

# Code of Conduct



## 1. Introduction and purpose of our Code of Conduct

The Lottery Corporation Limited (the **Company**) is committed to being a good corporate citizen that practices high standards of corporate conduct, integrity, ethics and governance in our business practices. We conduct our business ethically, honestly, transparently and in compliance with our policies and legal and regulatory obligations. We aim to behave with integrity in all dealings with customers, shareholders, government, employees, suppliers and the community.

To achieve this, our team members must conduct themselves consistently with this commitment.

Our Code of Conduct sets the standards for the way we work and outlines how we expect our team members to behave and conduct our business.

This Code of Conduct:

- a) provides a benchmark for professional behaviour throughout the Company and its related bodies corporate (collectively, the **Group**);
- b) sets out standards that are intended to support our business reputation and corporate image within the community.

You should apply the Code of Conduct flexibly and follow the principles and spirit of the Code (not just the literal meaning).

This Code of Conduct should be read in conjunction with the Company's other policies, including the Conflict of Interest Policy, Inclusion and Diversity Policy, Workplace Behaviours Policy, Anti-Bribery and Anti-Corruption Policy, Securities Trading Policy, Market Disclosure Policy and Whistleblower Policy). Copies of these policies are available on the Company's intranet.

While our Code of Conduct is designed to ensure we deliver on our commitment to corporate responsibility and sustainable business practices, it does not create any rights in any employee, client, customer, supplier, competitor, shareholder or any other person or entity.

## 2. Who does our Code of Conduct apply to?

Our Code of Conduct applies to all Non-executive Directors, employees (permanent, fixed term, casual and temporary) and contractors of the Group, whenever they are undertaking work on our behalf and wherever they are located.

Those persons are referred to individually as '**you**' and collectively as '**team members**' in this Code of Conduct.

Contractors working with the Group should be provided with a copy of this Code of Conduct to enable them to conduct themselves consistently with the requirements.

## 3. Expectations of our team members

We expect that team members will, at all times:

- a) understand and follow the principles and spirit of this Code of Conduct and participate in training sessions about the Code and laws and obligations relevant to your position;

Compliance with company policies is a condition of employment at The Lottery Corporation. The Lottery Corporation may vary its policies at its discretion from time to time, without prior notice or compensation to employees or contractors, and the content of this policy is not incorporated into any contract of employment or engagement. This policy is current at the date of printing.

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- b) comply with your duties and obligations under our Group policies and all laws and regulations that apply to the Group and our operations;
- c) act in the best interests of the Company and the Group;
- d) refrain from acting in a way that could harm the Company's or Group's reputation;
- e) act professionally, ethically, honestly, responsibly and with high standards of personal integrity in performing your role (including all business dealings with customers, shareholders, government, employees, suppliers and the community);
- f) deal with customers and suppliers fairly;
- g) treat fellow staff members with respect and not engage in bullying, harassment or discrimination;
- h) avoid or disclose and deal appropriately with any conflicts between your personal interests and your duties;
- i) not take advantage of the property or information of the Group or our customers for personal gain or to cause detriment to the Group or our customers; and
- j) not take advantage of your position with the Group or the opportunities arising from your position to obtain an inappropriate personal benefit for you or others.

## **4. We must act ethically and lawfully in conducting our business and not give or receive inappropriate benefits**

Acting with honesty and integrity includes avoiding and managing conflicts of interest and not getting any unfair or inappropriate benefits from your role.

A conflict of interest exists where you have a personal interest that conflicts (or may appear to conflict) with your duties to the Group. For example, where you or your relative may receive an improper personal benefit from your actions as an employee.

We have set the guidelines below to help you to manage potential conflicts of interest and protect your and our reputation.

### **4.1 Reporting and managing conflicts of interest**

You should avoid situations where your personal interests conflict (or may appear to conflict) with the interests of the Group or your position.

However, if any conflict (or potential conflict) situation does arise, you are responsible for notifying the Company. You should report the matter to your manager, your General Manager or your People and Culture partner.

The person set out above will also be responsible for providing any approvals of measures to successfully avoid the conflict.

For further information, refer to the Conflict of Interest Policy.

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## 4.2 Giving and receiving gifts and hospitality

You must not give or accept gifts or hospitality in connection with your role at the Company of any value that may compromise, or appear to compromise, your integrity and objectivity in performing your duties, or cause, or appear to cause a conflict of interest.

If you offer or are offered gifts or hospitality in connection with your role at the Company, you must comply with the Gifts and Hospitality Procedure, even if you haven't yet, or don't intend to, accept the offer. This procedure states when you can and can't give or accept a gift or hospitality. It also tells you when you need to record any gifts or hospitality in the Gifts and Hospitality Register

For further information refer to the Anti-Bribery and Anti-Corruption Policy which is supported by the Gifts and Hospitality Procedure and FAQs.

## 4.3 Bribes, inducements and commissions

As part of our commitment to acting ethically and with integrity, we have zero tolerance for and strictly prohibits bribery, corruption and fraudulent and dishonest conduct by team members. We have an Anti-Bribery and Anti-Corruption Policy, which is aimed at ensuring you understand your obligations to minimise the risk of bribery, corruption or fraud occurring in connection with the Company's operations.

You must not pay, offer, promise or accept, directly or indirectly, any bribe, kickback, secret commission, facilitation payment, or other form of improper payment (however small), or otherwise breach relevant anti-corruption laws. See the Anti-Bribery and Anti-Corruption Policy for more details.

## 4.4 Business interests and positions outside the Group

We generally support involvement of our employees in outside opportunities, including community activities and professional organisations.

However, if you undertake any outside employment, directorship or business activity, this must not conflict with your ability to properly perform your role with the Group or create a conflict (or the appearance of a conflict) of interest with your duties to the Group. You must also be careful not to take advantage of property, information or other opportunities arising from your position with the Group (eg if you learn of a business opportunity through your position).

Before undertaking outside business activities or accepting outside employment or directorship of another company or non-profit organisation, you must carefully evaluate whether the position could cause, or appear to cause, a conflict of interest.

You must also obtain prior written approval in accordance with the Conflict of Interest Policy.

## 4.5 Conflict of interest arising from a personal relationship

Most personal relationships that develop between employees are generally a private matter.

However, if you have the responsibility for or authority to affect the careers or employment of other employees, you should perform your role free from any conflict of interest arising from a personal relationship (eg a family, business or personal relationship).

If you have a personal relationship with another employee that could put you in a potential conflict of interest situation or could be perceived to involve a power imbalance, this should be disclosed to your manager, your General Manager or your People and Culture partner. All disclosures of personal relationships will be treated confidentially.

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## 4.6 Insider trading and dealing in Company securities

In performing your role, there may be times where you are aware of inside information about the Company or other companies. If so, you must not deal in securities of that company, or pass on inside information to someone else who may deal in securities of that company.

The Company's Securities Trading Policy includes obligations that are intended to protect you from breaching the insider trading laws. For some employees, there are also additional restrictions that apply (such as requirements to obtain prior approval to buy and sell shares in the Company). You should read and follow the Securities Trading Policy.

## 5. We must treat each other fairly and promote a safe and inclusive work environment

### 5.1 Equal opportunity and anti-discrimination

We are committed to providing a workplace that is inclusive and diverse, and is free from any kind of harassment, bullying, victimisation or discrimination of employees and providing equal employment opportunities to our people.

We do not tolerate inappropriate workplace behaviour (including harassment, bullying, victimisation, discrimination and violence). We will promptly investigate any allegations of inappropriate behaviour and there will be serious consequences for anyone that is found to engage in this kind of behaviour.

We expect our employees and in particular, our managers, to be sufficiently self-aware so that they recognise when their behaviour is impacting adversely on their colleagues. Employees must keep in mind that what will constitute unacceptable harassment or bullying will largely depend on the recipient's perception, not just how the person acting perceives it.

Our Company's culture also relies on all employees being willing to call out inappropriate behaviour and we encourage employees to speak up if they see behaviour that is or may be perceived as inappropriate or unacceptable. Passive acquiescence is not acceptable. What is acceptable will evolve over time and it is incumbent on all employees to help their colleagues understand when behaviour is unacceptable or inappropriate and how they can improve.

### 5.2 Health and safety

We are committed to providing a healthy and safe working environment for our employees. This includes both the physical health and mental health of our people.

You have a responsibility to ensure that health and safety is not compromised in the workplace and must comply with health and safety requirements that apply to your work. Our employees are expected to come to work free from the influence of alcohol and/or illicit drugs.

You should make sure you understand and follow all relevant health, safety, wellbeing and environment policies and procedures that apply to your role.

If you have any concerns about health or safety matters (for example, if you feel that something in the workplace is unsafe), please speak to your manager or the Health Safety and Wellbeing team. If you think the work you are performing puts the health or safety of you or someone else at risk, you should stop the work immediately and report it.

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## 6. We must use the information and property of the Group appropriately

### 6.1 Use of property and assets of the Group

When using or dealing with Group property or assets, you must:

- protect any property and assets of the Group (eg computers, telephones, other office equipment, intellectual property and confidential information);
- only use Group property and assets for legitimate business purposes;
- safeguard Group property and assets from misuse, loss, theft and unauthorised use;
- only remove Group property and assets from official premises with a good and proper reason and if so, store them securely and take steps so that confidentiality is maintained; and
- never use Group property and assets for any unlawful purpose or to obtain an unauthorised benefit.

The Group's electronic communications systems should not be used to access or post material that violates Group policies or any laws or regulations. Personal non-business use of the Group's electronic communications systems must also be consistent with any policy adopted by the Group from time to time.

### 6.2 Confidentiality and privacy

You will come into contact with confidential information in performing your role, including information about our operations, strategy and finances, as well as about those we do business with such as our customers and suppliers.

You must:

- keep material information about the Group (such as about our strategy, key negotiations and potential transactions) confidential; and
- not use or disclose confidential information unless you are properly authorised, or required by law, to do so.

Failure to preserve the confidentiality of material information about the Company and Group can have significant ramifications for us, which not only include loss of valuable information but also potential liability for breach of market disclosure laws. You should read and follow our Market Disclosure Policy.

## 7. We must communicate honestly and accurately with our investors and other stakeholders

### 7.1 Public communications and disclosures

We are committed to providing investors (and other stakeholders) with timely and accurate information about our activities. You should read and familiarise yourself with our Market Disclosure Policy to help us achieve this.

You are responsible for the integrity of the information you prepare and are expected to exercise the highest standard of care in preparing materials for public communications.

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All documents and public communications you prepare should:

- comply with relevant legal requirements;
- fairly and accurately reflect the transactions or occurrences to which they relate; and
- not contain any false or intentionally misleading information.

## 7.2 Speaking on behalf of the Company

Only certain Directors and senior employees are nominated to speak on behalf of the Company to the media, the investment community or government or to comment publicly about the Company (eg to the media and to make official statements).

Other employees are not permitted to make public comments on behalf of the Group, unless specifically authorised. The Market Disclosure Policy and External Communications Policy has more details about this.

## 8 We must act responsibly towards the community and environment in which we operate

### 8.1 Giving to the community

We aim to be a responsible corporate citizen and to make a positive difference, with a focus on strengthening the communities in which we operate. You are expected to help the Company to achieve this goal while performing your role.

We support and encourage you to actively contribute to the needs of the community and charities. If you wish to make a monetary contribution (such as charitable donations or sponsorship) on behalf of the Company, consult your manager for approval.

Please keep in mind the requirements of the Anti-Bribery and Anti-Corruption Policy (including the approval requirements set out in that Policy) when making any charitable or community contributions (for example, if a donation could be seen to be a bribe, it must not be made).

### 8.2 Environment and sustainability

We are committed to conducting our business in a sustainable manner, including by minimising the environmental impacts of our operations and products and services, and seeking to identify and manage environmental risks and opportunities that may arise across our business operations.

If you are aware of, or suspect, an action that is in breach of environmental laws and regulations, you should report the matter to your manager.

### 8.3 Political activity and contributions

We may actively engage in policy and legitimate business discussions with the government and political parties, politicians or public officials on matters that affect our operations or interests. The Company takes a strict principles-based approach to political contributions, including activities that could be classified as 'political donations' required to be publicly disclosed.

Team members are strictly prohibited from making political contributions on behalf of the Company, except as set out in the Political Contributions Policy. While you may voluntarily participate in the political process or

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undertake political activity in your personal capacity, you must not engage in actions that could cause someone to believe that your actions reflect the views or position of the Company or that you are acting on the Company's behalf, if that is not the case. The Lottery Corporation will monitor and enforce this policy and associated procedures and suspected contraventions will be investigated.

## **9 Failing to follow the spirit and principle of our Code of Conduct is a serious matter**

### **9.1 What do you do if you suspect our Code of Conduct has been breached?**

Not following our Code of Conduct is a serious matter and reports of potential breaches will be investigated.

If you genuinely suspect that our Code of Conduct (including the 'spirit' of the Code) has been breached, you should immediately report that information to your manager, general manager or People and Culture partner, or report that information under the Company's Whistleblower Policy. The Whistleblower Policy also provides an avenue for anonymous reports.

The Board wants all employees to feel safe and supported in raising concerns under the Whistleblower Policy. The Whistleblower Policy contains information on who you can speak to and how to contact them, as well as protections that you are entitled to under the Policy and under the law.

### **9.2 What are the consequences of breaching our Code of Conduct?**

Behaviours that do not meet the expectations in our Code of Conduct may attract disciplinary consequences.

The consequences will depend on the nature of the breach – the appropriate action for some breaches may be a warning, coaching or training, but other breaches may be more serious and warrant other penalties such as termination of employment. If any laws or regulations have been broken, there may also be legal consequences and the Group will notify relevant authorities where required.

### **9.3 Monitoring breaches of our Code of Conduct**

The People and Remuneration Committee will receive information regarding material breaches of our Code of Conduct and consider if any further action should be taken to address particular issues or trends in the reports.

## **10 Review of our Code of Conduct**

We regularly monitor and test our policies under this Code of Conduct to ensure our commitments remain relevant, effective and consistent with our stakeholders' expectations.

Our Code of Conduct will be periodically reviewed to confirm whether it is operating effectively and whether any changes are required.

## **11 Who should you speak to if you have questions?**

If you have any questions about our Code of Conduct (including how it may apply to you), you should contact your manager, General Manager or People and Culture partner.