

CODE OF CONDUCT – FRIEND IN ME INC

1. Purpose

Friend in Me Inc's (called "FIM", "we", "our" and "us" in this policy) Code of Conduct is intended to provide guidance for directors and employees on the standards that FIM expects in the conduct of its operations. The code has been endorsed by the Board of Directors, and applies to all directors, employees, volunteers and contractors.

2. We must be aware of conflicts

- 2.1. There may be times when our personal interests conflict with those of FIM or its customers/volunteers.
- 2.2. The interests of FIM must come first.
- 2.3. If the conflict is between our personal interests and FIM, we should take action to remove or manage the conflict so as to avoid detriment to FIM.
- 2.4. Directors, employees, volunteers and contractors should be familiar with FIM's Conflicts of Interest Policy. If you have a conflict, you must disclose that conflict to the Board of Directors and the Chief of Inclusion. Together, you and the Board of Directors are then responsible for putting into place measures to remove or manage the conflict. The conflict must also be recorded on the Register of Interests.

3. We must not make unauthorised gains or payments

- 3.1. As a general rule, we should not accept (or offer to give) gifts, services, discounts, gratuities or other gains from (or to) people who conduct business with FIM.
- 3.2. Directors, employees, volunteers and contractors receiving gifts or soft dollar benefits from third parties by virtue of their association with FIM must declare these to the Board of Directors.
- 3.3. Gifts may be accepted or declined with reference to the procedures outlined in the FIM's Conflicts of Interest Policy. Accepted gifts must be recorded on the Register of Relevant Interests.
- 3.4. FIM will not provide gifts or soft dollar benefits to third parties for the referral of customers or for the issue of FIM's products to customers. FIM may conduct competitions and other promotional activities that involve the granting of nominal rewards to current and/or new customers. Any such promotional activities will be monitored to ensure that they are not being manipulated to achieve outcomes that are inconsistent with this code and the FIM constitution.
- 3.5. The offering of bribes to anyone is prohibited. Breaking this principle could compromise all concerned and is illegal.
- 3.6. We must only use FIM assets as authorised.

4. We have an obligation of care and diligence

We need to exercise care and diligence in the performance of our duties. We have a

responsibility to our shareholders and unit holders to ensure that our work is accurate, that we attend to detail and that we make decisions based on up to date information.

5. We must align our behaviour to FIM's values

Directors, employees and contractors are expected to align their behaviour to FIM's values of:

- 5.1. **Inclusion:** We respect and respond to the needs, rights and inclusion of all and we support all children.
- 5.2. **Integrity:** We act with honesty and are guided by ethical and moral principles in all that we do;
- 5.3. **Respect:** We recognise the value and diversity of every person and are committed to treating others with due regard for their rights, dignity and integrity and we empower children with disabilities or disadvantage;
- 5.4. **Accountability:** We take responsibility for our actions and are accountable to all our stakeholders and to the public
- 5.5. **Effectiveness:** We strive to deliver outcomes that bring about positive change in the lives of children and we articulate clear strategic goals for our work, and we reflect on the quality of our work.
- 5.6. **Equity:** We are committed to overcoming prejudices and disadvantage and promoting fair and just access to resources and opportunities
- 5.7. **Cooperation:** We work with and alongside others in a spirit of mutuality, respecting diversity and difference in the pursuit of common goals, and we respect contributions and accountabilities of all parties.
- 5.8. **Sustainability:** We seek durable and lasting improvements in communities, so no child is left behind and we contribute to the systemic change.
- 5.9. **Communication:** We are truthful in our communications and we collect and use information ethically.
- 5.10. **Governance:** We are not-for-profit and formed for a defined public benefit, and we meet our legal and compliance obligations and we use our funds and resources entrusted to us in a properly controlled and managed manner.

6. We must protect confidential and personal information

- 6.1. In the course of performance of our duties, we may have access to confidential information about FIM, its volunteers and its members.
- 6.2. It is very important not to use or distribute confidential information unless you have been given permission to do so. This includes not giving confidential information to other employees, volunteers or teams in FIM or using confidential information for a different purpose without first obtaining authorisation from the relevant person.
- 6.3. You must comply with the FIM's Privacy Policy when handling personal information and sensitive information.

7. We must ensure everyone has an equal opportunity

- 7.1. FIM has a long-standing commitment to equal opportunity for all employees and volunteers.
- 7.2. Discrimination, bullying or harassment of any kind is prohibited and is absolutely inconsistent with our philosophy. This includes ensuring you are polite and respectful to all people you interact with whilst using social media.

8. We must compete fairly

FIM is committed to fair competition. When competing for business and funding, we must do so vigorously but fairly. This means not intentionally misleading customers, business partners, competitors or the community; only using FIM's reputation in legitimate ways; and refusing to engage in doubtful market practices.

9. We must take into account environment, health and safety impacts before making a business decision

- 9.1. The FIM Constitution outlines the policies used when FIM makes investment decisions on behalf of our customers. These policies require us to consider a range of environmental and social criteria as part of this process.
- 9.2. It is important that, in addition to selecting companies which meet the Constitution, FIM also acts in such a way as to promote the principles we espouse in our everyday business dealings.
- 9.3. Directors, employees and contractors should strive to ensure that our business decisions do not compromise our commitment to avoiding any injury to people or damage to the environment and that we comply at all times with local regulations, where we are unable to exceed them.

10. We must not make unauthorised public statements

Only Directors, volunteers or employees specifically authorised to do so may make public statements on behalf of FIM. We must take great care in public speaking engagements, media releases, when using social media and at official appearances. In particular, we must be careful in the following areas:

- 10.1. **Sensitive information:** Ensure all non-public, price sensitive information concerning FIM or its businesses is disclosed to the Chief of Inclusion before it is released publicly or widely disseminated. This is particularly important as FIM must inform the market before briefing media or making any general public announcements. FIM cannot make selective price sensitive disclosures (such as to analysts or ratings agencies) or preliminary disclosures to the media, even if it is requested that the information be "embargoed" until public release.
- 10.2. **The public face of FIM:** Directors, employees and contractors must not make comments that may be construed to be representing the official view of FIM. Any publicly available information we use (for example, in publications, memos, presentations or releases) must utilise the current form of that information located on our website or in our Product Disclosure Statements or which has otherwise been approved.

10.3. **Social media:** Do not post material that is offensive, obscene, defamatory, threatening, harassing, bullying, discriminatory, hateful, racist, sexist, infringes copyright, or is otherwise unlawful on FIM's social media sites or on your own personal sites. Do not imply that you are authorised to speak as a representative of FIM, nor give the impression that the views you express are those of FIM, unless you are authorised to do so.

11. We must be familiar with the policies and procedures that relate to our work

We must make ourselves aware of and understand FIM's policies and procedures, particularly those that affect us in our roles. We must be clear on our limits of authority and never exceed those limits.

12. We have responsibilities to the community

We have a responsibility to our community within which we work. We need to consider the impacts on our local and broader community when making business decisions.

13. Reporting Breaches of the Code

We have a responsibility to report breaches of this code. FIM maintains a Whistleblowing Policy that includes procedures for reporting breaches of this code or concerns about unethical practices.

14. Obligation to Comply with the Code

14.1. We should adhere to the code both in accordance with its terms and spirit.

14.2. Breaches of the code may be subject to disciplinary action, including termination of directorships, volunteers, employment or contacts.

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