

## **CODE OF ETHICS**

As employees of Generator Property Management Pty Ltd (GPM), we all have a responsibility of upholding the standards of respect, integrity, and diversity.

Our Code of Ethics provides the foundation upon which these standards and values are built. This Code of Ethics is a very important part of our organisation and applies equally to all staff and the Board members of GPM.

As we operate within the public sector of NSW and given the nature of our activities we will continue to be faced with situations where we need to make important decisions as to the most appropriate course of action. This Code cannot address every potential situation that may arise, but it does provide the basic guidelines and expectations of appropriate behaviour.

Our Code was developed at the outset of operations and has been further reviewed as operations were established across two regions to ensure it remains relevant to assist in making decisions that reflect the high standards expected by our stakeholders, the communities in which we operate, our suppliers, and ourselves.

Each of us has a responsibility to foster a work environment that is respectful and ethical by following the standards set out in this Code.

## **PURPOSE**

The Code of Ethics is designed to help maintain a high standard of conduct and behaviour, as well as providing a means of dealing with ethical dilemmas you may encounter.

The Code is designed to promote the highest level of confidence from employees, our customers and suppliers and to provide confidence to stakeholders, government and the community. It is designed to guide you on the standards of behaviour expected of employees of GPM and its Board members.

GPM is committed to fostering a secure and open work environment in which you are confident of seeking advice about any questions that arise in the workplace.

If after reading the Code you are still unsure about any work-related matter, you should seek guidance from the Chief Executive Officer (CEO).

### **Purpose of the Company**

The Company is a Transaction Company established under the *Electricity Generator Assets (Authorised Transactions) Act 2012 NSW*.

The Objectives of the Company are to:

- (i) Act for any purpose that is ancillary, incidental or consequential on an authorised transaction, including but not limited to any dealings with Electricity Generator

Assets transferred to GPM pursuant to an authorised transaction, which dealings may include (without limitation):

- a. Decommissioning, demolition, and rehabilitation of power station sites.
- b. Operational management of closed power station sites and their related infrastructure and assets, and
- c. Management of ongoing regulatory and contractual obligations in respect of power station sites, and
- (ii) Undertake the following activities in relation to a Designated Project:
  - a. to explore commercial opportunities for the development and repurposing of land in connection with a designated project;
  - b. to enter into commercial leases, licenses, or other arrangements with persons for the development and repurposing of land in connection with a designated project
  - c. to enter into commercial transactions to sell or transfer land to another person in connection with a designated project, subject to prior approval by Special Resolution of the members; and
  - d. to establish, develop, maintain and/or dispose of assets on the land in connection with a designated project or enter into commercial arrangements in respect of such assets.

A “Designated Project”, refers to:

- any development, construction and/or operation of a grid scale battery storage facility, and
- any other project, subject to prior approval by special resolution of the members

GPM must comply with all requirements of the Act, including any directions given by the Treasurer in accordance with the Act.

## OUR RESPONSIBILITIES

### Accountability

You are responsible and accountable for the actions you take in the workplace on behalf of GPM. You must follow lawful and reasonable directions and comply with the law and GPM’s standards, procedures, and policies. All employees should exercise diligence, care and attention in performing duties for the Company and should provide clear, accurate and complete information to our clients and customers.

### Health, Safety and Environment

Generator Property Management is responsible for providing a healthy and safe working environment by placing the health and safety of employees, contractors and visitors first.

You are responsible for your own safety, the safety of people you work with, and the safety of visitors and contractors at all times. .

### Respect, Integrity, and Diversity

Behaving with respect, integrity and encouraging diversity are important values that you should hold as an employee of GPM. We should all act with respect and integrity and

treat people honestly, fairly and with courtesy. . We each have a responsibility to contribute to an ethical and equitable work environment.

GPM has an obligation to provide a workplace that is free from discrimination, harassment, bullying and any other inappropriate behaviour. All employees are accountable for preventing and addressing these issues in their workplace.

GPM values the contribution that diversity in the workplace, adds to an organisation.

If you suspect or become aware any incidents, you should report this to the relevant Site Manager, Chief Executive Officer (CEO) or Chair.

### **Ethical Decision Making**

There may be a time when you are faced with a situation or decision where you are unsure of the right course of action.

When faced with such a dilemma, consider the following questions to help you in the decision-making process:

- what feels right or wrong about the situation?
- is your planned action consistent with Company policies and the Code?
- how would your action appear to or affect others?
- would another person's input be useful in making your decision?

Asking yourself these questions prior to making a decision can help you make the right choice. If you have any doubts, please seek advice from the Chief Executive Officer (CEO).

### **Delegated Authority**

When making decisions or taking actions under a delegated authority, we each have a duty to ensure:

- it is within the limits of your delegated authority;
- it complies with all GPM policies and procedures relevant to the decision;
- you act in accordance with any relevant laws; and
- the basis for the decision and applicable evidence are properly documented.

### **Environment and Community**

As employees of GPM, we have community and environmental responsibilities. You have an obligation to act responsibly and be mindful of concerns with regard to use of transport / driving, disposal of materials, waste, pollution, and emissions. You should always be aware of your responsibilities for minimising, recycling, and re-using waste materials.

You should implement government legislation, policies and decisions in an impartial and fair manner, regardless of whether you agree or disagree, and all reports and advice provided to decision-makers should be done so promptly, completely and in an impartial manner.

### **Competition and Consumer Protection**

You must avoid any actions that could be interpreted as unreasonable, unjust or unethical in your dealings with customers, other businesses and the community.

## **CONFLICT OF INTEREST**

Conflicts of interest arise when your personal or financial interests or activities conflict or have the appearance of conflicting with the impartial performance of your public or professional duties. The perception of a conflict of interest can be as damaging to the reputation of GPM and the concerned party as a real conflict of interest and should be avoided.

It is important that colleagues, customers and suppliers are confident that all decisions made by GPM are fair and impartial and in the public interest. In order to achieve this, we must all take care that our actions do not conflict with the proper carrying out of our duties, which includes the interests of those people close to us, such as business partners, family members, friends and associates.

Some examples of situations that may give rise to a conflict of interest include:

- financial interests in a matter that GPM is dealing with;
- personal relationships with parties GPM is dealing with where you have the ability or perceived ability to influence an outcome;
- using your position to obtain opportunities for future employment or actively solicit employment for relatives or friends;
- personal beliefs or attitudes that influence your impartiality in a given situation; and
- secondary employment that compromises your integrity or conflicts with your ability to perform work for GPM.

For instance, if an employee had shares in a family company that was a supplier to GPM and the employee was able to influence decision-making regarding the award of contracts to that company, this would represent a conflict of interest.

You should notify the Chief Executive Officer (CEO) in writing of any real, perceived or potential conflicts of interest in order to determine the best course of action. All written notifications are to be placed on a Conflict of Interests Register held by the Company Secretary.

The Company Secretary is also available to discuss possible conflicts that may occur.

## **HOSPITALITY, GIFTS AND BENEFITS**

During the course of your work, gifts, hospitality or benefits in a variety of forms may be offered to you by customers, contractors and other business associates. As an employee of GPM, you must exercise the utmost care with regards to the receiving of business related gifts to ensure these offers do not compromise, or give the impression of compromising your ethical standards, or your ability to make impartial and objective decisions.

### **Hospitality**

On occasions you may be offered hospitality including lunch, dinners and attendance at sporting events. Acceptance of such offers should be approved by the Chief Executive

Officer (CEO). Similarly, should you wish to offer hospitality then this should also be approved by the Chief Executive Officer (CEO).

## **Gifts or Benefits**

Any gift or benefit accepted must be done so in accordance with the guidelines below and you should never seek out a gift or benefit.

In order to protect GPM and yourself, all offers of gifts and benefits, regardless of the amount and whether declined or accepted, are to be recorded.

If you are offered a token gift or benefit, or another gift or benefit less than the nominal value and in the ordinary course of business, these are likely to be acceptable to receive.

Such items may include:

1. trinkets;
2. souvenirs;
3. chocolates;
4. flowers;
5. modest bottle of wine;
6. promotional and marketing items (pens, notepads, coffee mugs, stationery); and
7. gift vouchers of no more than \$75 where the voucher cannot be redeemed for cash.

You should never accept gifts of cash (any amount), and/or free travel and accommodation.

All offers of gifts and benefits, regardless of the amount and whether declined or accepted, are to be noted in the Gifts and Benefits Register. Details to be provided for entry into the Gifts and Benefits Register include:

1. employee name and details of the gift or benefit offered or received, including description of the gift and estimated value
2. reason for the offer
3. date of the offer
4. the name of the person providing the gift or benefit
5. the name of the organisation they represent
6. details of the final resolution of the offer of a gift or benefit, including if the gift or benefit was retained by the employee.

If a substantial gift or benefit is offered to you to influence the way you undertake your responsibilities or to influence a decision, you must immediately report this to the Chief Executive Officer (CEO) to determine the proper course of action.

## **SPONSORSHIP**

GPM has a responsibility to act in a corporate and socially responsible manner within the communities we work. To enhance the reputation of the business within these communities there may be opportunities that are presented to GPM to provide sponsorship to local community groups or sporting organisations. Where it is evident the opportunity

will provide benefit to a local organisation that will enhance the reputation and standing of GPM in the community then sponsorship may be considered on a case by case basis. All opportunities for sponsorship must be approved by the CEO and approval shall ensure that any agreed sponsorship ensures public benefit and acknowledgement that GPM has contributed to the activity.

The CEO must ensure that all associations with external entities or individuals created through sponsorship are appropriate and that safeguards are taken to protect GPM's reputation.

## **TRAVEL**

Employees should seek appropriate approval prior to making any travel arrangements.

GPM has a Travel and Accommodation Expenses Policy that must be complied with for incurring and recovering costs associated with travel on -GPM business. As GPM operates sites some distance apart employees are likely to incur expenses of this nature and should be fully aware of the requirements of this policy.

## **CORPORATE INFORMATION**

Information is an important asset to GPM. You should always take care when you create or maintain corporate information to uphold the integrity, security and confidentiality of that information.

Some examples of corporate information include:

- records and reports
- supplier information
- patents, copyrights, and proprietary designs
- financial information.

You must ensure the safe custody, storage, and proper preservation of records that you have control of in accordance with the Functional Disposal Authority provided under the State Records Act.

### **Confidentiality and Information Security**

Some of the information that you may have access to is confidential and you must protect it. It is all of our responsibilities to help ensure that confidential information in any form cannot be accessed by unauthorised people.

The following information should not be accessed unless it is required in the performance of your duties, nor should you release any confidential information obtained through your duties unless:

- you are required to do so by law;
- a confidentiality agreement exists and the parties to the agreement permit the release of the information;
- permission from the Chief Executive Officer (CEO) has been given; and
- you are authorised to do so.

Confidential information includes:-

- site location information,
- trade secrets,
- ideas,
- specific actions,
- know how,
- concepts,
- reports,
- information of a commercially sensitive nature, and
- other information that is not in the public domain.

You should not use confidential information to gain any direct or indirect benefit or advantage for yourself or another person.

### **Personal Information**

As employees of GPM, we must abide by the privacy legislation that controls the collection, holding, use, correction, disclosure or transfer of any personal information obtained through our job.

### **Health Information**

Health information is particularly sensitive information and confidentiality must be maintained at all times. You must abide by the Health Privacy Information Policy that controls the collection, holding, use, correction, disclosure or transfer of any health information.

### **Ceasing Employment**

After ceasing employment with GPM, employees will not use or disclose any confidential information obtained during their employment.

### **USE OF GPM's RESOURCES**

You are expected to be efficient and economical in your use and management of GPM's resources, including your own work time.

The private use of motor vehicles is governed by GPM's Private Use of Motor Vehicle Policy and must be agreed with the Chief Executive Officer (CEO).

You are entrusted with GPM's resources, and you must take reasonable steps to protect these resources from loss, damage, misuse, waste or theft. All losses of resources must be reported immediately to the Chief Executive Officer (CEO), or in the Chief Executive Officer (CEO)'s absence, the Company Secretary.

Should you become aware of excessive or inappropriate use of resources you should report the nature of the misuse to the Chief Executive Officer (CEO), Company Secretary or Chair. You may make this report under the Public Interest Disclosures Act should you have concerns about the consequences of this disclosure.



The use of -GPM's resources and equipment in relation to a second job or an independent business is prohibited.

## **OTHER EMPLOYMENT OR BUSINESS**

You may undertake other paid or honorary employment or business activities outside GPM providing they do not:

- conflict or interfere with your current duties;
- conflict with or appear to conflict with your ability to make impartial decisions;
- adversely affect your work performance;
- involve information or resources that are obtained or available through your work with GPM; or
- discredit or disadvantage GPM.

If you believe any of the above applies or there may be a perception that there could be a conflict or perceived conflict, you must seek written approval from the Chief Executive Officer (CEO) prior to engaging in other employment or business.

## **ALCOHOL AND DRUGS**

GPM promotes the principle of sobriety at work as part of our duty of care. You are responsible for ensuring that you do not, by the consumption of alcohol or use of drugs, endanger your own health and safety, or the health and safety of any other person in the workplace.

During working hours, you must be fit and able to perform your duties and if not, you will be moved to a safe location, interviewed, assessed for fitness for duty and may be requested to leave the premises.

You shall not possess or consume alcohol on GPM premises and no alcohol may be consumed between your daily starting and finishing time.

You shall not store, possess, administer, or consume illegal drugs on -GPM premises or between your daily starting and finishing times.

If you are required to have legal drugs that may impact your work capacity, you must advise the Chief Executive Officer (CEO) of any possible impacts. The nature of a prescribed drug need not be divulged.

## **REPORTING CORRUPTION, MALADMINISTRATION AND WASTE**

As employees of GPM, we all have a duty to report any inappropriate conduct, including fraud, corruption, maladministration and waste.

Examples of fraud and corruption may include:

- theft;
- bribery;
- misappropriation of assets;



- improper expense reimbursements; and
- manipulation or falsification of documents, including financial information.

Any known or perceived fraud, corruption, maladministration or serious and substantial waste of public resources should be reported to the Chief Executive Officer (CEO) or the Chair by following GPM's Public Interest Disclosure (PID) Policy

Alternatively, incidents of perceived corruption may be reported to the following external agencies. Options for reporting are as follows:

For disclosures relating to corrupt conduct:  
Independent Commission against Corruption (ICAC)  
02 8281 5999  
[icac@icac.nsw.gov.au](mailto:icac@icac.nsw.gov.au)

For most kinds of maladministration:  
NSW Ombudsman  
1800 451 524  
[info@ombo.nsw.gov.au](mailto:info@ombo.nsw.gov.au)

For serious and substantial waste of public money by auditable agencies:  
The Auditor-General  
02 9275 7100  
[governance@audit.nsw.gov.au](mailto:governance@audit.nsw.gov.au)

## **PUBLIC COMMENT AND POLITICAL ACTIVITIES**

As a member of the community, you have a right to make public comments and enter into public debate in your private capacity. All employees should note that the right to make public comment does not override your duty to comply with any applicable duties of secrecy, confidentiality or privacy. Any commentary made by you as an employee of GPM is a personal opinion and does not represent the views of the Company.

Only the Chair or the Chief Executive Officer (CEO) or a nominated representative may make public comments or statements on corporate issues.

You should ensure that your participation in political activities, including contributions, does not conflict with or reasonably appear to conflict with your primary responsibilities as a GPM employee and that political contributions are never made with Company funds.

## **BREACHES OF THE CODE**

- GPM is committed to the Standards and Policies outlined in this Code.

Breaches of this Code, including breaches of policies, standards and procedures, may result in disciplinary action.

If an employee is guilty of a breach of discipline, the formal disciplinary process allows for the imposition of a range of disciplinary measures which are influenced by the seriousness of the breach.

## REVIEW

This document will be subject to review every 2 years or as required to meet GPM's business requirements. Regular internal audits may also be conducted.

## QUERIES

If anyone has any queries regarding the application of this Code you should discuss the matter with the Chief Executive Officer (CEO).

### Authorised:



David Wood  
Chief Executive Officer