

ParagonCare

Code of Conduct

Paragon Care Limited

ACN 064 551 426

1. Introduction

- 1.1 Paragon Care Limited (**Company**) and its subsidiaries (collectively, the **Group**) are committed to achieving outstanding performance and results to provide value to our shareholders while considering the interests of our employees, customers, the community, contracting partners and others with whom we do business.
- 1.2 The Code of Conduct (**Code**) aims to define the appropriate standards of conduct and behaviour and applies to its directors, officers, employees and contractors of the Group (collectively, **Team Members**). It also provides a framework for the identification and resolution of issues concerning the conduct of employees within the Group.
- 1.3 The Group views breaches of this Code as serious misconduct. Team Members who have become aware of any breaches of this Code must report the matter immediately to their line manager or the Company Secretary. The line manager or Company Secretary has the responsibility to report the breach to the appropriate senior management and to advise the relevant Team Members of the outcome and actions implemented.

2. Protection from Liability

- 2.1 Team Members who in good faith, report a breach or a suspected breach will not be subject to any retaliation or recrimination for making that report.
- 2.2 The Group will indemnify its Team Members against liabilities incurred by them while carrying out their duties in good faith for the Group.
- 2.3 Team Members who breach the policies outlined in the Code may be subject to disciplinary action, including in the case of serious breaches, dismissal.

3. Communicating Externally

- 3.1 The Group's relationships with the media and the investment community are to be conducted exclusively by the Company's Board Chairman, Chief Executive Officer or Chief Financial Officer. Team Members are not authorised or permitted to act as official spokespersons or to comment to the media or in any social media on behalf of the Group, unless otherwise delegated by the Board.
- 3.2 Team Member activity on social media for the purposes of company marketing and recruiting are permissible, but activities must be conducted in line with the Company's Social Media Policy.

4. Group Responsibilities

- 4.1 The Group strives to protect the health and welfare of its Team Members by providing an environment free from discrimination and harassment and which enables employees to balance their work life with their family responsibilities and outside activities.

5. Respect for the Law

- 5.1 Whilst overseas all Team Members have an obligation to observe and comply with all overseas laws and respect overseas institutions and customs.
- 5.2 If in Australia, New Zealand and/or Asia and travelling to and from overseas all employees have obligations to observe and comply with all relevant State, Territory and Commonwealth law.

- 5.3 Team Members are also required to act in accordance with the Group's goals, policies and procedures and to respond positively to any lawful and reasonable directions given by persons who are authorised to give such a direction.
- 5.4 Team Members should also uphold the good name of the Group and exercise judgement in the best interests of the Group.
- 5.5 The Group will not make any bribes or corrupt payments to government officials to obtain any improper or illegitimate benefit or advantage. Team Members are strictly prohibited from offering or making any such payments.
- 5.6 In the event Team Members become aware of an actual or suspected situation which may lead to bribery or corruption it should be promptly reported to the relevant line manager or to the Company Secretary.
- 5.7 Any reports or information provided, on behalf of the Group, to federal, provincial, territorial, state, local or foreign governments must be true, complete and accurate. Team Members are required to assist the Group in providing true, complete and accurate reports and information as required. Any omission, misstatement or lack of attention to detail could result in a violation of the reporting laws, rules and regulations and may result in disciplinary action being taken up to and including possible termination of employment.
-

6. Fair and reasonable Treatment

- 6.1 This obligation covers the conduct of Team Members in their dealings with others including other Team Members of the Group, stakeholders, customers and members of the local community.
- 6.2 For example, all Team Members should:
- Engage in conduct that is non-discriminatory on the basis of religion, sex, race, sexuality, sexual preference, disability, cultural background, marital status, age, union affiliation, political conviction or family responsibilities;
 - Be respectful, responsive, courteous and prompt in dealing with external stakeholders, customers and Team Members;
 - Refrain from acting in a way that would unfairly harm the reputation and career prospects of other Team Members;
 - Treat other Team Members with fairness and equity; and
 - Avoid behaviour that may be reasonably perceived as harassing, intimidating, overbearing, bullying or physically or emotionally threatening.
-

7. Personal and Professional Behaviour

- 7.1 Team Members are an ambassador for the Group during both their work and leisure time.
- 7.2 Team Members are placed in a position of trust and are expected to understand their obligations to the Group at all times and to be honest in carrying out their duties. Situations that may give rise to conflict of interest are typically:
- Personal relationships with other Team Members;
 - Personal relationships with Team Members the Group is dealing with e.g. contractors, suppliers or clients;

- Personal relationships with local people that is unlawful under overseas law.
- 7.3 Team Members are expected to carry out their duties honestly, responsibly and impartially to the best of their ability.
- 7.4 For example, all employees should:
- Carry out their duties in a professional, responsible and conscientious manner;
 - Carry out official directions and policies in a faithful, impartial and transparent manner;
 - Ensure decisions can be seen to be reasonable, fair and appropriate to the circumstances based on consideration of all the relevant facts and supported by adequate evidence and/or documentation;
 - Act in accordance with occupational health and safety legislation, regulations and policies applicable to the organisation and to use security and safety equipment provided.
 - Maintain as appropriate the confidentiality of Group dealings when interacting with outside organisations and others within the Group; and
 - Ensure that any official Group information is not used, without Management/Board authorisation, in order to gain a financial or other benefit for themselves or any other person or group.
 - Maintain adequate security over Group property, facilities and resources and information;
 - Ensure that Group resources are managed effectively, efficiently and for their specified purpose; and
 - Ensure that resources are used in a manner which does not harm the environment.
- 7.5 Team Members must not offer, promise, give, demand or accept any undue advantage, whether directly or indirectly, to or from:
- A public official;
 - A political candidate, party or party official;
 - A community leader or other person in a position of public trust; or
 - Any private sector employee
- in order to obtain, retain or direct business or to secure any other improper advantage in the conduct of business.
- 7.6 Gifts should never be offered or accepted in circumstances where the outcome of a transaction may be influenced or give rise to the perception that the transaction may be influenced by the gift.
- 7.7 Unless governed by law or otherwise agreed in writing, any intellectual property developed by Team Members during or as a result of employment with the Group is the sole property of the Group.

8. Reporting Breaches and Violations

- 8.1 An essential part of maintaining a safe and fair work environment is to ensure that individuals with concerns are encouraged to come forward in the knowledge that the Group will:
- Consider and investigate, if appropriate, allegations of behaviour that may breach the Code or other Group policies;
 - Take all reasonable steps to provide protection for Team Members who make disclosures in good faith regarding conduct that is inconsistent with this Code; and
 - Follow the appropriate procedures depending on the issues/concerns raised.
- 8.2 If Team Members believe that their own conduct or that of a fellow employee may have violated any such laws or this Code, then that Team Member is required to report the matter.
- 8.3 Violations may be reported to the Team Members line manager or the Company Secretary of the Group. If the Team Member does not believe that a violation has been adequately addressed, they should report the violation to the Company's Chief Executive Officer or Chair of the Board.
- 8.4 Team Members do not have to reveal their identity in order to make a report. If they do reveal their identity, it will not be disclosed unless disclosure is unavoidable during an investigation.
-

9. Exercising Care and Diligence in Employment

- 9.1 In the course of their duties, Team Members are entrusted with personal information. The Team Member concerned have a duty to maintain the confidentiality of personal and official information as per the privacy laws in the applicable country or jurisdiction.
- 9.2 All Team Members have the right to expect confidentiality and privacy with respect to personal information.
- 9.3 Group property, funds, tools, equipment, vehicles, facilities and services must be used for authorised purposes.
-

12. Insider Trading

- 12.1 Information concerning the activities or proposed activities of the Group, which is not public and which could materially affect the Company's value of its securities must not be used for any purpose other than valid Group requirements. Please refer to the Company's Securities Trading Policy for further information on Insider Trading.
-

13. Stakeholders

- 13.1 The Board recognises that the primary stakeholders of the Group are its shareholders. Other legitimate stakeholders of the Group include employees, suppliers, customers, financiers, government instrumentalities and any communities with which the Group conducts business.
- 13.2 The Group is committed to conducting all its operations in a manner which:
- (a) protects the health and safety of all Team Members and community members;
 - (b) recognises, values and rewards the individual contribution of all Team Members;
 - (c) achieves a balance between economic development, maintenance of the

- environment and social responsibility;
- (d) maintains good relationships with suppliers and the local community; and
 - (e) is honest, lawful and moral.

All Team Members are expected to act with the utmost integrity and objectivity, striving at all times to enhance the reputation and performance of the Group.

14. Breaches of the Code of Conduct

Any situation which gives rise to the breach of any aspect of the Group's Code of Conduct will be investigated. Based on the outcomes of such investigations, further disciplinary action in respect of company Team members may be taken, up to and including possible termination of employment.

15. Notification

- 15.1 A copy of this Code must be provided to Team members upon appointment and is also published on the Group People & Culture intranet page, as well as the Company's website.
-

16. Review of this Code

- 16.1 This Code cannot be amended without approval from the Company's Board. This Code will be reviewed from time to time to ensure that it remains effective and meets the best practice standards and needs of the Group.
-

17. Further Assistance

- 17.1 Any questions about this Code should be referred to the Company Secretary.
 - 17.2 Please contact us if you would like to seek access to or request that we correct the personal information we hold about you:
 - By mail: Paragon Care Group, Waterman Business Centres
Suite 46, 44 Lakeview Drive, Scoresby VIC 3179
 - By telephone: +(61 3) 1300 369 559 or +(61 3) 8833 7800
 - By email: info@paragoncare.com.au
-

18. Approved and Adopted

- 18.1 This Policy was approved and adopted by the Board on 27 October 2022.