



# Code of Conduct and Ethics Policy



**SPIRIT of  
TASMANIA**

## DOCUMENT CONTROL

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# CODE OF CONDUCT AND ETHICS POLICY

## 1. Objective

This Policy:

- a) aims to provide an ethical framework for decisions, standards, performance and behaviour;
- b) outlines the minimum standards of behaviour expected at all times relevant to work and responsibilities;
- c) is not intended to be read as a complete set of Workplace rules as it is not possible to address all ethical challenges that persons might encounter while carrying out work;
- d) exists to encourage a positive organisational culture that will result in a safe and healthy work environment;
- e) operates in conjunction with the Applicable Laws and the Company's Policies; and
- f) confirms individuals are ultimately all responsible for their own behaviour.

## 2. Application/Coverage

This Policy:

- a) applies to all Workers; and
- b) can extend to conduct outside of the Workplace or working hours if the actions, omissions or behaviour has the potential to bring the Company into disrepute, or otherwise has a connection between the conduct and the work/Workplace.

## 3. Requirements

### 3.1 Act Honestly and with Integrity

Acting with honesty and integrity will maintain the respect and confidence in the Company. To demonstrate honesty and integrity all Workers must:

- a) treat all people with honesty and courtesy;
- b) not take improper advantage of their positions in order to obtain a benefit for others or themselves;
- c) not tolerate dishonest behaviour by Workers or Others at the Workplace;
- d) not use their position for inappropriate personal benefit or for the inappropriate benefit of any other person;
- e) not seek or accept any type of compensation, fee, commission or gratuity from a third party in connection with the operations of the Company;

- f) not offer or accept a gift that creates an obligation or be construed or used by others to allege favouritism, discrimination, collusion or similarly unacceptable practices by the Company;
- g) not make any bribes, kickbacks, inducements or other illegal payments of any kind for the benefit of any person or party in connection with obtaining orders or favourable treatment or for any other purpose in connection with the operations of the Company;
- h) report in writing to the Company Secretary with full details of the background any gift received by an Employee (or series of gifts from one person or entity) which might, as a matter of judgment fall outside these stated obligations;
- i) declare in writing any gifts or any other gratuity to the Company Secretary. Where the Company Secretary receives a gift or gratuity the declaration will be made to the Chief Executive Officer. Refer to Appendix 'A' – Gift and Gratuity Declaration Form;
- j) encourage and support good faith reporting of breaches of the Code of Conduct and Ethics Policy without retribution;
- k) to the extent permissible by the Applicable Laws reasonably attempt to resolve workplace grievances internally before approaching external parties (also see, Grievance Policy);
- l) in the case of Special Employees, not solicit or accept any gratuity, consideration or other benefit from a patron in a gaming area; and
- m) actively observe and comply with the requirements of applicable industry standards and codes of practice; for example the 'Responsible Gambling Mandatory Code of Practice for Tasmania'.

### **3.2 Value and Maintain Professionalism**

Professionalism is conduct that fosters and preserves reputations as individuals and that of the Company. To demonstrate professionalism all Workers must:

- a) not engage in (directly or otherwise) or tolerate any form of discrimination, harassment, bullying, sexual harassment, victimisation, vilification or inappropriate workplace behaviour;
- b) support and do not publicly criticise, decisions of the Company;
- c) not undertake any action that may bring the Company's integrity or reputation into disrepute;
- d) work together as a team and treat each other with respect and dignity, striving for a safe, harmonious and efficient Workplace;
- e) exercise diligence, best endeavours and sound judgment when carrying out their duties;
- f) maintain and strive to improve the skills, knowledge and competencies that are required to be efficient in their duties including ongoing training and professional development;
- g) maintain a professional relationship with stakeholders;
- h) provide prompt attention to address the specific needs of stakeholders;
- i) provide stakeholders with levels of service that they are competent and authorised to provide;
- j) comply with Applicable Laws;
- k) not carry out their duties if under the influence of alcohol (and outside prescribed Company limits) or any other drug that inhibits performance (also see Alcohol and Other Drugs Policy); and
- l) not make unauthorised statements or commitments on behalf of Company (also see Media Policy and Social Media Policy).

### 3.3 Know and Respect the Law, Company Policies and Act Accordingly

Workers should act in the spirit and intent of the Applicable Laws governing the Company's activities and strive to be familiar with and comply with all Policies implemented. Violation of Applicable Laws is unlawful and can have serious consequences for the Company and the individual concerned. This commitment is seen when Workers:

- a) respect and abide by all Applicable Laws and Policies;
- b) comply with all lawful and directions from authorised persons;
- c) only act within their authority;
- d) do not engage in any form of threatening or violent behaviour towards Workers and Other Persons at the Workplace;
- e) protect Company Property, in particular, take care to minimise the possibility of theft or misuse of Company Property;
- f) only use Company Property for Company purposes and in accordance with appropriate authorisations;
- g) do not take or use Company Property for private purposes under any circumstances unless authorised by their manager;
- h) comply with delegations, and other authorisations as directed;
- i) do not engage in any corrupt conduct; and
- j) report to their Manager any incident causing potential or actual injury, unsafe equipment or work practices.

### 3.4 Conflicts of Interest

Conflict of Interests can jeopardise confidence in the Company. Conflicts of Interest must be avoided by Workers as follows:

- a) do not put themselves in a position where it could appear that private interests or activities conflict with their position;
- b) only provide representation on behalf of the Company where expressly authorised; and,
- c) inform their Manager as soon as they become aware of possible Conflicts of Interest including their financial or personal interests or those they know;
- d) reasonably seek consent before taking up other employment or directorships outside of their employed position;
- e) declare any Conflict of Interest that could occur through share-holdings, ownership of real estate or being the trustee or beneficiary of a trust;
- f) do not take advantage of any Company Property or information belonging to the Company, or opportunities arising from those, for personal benefit or for the benefit of any other person;
- g) do not engage directly or indirectly in any outside business activity involving commercial contact with, or work for the benefit of Company commercial customers, suppliers or competitors without the prior written consent of the Chief Executive Officer or delegate; and,
- h) disclose ownership of shares in an entity which deals with or competes with the Company to the Chief Executive Officer or the Chairman (if more than 1% of the total share capital is owned in the competing entity). The Chairman and or Chief Executive Officer must then ensure that appropriate processes are observed in order to avoid a Conflict of Interest.

### 3.5 Respect Privacy and do not Misuse Information

To ensure confidentiality and privacy is maintained and information is not misused Workers must:

- a) not disclose Confidential Information to any person or entity, outside his/her delegated authority, without the prior written consent of Chief Executive Officer;
- b) disclose, if required by Applicable Laws, Confidential Information (but not more than is necessary to discharge his or her legal obligations), to the relevant authority in a manner that is accurate and truthful. Before such disclosures are made, and if permitted by Applicable Laws, the Workers must advise, to the extent permitted by Applicable Law, the Company Secretary about the pending disclosure;
- c) respect and reasonably protect the property of the Company and the possessions of Others in the Workplace;
- d) not use Company information for the purpose of directly or indirectly obtaining personal gain or another benefit;
- e) only access Confidential Information for authorised work-related tasks;
- f) respect and reasonably protect and maintain the Company's intellectual property as well as the intellectual property of others at the Workplace;
- g) not encourage or pressure others to disclose confidential, sensitive or privileged information; and,
- h) ensure the secure collection, storage and disposal of Confidential Information regardless of its medium.

### 3.6 Strive to be Good Citizens and Achieve Community Respect

The Company is committed to service excellence and aims to maintain public confidence and respect. This can only be achieved if Workers are aware of their responsibilities and accountable for their actions. This commitment is supported when Workers:

- a) are aware that the choices they make in business activities may impact on other Workers, Others at the Workplace, the community and the environment and must take this into account when making decisions;
- b) are committed to taking care to avoid acts and omissions that may adversely affect themselves, Workers and Others at the Workplace;
- c) aim to be socially and environmentally responsible in the use of resources;
- d) work together to achieve the Company's goals and vision;
- e) perform their duties to the best of their ability and ensure work is carried out efficiently and effectively;
- f) are committed to equity and diversity;
- g) strive to make a positive contribution to the Company, Workers, and the community;
- h) consider the broader impact of their decisions on stakeholders and the community; and
- i) report any corrupt or fraudulent conduct or any maladministration.

## 4. Reporting Breaches

Upon becoming aware of a breach of this Policy, Workers must reasonably report the breach to their Manager or as otherwise required or permitted.

A breach of this Policy may result in disciplinary action in accordance with the Performance Counselling and Discipline Policy. Such disciplinary action can include (depending on the severity of the breach) suspension, warnings, termination of employment and other forms of appropriate action.

## **5. Interpretation of Policy**

Questions relating to the interpretation or enforcement of this policy should be directed to a Worker's Manager.



## APPENDIX A – GIFT AND GRATUITY DECLARATION FORM

Use this form when provided with a gift or gratuity.

Describe the gift or gratuity:	
What is the approximate combined market value of gift or gratuity?	
Who supplied the gift of gratuity?	
When was the gift or gratuity supplied?	
Signature:	
Name:	
Position:	
Date:	
Authorised by: (Manager)	

Please forward completed forms to the Company Secretary.

## **APPENDIX B – POLICY SPECIFIC TERMS AND DEFINITIONS**

**Company** means TT-Line Company Pty Ltd.

**Company Property** means any real or tangible property (e.g. vessels, cash, motor vehicles, computers, desks, chairs, mobile phones and stationery) or any intangible property (e.g. Intellectual Property and goodwill) owned by the Company.

**Compliance** means adhering to the intent and spirit of the law, industry codes and organisational policies.

**Compliance culture** means the sum of values, ethics and beliefs that exist throughout the organisation, that when combined, produce behavioural norms that promote compliance.

**Compliance failure** means an act or a failure to act that result in not achieving the company's compliance obligations.

**Confidential Information** means any information, disclosed, or communicated to a stakeholder by, or on behalf of, the Company that:

- a) is not in the public domain, other than as a result of a breach by an Employee;
- b) is marked or designated as 'Confidential';
- c) would, at law, be considered secret or 'confidential' information of the Company;
- d) the Employee might reasonably expect the Company to regard as confidential; or
- e) comes into an Employee's possession, or is learnt, accessed or generated by the Employee, in the course of their employment;

whether or not the information was originally supplied by the Company and relates to Company dealings, customer lists, financial position and arrangements, funding, transaction, general affairs, contracts entered into, program planning and consultant's advice, promotional information, planning information, equipment and techniques used or any of the above matters for the Company's business. Without limiting the generality of the above, Confidential Information may be in relation to internal Company management, include the structure of the Company, information about Employees and Contractors, policies, marketing programs, strategies, plans, investments, aspects of its future operations or marketing programs.

**Conflict of Interest** means an actual, potential or perceived conflict between work duties and private interests of an Employee, in which the Employee has private-capacity interests which could improperly influence the performance of their duties and responsibilities.

**Contractor** means a contractor or subcontractor or an employee of a contractor or subcontractor who carries out work in a contracted capacity for the Company.

**General Company Terms and Conditions** are located on the Company's My Spirit Intranet Site.

**Leadership Team** means the Chief Executive Officer, Chief Information Officer, Chief Financial Officer, General Counsel/Company Secretary, General Manager Human Resources, General Manager Marine Operations, General Manager Retail & Hospitality, General Manager Port Operations, General Manager Marketing, and the General Manager Freight Services & General Manager Passenger Sales.

**Manager** means an Employee, who is appointed to a position that directs controls and/or has line management responsibility for other Employees.

**Other Persons at the Workplace** means any person(s) who is not a “Worker” at the Workplace.

**Sensitive Information** means personal information or an opinion relating to personal information about individuals’:

- a) Racial or ethnic origin;
- b) Political opinions;
- c) Membership of a political association;
- d) Religious beliefs or affiliations;
- e) Philosophical beliefs;
- f) Membership of a professional or trade association;
- g) Membership of a trade union;
- h) Sexual preferences or practices;
- i) Criminal record; or
- j) Health information about an individual.

**Social Media** means social network websites, personal websites and other applications where users build online profiles and share content (including video and photographs) with other profiles to which they choose to be linked and blogs that host and distribute user-created or user-uploaded multimedia content.

**Special Employee** has the same meaning as the term ‘Special Employee’ as per Section 49 of the *Gaming Control Act 1993* (Tas). This means a natural person who (a) is employed or working, whether for remuneration or reward or not, for the Company in an approved venue and who carries out prescribed duties; (b) is employed by or working for the Company and who carries out prescribed duties; or (c) is employed or working, whether or not for remuneration or reward, for the Company and who carries out prescribed duties.

**Worker** has the same meaning as the term ‘Worker’ as per Section 7 of the *Work Health & Safety Act 2012* (Tas). This means a person who carries out work in any capacity for the Company, including work as: (a) an Employee; (b) a contractor or subcontractor; (c) an employee of a contractor or subcontractor; (d) an employee of a labour hire company who has been assigned to work in the person's business or undertaking; (e) an outworker; (f) an apprentice or trainee; (g) a student gaining work experience; (h) a volunteer; or (i) a person of a prescribed class.

**Workplace** has the same meaning as the term ‘Workplace’ as per Section 8 of the *Work Health & Safety Act 2012* (Tas). This means a Workplace is a place where work is carried out for the Company and includes any place where a Worker goes, or is likely to be, while at work. A place includes: (a) a vehicle, vessel, aircraft or other mobile structure; and (b) installation on land or water including floating on any water.