

Embark Education Group Limited Code of Conduct

Purpose

This Code sets out Embark's expectations for integrity and business conduct. While the Code is comprehensive, it is not exhaustive. Any action not specifically covered is not permitted if, by nature and in light of reasonable community standards, it would be considered unacceptable. The Code will be updated by Embark as necessary to remain relevant to current business practice and legislative requirements.

This Code is supplemented by, and should be read in conjunction with, the ***Educator Code of Conduct Policy and Procedure***. However, where there is any inconsistency or conflict between these two documents, this Code shall prevail.

One code for everyone working at Embark

Whether a staff member, contractor, client, supplier or business partner, your contribution is valued and the benefits and obligations of this Code apply to you. All are expected to behave in a manner consistent with the Code, encourage others to do the same and speak up about any behaviour that appears inconsistent with the Code.

Managers are responsible for ensuring team members understand this Code; how it is applied in the workplace; and modelling standards of behaviour detailed in the Code. Managers are also responsible for applying the Code in an objective manner and appropriately addressing conduct or behaviour that appears inconsistent with the Code.

Breaches of the code will be dealt with in accordance with Embark's ***Discipline and Procedures Policy and Procedure***.

Serious breaches of the Code will be treated as serious misconduct which may result in dismissal without notice

In addition to this Code, Embark has other relevant policies. Please make yourself aware of these policies. You should refer to the Code as often as necessary. Ask your manager if you are unsure about any aspect of the Code or when it should be applied.

Reporting concerns

If you have a concern about any aspect of our operations or the potential impact of the actions of any person, you should immediately escalate the matter to your manager or your manager's manager.

Embark undertakes to deal with any issue of concern to you with confidentiality, fairness, and respect for your rights.

We treat people fairly

Professionalism and Performance

We expect you to perform to the best of your ability and deliver on your responsibilities. Your behaviour must not bring Embark into disrepute or have the potential to do this. We will ensure that all people in the business are respected as individuals and are encouraged and assisted to maximise their potential.

Diversity

We embrace diversity. We recognise and respect cultural differences of all people in the business. We care for each other, treat everyone with respect and work together as a team. We will not tolerate discrimination – whether on grounds of gender, marital status, religious or ethical belief, colour, race, ethnicity, disability, age, political opinion, employment or family status, or sexual orientation.

Selection on merit

The success of Embark will depend on the calibre and commitment of its people. For any role, we will engage the person most appropriately qualified in terms of skills, knowledge, experience, and behavioural attributes. The same principles apply in respect of our engagement with clients, contractors, suppliers, and business partners.

No Harassment or Bullying

Embark aims to provide employees and contractors with a work environment that is free from harassment. We will treat all complaints seriously and sensitively. Harassment includes any unwelcome comment, action, or gesture towards another person. The behaviour may be repeated or a one-off incident but is significant enough that it adversely affects the other person's performance or working environment. Harassment and offensive behaviour are unacceptable and may include the following:

- Unwelcome and suggestive scrutiny of physical characteristics;
- Improper suggestions, physical closeness or contact, verbal innuendoes, or jokes and comments of a sexual or racial nature;
- Mocking remarks about appearance, race, colour or speech;
- Display of offensive printed or electronic material;
- Ostracism;
- Bullying; and/or
- Unwelcome requests for sexual contact or actual physical contact. The use of words of a sexual nature whether written or spoken.

Bullying is defined as repeated and unreasonable behaviour directed towards another person at work that creates a risk to health and safety. Bullying includes victimising, humiliating, intimidating, or threatening another person. Embark is committed to ensuring that you are safe at work and that any such behaviour is addressed appropriately.

You may raise any harassment or bullying issues with your manager, your manager's manager, or a member of the management team. Where Embark has information to suggest that any form of harassment or discrimination may have occurred, we will take action to stop it.

We operate safely

Health & Safety

Embark is committed to the health and safety of all people in the business, including the children in our care.

You are expected to act appropriately and comply with all Embark health and safety policies, any other relevant policies, licensing compliance requirements and refrain from any activity that contravenes applicable laws and regulations. You are responsible for ensuring that you work safely and do not put any other person at risk due to your actions. If you have any concerns regarding the work environment or if you have positive suggestions for improvement, you should raise these with your manager.

Child Protection

Protecting the children in our care is our top priority. We have very clear and specific obligations. You should review the relevant business policies which describe our practices for keeping children safe. Please note that abuse, neglect, or ill-treatment of a child by a staff member will be treated as serious misconduct.

Alcohol & Drugs

We have a zero-tolerance policy on the use of alcohol and/or drugs.

Our policies do not permit a social drink in a work-related setting.

No prohibited drugs are to be brought into or consumed on Embark premises or those of our clients, suppliers, or business partners. If you are taking prescription medicine that may affect your work performance, judgement, or behaviour, you should advise your manager so an informed decision may be made as to whether you are fit to continue working.

Smoke Free / Vape Free Environment

By law, no person may smoke or vape onsite including when using company motor vehicles or in any other designated area.

Environmental sustainability

We are also committed to achieving and maintaining a high standard of environmental care in all aspects of our business. You are expected to act appropriately and comply with any relevant laws, regulations and environmental policies.

We act with integrity

Conflicts of interest

You should avoid any activity, interest or relationship with any entity or person that would create, or might appear to others to create, a conflict-of-interest.

A conflict-of-interest situation is one that could harm Embark or its reputation and impact on your capacity to discharge your duties, create a public perception of a political or similar association with Evolve or create an opportunity that could give the perception an unfair advantage has been provided to others.

Unless appropriately authorised, you must not use, or assist others to use, any information concerning any aspect of the Embark business nor may you use any Embark funds or property for purposes other than the proper business of Embark.

Any conflict of interest should be promptly declared (preferably before any conflict arises).

Relationships with entities that relate to Embark

Clients, suppliers, and competitors of Embark are the most obvious entities with whom you should avoid a conflict of interest. Other entities may be business advisory companies, institutions and government departments with which Embark may have dealings.

You must not enter into any agreement with a client, supplier, or competitor in which you or an immediate family member have an interest without the prior approval of Embark.

In this context, relationships include an ability to influence a decision made by an entity such as a relationship with a board member, employment in any such entity, a financial relationship with any such entity or a family relationship with someone who is employed by, has influence in, or has a financial relationship with any such entity.

Time commitments

You should carefully consider any potential time commitments to other entities that may conflict with your responsibilities to Embark. This may include a second job, involvement with a not-for-profit organisation, community service and personal financial enterprises.

Public profile

You should also consider the impact of holding public office or presenting or promoting products, services, or ideas on

television or in other media. Care should be taken to ensure such activities do not conflict with your responsibilities to Embark or unfavourably impact the reputation of Embark.

Internal Embark relationships

Internal conflicts of interest must be declared immediately. This includes the ability to benefit a staff member, contractor, or supplier with whom you have a personal relationship but is more relevant to a close personal relationship between a subordinate and a superior.

No disparaging comments

Both during employment and after termination you must ensure you do not make disparaging comments about the Embark business including Embark officers, employees, contractors, clients, suppliers, or business partners.

Gifts, fees, rewards and gratuities

As an Embark employee, you must not accept or solicit any gift, fee, reward or gratuity from any party for services in connection with your employment.

Sponsorship/ community support/ donations

As an industry leader, Embark helps to build better communities in an industry and corporate citizenship capacity. To ensure governance of such activities, there are clear rules concerning the process for dealing with such requests as set out in the relevant policy.

You should not seek sponsorships or promise any form of financial support to advance the interests of Embark or for your personal gain.

Record keeping

Embark is required to record data about its business whether for internal purposes or to satisfy legal or regulatory requirement. Embark must ensure that all such records are accurate.

Anti-bribery and anti-corruption policy

Embark is committed to conducting business ethically. Embark must comply with all applicable laws and regulations. Any form of bribery and corruption is unacceptable.

You must report any suspected corrupt, unethical or anti-competitive practices. Embark will support you in communicating and reporting on misconduct. Embark is committed to protecting “whistle blowers” as outlined in the Embark protected disclosures policy.

You may raise concerns anonymously.

Criminal convictions/ Pending Court action

If you are convicted of any criminal offence, you must promptly notify your manager.

We protect information

Confidential information

We protect the private information of our people, clients, and suppliers. No information may be disclosed other

than for the proper conduct of the business of Embark.

If you become aware of any actual or suspected unauthorized use, copying or disclosure of confidential information, you must immediately inform your manager. You can also raise your concern anonymously.

Digital communication systems and equipment

Please be aware that Embark may legally conduct surveillance on the use of all Embark digital communications systems.

Unacceptable use

Embark may face potential liability should an illegal or inappropriate email, image or material be transmitted or where its systems are used for unlawful purposes. Such activity is not allowed.

Internet use

You may not access pornographic sites, gambling sites, sites containing offensive language or material or sites containing potentially dangerous content. You must also be aware of copyright and trademark issues when accessing information on the Internet.

Remote connectivity

Remote connectivity to Embark applications and systems will be provided through a VPN connection or similar system that will be secure at all times. Cloud based applications or software such as Office 365 are available via direct connection to the Internet with secure authentication.

Digital information

You may not upload, download, use, retain, distribute, or disseminate any material or software which may be considered offensive or discriminatory or contravene the laws of Australia.

Memory sticks and portable drives

Embark is at risk when sensitive data is stored on unsecured external media (USB flash drives, mobiles, portable hard drives). The consequences of losing drives loaded with such information can be significant and include the loss of client information, reports, marketing and promotional material, financial information, business plans and other confidential information with the associated risk of financial and reputational damage. Therefore, sensitive data must not be stored on unsecured external media in an unencrypted format.

Passwords

Your password is confidential to you and may not be revealed to any person including your manager. We have rules for the creation, protection and change of passwords to ensure consistent practices within the Company.

E-mail

You must follow Embark e-mail protocols at all times, including ensuring that you do not cause the introduction of any virus into our systems or disseminate any unauthorised or offensive materials to any other party.

Document sharing

SharePoint, OneDrive, Dropbox and Microsoft Teams allow users to store documents online using a web browser or mobile application.

Documents authored are stored in the cloud and a local copy is synchronised on your computer that can be shared

with other Embark staff and external recipients.

Sharing documents in SharePoint, OneDrive and Microsoft Teams enables one or more users to work on the same document and collaborate. File sharing to users outside Embark who have an email account, is available to users. You are able to control who has access to your documents once you have shared the link externally. Please follow these guidelines when sharing documents:

- Exercise caution when sharing documents both internally and externally to prevent unintentionally sharing sensitive documents;
- Multiple people can simultaneously collaborate on a document and make changes to the original. Encourage contributors to use the editing, suggesting, and viewing features to control changes of your document. This allows you to view previous versions of the document and revert to older versions if required ;
- When granting others access to your documents you can set the level of access you would like them to have. For example, “can edit”, “can comment” or “can view”; and
- Anonymous sharing of files outside of Embark is not permitted.

Working offline

Use of SharePoint, OneDrive and Microsoft Teams enables you to work on documents while offline (not connected to the Internet).

Any changes made to documents whilst offline are saved locally and once an Internet connection is established, offline changes will be synched to your cloud storage application. If changes were made to the live version of the document by another user, the version will be merged and highlighted.

If you do not want a document to be edited whilst you are working offline, you can restrict other users' access levels to that document before going offline.

Offline documents are cached locally on your computer. Your device must be secured by a password and have disk encryption enabled. Offline documents must not be enabled on public or shared computers.

Workstation locking

If you are going to leave your workstation unattended, you should lock it manually and not rely on a screen saver.

Standard operating environment (SOE)

A standard operating environment has been deployed throughout Embark and all requests for installation, configuration, hardware and software purchases and any other changes should be logged with IT Support.

To protect your identity and company information, online services including any online software or subscriptions used for work purposes require the prior approval of IT Support.

Virus protection

Your computer has been set up with antivirus and malware software installed as part of the SOE. It is a requirement that any device that connects to the Embark network, regardless of location, has current antivirus software. You must not actively prevent any updates or circumvent the virus protection in place.

Mobile phones and portable devices

Mobile phones may be issued for business use and reasonable private use. Where you have been granted approval to use your personal mobile phone or tablet, you may only do so in conjunction with the relevant BYOD Policy.

Social media

Only authorised material or comments may be posted or shared on any Embark digital property (e.g., Facebook, LinkedIn, Twitter) and then only by authorised spokespersons.

On social media sites the following activities are not permitted:

- Revealing Embark confidential information;
- Making unlawful disclosures;
- Making derogatory or offensive comments about any person or entity that could bring Embark into disrepute;
- Endorsing products or accepting payment for social media activity without the consent of your manager;
- Posting anonymously or withholding appropriate disclosures in a manner likely to mislead the audience;
- Posting images related to the Embark business unless you are properly authorised to do so;
- Condoning, glamourising or endorsing illegal activity and
- Allowing your personal social media interaction to interfere with your employment obligations to Embark.

Media statements and public addresses

Any general media enquiries must be directed to the appropriate person as outlined within the Embark media policy. You are not permitted to make any form of media comment relating to our business, our clients, or other staff without the express authority of the Managing Director or the Chief Financial Officer.

Media comments made in your private capacity must not conflict with your responsibilities to Embark.

We use resources responsibly

Business equipment

Embark provides resources for the conduct of its business. These resources must be used in a responsible manner. The resources include digital communication equipment and motor vehicles.

Unauthorised removal or possession of Embark property or the property of other persons is not permitted. All serious cases will be referred to the Police. Any disciplinary action Embark may take is separate from, and additional to, any action the Police may choose to take.

Financial resources

Embark commits to expenditure in a prudent manner no matter whether it's a minor travel expense or the purchase of significant equipment.

Embark has a Delegated Authority Framework in place. The first step is to ensure that you have the delegated authority to make the purchase. If not, seek the proper approvals. Embark must ensure that value for money is obtained.

Vehicles

Embark has a vehicle policy which you must read and sign prior to driving any vehicle that belongs to Embark. If you are allocated an Embark vehicle, you are responsible for regularly cleaning it and ensuring that regular maintenance checks are carried out in accordance with manufacturer recommendations. Report to your manager if you have concerns about the vehicle's mechanical condition.

If you are in possession of an Embark vehicle overnight, ensure that the vehicle is parked in a secure location and that confidential information and expensive equipment are removed from the vehicle.

In the event of an accident involving an Embark vehicle, do not admit liability but record relevant details of any other party.

If you are found to be at fault in any accident, you may be liable to reimburse Embark for the costs of any repairs not met by the Embark insurer.

If your duties require you to drive an Embark vehicle, your employment may be terminated in the event you are convicted of a driving offence resulting in loss of licence.

For further information please refer to the relevant vehicle policy.

Summary

Commitment

We all undertake to comply with the Code and at all times adhere to standards of integrity and business conduct as outlined in the Code.

Not sure what to do?

While the Code is comprehensive, it is not exhaustive. Matters addressed in this Code may be covered more extensively in other policies and procedures. If you are unsure what to do, consider the following:

- Is the proposed action in accordance with the Embark Code of Conduct?
- Do I have the delegated authority to make the decision?
- Have I checked the facts of the matter? Am I acting with integrity?
- Am I proceeding in good faith?
- When viewed overall, is it the right thing to do?

If you're unsure, speak to your manager.

Taking action

If you have a concern about any aspect of our operations or the potential impact of the actions of any other person, you should immediately escalate the matter to your manager or your manager's manager.

Embark undertakes to deal with any issue of concern to you with confidentiality, fairness, and respect for your rights.

Investigation and Disciplinary Procedure

Please refer to Embark's ***Discipline and Procedures Policy and Procedure***.