



AURIZON[®]

Code of Conduct

V1 2015

Our business, our values

At Aurizon, we are committed to being the first choice for bulk commodity transport solutions. To achieve this, we have a high set of expectations about the way we interact with each other, our customers and other stakeholders to make sure our business is respected for its safe, professional, honest and commercial outlook.

At Aurizon, we have values which can help you to make your everyday thinking and interactions consistent with this Code. Our conduct must reflect these values.

Responsibilities

Aurizon has adopted this Code of Conduct for use across all of its operations.

This Code applies to:

- members of the Board,
- the Managing Director & CEO,
- members of the Management Leadership Team, employees, contractors and consultants.

All of us must:

- understand and comply with the Code of Conduct,
- live our values,
- report suspected breaches of the Code of Conduct,
- challenge conduct and thinking that is inconsistent with this Code.

05

Responsibly manage conflicts of interest

- Declare actual and perceived conflicts of interest and responsibly manage conflicts that arise.
- Decline, or accept and declare, the receipt of any gifts, benefits and hospitality that are not of a token nature.

06

Protect confidential information

- Protect all private, confidential and commercially sensitive information, and do not share this information with third parties unless authorised or required by law.
- Do not make comment to the media unless authorised to do so.

07

Use our systems, equipment, property and tools appropriately

- Make sure our use of all our systems, equipment, property and tools is appropriate, complies with our policies and standards and does not damage Aurizon's reputation.
- Safeguard our systems, equipment, property and tools from damage and misuse.

08

Uphold securities exchange requirements

- Comply with listed company requirements.
- Do not trade in shares if we have inside information.
- Do not trade in company shares during blackout periods.

09

Consider the community and the environment

- Contribute to Aurizon being a good corporate citizen.
- Responsibly consider the community and the environment in our actions and decisions.
- Are part of the community and we are here for the long term.

10

Report suspected breaches of this Code

- Report suspected breaches of this Code, our policies, safety and other standards to management for further action.
- Understand that breaches will be dealt with under the relevant policy.

01

We are safe and fit for work

We put our safety and that of others first - **ZERO**Harm.

We understand what is required to be fit and we will work only when we are fit to do so.

We monitor others to make sure they are also fit for work.

At Aurizon, we are all responsible and accountable for promoting a safety-first, **ZERO**Harm culture. We do this by pro-actively identifying and managing safety risks.

What must I do to comply with this?

- **ZERO**Harm - Put your safety and that of others first by following and promoting all safety procedures, policies and legal requirements.
- Be fit for work. Advise your Leader if you suspect or know that either you or a colleague is unfit for work.
- Disclose any physical or psychological conditions, (including the use of medications, drugs or similar substances, either legal or illegal) which may impact on your safety or fitness for work.
- Be alert and exercise care at all times.
- Safely intervene if a colleague is not working safely or is in danger.
- Comply with workplace standards about alcohol, drugs and other substances.
- Always report near misses, safety breaches, risks and incidents to Leaders for investigation and action.
- When appropriate, wear personal protective equipment (PPE) and make sure it is in good condition.

What must I do to comply with this?

- Represent Aurizon proudly and strive at all times to enhance the reputation of the Company.
- Work to the best of your ability and uphold the professional standards of your job.
- Comply with safe, lawful, and reasonable management direction.
- Take responsibility and be accountable for your actions.
- Behave professionally when wearing your work uniform or when you are at work-related activities, even if outside of work hours.
- Make sure your clothing and appearance is clean, tidy, professional and appropriate to your work environment.
- Create and maintain positive work relationships.

What must I do to comply with this?

- Treat others fairly, courteously, with the highest respect for the privacy and dignity of every person.
- Ensure your behaviours and interactions are free from violence, abusive language, workplace and sexual harassment, bullying and discrimination.
- Treat people equitably, by making reasonable adjustments to accommodate disabilities or personal situations.
- Consider religious, cultural, disability and other areas of anti-discrimination sensitivities when working with others.
- Promptly challenge others when they engage in conduct that breaches this Code.
- Contribute to an inclusive and respectful workplace where employees are comfortable to bring their whole selves to work.
- Appreciate and respect our diverse backgrounds, religions, cultures, capabilities, experiences and contributions that each employee brings to our workplace.
- Conduct impartial and objective recruitment and selection activities.
- Notify a Leader or HR Business Partner if you are concerned about conduct that you suspect breaches our standards. Remember, if you have a concern about fraud or other improper conduct, you may call the **Whistleblower Hotline** on **1800 144 774** and / or refer to our Whistleblower policy.

What must I do to comply with this?

- Comply with this Code of Conduct, our values, the law, enterprise agreements, policies, standards and management frameworks, at all times. Keep up to date with any changes that occur in these areas.
- Apply the highest professional standards.
- Always act in Aurizon's business interests and treat all parties equally.
- Have sound reasons and appropriate documentation to support decisions and actions.
- Be environmentally responsible.
- Seek guidance from a Leader or HR Business Partner if you are unsure about a decision or action.

What must I do to comply with this?

- Declare actual and perceived conflicts of interest.
- Declare the nature of your relationships (e.g. friendships / acquaintances / prior business dealings) with persons and companies when undertaking recruitment, tender processes or engaging contractors.
- Declare your employment or business interests, or membership of groups, organisations or boards or other interests that may pose an actual or perceived conflict of interest.
- Consider your personal circumstances on an ongoing basis. Immediately declare any changes which give rise to an actual or perceived conflict of interest.
- Always make decisions in Aurizon's business interest.
- Declare all gifts, benefits or hospitality that are not of a token nature.
- Do not request or encourage the giving of gifts, hospitality or money.
- Decline gifts and hospitality that compromise, or can be perceived as compromising your ability to act impartially or independently.

What must I do to comply with this?

- Maintain the confidentiality of private and commercially sensitive information. This continues after you leave Aurizon.
- Do not disclose information without authorisation.
- Do not release confidential employee information (such as personal medical information, personal mobile phone numbers, personal payroll / employment data or personal addresses) unless authorised by the employee, Aurizon or as required by law.
- Do not discuss or read confidential information in open or public areas.
- Store business records and confidential information securely.
- Use record management systems to record business decisions and activities.
- Use Aurizon's information security principles.
- Do not make any comments to the media unless you are specifically authorised to do so.
- Refer all media requests / enquiries to Aurizon media advisors.

07

We use our systems, equipment, property & tools appropriately

We make sure our use of all our systems, equipment, property and tools is appropriate, complies with our policies and standards, and does not damage Aurizon's reputation.

We safeguard our systems, equipment, property and tools from damage and misuse.

Do not access, create, copy, download, introduce, transmit, display or store any material on Aurizon's systems or premises which breach this Code.

For example:

- Material that is inappropriate or offensive (e.g. pornographic, sexually explicit or implicit, cruel, malicious or violent),
- Material that interferes with, or poses a risk to, the safe and efficient operation of our systems (e.g. introduction of viruses).

What must I do to comply with this?

- Make sure you have received appropriate training, instruction, guidance or accreditation and authorisation in the use of any systems, tools and equipment prior to use or operation.
- Make sure your personal use of systems, tools and equipment complies with the relevant policies.
- Maintain tools and equipment in good working order and report any damage or misuse.
- Do not wilfully damage or neglect systems, tools and equipment.
- Drive company and rented vehicles and equipment carefully and in accordance with the law and our policies.
- Make sure that all emails and transmissions are consistent with this Code.
- Do not send unsolicited bulk email.
- Unless authorised, do not share your passwords or other security devices or measures.
- Take appropriate action (e.g. tell your Leader) should you receive inappropriate material or should you observe such material in the workplace.

What must I do to comply with this?

- Comply with all laws relating to share trading.
- Understand that information you have access to can be commercially sensitive and may have an impact on our share price.
- Treat business information confidentially, unless it has been released to the Australian Securities Exchange.
- Do not engage in insider trading or trade shares during blackout periods.
- Report any suspected or known insider trading activities to your Leader, HR Business Partner or Internal Audit.

What must I do to comply with this?

- Be considerate of work activities that impact on our communities.
- Understand and consider our role in the community including the impacts of our actions on the community and the positive contributions we can make.
- Follow all environmental management policies and practices when at work.
- Take immediate action and report environmental hazards, incidents or damage to management and external parties (e.g. Government) as required.
- Consider risks, dangers, and impacts on the environment when using hazardous or dangerous materials. Ensure safety and control measures are put in place prior to, and when dealing with such materials.

What must I do to comply with this?

- Understand which behaviours / activities breach this Code.
- Report suspected breaches of this Code and any other policies to management or your HR Business Partner for action.
- Report suspected:
 - Safety breaches.
 - Theft, fraud and other behaviours where a person is gaining an improper benefit.
 - Inappropriate receipt of gifts and benefits, or conflicts of interest.
 - Workplace violence or conduct that causes serious and immediate risk to the health and safety of people.
 - Conduct that causes damage to Aurizon's reputation.
 - Inappropriate and / or discriminatory behaviour.
 - Wilful and / or deliberate conduct that results in damage to our equipment, property or Aurizon's business reputation.

If you have a concern about fraud or other financial misconduct you may call the Whistleblower Hotline on 1800 144 774.

