

Toll Group Code of Practice

Helping you live The Toll Way



TOLL

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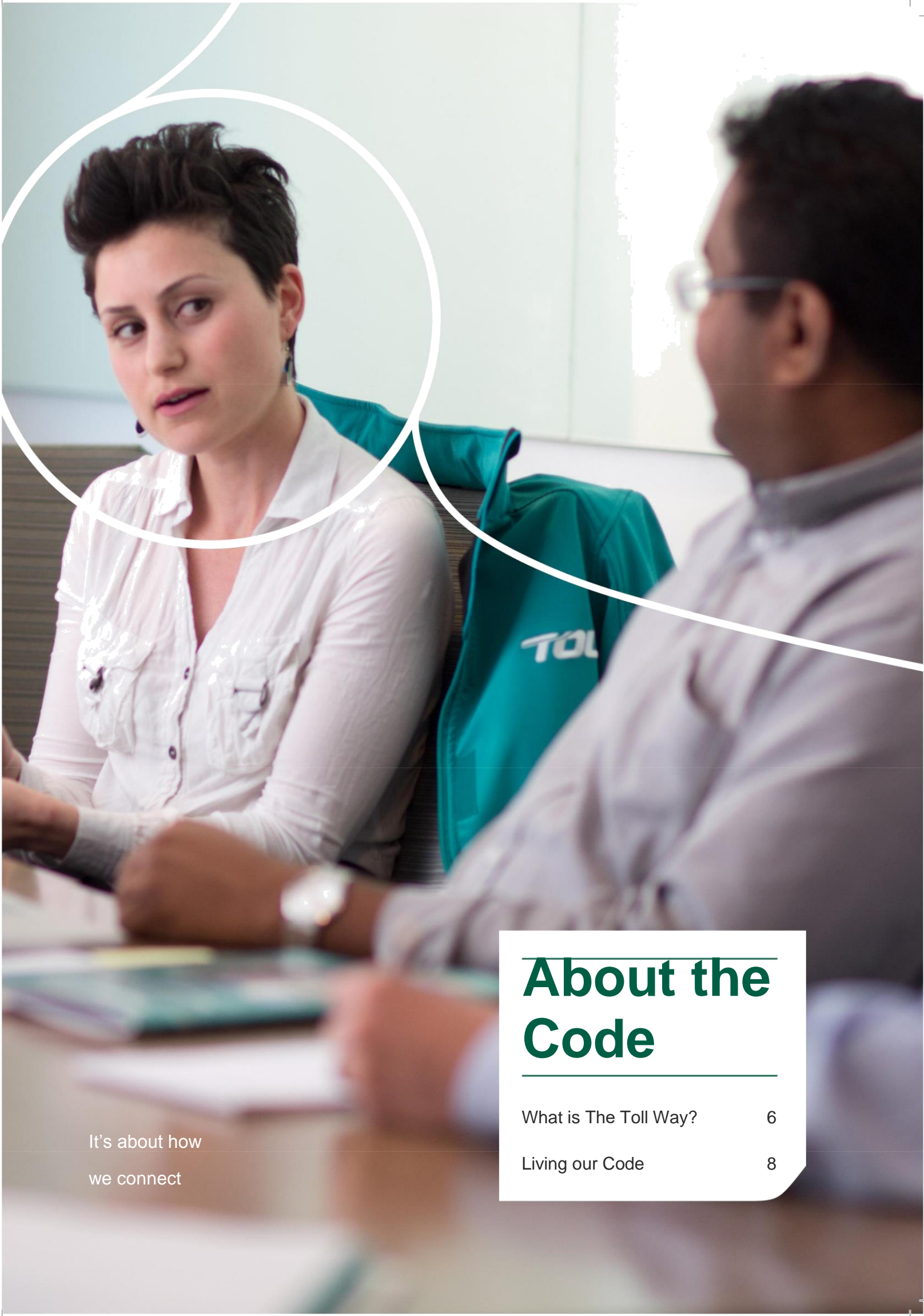
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It's about how
we connect

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About the Code

Dear Colleague,

Here at Toll, we really care about how we achieve, as well as what we achieve. We have a strong set of values and principles that guide us to make the best decisions for ourselves and our business. We call this approach The Toll Way.

We value:

- **integrity and trust**
- **safety**
- **continuous improvement**
- **teamwork**
- **being open and transparent.**

We expect all of our people to live these values, to be empowered and accountable, and responsible for their actions.

Our culture is important to us and is something we seek to nurture and protect. It helps us to attract the best people, customers and suppliers, and meet expectations.

Our Code of Practice explains how we can continue to protect our excellent reputation. It outlines our company standards and the way we choose to do business. It may not always be the quickest or easiest way, but we uphold that it is the right way.

It is your responsibility to understand this Code, and familiarise yourself with the contents.

We expect you to live by the standards we have set out in this document, and encourage you to speak up if you believe others are not behaving correctly.

In many of our locations, we also have a disclosure hotline set up which allows you to do this anonymously; more information can be found on pages 8—9. We are in the process of rolling the hotline out internationally. For availability and access, please visit the Group intranet.

If you have any questions or would like more information about the Code of Practice, speak to your line manager, your HR manager or contact the Group Compliance Manager.

By following this Code of Practice we are able to protect the excellent reputation of Toll.

What is The Toll Way?

The Toll Way represents *the way we do things* at Toll, what's important to us and how we will achieve our goals. It's the common thread that connects nearly 40,000 of us across over 50 countries and six operational divisions.

It helps guide our decisions and actions to make sure that we all work together to deliver the best possible solutions for our customers.

It captures the essence of what we do and how we do it. It includes our:

- **primary purpose**
- **mission**
- **vision**
- **values**
- **core beliefs**

Our primary purpose sums up why we exist and it's at the very heart of everything we do.

Our mission describes what we do and **our vision** outlines where we want to be in the future. By delivering on our mission every day we will work towards achieving our vision.

Our values and core beliefs describe how we connect with each other and our customers. These are the things we are not willing to compromise.

They are what we want to keep front of mind as we go about our daily work at Toll.

Together our values and core beliefs, along with our codes, policies and procedures define what is expected of us and what we can expect from others at Toll.

The elements of The Toll Way give us a common understanding of why we exist, where we are heading and how we are going to go about achieving our goals.

The Toll Way comes to life through the actions of everyone, every day in our workplaces. It provides a guide for our decisions and actions as together, we build the spirit and strength of Toll.

As employees of Toll, you will be regularly required to revisit the Code.

About the Code

Our primary purpose

We exist to connect people and products.

Our mission

Our mission is to harness our significant resources, know-how and passion to deliver the optimal logistics solutions for our customers

Our vision

We want to be:

- Able to provide an unrivalled set of global supply chain capabilities
- An integral component of our customers' success
- A group of businesses that are individually excellent and collectively unbeatable

And as a result be:

- Recognised as the Asia Pacific region's most successful provider of logistics



Our core beliefs

We believe that:

- All injuries are preventable and everyone has a right to go home safely
- People perform best when they are empowered, accountable and recognised
- If we show other people respect, we will be respected
- We will not always get things right and learning from our mistakes is part of our progress
- How we go about achieving success is as important as success itself
- We must act ethically and within the law
- Our customers' success creates our success

Our values

We value:

Integrity & trust

Safety

Continuous improvement

Teamwork

Being open & transparent

Living our Code

Why do we have a Code?

The Code of Practice is here to help us to understand how we should respond to certain situations while working at or for Toll. The Code is your ethical guide; it will help you make the right decision every time, protecting you as an employee and Toll as a company.

The Toll Way talks about us all being empowered and accountable for our actions. To ensure you give yourself the best chance to succeed, please familiarise yourself with the Code of Practice.

What if I don't agree with the Code?

In most instances, the Code of Practice translates how we apply the law and ensures that we are behaving in a legal way. In some instances, we have created additional rules that build on the law to make Toll an even safer, more ethical place to work.

We have developed the Code in consultation with the business' subject matter experts. These people understand the laws and policies that apply to their area of expertise, and have interpreted them in a way to suit Toll and help us manage our excellent reputation.

If you do not agree with the Code, you are encouraged to speak to your line manager in the first instance. However, this is the Code by which we operate as an organisation, and you will need to support it in living by these rules if you wish to continue working at, for or with Toll.

What if I have any questions?

If you are unsure about an item in the Code, speak to your line manager, or HR manager or relevant subject matter expert. At the back of the Code of Practice on page 59, you will find a list of contacts. You can contact these people if you are unsure about the policy that they own or manage.

You can access our full set of the policies and guidelines on the intranet which may help you further understand your obligations.



About the Code

What should I do if I witness a breach of the Code?

As an employee, you should not only live by the Code but ensure your colleagues, suppliers and customers also adhere to our principles.

If you suspect that someone you know may have breached our Code while working at, for or with Toll, you should report them to your **line manager** in the first instance.

If you are unable to speak to your line manager for any reason about this issue, you should escalate it with your **Business Unit HR manager** or **Divisional HR manager**, or the relevant subject matter expert.

If you still feel your concern is not being heard, you should contact the **Group HR Director** or the **Group Compliance Manager**.

In some circumstances where none of these options can be taken, you should escalate your concerns to the **Toll Disclosure Hotline**.

This is an independent telephone hotline where concerns can be captured and reported back to the business on your behalf. You do not need to give your name or any details if you do not want to, although doing so will make it easier for someone to follow up with you about your disclosure.

The Disclosure Hotline is specifically relevant to any illegal activity that you suspect at Toll.

We are progressing our plans to roll out access to the hotline in all Toll locations. Once available, these details will be shared on the Group intranet.

What if I breach the Code?

We take breaches of the Code of Practice seriously. Breaches may lead to a variety of outcomes, from further training through to (but not limited to) termination of employment.



Are you reporting a breach outside of Toll?

If you're a member of the community, a partner, customer or supplier and have witnessed a breach of our Code of Practice, please get in touch.

Email the Group Compliance Manager at compliance@tollgroup.com.

It's about how
we connect



How we do Business

Whether managing our assets — including our people, our brands, know-how, equipment and property — or meeting our social and environmental responsibilities, at Toll, **how** we go about achieving success is as important as success itself.

The subjects covered in this section of our Code, underpinned by the guiding values and principles outlined in The Toll Way, describe **how we do business** at Toll.

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Bribery and Corruption

Toll does not take part in corrupt business practices of any kind. This includes business dealings that are illegal, immoral or incompatible with our ethical standards.

Bribery involves offering or providing a benefit to another person when the benefit is not legitimately due to that person.

Toll does not tolerate bribery or the making of undue payments or kickbacks of any kind, to anyone. This applies to small bribes to speed up routine government transactions, as well as bribes to secure business. We also condemn bribery and corruption regardless of whether it is practised widely in a country or region in which Toll operates.

Always

- ✓ Alert your line manager or divisional legal representative immediately if you are ever included in discussions about bribes in your role with Toll, or suspect someone you know at Toll is involved in planning or making bribes.
- ✓ Report it immediately if a bribe is ever demanded of you or someone you know at Toll — even under a threat of any kind.
- ✓ Refuse a bribe if offered to you by a supplier or other contact relevant to your role with Toll.
- ✓ Ensure you keep records of any business transactions as required by your role as they occur, and retain them for as long as legally required.

Never

- ✗ Engage in any conversation about, be part of, or directly provide a bribe to anyone in your role at Toll.
- ✗ Respond positively to a demand for a bribe from anyone in your dealings at Toll, unless you feel your safety is under threat.

Supporting you

Toll recognises that in some cases, demands for bribes may be accompanied by a threat, including physical violence. We put the health and safety of our people first. If you are ever exposed to such demands – or think or know someone else may be – do what you need to do to stay safe and report it to your line manager, Business Unit or Divisional Legal Counsel immediately.

Threats may also include the loss of business. You will not be criticised or penalised for any loss of business resulting from refusing to engage in or alerting management to bribery requests or activity.

The Toll Way

We believe people perform best when they are empowered, accountable and recognised. The value we place on being **Open and Transparent** in all our business dealings, and our firm stance against any form of bribery or corruption, are other ways we bring to life our values of **Integrity and Trust**.

What if...

Your Toll business unit is negotiating a contract with a large international company and the customer has suggested that you should include a discount for repeat business.

What would you do?

It is acceptable to offer discounts and rebates as long as they are properly recorded in our agreements with customers and in our internal accounts, and are paid to the customer not its personnel. They are not the same as a bribe or kickback because the arrangement is transparent and the benefits will go to our customer's company, not to any individual involved in commissioning the work.

More

Policy: Toll Group Anti-bribery Policy

Advice: Your line manager, your Business Unit or Divisional Legal Counsel, or Group Compliance Manager

Competition

Toll never engages in illegal conduct that reduces competition in the markets that we provide services to.

We believe our customers' success creates our success. Just like our business, our customers' businesses can only truly succeed if they can purchase goods or services from their suppliers on fair terms. This is how a fair and competitive marketplace works.



Always

- ✓ Be aware of any anti-competitive behaviour or discussion as this is improper conduct and illegal, and could make you personally liable.
- ✓ Inform your line manager or divisional legal representative about any suspected or possible anti-competition activity without delay.
- ✓ Be careful when attending trade association forums that the discussion doesn't turn to any subject related to anti-competition, i.e. pricing, tenders, market sharing etc.
- ✓ Remove yourself from a conversation or activity you think might be anti-competitive and refer it immediately to your line manager, Business Unit or Divisional Legal Counsel.
- ✓ Discuss exclusive service arrangements with your Business Unit or Divisional Legal Counsel to ensure the arrangement is not anti-competitive.

Never

- ✗ Plan to, or be involved in price-fixing by agreeing with a competitor of Toll's to fix price or any element of price, such as surcharges, discounts or pricing formulas.
- ✗ Agree pricing with our competitors.
- ✗ Take part in, or stay in the company of anyone discussing anti-competitive ideas or plans.
- ✗ Provide or request bid or tender information from our competitors, or agree to refuse particular customers or suppliers.
- ✗ Enter into anti-competitive arrangements to not compete in allocated markets.

Supporting you

People who require support for their roles will receive regular compliance training so they are clear about what can and cannot be discussed about competition, and what they should do if they are ever unsure.

In a global economy, conduct in one country can affect cooperation in another. Several regulators have successfully taken action based on discussions outside of their jurisdiction.

Any possible anti-competitive behaviour brought to the attention of Toll management by any person will be taken very seriously.

The Toll Way

Toll acts with integrity in all of its dealings with customers, suppliers and our competitors.

If we want to be essential to our customers' success they need to be able to buy our services on fair, competitive terms. Doing anything to get in the way of this may be seen to have short-term advantages but it ultimately damages our customers, and therefore, damages Toll. In turn this affects our other stakeholders, including our employees.

Everyone at Toll is expected to **act ethically and within the law** at all times and competition is protected under the law in most countries in which we operate. At Toll it is never ok to limit competition in any way, regardless of what may be accepted and/or common practice in the country or regions in which we operate.

What if...

You are at a trade association breakfast and the discussion turns to the terrible state of the market. Ideas are shared around the table and one in particular gets a lot of attention. Some of the pressure would be eased on business if there was a general agreement not to engage in price war for the next 12 months — or just until market conditions improved a little.

What would you do?

The best course of action in this situation would be to indicate your objection to the proposition and leave the conversation and event without delay. You should then inform your line manager or your relevant Business Unit or Divisional Legal Counsel immediately.

Conversations and/ or intentions like these are illegal and have the potential for serious impact on our customers, as well as on the reputation of individuals involved and the companies they represent.

More

Policy: Toll Group Conflict of Interest Policy

Advice: Your line manager, Business Unit or Divisional Legal Counsel, or Group Compliance Manager

Environment and Energy

Toll is committed to lightening its environmental footprint while delivering superior services to our customers.

The logistics industry moves and transports goods that are crucial to the growth and prosperity of every society. As a leader in this industry, Toll is focusing on its journey to more environmentally sustainable logistics and transport. In doing so, we can play our part responsibly and meet the current needs of our communities without compromising the ability of future generations to meet their own needs. This can include potential environmental impacts from emissions, effluents, wastes, and resource usage arising from our operations.

We are tackling these impacts directly across our operations. New knowledge and exciting innovations in technology are providing us with opportunities to improve the way we operate and minimise our environmental impacts in a smarter and more measured way.

In the short term, this means becoming cleaner, greener, quieter and smarter. We are achieving this by applying new technologies and practices which will reduce our consumption of non-renewable resources and reduce their associated carbon emissions and the risks they pose to climate change.

In the longer term, we will move to renewable energy sources as they become viable, and minimise emissions and other environmental impacts, so that we can run our operations in a more sustainable way.

Toll's growing scale and global focus, combined with our ability to deliver integrated logistics solutions, means that we have a significant role to play to reduce our environmental impacts.

We are all connected in this endeavour, and we must each play our part responsibly in addressing the environmental challenges that face us.

Always

- ✓ Adhere to our environmental policies and procedures.
- ✓ Be personally environmentally responsible in your everyday actions, no matter what your role or where you work at Toll. Your thoughtfulness and actions count. For example, turn off unnecessary lights in your workplace and recycle waste.
- ✓ Raise suggestions for better ways of reducing, reusing and recycling directly to your line manager.
- ✓ Immediately report any environmental issues you become aware of to your line manager, Group General Manager, Environment and Energy or Group Compliance Manager.

Never

- ✗ Ignore the responsibility we all share to consider the environmental impacts of everything we do.
- ✗ Be afraid to alert management to any environmental or energy concern, or offer your suggestions for improvement.

How we do Business

Supporting you

We support our people to develop and maintain an environmentally responsible mindset in everything we do at Toll.

We encourage you to continue to raise suggestions to lessen our environmental impact and ensure that ideas are properly assessed and implemented wherever practicable. Any concerns raised are addressed with a view to prevention and ongoing improvement.

Collectively, our efforts to be environmentally aware will help us lighten Toll's environmental footprint.

The Toll Way

We aspire to be recognised as Asia Pacific's most successful logistics provider. To achieve this we have a shared responsibility to **continuously improve** as an environmentally safe and progressive organisation.

Our commitment to environmental responsibility at Toll directly supports our **vision of creating sustainable value** and reflects our values of **Integrity and Trust** and striving for **Continuous Improvement** in all we do.

What if...

The Toll Group Smarter Green Driver training you recently completed instructed you on how to drive your vehicle to reduce emissions. You already consider yourself a good driver, you consistently meet delivery targets. While some of your current driving habits result in higher emissions than necessary, you know it will take time and effort to change, and drive smarter.

What would you do?

In line with Toll's commitment to be environmentally responsible and our core belief that how we achieve success is as important as success, you would be fully supported to make the changes in line with your driver training. We need to help reduce Toll's environmental footprint, and reducing fuel emissions is key to this. Always discuss any concerns you may have about making changes to how you do things, including how it may impact achievement of your delivery targets or any other Key Performance Indicators (KPIs), with your line manager.

More

Policy: Toll Group Environment Policy, Toll Group Energy Policy

Advice: Your line manager, General Manager Environment and Energy, or Group Compliance Manager

Conflict of Interest

Our personal activities and interests must not conflict with our responsibilities at Toll.

A conflict of interest exists where our personal relationships, participation in external activities or interests in another business influence, or could influence, the decisions we make on behalf of Toll. For example, if you had a financial or controlling interest in a supplier of Toll's it would be a clear conflict of interest to be involved in any decision to offer that supplier any Toll work or ongoing contract with Toll. Every decision we make in our roles at Toll needs to be made fairly and without bias. This is often not possible when we are personally close to something.

A conflict of interest can also occur where you do not personally have a conflict but where a family member could potentially gain from a decision that you may make on behalf of Toll. In this context, family includes your spouse, children, parents, grandparents, siblings, civil partners, step children or grandchildren. In the example above, this would mean that there would still be a clear conflict of interest even if it was one of your family members that had the financial or controlling interest in one of Toll's suppliers – or new supplier being considered for Toll business.

Always

- ✓ Advise your line manager immediately if you find yourself in a situation which you have, or think may involve, a potential conflict of interest.
- ✓ Be aware of the potential for conflict of interest with regards to your personal relationships outside work. Refer to the Personal Relations section of this Code of Practice and ensure you are familiar with Toll's Personal Relationships Policy.
- ✓ Remove yourself from any decision making process for the supplier if you or a family member have an interest in the outcome.

Never

- ✗ Hold a material financial interest or act as a director, officer or employee for any competitor, customer or supplier of Toll, without prior written approval from your line manager or Business Unit General Manager. These situations should be avoided wherever possible.
- ✗ Accept any offer, or gift or other benefit/s that could affect your, or the other person's or organisation's, ability to be impartial or influence a business decision.
- ✗ Use Toll funds, facilities, equipment, personnel or know-how to benefit personal or business interests outside the Group without the prior written approval of your line manager.
- ✗ Be involved in outside activities, such as personal relationships including with other Toll employees, which may affect your judgment, or which may interfere with your ability to do your job or make decisions on behalf of Toll.

How we do Business

Supporting you

Toll takes conflicts of interest seriously and will not tolerate anyone continuing a personal activity or involvement where it compromises decisions taken on behalf of Toll.

We are aware these situations can arise and we will support you if you find yourself in a potential conflict and you take immediate steps to remove yourself from it, and advise your line manager.

The Toll Way

We can only make fair and equitable business decisions where we are free from bias.

Avoiding conflicts of interests helps us live our values of **Integrity and Trust**, **Openness and Transparency** at Toll.

What if...

You are approached by a committee member from your children's school to use a Toll vehicle to move school equipment to a local hall for a fund-raising event. It's a worthy cause and the vehicle will not be in use for Toll over the weekend when it is needed.

What would you do?

You should check with your line manager and if they consider that Toll is able to help, it is likely they will agree.

More

Policy: Toll Group Conflict of Interest Policy

Advice: Your line manager, Group Compliance Manager, or Group Procurement Manager

Health and Safety

Safety is a core value at Toll and is at the heart of everything we do. We believe that all injuries are preventable. This underpins our belief that everyone has the right to go home safely, and together we make it happen.

At Toll we are all responsible for acting safely and this is a condition of employment for all at Toll.

Through our **Think safe. Act safe. Be safe.** strategic approach to safety, we have one consistent way of managing safety, as well as one set of guidelines and performance measures.

Each person is responsible for acting safely, without risk to themselves or others. Management is responsible and accountable for workplace health and safety.

To ensure everyone can do what is expected of them, regular training in safety is provided, as are the tools to help you work safely.



Always

- ✓ Advise your line manager or occupational health and safety representative if you find yourself in a situation which you know, or think may, present a threat to your or someone else's health or safety.
- ✓ Report potential hazards, near miss incidents or other health and safety concerns directly to your line manager or occupational health and safety representative. Having this information is an opportunity for us to eliminate hazards in our workplace before someone is injured.
- ✓ Ensure you know how to do your job safely; if you are ever unsure or have questions, speak with your line manager for assistance or for further training.
- ✓ Ensure you know your obligations with respect to your health and safety – and the health and safety of your fellow team members.
- ✓ Follow work procedures that apply to your role at Toll.

Never

- ✗ Be afraid to stop and ask questions if you are unsure of the task you are doing.
- ✗ Put yourself in a situation that poses a threat to your health and safety or anyone else's in your role with Toll.
- ✗ Take short cuts or ignore your job procedures.
- ✗ Ignore hazards or near miss incidents.

How we do Business

Supporting you

Toll ensures its employees, contractors, customers and visitors all understand their obligations with respect to health and safety. We supply you with the necessary induction, training, resources, facilities and equipment for you to work safely.

Any concerns regarding health and safety or suggestions for improvement raised by you will be taken seriously and actioned as appropriate.

We also believe that everyone who works with us — from our office-based employees through to our drivers and warehouse staff — has a role to play in ensuring our people return home safely.

Toll drives continuous improvement in health and safety through the monitoring of safety objectives and targets. We consult and engage with all of our stakeholders and continuously monitor, audit and review our health and safety management system to ensure ongoing improvement.

The Toll Way

Safety is one of our five core values at Toll. You will hear and learn about our global health and safety strategy — **Think safe. Act safe.**

Be safe. We strive to ensure the health and safety of our people at all times and to uphold our belief that **all injuries are preventable and everyone has the right to go home safely.**

What if...

The pressure is on you and your team to meet targets at the end of the month. You have been inducted and trained in your job and know that there are procedures that you should follow. You are aware that there is a shorter but more risky way to get your job done that will save time for you and your team.

What would you do?

Nothing is so important that it can't be done safely. We would rather tell our customers that we failed to meet a deadline because we focused on safety, than we'd hurt someone in ensuring we met our deadlines. We would then need to work out how we could meet realistic deadlines and ensure the ongoing health and safety of our people.

More

Policy: Toll Group Occupational Health and Safety Policy

Advice: Your line manager, Business Unit or Group Occupational Health and Safety representative

Intellectual Property

There can be serious legal consequences to using intellectual property that belongs to others or sharing intellectual property that belongs to Toll without proper approvals.

Toll is committed to developing new and innovative ways to deliver superior solutions for our customers. We can only invest in developing new processes, equipment and know-how to do this if we can protect that investment.

Intellectual Property (IP) includes patents, copyright, trademarks and trade secrets. If you create IP of any kind in your role with Toll it remains the property of Toll during and after your employment or engagement comes to an end.

Toll's IP is among our most valuable assets. For this reason, IP that belongs to the Group must be treated in exactly the same way as Toll property you can see or touch such as our transport vehicles or office equipment.

Always

- ✓ Be aware when you are creating new or using existing Toll IP.
- ✓ Be conscious of taking all required steps to protect Toll's IP when discussing or sharing it with other parties such as suppliers or customers.
- ✓ Return all IP to Toll once your employment with Toll has come to an end.
- ✓ Be respectful of other parties' IP when doing your work at Toll. For example, if you wish to use the IP of any other organisation, such as a customer logo in our marketing material, make sure you have their written consent before doing so.
- ✓ Contact your relevant Business Unit or Divisional Legal Counsel if you need assistance or are ever unsure.

Never

- ✗ Use IP belonging to anyone else without the proper legal approval.
- ✗ Use stolen IP, such as pirated software, at any time or for any reason in your job with Toll.
- ✗ Use IP that you may have developed under a previous employer in your work with Toll, without your previous employer's written consent.

Supporting you

Toll will ensure that you are properly resourced to do your work without needing to inappropriately use IP of another organisation.

If you develop new ideas, processes or equipment which needs protection, contact your Business Unit or Divisional Legal Counsel so that Toll can register the IP.

The Toll Way

Respecting and protecting Toll property, including our IP, links to our core beliefs of **respect** and **acting ethically and within the law** at Toll.

By enabling you, Toll supports the creation and development of IP. This is underpinned by our belief in **Continuous Improvement**, one of our core values.

What if...

You have been using a Toll project management process developed and patented by Toll. After a year with Toll you are moving to take up a role with a competitor and it is tempting to take the Toll IP with you as it is relevant to your new job. This will save you from having to develop or learn a new approach in your new role.

What would you do?

It is never acceptable to use intellectual property that belongs to other individuals or businesses without obtaining the proper approvals. If you create or use IP of any kind in your role with Toll it remains the property of Toll during and after your employment. If you are ever unsure what constitutes IP which is protected by law, speak with your line manager or Business Unit or Divisional Legal Counsel before acting.

More

Policy: Toll Group Intellectual Property Policy

Advice: Your line manager, Business Unit or Divisional Legal Counsel

Trade Controls

Toll complies with all applicable national and international laws, regulations and restrictions when conducting its business around the world.

In particular, Toll complies with all national and international rules which restrict or ban trade, or impose economic sanctions (i.e. restrictions on trade and financial dealings that one country imposes upon another for political reasons) in relation to:

- Exports to a particular country
- Transactions with governments, entities or individuals that are the subjects of economic sanctions
- Imports or dealing in property, originating from a sanctioned country
- Travel or transportation to, from or through a sanctioned country
- New investments or other dealings in a sanctioned country or with its government, globally or with designated individuals or entities
- The transfer of restricted software, technical data or technology by whatever means
- The support of boycott activities.

Always

- ✓ Comply with every aspect of Toll's Trade Controls Policy, including strict compliance with trade bans, restrictions or economic sanctions in all countries and regions in which you conduct business on behalf of Toll.
- ✓ Seek clarification from your line manager, or Business Unit or Divisional Legal Counsel if you are unsure on any matter falling within the area of trade laws or rules which restrict, ban or impose economic sanctions as they may impact the work you undertake in your role with Toll.

Never

- ✗ Undertake trade activity outside applicable national and international laws, regulations and restrictions when doing business on behalf of Toll, no matter where you are employed with Toll.
- ✗ Have any business dealings with individuals or governments who are subject to trade bans or economic sanctions.
- ✗ Start business in a new country without first checking to see if any sanctions or trade restrictions apply.

How we do Business

Supporting you

Trade controls are a very serious area of national and international law and non-compliance can result in serious consequences for individuals, businesses and governments. Rules governing trade restrictions, bans and economic sanctions and to whom they apply, also change on a regular basis.

For these reasons, ensure you are familiar with the Toll Group Trade Controls Policy as it relates to your role.

Toll will assist you with any additional guidance or advice you may need. Speak with your line manager or Business Unit or Divisional Legal Counsel or the Group Compliance Manager about any issue or query you may have regarding trade controls.

The Toll Way

How we go about achieving success is as important as success itself. Trade restrictions, bans and economic sanctions are never put in place lightly and must be respected and upheld under law. The importance of compliance is underlined by Toll's core belief that **all employees are expected to act ethically and within the law at all times.**

The way in which you and Toll conduct business underpins our core value of **Integrity**.

What if...

You are working to win a new contract for work with a large regional business and part of the brief is that Toll will be expected to provide logistics support to every part of the business, including a region you know is currently subject to trade restrictions. It's not a full ban but is restricted trading.

What would you do?

Decisions like this are very straightforward. Toll always complies with trade bans and restrictions set out under national and international laws and regulations. If you know a particular country or region is subject to any ban or restriction you should first make the customer aware then bring it to the immediate attention of one of the contacts below. Toll should then respectfully withdraw from the tender process relating to that area. If you are ever unsure, seek advice before taking any action or making any decision on behalf of Toll.

More

Policy: Toll Group Trade Controls Policy

Contacts: Your line manager, Business Unit or Divisional Legal Counsel, or Group Compliance Manger

Information Systems

Toll provides a wide range of information systems and technology to support us to do our jobs. These systems, and all of the data stored on them, are Toll Group property.

Reasonable personal use of company phones and computer systems is generally allowed where they are supplied; however, check this with your line manager as it does depend on the nature of your role.

It is also important to consider the kind of information you share using Toll's information systems and technology. No one should feel uncomfortable or embarrassed because of what someone else is doing or sharing in a Toll workplace.

Toll employees and contractors that use any Toll information systems should be aware that Toll uses electronic surveillance systems in order to monitor and audit the use of all these systems.

All users of Toll IT equipment and apps are bound by the IT Acceptable Use Policy. This sets out expectations and responsibilities for you when operating these devices.

Always

- ✓ Carefully consider whether your intended personal use of Toll equipment can be considered reasonable. If it takes up too much of your time, has the potential to damage the Toll network or relevant system, is going to incur any additional cost to Toll, is illegal or unethical you should reassess what you are doing.
- ✓ Check with your line manager or local IT representative if you are unsure about any issue related to your use of Toll information systems and technology.
- ✓ Let your line manager or local IT representative know if you are aware a colleague is viewing or sharing inappropriate material, or is otherwise behaving inappropriately with regards to use of Toll's information systems or equipment.

Never

- ✗ Use Toll information technology systems to view or send inappropriate material within the Group or externally, including pornographic or sexually explicit material or material that promotes violence, hatred, terrorism or intolerance of others.
- ✗ Be afraid to bring to the attention of management any misuse of Toll information systems or equipment.
- ✗ Provide your password to others, including your line manager.
- ✗ Use another person's IT account.

How we do Business

Supporting you

Everyone has the right to feel respected at work. Toll will support you with regard to any issue that may make you feel unsure or uncomfortable about what is going on in your workplace without fear of consequence. Refer any concern to your line manager or IT representative.

We are given access to and can use Toll information systems and equipment to do our jobs. Trust is placed in us to respect that property and be aware of what is acceptable usage in our roles, including any personal usage. If you are ever unsure, speak with your line manager or IT representative.

The Toll Way

Unauthorised, inappropriate or misuse of Toll information systems or equipment goes against our core belief that **if we show other people respect, we will be respected**. This applies to Toll as a company and to each of us as Toll employees.

The proper use of Toll information systems and equipment by Toll people also upholds our values of **Integrity and Trust**.

What if...

You have been part of your Toll work team for years but recently someone initiated offensive jokes being circulated via email. The jokes are mostly in bad taste and you find their content embarrassing, offensive and discriminatory. Your line manager isn't on the distribution list and you don't want to get any of your workmates into trouble.

What would you do?

In situations like this you should inform your line manager immediately given the potential for others like you to take offense and worse, not feel comfortable in their workplace. You can also feel confident that in keeping with Toll's grievance procedures your confidentiality will be respected. You should always feel respected in your workplace and Toll will take any breach of this right seriously.

More

Policy: Toll Group Information Technology (IT) Acceptable Use Policy, Toll Group IT Security Policy

Advice: Your line manager or IT representative



Our People

Toll's mission is to harness our significant resources, know-how and passion to deliver optimal logistics solutions for our customers. That's why we put our most valuable asset — our people — first. We know that our business can only be as good as our people, and we believe our people are outstanding.

From striving to attract, recruit and develop the best people, to creating every opportunity for you to contribute your knowledge and ideas, we believe people perform their best by being empowered, accountable and recognised.

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It's about how we connect

Workplace Behaviours

We are all responsible for the impact of our own behaviour on our colleagues, customers, suppliers and communities in which we operate.

This policy sets out our commitment towards workplace behaviours, the expected behaviour of all Toll employees and the consequences of not behaving in the appropriate way.

We have set minimum behaviour standards which apply in all countries regardless of local law, customs and norms that may be less stringent. These standards reflect our values and we require that you behave in accordance with these while acting for or on behalf of Toll.



Always

- ✓ Treat everyone in line with our belief that if you show respect you will be respected as well as our values of integrity and trust, safety, teamwork, being open and transparent and continuous improvement.
- ✓ Support and promote Toll's commitments to positive workplace behaviour.
- ✓ Comply with the law.
- ✓ Participate in workplace behaviours training.
- ✓ Openly participate in workplace investigations with integrity.
- ✓ Treat individuals in a non-discriminatory manner in all aspects of employment such as recruitment, compensation/benefits, training, promotion, transfer and termination.
- ✓ Speak up if you see inappropriate behaviour or you are unsure what to do talk to your line manager, HR manager or contact the Toll Disclosure Hotline.

Never

- ✗ Discriminate, harass, verbally abuse, bully, vilify, victimise or act, or threaten to act, violently towards another employee or anyone else.
- ✗ Act in a way that is against the law. In many countries workplace bullying and harassment is punishable by law.
- ✗ Put up with unlawful or unethical workplace behaviour. If you feel victimised or see this type of behaviour in the workplace, follow the appropriate channels to raise your concerns.

Our People

Supporting you

Our commitment is to provide a workplace that is free from discrimination, bullying, harassment, violence and vilification and take steps to prevent inappropriate behaviours.

By making all those people associated with Toll aware of our values, and providing appropriate training throughout Toll, we can all have a profound impact on supporting each other in the workplace.

The Toll Way

Acting with integrity and within the law and treating others with respect are all part of our core beliefs. Our workplace behaviour expectations are centred around these key themes and expectations.

We believe that if you are not being treated fairly that you have the right to be open about your concerns and we commit to listening to you and where appropriate to take action to align with The Toll Way.

What if...

You are a female working in a male dominated environment. You are frequently called names or hear people referring to you using derogatory terms. While it makes you feel uncomfortable, you are the only woman in the workplace and don't want to make a fuss as it will be obvious who has made the complaint.

What would you do?

You should never feel uncomfortable in your workplace and should always be able to raise your concerns.

While it can be challenging to raise issues like this, it's likely you're not the only one who is feeling uncomfortable. You should at first try to resolve the issue with the individual involved. If that does not resolve the situation then bring this issue to the attention of your line manager. If you cannot speak to your manager about this talk to your Business Unit or Divisional HR representative. As an organisation we do not condone this behaviour and will seek to rectify it as soon as possible.

More

Policy: Toll Group Workplace Behaviours Policy

Advice: Your line manager, Business Unit or Divisional HR representative

Equal Opportunities and Managing Diversity

Respecting others is one of our core beliefs at Toll. We value and encourage the contributions of team members with different capabilities, experiences and perspectives.

Ensuring equal opportunity in employment is about treating employees and potential employees fairly and equitably regardless of age, nationality, race, gender, political views, industrial relations activity, employment status, religious beliefs, sexuality, gender history, marital status, pregnancy or potential pregnancy, breast-feeding, carer status or family responsibilities, physical features, personal associations or cultural background.

Everyone at Toll should be treated fairly, with respect and dignity. It is also expected that anyone who acts against this policy is reported.

Always

- ✓ Welcome others in a respectful manner to their work environment without bias based on personal circumstances or attributes.
- ✓ Behave with integrity, courtesy and respect for others.
- ✓ Complete training provided by Toll in respect of diversity and our equal opportunity standards and practices.
- ✓ Bring to the attention of management any actions or behaviour which is not in line with our commitment to equal opportunity and diversity at Toll.

Never

- ✗ Show lack of regard or disrespect to anyone based on their personal circumstances or attributes.
- ✗ Accept or ignore behaviour by others that is in conflict with Toll's view of equal opportunity and diversity – whether it applies to you or to someone else at Toll.

Our People

Supporting you

We are all responsible for Toll's Equal Opportunities and Diversity Policy. Each of our divisions and business units has the responsibility to communicate our expectations to all employees and contractors under Toll's operational control. We are all expected to support and promote the policy in the way we behave in the workplace every day.

Toll's recruitment and selection processes are designed to attract a diverse range of applicants and to recruit the best people based on relevant job criteria and without regard to individual attributes, background or circumstances.

We seek to ensure our workplace is free from inappropriate conduct and take the action required to prevent or stop unacceptable behaviour.

We ensure this by:

- Providing appropriate training.
- Expecting everyone to comply with all applicable laws that govern discrimination and harassment in the workplace.
- Having discipline and grievance procedures to capture any actions or behaviour not in keeping with our beliefs and values.

The Toll Way

Our commitment to equal opportunity and diversity is essential to **harnessing our significant resources, know-how and passion to deliver the best outcomes for you, our customers and Toll.**

It reflects our core beliefs of **showing respect to others and being respected in return**, as well as the belief that people **perform best when they are empowered, accountable and recognised.**

What if...

You are part of a project team that meets every Friday to assess the week and plan ahead. However, a new team member has indicated that they can't attend the meeting because of their religious beliefs. Changing the meeting will inconvenience the rest of the team.

What would you do?

Everyone deserves to be respected in their workplace, regardless of their personal choices or beliefs. For this reason you should not exclude your team member but use the opportunity to speak with your line manager and fellow team members about other ways the team could manage their meeting schedule to ensure the new team member's views are heard. It's about managing the interaction and communication between team members, not leaving someone out.

More

Policy: Toll Group Equal Opportunities and Diversity Policy

Advice: Your line manager, Business Unit or Divisional HR representative

Personal Relationships

All people at Toll are entitled to be treated equally and personal relationships should not, or be perceived to, interfere with this.

Conflicts of interest can arise in many ways and you should always carefully consider situations where your capacity to make independent business decisions may be compromised or where your loyalty may be divided.

If you are involved in a personal relationship with someone else in the workplace or with a customer or supplier, you must avoid acting inappropriately, showing bias and abuse of authority and any potential to create a conflict of interest. While we understand that such situations can, and do, arise from time to time, the important thing is that you are open and honest about it and suitable workarounds are adopted, if necessary.

Always

- ✓ Make known to your line manager or HR representative any personal relationship which may be an actual or perceived conflict of interest for you for example, a relationship with your line manager, team member or third party supplier.
- ✓ Treat everyone in your workplace equally and without bias or abuse of authority regardless of personal relationships.
- ✓ Use only work-related facts when making decisions in your role with Toll.

Never

- ✗ Conceal or ask others to conceal, your personal relationships from your managers.
- ✗ Use your role at Toll to gain advantage for someone who you know in a personal capacity.

Our People

Supporting you

Toll will support anyone who advises management of a personal relationship that may be an actual or perceived conflict of interest in the workplace.

There is never any excuse to treat others unequally, with bias or abuse of authority. We will treat all complaints seriously and will take appropriate action to address the situation.

The Toll Way

We believe that the working relationships between our people must be based on mutual respect and our core values of **Integrity and Trust**.

No manager should have a direct or indirect reporting relationships or decision-making responsibilities for those individuals with whom they have a personal relationship.

Toll also requires that employees avoid direct or indirect reporting relationships with relatives or persons with whom they have a close relationship. This helps reduce the potential of conflicts of interest, for example with supervision, confidentiality, security, safety or morale.

What if...

You are responsible for making a decision on engaging some short-term contract labour for your department. You are in a personal relationship with one of the contractors put forward by the recruitment agency. You know they need the work and they would do a good job.

What would you do?

You should collect and analyse all of the relevant information from the potential candidate. Then explain the situation to your manager and make them aware that you have a relationship with one of the applicants. Ask them to make the decision in this instance. If your friend is a strong candidate to provide the service to Toll, there is a good chance they will get the opportunity anyway.

More

Policy: Toll Group Personal Relationships Policy

Advice: Your line manager, Business Unit or Divisional HR representative

Travel and Expenses

Toll provides Group-wide guidelines for travel that set boundaries for travel expenses, while allowing our people to take personal responsibility in their day to day work.

The Toll Group Travel Management Policy and Toll Employee Expense Management Policy apply to all Toll Group employees, family members of employees, consultants and contractors required to book and undertake business-related travel on behalf of Toll.

Given the level of our business travel across the Group, we are able to work with vendors to get the best possible value. It's therefore important that you use these suppliers to ensure we can benefit from economies of scale for business-related travel.

Expense management is also an important process for an organisation of our size. Being transparent and managing the system appropriately results in useful expense manage data and helps us to better budget for expenses in the future.



Always

- ✓ Take personal responsibility to ensure you are appropriately prepared for any travel you need to take on behalf of Toll so you minimise personal risk. For example, ensure you are aware of travel advice provided by relevant authorities for the country or region you are visiting at any given time.
- ✓ Book all airfares in accordance with the following policy:
 - Economy/ coach class for all travel, or
 - Business class for any international travel greater than eight hours in total

Toll employees in Job Groups 1, 2 or 3 are entitled to business class for travel greater than three hours.

- ✓ Ensure all travel (i.e. including flights, accommodation, car hire, transfers, rail tickets, ferries etc) is booked via the preferred Toll travel management company in your country or region. Only where a service cannot be provided by this company, can bookings be made direct with suppliers.
- ✓ Ensure travel is approved by someone authorised to give you approval prior to booking any travel. Refer to the Travel Management Policy for details on who can authorise travel, or ask your line manager, HR representative or Group Procurement to confirm this for you.
- ✓ Ensure your travel-related expenses are incurred appropriately, fully receipted and that the use of the corporate card is also in line with this policy.
- ✓ Ask your line manager for advice if you are unsure about whether an expense is an appropriate and valid business expense.

Our People

Never

- ✘ Ignore any aspect of the Travel Management Policy when planning, booking or undertaking business-related travel on behalf of Toll. We will at times conduct investigations of any alleged or actual breaches of this policy. If proven, we may seek reimbursement of expenses, restrict future travel or if appropriate, terminate employment.

Supporting you

Toll's Travel Management Policy is designed to ensure Toll does not incur unnecessary or excessive travel costs. Equally, the policy is designed to minimise your risk when travelling on behalf of the Group.

In keeping with these principles and **Toll's belief that people perform best when they are empowered and accountable**, you will be provided with any advice and support you may need to comply, irrespective of your role, work location or any other circumstance.

If you are ever unsure about any aspect of travelling on behalf of Toll please seek advice from your line manager, HR representative or Group Procurement.

The Toll Way

Toll manages costs across the business, including travel management costs, as part of good business practice.

Our Travel Management Policy is in keeping with our **commitment to the Safety** of all our people, as well as maintaining our values of **Integrity and Trust**.

What if...

You need to make a quick trip to attend a Toll business partner meeting in a location just a two hour plane trip away. The meeting has come up at short notice and you need all the time you've got to prepare for it. You haven't had to travel for your Toll job as yet but you travel all the time personally and you know you could easily make the necessary bookings yourself. You even have a favourite place to stay in town. A colleague suggests you might also 'get away with' travelling business class.

What would you do?

In keeping with Toll's Travel Management Policy, you must make all your travel bookings through the approved Toll Travel Management Company in your area, irrespective of other circumstances. Business class travel is only allowable for flights of eight hours total duration or more – or three hours or more if you are in Job Group 1, 2 or 3. Never be tempted to do anything on the basis you might 'get away with it'. This is not an ethical way to approach any decision in your role with Toll and in this instance you also risk consequences as serious as termination of employment.

More

Policies: Toll Group Travel Management Policy, Toll Group Employee Expense Management Policy

Contacts: Your line manager, Business Unit or Divisional HR representative, or Group Procurement

Drugs and Alcohol

The inappropriate use or consumption of drugs or alcohol by Toll employees, contractors or visitors while undertaking their employment duties is not tolerated where that use interferes with the quality of work outcomes or the provision of a safe workplace.

This applies to all employees and contractors employed by Toll, contractors in charge of Toll equipment and all visitors to Toll.

Toll's operations are inherently complex and involve the continued interaction of people and machinery. As such, it is imperative that for yours and the safety of others, we must always be alert and be able to do our jobs safely.

Toll cares about the welfare of our people, and supports drug and alcohol rehabilitation through The First Step program and our Second Step mentored employee program within Australia.

We encourage anyone who thinks they may have a drug or alcohol dependency issue to come forward. If we know about it, we might be able to help. If we don't know, we can't help and you may pose a risk to yourself and others.

Always

- ✓ Avoid inappropriate use of drugs or consumption of alcohol that interferes or may interfere with the outcomes of your employment duties or the provision of a safe work environment for all employees at Toll.
- ✓ Be aware of drinking responsibly at social and business functions where you are representing or are a guest of Toll.
- ✓ Speak out if you feel a colleague is under the influence of drugs or alcohol. Tell your manager so they do not put themselves or others in danger.

Never

- ✗ Possess, solicit, sell, distribute or consume illicit or non-prescribed drugs while on the job, or when it may affect you on the job at a later point in time. Depending on the nature of a drug or extent of alcohol consumption, you can still be physically and/or mentally affected many hours later.
- ✗ Be under the influence of illicit, prescribed or non-prescribed drugs or alcohol to a level where it could risk injury to any person including you, or contradicts any statutory requirement. This applies to any role at Toll; however it particularly applies to people required to operate vehicles or equipment, or work within the proximity of operating vehicles or machinery.
- ✗ Consume alcohol in Toll vehicles or within any company operational area or premises.

Our People

Supporting you

Toll will:

- Provide appropriate awareness and or training programs to its people on the effects of drugs and alcohol.
- At the request of any Toll person in need of support, we will provide reasonable assistance without penalty.
- Encourage, in consultation with employees at nominated workplaces, random drug and alcohol testing. We reserve the right to test any person acting on Toll's behalf involved in a workplace incident or accident.
- Reserve the right to discipline any person acting on Toll's behalf who breaches the Drugs and Alcohol Policy, and who has not sought prior support from their manager.

The Toll Way

Toll's Drugs and Alcohol Policy reflects our **commitment to the health and safety of our people**. We believe **all injuries are preventable and everyone has the right to go home safely**.

Carrying out our employment duties safely and to the best of our abilities also ensures we uphold our shared values of **Integrity and Trust**.

What if...

You are good friends with a fellow team-member who is going through a tough time personally and you are aware they are drinking heavily. While they are not in an operational role and you don't think it is obviously impacting the quality of their work, they are turning up to work with alcohol on their breath and increasingly having one or two drinks during the day.

What would you do?

You will more than likely be doing your colleague a favour by bringing this to the attention of management; your friend is jeopardising their own health by drinking to this extent and putting their job at risk longer term.

Even if they are not in an operational role they are putting team members like you under the pressure of being aware that their situation is unacceptable in a Toll workplace. As the person bringing such a situation to the attention of management your confidentiality could be protected under Toll's grievances procedures. Toll also offers structured support programs for any Toll person who seeks assistance for an ongoing drug or alcohol problem.

More

Policy: Toll Group Drugs and Alcohol Policy

Advice: Your line manager, Business Unit or Divisional HR representative, or Chaplain

Privacy

Toll values the privacy of every individual and we only collect the personal data we require to do business.

We take steps to protect personal data we collect and we do not retain personal data for longer than is legally necessary.

Personal data is information relating to an individual who can be identified by that information alone, or in combination with other information that Toll holds.



Always

- ✓ Ensure that you only collect personal information from a person if it is necessary for you to do your job.
- ✓ Make sure you only use personal information in a way which is consistent with the reason provided for collecting that information.
- ✓ Treat other peoples' personal information in the same way you would expect your personal information to be treated.
- ✓ Ensure that individuals have a genuine opportunity to access and, if necessary, correct any personal data that Toll holds in relation to them.
- ✓ Have in place adequate physical and technological protections to ensure any personal data we hold can only be accessed by the appropriate people at Toll

Never

- ✗ Collect personal information for any reason other than for business purposes and to do your job.
- ✗ Allow access to that information by any person/s other than those who need access to that information to do their job.
- ✗ Use personal information for a reason other than the reason stated to an individual when the information was collected, unless you have notified and obtained approval from that same person.

Our People

Supporting you

Toll periodically reviews its Privacy Policy. The policy which explains our standards and expectations for managing personal information can be found on our intranet and website.

We take steps to ensure all the information held in relation to our stakeholders, such as employees, customers and suppliers, is dealt with respectfully in keeping with this policy. The policy also upholds the privacy laws in every area in which we operate.

Any concern regarding the collection, use or management of personal information at Toll will be taken seriously and followed through with a view to ensuring compliance with our policy and to focus on continuous improvement of our processes.

The Toll Way

Toll's commitment to only collect personal data about a person in a fair and lawful manner and only for business purposes is in keeping with our core beliefs of **acting ethically and within the law, as well as showing respect**. It is also consistent with our values of **Integrity and Trust, Openness and Transparency**.

What if...

A colleague from another business unit at Toll contacts you about an idea for a direct mail campaign to win some new business. They ask you to pass on your customer database to use for the campaign. The customers on your database are individuals and would be contacted about a Toll product that is different to what they were originally approached for when their personal details were collected by your department. You are not sure if they were made aware that this might be the case when they provided their information initially.

What would you do?

This should raise your immediate concern because the personal information contained in your department's customer database may have been collected from Toll customers for a very specific product offer or purpose. The direct mail campaign for which your colleague is seeking to use your database contains an entirely different service offer. It is disrespectful to our customers, as well as unethical and against privacy laws in most countries in which Toll operates, to share personal information in this way. You should consult your Business Unit or Divisional Legal Counsel before commencing the campaign.

More

Policy: Toll Group Privacy Policy

Advice: Your line manager, Business Unit or Divisional Legal Counsel, or Group Compliance Manager

Labour Laws and Youth or Child Labour

Toll complies with employment laws in every country in which we operate and we strive to demonstrate the highest ethical principles in relation to how we treat our people.

Our ethical employment principles apply across the Group and we strive to ensure they are recognised by our associates, agents and joint ventures involving Toll Group. In summary:

- Toll strives to protect the health and safety of our people and partners and we enforce our Health and Safety Management Standards globally.
- Toll is committed to creating a diverse workplace where our people are treated equally and are encouraged and free to bring a variety of approaches and ideas to their roles.
- In respecting human rights we show consideration for the rights and interests of our people and business partners and treat everyone with respect and dignity.
- We recognise every person's right to be, or not to be, a member of or represented by a union or labour organisation, including the option to participate in lawful peaceful assemblies.
- Toll's commitment to protecting the privacy of individuals, including the security and proper use of personal information they provide to us, extends to all Toll employees.
- At a minimum, Toll complies with all local employment legislation including minimum wages and maximum hours of work, and we endeavour to offer our male and female employees equal pay for equal work.

- Toll does not condone or engage in, forced, or youth or child labour.
- We take all reasonable steps and checks to ensure that potential employees are legally eligible for employment in the country in which they seek employment with us.

Always

- ✓ Raise any concerns you have of any behaviour which is in conflict with the principles set out above.
- ✓ Ensure you are familiar with Toll's policies related to the principles above. These are summarised in the relevant sections under this Code.
- ✓ Be aware of local labour laws and follow these.
- ✓ Respect the rights of others, including those of children.

Never

- ✗ Accept any actions which are in conflict with, any of the principles set out above.
- ✗ Be afraid to bring any matter which may be a violation of these principles to the attention of your line manager, Business Unit or Divisional HR representative.

Our People

Supporting you

Toll's senior management is responsible for ensuring these principles are disseminated and fully understood at every level throughout the Group.

Toll will not criticise or penalise employees for any loss of business resulting from adherence to these principles. Similarly, we do not penalise Toll persons who report their concern in good faith, even if on closer investigation these turn out to be unfounded.

Infringements are taken very seriously. Anyone who fails to abide by these principles may face disciplinary action, including dismissal.

The Toll Way

The principles set out under Toll Group's Ethical Employment Policy directly underpin Toll's belief that **our people are our most important asset**.

It is also reflective of our core beliefs that **people perform best when they are empowered, accountable and recognised**, and that **showing other people respect earns us respect**.

What if...

You discover that a Toll supplier which your department has worked with for many years employs child labour. Your local contact is not aware of this and ensures you that the company does not undertake this practice in their part of the business – nor do they agree with the practice. The supplier already offers Toll competitive rates but offers you a payment to keep your business.

What would you do?

There are two issues that raise immediate concern in this scenario.

Firstly, a business that employs youth/ child labour is not a business Toll will tolerate as a business partner and we should raise our concerns to the immediate attention of the relevant authorities as well as your line manager or relevant HR representative.

The second concern is that the supplier is offering you a kick back in return for you ignoring what is going on in their organisation. Toll does not condone the offering or acceptance of kick backs, or benefits or bribes of any kind in return for business advantage.

More

Policy: Toll Group Ethical Employment Policy

Contacts: Your line manager, Business Unit or Divisional HR representative



External Relationships

Our primary purpose at Toll is to connect people and products. Our external relationships are central to our success.

In keeping with our commitment to act ethically and with integrity in all we do at Toll, we are open and transparent in how we build our relationships with our customers, suppliers and anyone else we deal with in our roles.

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It's about how we connect

Gifts, Entertainment and Hospitality

We do not offer or accept/ receive gifts, entertainment or other benefits that could affect our ability to make decisions on behalf of Toll objectively, fairly, with integrity and without bias.

This applies to our relationships with customers, suppliers, officials and anyone else we deal with in our roles.

Gifts, entertainment or hospitality of modest value offered by us or to us in the normal course of business is acceptable where the offer or benefit is an expression of goodwill or thanks and not offered in expectation of a return favour.

Examples might include a business lunch to recognise a business milestone, or accepting a special occasion gift from a supplier acknowledging Toll's ongoing business.

Any gift, entertainment or hospitality given or received by Toll's representatives should be respectful of both local cultural norms and The Toll Way.

Always

- ✓ Think carefully and use your best judgement when offering or accepting gifts, entertainment or hospitality in your role with Toll. If in doubt, consider whether the gift would cause embarrassment to you, your relatives, or to Toll if it were reported publicly.
- ✓ Check with your line manager if you are ever unsure about whether a particular offer to/ from you is acceptable under Toll's policy.
- ✓ Ensure any gift or entertainment you accept that exceeds approval limits is recorded in the register kept by your Country or General Manager.

Never

- ✗ Offer or accept gifts or other benefits that could affect you or the other party acting appropriately, fairly and without bias in your business dealings and decision-making.
- ✗ Offer or accept gifts, entertainment or gratuities with a value greater than the financial limits set by your Country Manager or General Manager, unless you have their prior written consent.
- ✗ Offer or accept gifts or entertainment of any kind to a customer/supplier while you are directly involved in a tender/negotiation process with them.
- ✗ Offer or accept entertainment or hospitality which is or may be perceived by others as unethical or inappropriate.

External Relationships

Supporting you

Toll works to ensure its people know their rights and obligations regarding the offer or acceptance of gifts, entertainment and hospitality, and that everyone is accountable for their decisions and actions.

The relevant policies apply to everyone at Toll regardless of their role or what might otherwise be considered acceptable in their local country or region.

Country Managers and General Managers are required to record all gifts, entertainment and hospitality over set value limits in a gifts register to be kept in their local offices. These registers may be audited at any time.

If you are ever unsure about a decision regarding offering or receiving a gift, entertainment or hospitality in your role, seek clarification from your line manager or relevant HR representative.

The Toll Way

In line with our belief that **how we go about achieving success is as important as success itself**, how we build our relationships with third party stakeholders is as important as the outcomes of these relationships.

We must always act with **Integrity** in our business dealings and be **Open and Transparent** in how we build relationships with our customers, suppliers and anyone else with whom we deal in the course of our work.

What if...

Your department needs to keep in regular contact with the tax department. A colleague suggests that it helps the relationship if you take them out to dinner once or twice a year.

What would you do?

Be aware that several government departments have policies which would not permit any dinner invitation to be accepted, and others have clear monetary limits that must be complied with. In countries like Australia it would not be appropriate for this invitation to be made.

If acceptable in your jurisdiction and an invitation is issued to tax department personnel, ask them to confirm in writing that their internal approval processes and guidelines have been complied with. As long as you get confirmation in writing of compliance, and your manager also authorises the entertainment, a modest dinner to maintain the relationship should be acceptable. It would of course not be appropriate to attempt to influence any decision of the tax department nor appropriate if Toll was the subject of regulatory action at the time such as a tax audit. It would also be inappropriate to arrange a meal which you do not attend.

More

Policy: Toll Group Gifts, Entertainment and Hospitality Policy

Advice: Your line manager, General Manager, Country Manager, or Group Procurement Manager

Political Donations

Toll is politically neutral and does not get involved in party politics at national, regional or local level.

Toll also does not contribute funds to political parties or candidates for office unless authorised by the Managing Director.

To serve the best interests of our stakeholders, including our employees, and Toll retains the right to represent our views to government on policy issues as they may affect our industry. We also reserve the right to bid for government contracts.

Always

- ✓ Follow all aspects of Toll's Code of Ethics when competing for government contracts.
- ✓ Decline any requests for Toll to make a political donation.
- ✓ Raise with your line manager, Country or General Manager any opinion that you think Toll ought to provide to governments on any issue and at any level. If approved, contact Group Corporate Affairs to discuss the best way to do this.
- ✓ Let your manager, Business Unit or Divisional Legal Counsel know if you or one of your close relatives hold a public role or office.

Never

- ✗ Make a political donation of any kind on Toll's behalf.
- ✗ Stand for public office without first informing Toll via your line manager. You are free to engage in political activity in your own time, however, Toll needs to know if a Toll employee holds a public position or is campaigning for one so we can manage activities to avoid potential conflicts of interest.
- ✗ While representing Toll, purchase a table or ticket at a function which is organised by a political party, candidate or government (or opposition) official for the purposes of fund raising.

External Relationships

Supporting you

Toll will at times represent its views to government on policy issues that may affect the Group and our many stakeholders (including our employees and others involved in our activities). We may do this as an individual company, or as part of an industry association representing the interests of our commercial sector, in order to serve the best interest of those stakeholders and to progress our business and/industry.

Toll does not prevent any of its employees standing for public office but asks to be informed in order to manage activities to avoid any potential conflicts of interest.

The Toll Way

Toll acts with **Integrity** and upholds the highest ethical standards in dealings with all our stakeholders, including government.

Toll's policy of not getting involved in party politics or making political donations, unless authorised at the highest level, reflects our core belief that **how we go about achieving success is as important as success itself**. This approach also upholds our value of being **Open and Transparent**.

What if...

An opposition party is planning to introduce new licensing requirements that could make your part of Toll's business uncompetitive. For this reason it is really important that the current party stays in power. The candidate for the ruling party has asked Toll to sponsor a fundraising event.

What would you do?

Always decline any request for a Toll political donation and never make a political donation on Toll's behalf. Toll doesn't engage in party politics and it is particularly important to be clear about our political neutrality around election times. We may be concerned about an aspect of another party's policies but we should always use the proper channels at Toll to represent the Group's views on policy issues.

More

Policy: Toll Group Political Donations Policy

Advice: Your line manager, General Manager, Country Manager, or Group Corporate Affairs

Charitable Donations

Toll makes carefully considered charitable donations and sponsorships to support worthy causes and to give back to our communities.

Donations we make may promote Toll's public image and support the communities that we operate in, but they are never made with the expectation of any specific favour in return, or to influence a Toll stakeholder for example a government official, journalist or customer.

Always

- ✓ Carefully consider any decision or request to make a donation to any organisation on behalf of Toll, in line with our Donations Policy and Charitable Donations guidelines.
- ✓ Document your assessment of the recipient's integrity and reasons for your decision if you are considering offering any donation or sponsorship on behalf of Toll.
- ✓ Ensure any donation or sponsorship you make on behalf of Toll is signed off by your relevant Country or General Manager.

Never

- ✗ Make any donation on behalf of Toll without following the guidelines provided by Toll for doing so. If in doubt, please speak to your line manager or Group Corporate Affairs.
- ✗ Make, or suggest Toll makes, a donation to any organisation where the purpose of that donation is to obtain a specific favour, or to influence a particular person or persons or future business decisions which relate to Toll.

External Relationships

Supporting you

Toll is committed to the communities in which we work and we support a broad range of community programs and initiatives through sponsorships and donations.

We need to make informed, considered decisions about which organisations we support in order to optimise our support for the communities in which we operate.

Toll provides clear guidelines for considering or making charitable donations on its behalf in its Donations Policy and Charitable Donations guidelines. We will consider all requests put forward by our people that meet the criteria set out under these guidelines.

The Toll Way

Toll believes that business is not measured purely in financial terms. We also believe that **how we go about achieving our success is as important as success itself**. This is the principle behind the commitment we make to give back to the communities in which we work.

We make decisions about giving back with the same integrity we apply to everything we do at Toll and we have developed appropriate policies and principles to guide us. By applying these guidelines we can be sure all Toll donations and sponsorships are made in keeping with our values of **Integrity and Trust** and being **Open and Transparent**.

What if...

You are trying to win an important account for Toll and you know we've made the shortlist. Your client's managing director is a prominent supporter of a local nature charity and you've heard that he looks kindly on companies that support the charity. It sounds like a good investment.

What would you do?

This scenario poses an immediate problem because it crosses into the area of bribery and corruption. Never be tempted to make a donation on behalf of Toll for the purpose of achieving a business advantage of any kind. Use Toll's Donations Policy and Charitable Donations guidelines to carefully consider any request and document your assessment of the recipient's integrity and reasons for the decision if you are considering offering any donation or sponsorship on behalf of Toll. Any donation or sponsorship must also be signed off by your relevant Country Manager, General Manager or Managing Director.

More

Policy: Toll Group Donations Policy, Toll Group Charitable Donations guidelines

Advice: Your line manager, General Manager, Country Manager, or Group Corporate Affairs



It's about how
we connect

Communications

Communication is essential within and between every part of an organisation, as well as between our organisation and our many stakeholders, including our people, customers and communities.

To ensure Toll meets its many responsibilities to these stakeholders, we act ethically, lawfully, with integrity and maintain the highest professional standards in all of our communication with them.

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Communicating with the Media

Managing our reputation with the media ensures that we are fairly represented in good and bad news stories, and is important to how we are perceived by the general public.

Toll is responsible to its many stakeholders worldwide, including our employees, governments and the communities in which we operate. To ensure we uphold these responsibilities, Toll's public statements on any issue are only ever made by approved company spokespeople.

If you are approached by anyone to make a comment on behalf of Toll, you need to initially refer the query to Group Corporate Affairs. This applies to all outlets, including trade magazines, local and national radio, TV and newspapers. Even if it's a general comment, you should still refer the media outlet or journalist to Group Corporate Affairs.

Group Corporate Affairs will consider who is best placed to address the query.

Always

- ✓ Direct any request from a member of the media for comment, or information about any Toll issue, to the Group Corporate Affairs team.
- ✓ Coordinate all relationships with the media in relation to Toll through the Group Corporate Affairs team.
- ✓ Ensure your use of any form of social media in your workplace is conducted in accordance with Toll's Social Media Policy and that it is consistent with Toll's IT Acceptable Use Policy. Refer to the separate section within this document regarding Social Media use.

Never

- ✗ Speak on behalf of Toll to a member of the media, government, financial community or use social media or any other public outlet to do so unless you are an authorised spokesperson under the relevant Toll policies.
- ✗ Speak on behalf of Toll using any social media platform unless you are a nominated spokesperson. Your views are your own and you must explicitly say so if you ever comment about Toll in a social media environment.

Communications

Supporting you

There can be serious legal consequences for listed organisations who do not meet, or employees who interfere with, the requirements set by governments and authorities for the release of company information.

For this reason Toll only ever communicates about such information, or makes any comment on behalf of the Group, via our Group Corporate Affairs team.

If you are unsure, speak with your line manager or a representative from one of these teams.

The Toll Way

Toll acts ethically and within the law at all times and we are committed to meeting our many responsibilities to our stakeholders.

This is also in keeping with our core values of **Integrity and Trust** and **being Open and Transparent**.

What if...

You pick up a call on your mobile phone from a person who says they're from a local radio station. They ask for a colleague and you let them know they have the wrong person. They say it doesn't matter as they just want a very quick response to a rumour they have heard in relation to Toll. You let them know that's not something you are authorised to comment on but they are persistent and they tell you it is only an 'off the record' comment they want i.e. it won't be broadcast. You know a bit about the topic and the caller is not taking no for an answer.

What would you do?

To give into this pressure to speak on Toll's behalf would lead to disciplinary action. Never speak on a Toll matter or represent Toll's views to a member of the media, government, or financial community unless you are authorised to do so. No matter what the circumstances or how insistent a person may be, you should direct them to Group Corporate Affairs.

More

Policies: Toll Group Media Policy,
Toll Group Social Media Policy

Advice: Your line manager,
Group Corporate Affairs, or
Group Secretariat teams

Social Media

We act ethically, lawfully, with integrity and maintain the highest professional standards when participating in social media at Toll.

Everyone at Toll, including employees, contractors, agents and associates are personally responsible for the content we publish in any form of social media. In the best interest of Toll and our many stakeholders, you should never speak on behalf of the Group, or imply you represent Toll's views, unless you are authorised to do so.

Whether you are at work or not, your use of social media needs to comply with Toll's Social Media Policy, particularly with regard any comments about Toll, its management, employees, customers, agents, suppliers or any other stakeholders.

Any breach of Toll's Social Media Policy may lead to disciplinary action, including dismissal.

Always

- ✓ Follow the guidelines set by Toll for acceptable use of social media while you are on the job or in a Toll workplace.
- ✓ Use your best judgment when considering commenting on any issue or representing your views via social media.
- ✓ Ensure any information you post about Toll, its employees, contractors, customers, suppliers and/or business partners on social media is:
 - Polite and respectful
 - Accurate and informed
 - Not confidential information, only comment on publicly available information
 - Compliant with all Toll's policies and codes. In particular you should read and know the detail of Toll's Social Media Policy
 - Not obscene, defamatory, discriminatory, harassing, sexually explicit, bullying, racist, sexist or is otherwise unlawful
 - Value-adding, for example, improves knowledge, skills, networks and a sense of community
- ✓ Ask your line manager or refer to Toll's Social Media Policy if you are ever unsure about acceptable use of social media at work or as someone associated with Toll.
- ✓ Contain your use of social media platforms for personal use while at work to a reasonable level that does not exceed your personal break times or interfere with the responsibilities of your role.
- ✓ Report any negative or inappropriate posts about Toll, its brands or its customers, employees, managers, contractors, agents or suppliers to Group Corporate Affairs or your local HR representative.



Communications

Never

- ✘ Misuse social media whether at work or outside of work, or allow it to interfere with your Toll work requirements and responsibilities.
- ✘ Speak on behalf of, or imply you represent the views of Toll, in any form of social media.
- ✘ Ignore an inappropriate post about Toll. Unless you are a nominated spokesperson, bring it to the attention of management who will take the issue up with the person responsible for the post.

Supporting you

Social media is a dynamic, changing environment and individuals, and organisations are continually learning about its many positives, as well as its potential dangers if misused.

To assist us all to make best use of social media and avoid its pitfalls, Toll provides clear guidance for people employed or engaged by Toll on the use of social media.

Line managers are responsible for ensuring their team members are familiar with both the Toll Social Media Policy and Toll Group IT Acceptable Use Policy.

The Toll Way

At Toll **we act ethically, within the law and with respect in everything we do**, including participation in any form of social media.

We have a strict policy on the use of social media to protect Toll's image, reputation and confidential information. This is **part of our commitment to meet our responsibilities to our many stakeholders**.

Our guidelines for use of social media by Toll people underline our values of **Integrity and Trust**.

What if...

Personally you are not happy with a particular business decision recently announced by Toll and you are pretty sure there would be community support for your views. You have used social media to get debate going before, outside of work, and you have an anonymous persona so no one has to know it was you.

What would you do?

Use your best judgment when considering commenting on any issue or representing your views via social media. Be sure you are familiar with the relevant policies and guidelines before making any decision to discuss Toll on any social media platform. Using an anonymous persona in this instance would be misleading, dishonest and unethical. Toll values the views and opinions of its people and there are proper channels to raise any grievances or issues you may have about Toll or a Toll business decision.

More

Policies: Toll Group Social Media Policy, Toll Group Information Technology Acceptable Use Policy

Advice: Your line manager, Business Unit or Divisional HR representative, or Group Corporate Affairs

Contacts

Do you have a question?

Sometimes you may need to clarify an area of the Code of Practice with the appropriate Divisional or Group level subject matter expert. You should always speak to your line manager in the first instance, but you may then want to escalate your question, concern or suggestion to one of the contacts below.

Divisional HR representatives

To locate your divisional HR contact, visit the following page on the Group intranet.

People@Toll > HR Quick Links > HR Contacts

Divisional Legal Counsel

To locate your divisional legal contact, visit the following page on the Group intranet.

Departments > Secretariat and Legal > Legal Team Structure

Group Compliance

compliance@tollgroup.com

Group Corporate Affairs

GCA@tollgroup.com

Group Energy and Environment

tgenvironment@tollgroup.com

Toll Group Disclosure Hotline

Australia	1800 623 925
China	4008 800 742
Denmark	Please contact local management to submit your concern.
Finland	Please contact local management to submit your concern.
France	Please contact local management to submit your concern.
Germany	Please contact local management to submit your concern.
Hong Kong	800 960 304
India	000 117, and then dial 855 831 9876
Indonesia	001 801 10, and then dial 855 831 9876
Ireland	Please contact local management to submit your concern.
Japan	00531 11 0347
Malaysia	1800 80 0011, and then dial 855 831 9876
Netherlands	Please contact local management to submit your concern.
New Zealand	000 911, and then dial 855 831 9876
Singapore	800 110 2120
South Africa	0800 99 0123, and then dial 855 831 9876
South Korea	00 309 11, and then dial 855 831 9876
Sri Lanka	112 430 430, and then dial 855 831 9876
Sweden	Please contact local management to submit your concern.
Taiwan	00 801 102 880, and then dial 855 831 9876
Thailand	001 999 111 11, and then dial 855 831 9876
Turkey	0811 288 0001, and then dial 855 831 9876
UAE	8000 55566, and then dial 855 831 9876
UK	Please contact local management to submit your concern.
US	1-855-831-9876
Vietnam	1 201 0288, and then dial 855 831 9876

If you have any further questions or general enquiries, email ask@tollgroup.com

