

VISY CODE OF CONDUCT

PURPOSE AND SCOPE

The purpose of the Code of Conduct is to set the standards of behaviour expected and required of all employees, contractors, consultants (referred to below as “Representatives”, “employees”, “you” or “we”) working for Visy. The Code of Conduct does not remove the need for us all to exercise good judgement – it merely creates a framework within which we should all do so. The Code of Conduct can only be achieved by maintaining the standards of behaviour set out in this policy.

Failure to adhere to the Code of Conduct will lead to appropriate disciplinary action, which may range from counselling and training to termination of employment.

This Code of Conduct should be read in conjunction with other Visy Policies which clarify the requirements of Visy Representatives including, without limitation, the Anti Bribery & Corruption Policy, Computer Usage Policy and Social media Policy.

RESPONSIBILITIES

Managers are responsible for:

- ensuring their employees are aware of and comply with the Code of Conduct
- upholding and promoting the Code of Conduct
- dealing with conduct breaches in line with the Employee Misconduct and Disciplinary Policy, and the Whistleblower and Improper Conduct Policy and Procedure

Employees are responsible for:

- ensuring that their own behaviour and actions at all times complies with the Code of Conduct
- promptly informing their manager or anonymously through STOPline on 1300 304 550 (AUSTRALIA) OR 0800 588 311 (NEW ZEALAND) if they believe that they or someone else is in breach of the Code of Conduct.

QUESTIONS

Any questions relating to this Code of Conduct or your obligations should be directed to your Manager or Human Resources representative.

DOCUMENT OWNER

Human Resources Corporate, Level 11, 2 Southbank Boulevard, Southbank, Vic, 3006

REVIEW DATE

Annually

POLICY

All Visy stakeholders, including employees, contractors and consultants, are required to comply with this Code of Conduct.

1. COMPLIANCE WITH ALL APPLICABLE LAWS AND REGULATIONS

You must all make yourselves aware of, and comply with:

- all applicable laws and regulations;
- our relevant Awards, Enterprise Agreements and employment contracts.

2. COMPLIANCE WITH VISY POLICIES AND PROCEDURES

You must familiarise yourself with and comply with all applicable Visy policies and procedures, as amended from time to time, including, without limitation, those specifically referred to in this Code of Conduct.

3. ETHICAL TRADING AND BUSINESS DEALINGS

Fair Trading – You must act fairly and honestly in all dealings with suppliers, customers and the community. You must comply with all applicable laws and Visy policies regarding Competition and Consumer Laws (previously known as Trade Practices Laws).

Ethical Sourcing – You must engage suppliers who act ethically in their business dealings and their employment arrangements.

Gifts and Entertainment – You must refuse fees, commissions and gifts, other than gifts of a trivial, inexpensive or seasonal nature and which do not influence the outcome of any dealing on behalf of Visy. You should advise your manager of all fees, commissions and gifts you are offered and whether you have accepted them.

Fraud, Bribery and Corruption – You must not engage in any conduct which may be seen as fraudulent, corrupt or otherwise unethical (including, without limitation, bribery, forgery, extortion, theft, conspiracy, embezzlement, misappropriation, false representation, concealment of facts and collusion). You may not directly or indirectly make, promise, or authorise the making of a corrupt payment or provide anything of value to any government official to induce that government official to make any governmental act or decision to help Visy obtain or retain business. You must report all fraud and corruption in accordance with Visy's Whistleblower and Improper Conduct Policy and Procedure. You must comply with Visy's Anti Bribery and Corruption Policy.

4. FINANCIAL REPORTING AND BUSINESS RECORDS

You must ensure that all data, reports and records created and maintained must fully and accurately reflect the underlying transactions and events. You must not falsify or manipulate or conceal any data or transactions.

5. EMPLOYMENT PRACTICES

Respect – You must deal professionally, honestly and courteously and provide a positive and helpful service to customers and suppliers, work colleagues and other people with whom you come into contact in undertaking your job activities, maintaining an appropriate standard of dress, personal presentation and personal hygiene at all times. You must comply with instructions of your managers.

Health, Safety and Environment – You are required to be aware of, comply with, and actively support the Visy Health, Safety and Environment Policy. You are required to take responsibility for your employees and co-workers, and follow all work and site instructions and rules. You must not tamper with or remove any safety or warning devices and must report any safety concerns. You may not require any Representative to carry out any activity unless there is a safe system of work.

Time and Attendance – You must attend work during contracted hours and maintain efficient and reliable attendance. You must:

- comply with leave policies and procedures and ensure that all leave requests are notified to and authorised by your manager;
- come to an agreement with your manager if arriving later for work or leaving earlier, or taking unexpected breaks;
- enter and exit through authorised exits and entries only;
- advise your manager as soon as possible if you are unable to attend work; and
- sign on and clock off, including meal breaks times at applicable sites.

Alcohol and Drugs – The consumption of alcohol and illicit drugs while at work, or travelling to and from work, is prohibited. Authorised and responsible use of alcohol at workplace social functions is permitted. You

must not be under the influence of drugs or alcohol in circumstances which may risk injury to you or any other person or damage to any property including whilst operating or driving vehicles or equipment. An employee who possesses, sells, uses or distributes alcohol or drugs or are intoxicated in the workplace may be dismissed without notice.

Smoking – You must comply with the Smoking Policy. You must not smoke inside Visy buildings, motor vehicles and in hazardous areas. You must strictly comply with each site's smoking policy, and only smoke in designated areas.

Equal Opportunity, Promoting Diversity and Fair Treatment – You must be aware of and comply with Visy's Equal Opportunity, Promoting Diversity and Fair Treatment Policy.

You must treat all people equally and provide equal opportunities. You must not discriminate against a person, including by reference to their age, sex, marital status, nationality, disability, religion or sexual orientation. You should take positive action to promote equality of opportunity in relation to recruitment, promotion, transfer, training, benefits, facilities, procedures and all terms and conditions of employment.

Bullying and Harassment - You are not permitted to harass any person by way of any unwelcome, uninvited and unlawful behaviour which offends, humiliates or intimidates.

6. VISY CONFIDENTIAL INFORMATION AND PRIVACY

You must keep all Visy information (including, without limitation, written, electronic or verbal information regarding the operation, business activities, or finances of Visy, its employees, board members, customers, suppliers, contractors or other business partners) confidential and not make any disclosures of such information except when authorised.

You must respect the privacy of individuals and comply with applicable privacy laws in relation to the collection, use and handling of personal information and Visy's Privacy Policy.

7. USING VISY RESOURCES

You must use Visy property and resources efficiently for business purposes and return them if you leave Visy. Also, you must not use Visy property and resources for personal gain.

You must comply with applicable policies including, without limitation, the Company Vehicle Policy, Computer Usage Policy and Responsibility for Company Property Policy, and in particular you should be aware:

- When using company vehicles or on company business, you must comply with driving rules and regulations, such as, but not limited to: speed limits, driver fatigue, alcohol, phone usage and seatbelts. All fines and infringements or any associated offences are borne by the driver.
- You are responsible for any company property issued to you, such as laptop computers, mobile phones, digital cameras, vehicles, engineering/mechanical/electrical tool kits and are responsible for its proper care and safe-keeping, including, taking appropriate precautions to minimise the risk of loss, theft appropriation or misuse.
- Internet, electronic mail and other computer files provided by Visy are provided for business purposes only and personal use should be strictly limited. All passwords must be kept confidential.

As outlined in the Anti Bribery and Corruption Policy the Pratt Foundation manages Visy's philanthropic activities and any requests for donations or sponsorships should be directed to the Pratt Foundation. Outside of those activities Visy generally does not support employees allocating Visy funds for donations or sponsoring individuals and clubs, although Visy Executive members do have some discretion to approve reasonable charity related sponsorships beneficial to Visy.

Visy does encourage employees to work together to raise money for charities of their choice that The Pratt Foundation will match, subject to the terms of the Matching Gifts Program.

8. CONFLICTS OF INTEREST

A conflict of interest arises from situations whereby you have competing responsibilities to Visy, relatives employed by Visy or interests in other business ventures.

To provide protection to both you and Visy, you are required to complete a 'Related Parties Declaration Form' annually or whenever there is a change in your circumstances that may give rise to, or eliminate a potential conflict of interest.

You may only take additional employment outside your employment with Visy with the prior approval of your manager.

9. MEDIA INQUIRIES, PUBLIC COMMENT AND SOCIAL MEDIA

You should be aware of and comply with Visy's Public Relations Policy and Social Media Policy.

No comments may be made to the media other than by the Public Affairs Director, Visy's authorised media spokesperson. All media enquiries should be directed to the Michelle Fidler or Robert Kaye of the Legal Department without delay.

Media forums such as Blogs, Twitter and Facebook and the like should be used in a manner that upholds Visy's reputation, and confidentiality of Visy information.