



eXcellerate

# Our Code of Conduct

Guidelines for how we behave



# Our Code of Conduct

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# Message from our Managing Directors

As we begin our journey as a new company it is important that from the very outset we define the values of our company. eXcellerate is focused on helping our clients and our future Clients to excellerate their ambitions to achieve world class performance. These Clients which include many of the world's largest mining companies will also have high expectations of us.

We have created eXcellerate - Our Code of Conduct to help inform our daily work and helps us think about not just what we do but how we do it.

If we consistently behave with the highest level of integrity and care in all of our interactions we will cultivate respect and trust between ourselves, our stakeholders and with our clients. Integrity, care and making a difference are the essential foundations for eXcellerate and our constant aligning to these values will help us succeed in becoming a successful global company.

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Eduard Haegel  
Managing Director



## Speaking up takes courage

If you think a decision or action is not consistent with our values or is not in line with Our Code of Conduct, you have a responsibility to speak up. You don't need to be directly affected by an issue to raise it. It does not even need to be an eXcellerate team member involved.

We know that speaking up takes courage. We also know that addressing the matter directly with the person with whom you have the concern offers a powerful opportunity for change. If you engage with care and respect and have confidence in what the right behaviours should be, you have an excellent chance to positively influence another person for life.

David and I are always available to support you.

Of course, a direct approach may not always be appropriate, or your earlier approaches may have been ignored. In either case you should discuss the matter with either David or myself. You can be confident that the matter will be dealt with promptly.

## What happens when you speak up?

In most situations, your direct engagement will deepen your relationship with the other person and that person will learn about how their behaviours can impact others. Both of you will have grown from the experience.

Where the matter is dealt with by David or I you can be confident that your concern will be treated seriously and respectfully, and we will respond to your concerns in a timely manner.



## Our expectations of you

We all have a responsibility to behave at work in accordance with our values, as well as within the law. It is important that you read and take the time to understand Our Code of Conduct and how it applies to you.

When we refer to 'you' this includes employees, contractors, consultants and directors.

We all have a shared responsibility to make our company a great place to work and create a culture of trust and care for one another.

## Our expectations of leaders

We know the standard we walk by is the standard we accept. That's why if you are responsible for leading people, it is important that you role model our values by:

- Personally demonstrating the behaviours described in Our Code of Conduct
- Ensuring that all new team members are made aware of and have time to read, understand and ask questions relating to Our Code of Conduct
- Helping all members of the team to understand the expectations and practical application of Our Code of Conduct
- Living our values of integrity, care and making a difference each day

# Health and Safety

"We are committed to your Health and Safety and our only measure of success is that every eXcellerate team member is able to go home at the end of their assignment safe, well and in good health."

Health and safety is everyone's responsibility.

We each have a personal responsibility to act safely and legally and to offer safety leadership to those around us.

We also have a team responsibility. By caring about one another's physical and mental wellbeing and having the courage to speak up you create the opportunity to make an enormous difference in someone's life. Sometimes these conversations can literally be life changing.

## Our expectations of you

Each of our client's operate a comprehensive Health and Safety Management System that includes standards, policies and procedures.

You will be required to familiarize yourself with those parts that are relevant to your work assignment.

You will always comply with our client's standards, policies and procedures while on assignment.

You will be required to be alcohol and drug free.

You may be asked to undergo random drug and alcohol testing and you must comply with these requests.

You are required to observe all smoking restrictions.



# Workplace non-discrimination and diversity

An eXcellerate value is of respect. When we respect others we value the contribution our team members make based on the merit of their idea or the quality of their work or their development of deeper relationships between ourselves or with stakeholders and clients.

We are therefore blind to the colour of someone's skin, their race, gender identity, sexual orientation, physical or mental disability, relationship status, religion, political opinion, pregnancy, breastfeeding or family responsibilities. Criticism or the limitation of opportunities based on these non-performance characteristics is prohibited.

All existing and prospective employees will be treated fairly and evaluated according to their skills, qualifications and capabilities. It is essential that our team can work in an environment that does not discriminate and which value and respects the diversity that they bring to the team.

## Our expectations of you

You should always be inclusive, non-discriminatory, collaborative and supportive. You should be aware of the impact your actions can have on others and treat everyone equally and with respect.

Always make yourself aware of relevant personal considerations and demonstrate respect when working with colleagues from other cultural backgrounds or travelling to different locations.

It's also important to support your colleagues to speak up if they believe they are experiencing harassment or bullying. If you personally witness this behaviour, you have a responsibility to speak up.

Together, you and your line leader are responsible for ensuring that you:

- are clear on what is required of you in your job;



- work in a trustful and collaborative way with others;
- are treated fairly, with respect and care;
- value individual differences within your team

## Sexual harassment and sexual abuse

In recent years, there has been a growing understanding within the mining industry that there is a much higher level of sexual harassment and sexual abuse than was readily understood. Increased awareness coupled with improved reporting has brought sharp focus to this issue.

At eXcellerate we strive to create a respectful workplace free of harassment of any kind but especially of a sexual nature. Notwithstanding this ambition, should you experience any kind of sexual harassment or abuse or observe any such behaviour please contact me directly on +61 419572570. I will put you in contact with support services and will trigger an immediate investigation. If the event occurred at a client's facility or operation, then I will need to inform them of the event also.

Appropriate disciplinary action including immediate dismissal or termination of a contract could follow.

Prior to deployment to an assignment, your team leader will conduct a risk assessment which will include sexual harassment and sexual abuse. The assessment will offer the opportunity to consider appropriate controls.

As an example, it has been found that increased levels of alcohol consumption especially on non-work days at camp or while on a business trip or at work functions increases the risk of sexual harassment and abuse. For some of our clients this has led to a zero alcohol policy while for others the availability of alcohol has been significantly reduced.

For this reason, you should either consume no alcohol while on assignment or do so if permitted with considerable moderation.



## Our expectations of you

You should complete a risk assessment prior to deployment on each of your assignments.

You should be relaxed but alert at all times when in unfamiliar circumstances or with people you are unfamiliar with.

You should immediately report to myself any events either experienced or observed.

You should avoid drinking alcohol while on assignment or if permitted with considerable moderation.

## Business Travel

When travelling for business, you must ensure that your behaviour always reflects positively on your own reputation and the reputation of eXcellerate.

If your assignment involves business dealings in other countries, you should always respect the laws and customs of those countries.

## Our expectations of you

Before you travel, you should understand the associated safety, security and health risks and follow local pre-approval requirements.

Make sure you follow any vaccination or other travel medicine recommendations. For international travel, visit [smarttraveller.com.au](http://smarttraveller.com.au) and note the security risk rating and travel advice for your planned destination.

You must never accept offers of sponsored travel or accommodation.

If there is a valid business purpose for attending an event, eXcellerate will pay any travel and accommodation costs.



All travel both domestic and international requires pre-approval by your team leader.

## Respecting Human Rights

“We commit to operating in a manner consistent with the United Nations (UN) Universal Declaration of Human Rights and the UN Guiding Principles on Business and Human Rights.”

We respect, and work to, uphold and advance human rights in everything that we do. We acknowledge that our business has only a limited potential to impact human rights but we manage this through our consideration of workplace health, safety and our positive efforts to professionalise mine labour through our iXcede product.

## Child Labour, Forced Labour and Human Trafficking

We are completely opposed to child labour, forced, bonded or involuntary labour and the use of labour acquired through human trafficking. Those involved with these actions are evil and should be opposed where ever light can be shone on their practices.

Fortunately, we are blessed by operating in countries with high levels of protection for our citizens. However, there may be a situation either domestically or internationally where you discover that someone else's work life is being manipulated illegally. Should this ever occur please immediately contact the appropriate authorities in the jurisdiction you are residing in and report it to your team leader immediately.

## Freedom of Association

We recognise that the legal activities of trade unions may play a legitimate role in industry. We will therefore allow worker's representatives if requested by an employee to carry out their legitimate and legal representative functions in the workplace.

We are committed to those representatives doing so free of harassment or discrimination.

## Indigenous peoples

We recognise the traditional rights of Indigenous peoples and acknowledge their right to maintain their culture, identity, traditions and customs.

We should always exercise cultural sensitivity and recognise and respect sites, places, structures and objects that are culturally or traditionally significant.

## Environment and Community

We recognize the importance of the environment and communities in the lives of our employees, consultants, stakeholders, our client's workforce as well as those members of impacted communities surrounding our client's mining operations.

eXcellerate through its consulting activities as well as its digital analytic tools can play a modest role in growing environmental and community outcomes. Where we can make a difference we will always choose to do so.

# Anti-corruption

“We are committed to operating with integrity and strictly prohibit bribery and corruption at all times.”

How we go about our business matters. Corruption misallocates resources, reinforces poverty, undermines the integrity of government and community decision making, and results in waste of the opportunities that arise from resource development.

Compliance with anti-corruption laws is essential to protect our reputation. All our employees, consultants, contractors and directors, including our suppliers, are required to comply with anti-corruption laws. No one has the authority to waive this requirement. Criminal penalties could result where anti-corruption laws are not respected.

Any concerns regarding corruption must be reported immediately.

## Our expectations of you

You must not authorise, offer, give or promise anything of value, directly or indirectly (for example, through a third party), to anyone to influence them in their role, or to encourage them to perform their work disloyally or improperly.

You should never make facilitation payments which are payments to government officials for routine services that are legally available

You must get pre-approval before:

- offering anything of value to an external person;
- engaging a supplier who will interact with others on our behalf;
- offering to undertake a community donation or project;
- offering to sponsor an event.

When you offer or provide anything of value to an external person, the item must:

- only be offered or provided for a legitimate business purpose;
- not be offered or provided to improperly influence or reward action;
- be legal under local laws;
- be of appropriate value and nature considering local customs and law, the position of the recipient and the circumstances;
- not be capable of causing reputational damage to eXcellerate.

## Conflict of Interest

“We are committed to always making decisions in the best interests of eXcellerate and free from personal bias. This means that we need to manage any actual, perceived or potential conflicts of interest.”

A conflict of interest arises when an employee’s position within the Company and their financial, or other personal interests, affect, could affect, or could have the appearance of affecting, their judgement, objectivity or independence.

Common examples of actual, perceived or potential conflicts of interest include:

- pursuing, awarding or maintaining eXcellerate business opportunities for personal gain or the benefit of close relatives or friends;
- holding outside jobs or affiliations, including directorship without pre-approval;
- holding investments directly or indirectly in businesses or assets that are contracted to do business with eXcellerate;
- receiving money, property, services or other forms of financial personal benefits from suppliers or other third parties doing, or proposing to do, business with eXcellerate;
- influencing the results of a bid or tender;
- offering jobs or affiliations to close relatives or friends;
- offering or accepting more than a modest amount of gifts, hospitality and entertainment;
- accepting sponsorships from providers or third parties who are involved at your site or in your area of business.

## Our expectations of you

Nothing you do, professionally or privately, should conflict with your responsibilities to eXcellerate, compromise the quality of your work performance or jeopardise your ability to make impartial business decisions in eXcellerate's best interest.

You should avoid business dealings and personal relationships that could cause conflicts of interest. Remember, some relationships can create the appearance of a conflict, even if you don't think there is one. Conflicts may arise during the course of a normal business relationship due to a change in circumstances.

You should excuse yourself from any decision making and ongoing oversight process where you have an interest that influences, or could be perceived to influence, your ability to make objective decisions for our Company. This is important as an unmanaged conflict of interest could encourage unethical behaviour and lead to fraud.

## Competition

"We support competition and do not engage in anti-competitive behaviour. We are committed to full compliance with competition laws."

Most countries where we operate or plan to operate have developed competition laws, also known as antitrust or anti-monopoly laws. These laws are designed to stop a range of practices that restrain trade or restrict free and fair competition, such as price fixing, market sharing, bid rigging or abuses of a dominant position.

Breach of competition laws can result in serious consequences for eXcellerate and our employees, including fines and imprisonment. We regard any breach of competition laws as a serious breach of Our Code of Conduct which may lead to disciplinary action.

## Our expectations of you

In all dealings with eXcellerate's competitors, customers and suppliers, you must conduct yourself in a manner that does not breach, or appear to breach, competition laws.

You should always seek pre-approval and potentially legal advice...

- before exchanging or sharing competitively sensitive information, directly or indirectly with a competitor or client;
- when potentially inappropriate contact is initiated by a competitor;
- when considering new cooperation arrangements with a competitor;
- when a complaint is made about the competitive behaviour of eXcellerate;
- when you suspect a third party is acting in an anti-competitive manner towards eXcellerate;
- or if you are contacted by a competition authority.

## Personal Information and Privacy

"We respect your personal information and privacy and we expect you to respect the personal information and privacy of others."

Personal information is any information which could identify an individual, either from that information alone or in combination with other information which is reasonably likely to come into the possession of eXcellerate.

To the extent permitted by law, we reserve the right to monitor or audit employee use of eXcellerate information systems, and access electronic communications or information stored on systems, devices or equipment for maintenance, business needs or to meet a legal or policy requirement.

## Our expectations of you

It's important you follow our standards and procedures on personal information and privacy.

You should only collect, use, disclose, retain or process personal information that is necessary to meet business requirements, as permitted by law in places where we operate.

If you do not want others to read an email, you should reconsider sending it.

If an email relates to a personal matter you should use a personal account.

Always treat the personal information and privacy of others with respect.

## Insider Trading

“We must always act with integrity and maintain the trust of our clients, stakeholders and our team members be they employees, consultants or contractors.”

Inside information is material information about a company that is not generally available to the public. Whether information is material is generally judged by whether it would affect a reasonable investor's decision making.

Examples of possible inside information include knowledge of a client's:

- financial performance versus market expectations;
- entry into or termination of a significant contract;
- actual or proposed mergers, acquisitions or joint ventures;
- actual or possible discoveries
- of, or significant adjustments to reserves and resources.

In the course of your assignment you may learn confidential information from a client before it is made public. It is not an offence to possess inside information but



in many countries, it is a criminal offence to buy, sell or otherwise deal in relevant securities while you have inside information. This is called insider trading.

It is also a criminal offence to encourage insider dealing or to disclose inside information with a view to others profiting from it.

## Our expectations of you

If you possess inside information, you should not and you should not advise or encourage another person (for example, a relative, a friend or family company or trust) to buy, sell or otherwise deal in the relevant securities or pass the information to another person.

It may also be a breach of your obligations of confidentiality to disclose information, whether or not the information is used to deal in the relevant company's securities.

Where eXcellerate has a client or business relationship with another company, you are required to seek approval before trading in that company's shares. These types of investments may also give rise to an actual or perceived conflict of interest.

## Protecting Assets

"We all have an obligation to protect the assets of eXcellerate and those of our clients and to use them for their intended purpose."

Assets have a broad definition in this context and include physical and non-physical property, such as equipment, inventory, technology, money, intellectual property (IP) and Company information and data. Competitively sensitive and proprietary information are also considered assets and include:

- operational data, such as production and maintenance data;
- master data and data related to our equipment;
- data related to sensors and process control systems;

- strategic and marketing plans;
- information used in trading activities;
- research and other technical data.

## Our expectations of you

You are responsible for appropriately using and safeguarding eXcellerate's and eXcellerate's clients assets.

You are expected to respect both the physical and non-physical assets of others, and never knowingly damage or misappropriate those assets.

You should never share sensitive information from eXcellerate or our clients.

You should do what you can to prevent theft, misappropriation, damage or misuse of any of our assets. This includes not allowing physical assets to be destroyed, disposed of, sold, loaned or donated without appropriate approvals.

We are all responsible for protecting eXcellerate's and our client's assets and this includes preventing and detecting fraud. Fraud is any intentional act of deception which is undertaken for personal or third party gain and which may result in loss to eXcellerate or our clients. Examples include false statements, obtaining a personal commission for awarding work, falsification of expense claims, misuse of eXcellerate information or theft. Serious consequences including criminal proceedings could occur if these rules are broken.

## Cybersecurity

"We are committed to protecting personal and corporate security by increasing cybersecurity awareness and taking measures to protect our and our client's technology, systems and digital assets."

All eXcellerate hardware, software and data is the property of eXcellerate, this includes data stored on both personal and eXcellerate devices.

The safeguarding of our technology systems and data is the responsibility of all



employees and anyone who conducts business on behalf of our Company.

The use of eXcellerate technology and systems will be monitored, reported and, where required, blocked without notice to mitigate risk and comply with relevant laws, regulations and standards.

Data stored on eXcellerate technology systems may be accessed, reviewed or disclosed for the purposes of maintenance, business needs or to meet legal or policy requirements.

Inappropriate use of technology or data may expose our Company to risks, including viruses, security breaches, theft or loss of BHP property or reputational damage.

## Our expectations of you

You are provided with the technology and data you need to undertake work including for our clients. You must safeguard and use technology and data securely and appropriately, and protect them against damage, loss, theft, alteration and unauthorised access.

You must not use our technology or data to commit cybercrime, duplicate or sell software or media files, share your account password, use technology or data for non-eXcellerate business purposes or cause reputational damage to eXcellerate.

If you use our technology and data inappropriately, or inappropriate material is accessed or stored using our systems, disciplinary action may be taken and civil or criminal authorities may be notified. Inappropriate material includes pornographic or explicit images or text, materials promoting violence, hatred, terrorism or intolerance of others, or any other material that is deemed obscene or abusive.

You should never transfer, publish, remove or delete eXcellerate data or intellectual property without authorisation.

# Intellectual Property

“We require all team members to protect eXcellerate's and our client's Intellectual property.”

Intellectual property rights cover a variety of things, including inventions and innovations, trademarks, designs, and copyright in things such as text, images, drawings and software. Intellectual property rights can also refer to information or ideas that are confidential and commercially valuable, and importantly for eXcellerate to data.

eXcellerate owns valuable IP. Furthermore, important new IP is being created every day in our business. This can be copyright in new documents or software code, innovations or research and development, or from work done with our clients to improve or adapt our products.

Intellectual property rights have financial value just like other forms of property.

Intellectual property also has strategic value: we can stop others from copying our Intellectual property or we can sell a licence to our clients so that they can use our intellectual property in their business to gain a competitive edge.

The value of our intellectual property rights can be lost by:

- improper disclosure or use;
- inappropriate contractual terms;
- failing to follow necessary formalities for protection

Misusing other people's intellectual property could result in costly legal disputes that may impede our business and may also damage our reputation.

## Our expectations of you

You are responsible for appropriately using and safeguarding eXcellerate's and eXcellerate's clients intellectual property.



You will respect the intellectual property rights of our clients.

You may never disclose confidential eXcellerate intellectual property without authorisation from one of the Managing Directors. This applies during and after your employment with eXcellerate.

If you create new intellectual property, such as innovations and improvements to our products, you must keep it confidential.

## Your benefits

At eXcellerate we strive to create an innovative, exciting and meaningful work environment that brings the best of you out. We have global ambitions and will need your talent to realise this vision for the company.

We can not create this company of the future if our own practices are inconsistent with the commitments to our values of integrity, care and making a difference.

For this reason we fully commit to paying all of our team members be they employees, consultants or contractors at or above the legal minimum as determined in their jurisdiction.

If you have concerns that this may not be the case, we will immediately investigate and if you are right, correct the error and immediately pay you the gap from when the gap arose. We will also apologise for making such a mistake and take actions to ensure that such a situation can not happen again.