect the Company's assets and resources (both physical and non-physical) from waste, damage, loss, fraud or theft.

We safeguard our systems, equipment and property from damage and misuse.

National Intermodal's assets and resources are only to be used for their intended purpose.

ASSETS



RESOURCES



How do I comply?

- Only use National Intermodal assets and resources for National Intermodal business unless agreed otherwise.
- Safeguard National Intermodal resources under your control and take all reasonably practicable steps to minimise risk of theft, damage or misuse of such resources.
- Do not use National Intermodal resources in a manner that may be considered offensive to others.
- Do not access, create, copy, download, introduce, transmit, display or store any material on National Intermodal's systems or premises which breach this Code of Conduct.
- Return all National Intermodal property if you are no longer working at National Intermodal.

Protecting confidential and sensitive information

Privacy, confidentiality, and public comment

People dealing with National Intermodal have the right to know what sort of personal information National Intermodal holds and collects, for what purposes, and how it is collected, held, used and disclosed.

National Intermodal is committed to safeguarding all personal information that is provided to it. A range of measures are undertaken to protect the security of data supplied from misuse, unauthorised access, modification or disclosure.

National Intermodal's Privacy Policy ensures that any personal information or sensitive information that is collected, used, stored, accessed, disclosed, secured or destroyed by National Intermodal in carrying on its business complies with the Privacy Act 1988 (Cth).

Unauthorised use or disclosing of confidential or sensitive information relating to National Intermodal, its operations or its shareholder departments to a third party or posting such information in a public domain is prohibited.

How do I comply?

- Use confidential or sensitive information only as authorised to do so by their manager and may not use confidential or sensitive information for personal gain or other improper purposes
- Do not disclose confidential or sensitive information without authorisation, in particular where the matter affects or may affect national security during your employment or engagement with National Intermodal – as well as once you've finished working with us.
- Do not make comments to the media unless authorised to do so.
- Do not share confidential or sensitive information with other employees (unless they need it to perform their work at National Intermodal). Do not disclose any information about National Intermodal or any other company or individual (including a former employer) that is not already in the public domain without the proper authority to do so.
- Do not discuss or read confidential information in public areas.
- Follow National Intermodal protocols and procedures for the maintenance of security of information and systems. Never allow someone else to log onto National Intermodal systems using your individual details.
- Understand and comply with the Australian Privacy Principles.

Immediately inform the Privacy Officer if you suspect or become aware of an actual or potential data breach at privacy@nationalintermodal.com.au

Intellectual Property

Intellectual property is a broad term used to describe the rights that exist in all creative and original works – like logos, marketing materials, internal manuals, reports, emails, photographs, packaging, designs, inventions, and corporate information.

Intellectual property that we create or use to do our job, must never be shared with anyone who does not need to know it.



If you have any questions about using intellectual property correctly please contact the Legal team.

Corporate Records

Any records that we create or work on for National Intermodal need to be accurate, complete, and secure and meet all commercial, legal, management and archival obligations.

How do I comply?

- Ensure that every record, declaration, or statement that is prepared as your work for National Intermodal should be factual, honest, complete and timely.
- Disclose records only if authorised to do so.
- Ensure all sensitive personal information is properly secured so it cannot be used or disclosed inappropriately.
- Only access commercially sensitive information if you are authorised to do so.
- Return any National Intermodal records before finishing up your employment or engagement.

Living the code

While the Code of Conduct provides general guidance and minimum expectations for your conduct, not every circumstance you may face will be listed. It is expected that you always conduct yourself in line with National Intermodal's values when representing the Company.

What can I do?

- Understand what behaviours and activities breach this Code. If in doubt, ask your manager, the HR Business Partner or Company Secretary.
- Complete all required training and education programs to build and maintain your awareness and understating of relevant laws, policies, procedures and practices.
- Seek guidance from your manager, the HR Business Partner or the Company Secretary if you are unsure about whether a particular law, policy, procedure of practice applies.

Voicing Concerns

- Be conscious of what others around you are doing and report any suspected or actual breaches of this Code, the law or any of National Intermodal 's policies and procedures to your manager, the HR Business Partner or the Company Secretary within a timely manner.
- Any reports of a breach of the Code will be taken seriously and investigated appropriately. Reports to the HR Business Partner or the Company Secretary are confidential and protected.
- Breaches of this Code or any law, National Intermodal policy or procedure will be dealt with under the relevant policy or legislation.

- There are a range of disciplinary consequences, including termination of employment, for any of National Intermodal 's people who are found to have breached the law, this Code or any National Intermodal policy or procedure.

If you have a concern about fraud or other improper conduct, refer to the National Intermodal Whistleblower Policy or the National Intermodal Public Interest Disclosures Policy and Procedures. Anonymous disclosures can also be made through Your Call Whistleblowing Solutions, National Intermodal's external and independent whistleblowing services provider.

If you need help

National Intermodal offers confidential assistance and support for all our employees through our Employee Assistance Program (EAP). You can find out more about the EAP on the Intranet.
