

Document No.	EM.03.CO.04
Document Title	Code of Conduct and Business Ethics Policy
No. Pages	12
Revised	10/10/2024
Revised By	Nick Newton (Engage Marine)
Version [Status]:	2.0 [Approved]



Code Of Conduct & Business Ethics

1 PURPOSE

Engage Marine Group (EMG) is a leading provider of integrated marine services, including towage solutions, port operations vessel management, draught surveying and marine consultancy. EMG is committed to a consistent and systematic approach to the management of the IMS.

This compliance policy is an integral part of the integrated management system in accordance with local authority regulations and applicable ISO and ISM standards.

The purpose of this policy is to consistently ensure that all personnel perform work in a way that is professional, legal, safe and ethical and without favour or personal preferences in mind at all times.

2 SCOPE

This procedure applies to all relevant operating entities of the Engage Marine Group as defined within the Integrated HSEQ Manual.

This policy applies to Partners, Directors, Supervisors, departmental managers, employees, contractors and consultants (collectively referred to as crew and personnel) engaged by or performing work for the Company.

3 CONTEXT

As a member of the Company, all actions and conduct not only reflect on oneself but the reputation of the Company and the Companies standing in the communities in which we do business. It is therefore essential that all crew and personnel; conduct themselves in accordance with all company policies, procedures and rules in addition to any applicable laws and legislations and to the highest ethical standards at all times, whilst performing duties for the Company.

Any member who breaches this policy may be subject to disciplinary action, which may, in certain circumstances, include litigation and/or termination of the crew and personnel member's employment or contract with the Company.

This policy requires that not only the letter of the law, but also the spirit of the laws governing business conduct of the Company, its directors and people be upheld.

4 ROLES AND RESPONSIBILITIES

Each and every crew member and personnel is responsible for:

Document No.	EM.03.CO.04
Document Title	Code of Conduct and Business Ethics Policy
No. Pages	12
Revised	10/10/2024
Revised By	Nick Newton (Engage Marine)
Version [Status]:	2.0 [Approved]



- Promoting the interests of the Group and wellbeing of others;
- Work as a team player with the interests of the team and company as a whole at heart;
- Abide by all the policies, procedures, instructions and lawful directions that relate to their employment contract, position description and duties;
- Respecting co-workers, customers, suppliers and other service providers i.e. internal and external customers;
- Perform their duties with skill, honesty, care and diligence;
- If unsure, ask questions to the department of people and culture or managers if expected workplace behaviour is not clear;
- When a Crew and personnel member is a witness to behaviour that they believe constitutes a breach of this policy they should;
 - Report the behaviour to their Manager, Shift Supervisor and/or a department of people and culture representative immediately; and
 - Keep a written record of date(s), times, the nature of the behaviour and any witnesses to the incidents(s) and who was involved and the details of what happened.

It is the responsibility of managers to:

- Ensure all subordinate crew and personnel members are informed of the Company's Code of Conduct and other policies upon commencement;
- Ensure they use authority in a fair and equitable manner;
- Provide clarification to all crew and personnel about what constitutes a breach in behaviour, ethics and/or conduct, where doubt exists;
- Inform all crew and personnel what may occur in circumstances of breaches of this policy; and
- Initiate action, without waiting for an individual complaint, as soon as a breach in behaviour becomes evident and exercise authority as required.

The human resources department (led by the Director of People and Culture) is responsible for:

- Ensuring all employees are aware of the Company's policy and given a copy at the outset of their employment. Additionally, the Company induction outlines where to find such information on the Company Intranet and any documents upon request are available at any time by the department of people and culture;
- Ensuring counselling, via the Company Employee Assistance Program, is available to all crew and personnel members subsequent to matters of discrimination, harassment and/or other sensitive situations that may occur under this policy;
- Ensuring the investigation of complaints or breaches under this policy and any necessary action (including any disciplinary proceedings) are carried out promptly and to standards;
- Ensuring appropriate members of Management are informed where breaches occur;
- Ensuring confidentiality is maintained at all times under this policy;
- Initiate action, without waiting for an individual complaint, as soon as a breach in behaviour becomes evident; and

Document No.	EM.03.CO.04
Document Title	Code of Conduct and Business Ethics Policy
No. Pages	12
Revised	10/10/2024
Revised By	Nick Newton (Engage Marine)
Version [Status]:	2.0 [Approved]



- Ensure this policy is reviewed and updated in regards to changing legislation and company practices.

5 CONFLICT OF INTEREST

If a crew and personnel member is unsure if a conflict of interest is, or may occur in future, they should speak with their manager and if required CEO at the earliest opportunity. While it is not possible to list every circumstance which may give rise to a conflict of interest between individual interests and those of the Company, the following instances of conflicts of interest should be avoided:

5.1 ALL CREW AND PERSONNEL

- Serving as a Director, Officer, or Consultant of any outside concern, which does business or is in competition with the Company, except with the prior written approval of the CEO;
- Participating (whether directly or indirectly) in the recruitment, performance review, career progression or compensation review of a relative;
- Disclosing to unauthorised persons (which is any third person) or using for personal benefit or advantage, Company information, data or records. You should note that it is not appropriate for you to discuss the affairs of the Company with anybody outside the Company, as this may constitute disclosure of confidential or proprietary information belonging to the Company. Should the Company become aware that you have wrongfully discussed the affairs of the Company with third parties without the express consent of the CEO, the Company may have no option but to take legal action against you in order to protect its proprietary or confidential information;
- Competing with the Company either directly or indirectly through any business operated by you or another party;
- Appropriating for you, or diverting to another person or business, a business opportunity that belongs to the Company or for which it has been negotiating;
- Soliciting or accepting a commission, gifts, gratuities, kick-backs or fees in connection with any procurement you are asked to perform for the Company or in the course of your employment or work for the Company;
- Participating in any transaction involving both the interests of the Company and the interests of the crew and personnel member or a close relative (spouse, child, parent, brother, sister or in-law) unless expressly authorised in writing to do so by the CEO; and
- Engaging in community or political activities where such participation constitutes a conflict with the interests of the Company.

6 STANDARDS OF BUSINESS CONDUCT AND LAW

The business affairs of the Company shall, at all times, be conducted in accordance with the relevant laws and ethical practices. It is the responsibility of each crew and personnel member to ensure that they act in accordance with applicable legislation at all times or the full force of the said law will be

Document No.	EM.03.CO.04
Document Title	Code of Conduct and Business Ethics Policy
No. Pages	12
Revised	10/10/2024
Revised By	Nick Newton (Engage Marine)
Version [Status]:	2.0 [Approved]



utilised in all circumstances where breaches of the law have been investigated and found guilty by the Company and/or law enforcement agencies.

7 ETHICAL PRACTICES

Unethical practices are standards of low or poor conduct that may differ from, and may be wider than, standards imposed by law. All crew and personnel are expected to avoid any situation, in relation to their business, community and personal activities, which might lead others to regard their actions or judgements as improper or prejudicial, as such conduct will reflect poorly on the Company as a whole.

Forced or compulsory labour via means of violent acts, intimidation or threats are prohibited in the provision of our business and services when managing personnel and / or whilst engaging any third-party service providers for work. The Company only wishes to deal with Contractors who also ensures all work is freely chosen; without the use of forced or compulsory labour within their company(s).

Where crew and personnel do not fully understand the extent of their personal responsibility to observe ethical practices or are in doubt about possible unethical practices and/or conflicts of interest, they should seek advice or guidance from the immediate Supervisor in consultation with the CEO if necessary.

8 INFORMATION AND PROPERTY SECURITY

To prevent the loss or unwarranted release of valuable or sensitive information, all Crew and personnel must ensure that any confidential or proprietary information or material belonging to the Company is not available for viewing by the public or third parties, and is kept secure at all times, including in appropriate storage areas when not in use. Such Information and property is also to be returned to the Department of People & Culture upon termination of one's employment prior to the termination date. Please also refer to the Termination Checklist Form for specific company owned belongings that need returning in any termination circumstances. Failure to do so will result in legal measures taken by the Company to recover such property.

9 USE OF COMPANY PROPERTY AND SYSTEMS

Company property and/or equipment and systems will be issued and shall be used only for Company business and purpose at all times. Please also refer to the IT Policy. Unacceptable use of Engage Marine Group IT related property and systems includes, but is not limited to:

- Use of systems for any illegal purpose;
- Sending or storing any harassing, intimidating and offensive material;
- Use of personal information in a way that contravenes privacy laws;
- Misrepresenting your identity or affiliation;
- Using someone else's identity and password to access Engage Marine Groups IT systems;

Document No.	EM.03.CO.04
Document Title	Code of Conduct and Business Ethics Policy
No. Pages	12
Revised	10/10/2024
Revised By	Nick Newton (Engage Marine)
Version [Status]:	2.0 [Approved]



- Using IT systems for commercial purposes without prior written approval;
- Attempting to evade or disable security provisions; and
- Misuse of shared systems in a way that impacts other users and imposes an additional monetary burden on the company.

Failure to comply with any of the IT and related property and systems guidelines may result in loss of access, disciplinary action, including termination of one's employment or contract.

10 PROPRIETARY INFORMATION

In the course of one's employment or whilst providing services to the Company, crew and personnel members may develop, participate in the development of, or access new process and procedures, for use by the company. This is intellectual property belongs to the Company. Any invention or processes you develop or assist in developing during the course of your employment or whilst providing services to the Company belongs to the Company and if required, you must execute all documents required to transfer ownership in the invention, process or other intellectual property to the Company. Intellectual property rights arising from, and information generated by, all work or consulting activities are and shall at all times remain the property of the Company both during and subsequent to the crew and personnel member's period of employment or service with the company.

11 PRIVACY STATEMENT

There are strict laws protecting the privacy of individuals. Requests from outside organisations e.g. banks, finance firms and life insurance offices, for any kind of personal information, whether relating to a crew and personnel member, must be directed to a Department of People & Culture representative, who will provide such information only after securing the individual crew and personnel members consent. Under no circumstances are you authorised to provide personal information in the possession or control to any third party without the express consent of the Human Resources Department.

12 ACCOUNTS AND RECORDS

Any and all transactions or arrangements you enter into on behalf of the Company must be documented in writing. All transactions entered into by or involving the Company shall be properly entered in the corporate records and accounts of the company and no false, misleading or artificial entries shall be made for any reason.

13 DISCRIMINATION AND HARASSMENT

Australia's equal employment opportunity legislation prohibits discrimination on the basis of race, religion, creed, colour, sex, marital or family status, sexual orientation, age, national/ethnic origin,

Document No.	EM.03.CO.04
Document Title	Code of Conduct and Business Ethics Policy
No. Pages	12
Revised	10/10/2024
Revised By	Nick Newton (Engage Marine)
Version [Status]:	2.0 [Approved]

ancestry, place of origin, political belief or disability. Each crew and personnel member is responsible for ensuring adherence to the spirit and the intent of this policy. The Company will take appropriate disciplinary action against any crew and personnel member, who subjects another crew and personnel member to vilification, discrimination or harassment at any time, which in appropriate circumstances will include termination of your employment or contract for services with the Company. This Policy should also be read in conjunction with the Companies Equal Employment Opportunity Policy.

For the purpose of this policy, harassment is defined as any improper conduct or behaviour, including coercion, intimidation, blackmail, ridicule or sexual harassment that denies an individual his/her dignity or respect. The legislation further defines sexual harassment as any unwelcome attention such as, sexual advances, requests for sexual favours, or other verbal or physical conduct of a sexual nature, whereby:

- Submission to such conduct is made explicitly or implicitly a term or condition of employment;
- Submission to, or rejection of, such conduct is used as a basis for decisions affecting crew and personnel employment, remuneration, promotion or movement within the organisation; or
- Such conduct has the effect of humiliating an individual or substantially interfering with a crew and personnel member's work performance while creating an intimidating, hostile or offensive work environment.

13.1 IMPROPER CONDUCT UNDER DISCRIMINATION AND HARASSMENT LEGISLATION

Improper conduct includes, but is not limited to:

Verbal Harassment

- Unwelcome remarks, jokes, derogatory comments, innuendoes or taunting of a sexual nature about a person's body, attire, age or marital status; and
- Unwelcome or intimidating invitations or requests, with sexual overtones whether explicit or implicit.

Physical Harassment

- Unnecessary touching, leering or other gestures, and/or physical interference with work or movement.

Visual Harassment

- Displaying objects, pictures, posters, graffiti and/or cartoons of a sexual, derogatory or demeaning nature; and
- Harassment is considered to have taken place if, in the 'eye of the beholder', the action is perceived as harassment.

13.2 RESPONSIBILITIES IN RELATION TO HARASSMENT AND DISCRIMINATION AT WORK

Each crew and personnel member is responsible for:

- Ensuring that anyone whose behaviour could be construed as discriminatory or harassing is made aware that such behaviour is unacceptable;

Document No.	EM.03.CO.04
Document Title	Code of Conduct and Business Ethics Policy
No. Pages	12
Revised	10/10/2024
Revised By	Nick Newton (Engage Marine)
Version [Status]:	2.0 [Approved]



- Immediately alerting the offending employee of the fact that their conduct may be construed as unacceptable and/or offensive;
- Reporting the behaviour to their manager and/or a department of people and culture representative; and
- Keep a written record of date(s), times, the nature of the behaviour and any witnesses to the incidents(s).

It is the responsibility of every Manager/Shift Supervisor to:

- Ensure all subordinate crew and personnel members are informed of the Company's discrimination and harassment policy;
- Provide clarification to all crew and personnel about what constitutes discriminatory and harassing behaviour where doubt exists;
- Inform all crew and personnel of the procedures for handling discrimination and harassment complaints, via a department of people and culture representative, as outlined in this policy;
- Initiate action, without waiting for an individual complaint, as soon as discriminatory or harassing behaviour becomes evident;
- Upon receipt of a discrimination or harassment complaint from the complainant, which must be in writing, immediately advise a department of people and culture representative who will assist with the ensuring investigation;
- Inform the alleged harasser, Manager (where appropriate), and complainant that an investigation is to take place and what it will entail;
- Cooperate fully with the department of people and culture representative to resolve the complaint quickly and confidentially; and
- Inform complainant and alleged harasser, in writing, of the outcome of any investigations.
- Ensure confidentiality is maintained at all times.

The people and culture department is responsible for ensuring:

- All employees are aware of the Company's policy on discrimination and harassment;
- Counselling is available to all crew and personnel members on matters of discrimination and harassment;
- The investigation of complaints are carried out promptly and that the necessary action (including any disciplinary proceedings), if required are taken;
- Appropriate Management is informed at all steps of investigations including complaints or adverse behaviour as soon as they occur; and
- Confidentiality is maintained at all times both verbally and files are kept secure with a department of people and culture only access.

14 CORPORATE COMMUNICATIONS

14.1 PUBLIC COMMUNICATIONS

From time to time, the Company prepares media releases to:

- Communicate details of significant events or projects;

Document No.	EM.03.CO.04
Document Title	Code of Conduct and Business Ethics Policy
No. Pages	12
Revised	10/10/2024
Revised By	Nick Newton (Engage Marine)
Version [Status]:	2.0 [Approved]



- Communicate sensitive issues such as new business activities, safety and environment issues, and information relating to the Company, its activities or its personnel; and
- Respond to requests for information.

All requests for comment made by the media or the general public are to be directed, in the first instance, to the CEO. No employee is to make any public comment about, or on behalf of, the Company without specific authorisation from the CEO.

14.2 COMMUNICATIONS WITH PRESS AND SHAREHOLDERS (IF APPLICABLE)

The CEO is the only authorised Company spokesperson for communicating any information about the company to third parties, brokers, shareholders, prospective investors and media organisations etc.

14.3 COMMUNICATIONS WITH BANKERS, FINANCE BROKERS AND AUDITORS

Only the CEO, CFO or nominated authorised persons may provide non-public information to bankers, financial advisors, auditors or legal advisors. Where employees of the Company commonly deal with these people in the course of their work, they should discuss their authority to disclose such information with the CEO.

14.4 APPROVAL TO DISCLOSE PRICE SENSITIVE INFORMATION

Crew and personnel members are not permitted to disclose any price sensitive information, which is not generally available in the public domain, except with the prior approval of the CEO. If a crew and personnel member considers that they may need to disclose potentially non-public, price sensitive information to an external party in order for them to perform their role (such as negotiating a new contract), they are required to contact the CEO to obtain specific authorisation. Appropriate confidentiality undertakings are required to be imposed on the external party in these circumstances and prior to you being authorised to disclose any such information to a third party.

14.5 INTERNAL COMMUNICATIONS

Engage Marine Group has the objective of enhancing and streamlining internal communications to reinforce the company's vision and strategic priorities. This involves ensuring that information disseminated to crew and personnel is relevant, easy to access, accurate, and appropriate in both content and quantity. The Company will continue to develop and trial new communication platforms, channels, and tools to improve information sharing and collaboration between all crew and personnel.

Communication by any crew and personnel is to be implemented in a way that ensures compliance with relevant legislative requirements and standards of best practice. All crew and personnel are also required to adhere to the Company's IT Policy and the Email and Internet Usage Procedure.

Crew and personnel are encouraged to share information with their peers and the Engage Marine Group community about activities and events which have an association with the Company. The Company expects that crew and personnel will use the channels and associated tools for work purposes only

Document No.	EM.03.CO.04
Document Title	Code of Conduct and Business Ethics Policy
No. Pages	12
Revised	10/10/2024
Revised By	Nick Newton (Engage Marine)
Version [Status]:	2.0 [Approved]



(unless on social 'groups' within Workplace by Facebook) and in compliance with this and other relevant policies and procedures. Failure to do so may result in disciplinary action.

Engage Marine Group has a number of existing internal communication channels available as outlined in Table 1 below.

Communication Channel	Purpose
Fleet Newsletter	Dissemination of information to crew and personnel which is important and relevant to their interests, including training, employment vacancies and significant announcements.
Employee Surveys	Used by the Department of People & Culture to gather information and feedback from crew and personnel in a confidential manner in order for continuous improvement.
Enterprise Social Networks (e.g. Workplace by Facebook)	Used by groups of crew and personnel to collaborate and communicate on projects online and used by all crew and personnel to share and comment on work-related ideas, news, activities announcements and events.
All crew and personnel emails	Used for daily communication and information sharing between crew and personnel.
Emails sent to Distribution Lists	Used to inform groups about important information, updates to policies and procedures and key company contacts and new starters as well as to promote upcoming events and activities.

Tabel (1) - Methods of Communicating Internally at Engage Marine Group

14.6 COMMUNICATION ETIQUETTE

Workplace communication etiquette involves commonly accepted norms and behaviours used while communicating with others in the company. Such etiquette relate to basic standards of appropriateness when communicating with others. Increased reliance on technology for communication within the Company has contributed to heightened expectations for workplace etiquette through the differing communication methods as outlined above.

- Always use appropriate grammar, sentence structure and punctuation when communicating with others;
- Attempt to make concise and clear points;
- Ensure to reply to others promptly to show consideration for their initiative on communication; and

Document No.	EM.03.CO.04
Document Title	Code of Conduct and Business Ethics Policy
No. Pages	12
Revised	10/10/2024
Revised By	Nick Newton (Engage Marine)
Version [Status]:	2.0 [Approved]



- Always adhere to this policy when communicating including verbally face-to-face, via email and in writing i.e. Letters, on the telephone and via social media.

Please also refer to the company's Email and Internet Usage Procedure and IT Policy for further information.

14.7 EMPLOYMENT QUERIES

In the event that a crew and personnel member has any questions regarding the terms and conditions related to their work, enterprise agreement, position description or employment contract, they should raise these directly with their Shift Supervisor or Manager in the first instance. Where the Shift Supervisor is unsure of the answer, they should seek clarification and advice from a department of people and culture representative.

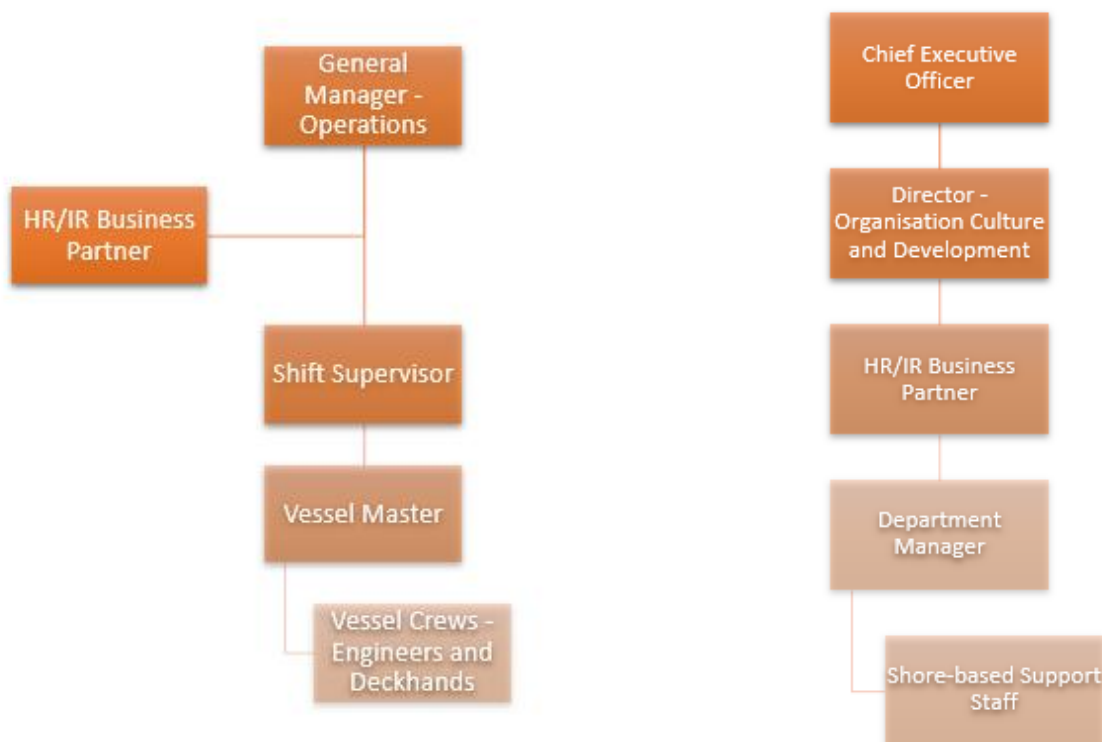
15 ISSUE RESOLUTION

It is the Company's policy that the resolution of issues and concerns will result from consultation, cooperation, and open discussions whilst, wherever possible, avoiding interruption of the performance of work. The policy promotes open communication between all parties in order to deal with problems in a timely and orderly manner. The best way to resolve issues and concerns is at the outset and as quickly as possible through the correct chain of communication as outlined in Table 2 for vessel crews and Table 3 for shore-based support personnel found herewith below. The general steps for resolving various issue within the Company includes but is not limited to (Please also refer to the Company's Dispute Resolution Procedure):

- Any concern or grievance should be raised in the first instance with their direct Manager/Supervisor who will attempt to resolve the matter with guidance from a department of people and culture representative;
- Where an issue still remains unresolved to the satisfaction of the employee, the matter may be referred to a department of people and culture representative for resolution;
- While an issue is being resolved, crew and personnel shall continue to perform all the normal duties of their role as directed by their supervisor/manager. The continuation of normal duties shall not prejudice the outcome of the matter in dispute;
- Throughout the entire procedure all relevant facts shall be clearly identified, investigated and recorded accurately and confidentially; and

Document No.	EM.03.CO.04
Document Title	Code of Conduct and Business Ethics Policy
No. Pages	12
Revised	10/10/2024
Revised By	Nick Newton (Engage Marine)
Version [Status]:	2.0 [Approved]

- Sensible time limits shall be imposed for the completion of the various stages of the procedure. At least seven (7) days should be allowed for all discussions, investigations and outcomes to be finalised.



Chain of Command for vessel crews (left) and Shore-based Support Staff (right) for Resolving Issues

16 INDIGENOUS AFFAIRS POLICY STATEMENT

Engage Marine Group is committed to making a positive contribution to the local communities in which we operate by creating opportunities that support progressive economic growth and social wellbeing.

Indigenous affairs are managed from all facets of the business from supply chain to human resources and management and our local content initiatives and activities have all contributed to focusing attention on our commitment in providing positive and fragmentary opportunities for indigenous Australians.

To support company objectives and performance indicators, Engage Marine Group will proudly manage indigenous affairs by:

- Seeking ongoing business opportunities with local indigenous businesses, suppliers and subcontractors;

Document No.	EM.03.CO.04
Document Title	Code of Conduct and Business Ethics Policy
No. Pages	12
Revised	10/10/2024
Revised By	Nick Newton (Engage Marine)
Version [Status]:	2.0 [Approved]



- Striving to be good corporate citizens and understanding Indigenous people’s needs and motivations more closely;
- Developing long-term relationships with local indigenous communities and not for profit organisations in order to increase indigenous participation within our workforce and also promote opportunities for training and development, career progression and growth; and
- Creating and maintaining a strong cross-cultural awareness program throughout the entire organisational structure.

By engaging with the indigenous and local communities within our areas of operation, we can proudly contribute to a safe, sustainable and rewarding future for all.

17 REVISION HISTORY

Rev	Summary of changes	Date	Prepared	Checked	Approved
1	Migration to ISM code.	12.12.2022	WN	KD	