1 Introduction

1.1 Purpose

This code of conduct sets out the standards of conduct expected of our business, our boards and our people, taking into account our corporate group's legal and other obligations to its stakeholders.

The board of directors of the Company (**Board**) has endorsed this code. The Board and management believe that the commitment of the Company and each of its subsidiaries and consolidated entities (together, **Beforepay Group**), to this code will maintain the confidence of key stakeholders in **Beforepay Group**'s integrity.

1.2 Application

This code applies to everyone who works in or for **Beforepay Group Limited**. This code applies to all directors of the Board, as well as all officers, employees, contractors, consultants, other persons who work in, or for, **Beforepay Group Limited** and associates of **Beforepay Group Limited** (together, the **Personnel**).

Personnel are expected at all times to act consistently with this code of conduct. This code operates in conjunction with **Beforepay Group**'s policies and procedures relating to Personnel. It is essential that all Personnel are familiar with this code, which is available on **Beforepay Group**'s website.

2 Our standards and policies

2.1 Beforepay Group's values

The Beforepay Group is guided by the below principles:

Human first

We are human first and a company second. With customers, business partners, and teammates we operate and communicate with respect. We take time to understand one another and are empowered to bring our whole selves to work each day.

Because we know that diverse minds, people, experiences, perspectives and identities facilitate an open and collaborative environment, ultimately leading to excellence in work.

Be the best

Everyday we have an opportunity to do better as individuals, for our product, and for our customers.

We're driven by bringing out the best in others as well as ourselves, guaranteeing we're always going further than expectation.

Constantly pushing forwards, there is a real energy and excitement to the work we do. We're passionate about excelling in our respective fields, dedicated to being leaders in our space, and committed to celebrating the wins this delivers.

Customers ride first class

Customers are at the center of everything we do, helping to shape our future. We know if our customers succeed, we will too. Loyalty is a two-way street. We build moments of joy into our brand experience, so that engaging with Beforepay alleviates customers' stress - and doesn't add to it.

We're devoted to giving our entire community greater financial control, and united by our belief in an approach that tides our customers over and doesn't put them under.

Give it a go

We ask the dumb questions. We speak up in quiet rooms. We pitch our crazy ideas. We're creative and think of new solutions to old problems. We take calculated risks. We're not afraid of failure and if it does happen, we do it quickly, learn from it and push forward.

No dwelling, we adapt when we need to and move to the next opportunity. We put our hand up to try new things and promote a can-do attitude.

2.2 Personal Conduct and Professional Behaviour

At all times, all Personnel's personal conduct and professional behaviour should be guided by, and strive to adhere to, the following principles:

a) All Personnel must conduct themselves with honesty and integrity.

b) All Personnel treat each other, the customers, suppliers and other stakeholders with respect, be pleasant, personable and courteous and always conduct business in a professional manner.

c) No Personnel will discriminate on the grounds of a person's race, religion, gender, marital status or disability or any other attribute protected by applicable law.

d) All Personnel must avoid behaviour which could lead to the exploitation of another person and/or the business.

e) All Personnel must demonstrate a willingness to cooperate with any lawful instructions from their manager or supervisor.

f) All Personnel must perform their work to the highest standard possible in an efficient, effective and timely manner.

Specific information in the form of Human Resources policies, procedures, guidelines and forms will also be provided to Personnel to support their understanding of the **Beforepay Group** environment and their responsibilities as **Beforepay Group** Personnel.

2.3 Communication

Beforepay Group aims to facilitate excellent internal communication among its Personnel, so as to maintain a good working, social and personal environment, promote efficiency, and generate a better understanding of **Beforepay Group**'s objectives.

We also recognise that effective internal communication is a two-way street. Listening to and acting upon your ideas, concerns, and suggestions – to achieve results and improve service – is just as important as keeping you informed about **Beforepay Group**'s goals and priorities.

2.4 Conflicts of Interest

A conflict of interest occurs if a person's loyalties are divided, for example, where the Personnel or any family or friends of the Personnel have a personal or commercial interest which may interfere, or be perceived to interfere, with the performance of the Personnel's duties and responsibilities to **Beforepay Group**, making it difficult to perform the role objectively and effectively. The existence of a conflict of interest is not uncommon. What matters is how we manage the conflict.

All Personnel must act in the best interests of **Beforepay Group**. To safeguard the confidence of **Beforepay Group**'s key stakeholders in **Beforepay Group**'s integrity, it is paramount that Personnel do not allow personal interests or the interests of family or friends or any other interests to conflict with the interests of **Beforepay Group**.

All Personnel must:

a) avoid participating in decisions and activities which may conflict, or be perceived to conflict, with their duties and responsibilities to **Beforepay Group**;

b) not enter into any arrangement or participate in any activity that would conflict with **Beforepay Group**'s best interests or would be likely to negatively affect the **Beforepay Group**'s reputation;

c) not be involved in any other company, business or organisation as director, agent, employee or consultant, whether paid or unpaid, if there is a possibility that the Personnel's interests could conflict, or be perceived to conflict, with those of **Beforepay Group** unless approval has been provided from a direct manager or, for directors, from the Chair of the Board.

Any Personnel involved in a conflict or possible conflict or who becomes aware of a conflict, must report this immediately to a direct manager or, for directors, to their board as soon as possible.

In addition to avoiding conflicts of interests, all Personnel are expected at all times to act honestly, with high standards of personal integrity, as well as ethically and responsibly. Reports can be made to the Company Secretary.

2.5 Intellectual Property, opportunities, benefits and ownership of work

Personnel must not use **Beforepay Group** or customer property (including intellectual property), information, their position or opportunities which arise from these to improperly gain a benefit for themselves or for another party or to cause detriment to **Beforepay Group** or its customers.

All Personnel have an obligation to avoid all financial, business and other arrangements which may be opposed to the interests of Beforepay Group, or which may place them in a competitive position with Beforepay Group. The product of any work performed while employed by Beforepay Group, or on behalf of **Beforepay Group**, or using **Beforepay Group** property (including all intellectual property rights created in connection with that work) belongs to **Beforepay Group**. This includes all data, software, algorithms, models and content created using artificial intelligence tools of platforms provided by or on behalf of **Beforepay Group**. Personnel must not use unauthorised AI tools or external platforms to process confidential data.

A company's intellectual property is among its most valuable assets. Unauthorised and inappropriate use can lead to a serious loss of value for the organisation and may expose Personnel to criminal and civil fines and penalties.

2.6 Anti-bribery

A number of countries, including Australia, have strict laws against bribery and corruption. The anti-bribery laws of some countries including Australia, the United States and the United Kingdom can apply to things done in other countries. Anti-bribery laws can impose serious criminal and civil penalties. Significant reputational damage may also be incurred if an organisation is involved in bribery or corruption.

Beforepay Group must comply with and uphold all laws against bribery, corruption and related conduct applying to **Beforepay Group** in all the jurisdictions where **Beforepay Group** operates. Personnel should comply with the Anti-Bribery and Anti-Corruption Policy which is available in the Corporate Governance section of **Beforepay Group**'s website.

2.7 Dealings with government officials

All dealings with politicians and government officials which relate to **Beforepay Group** and its business activities must be conducted at arm's length and with the utmost professionalism, to avoid any perception of attempts to gain advantage or to improperly influence the outcome of an official decision.

Personnel must not make any donation or other financial contribution to any political party or candidate for an election or sponsor any organisations (other than in a purely personal capacity) without seeking and obtaining prior approval from the secretary of the Company or its relevant subsidiary. Personnel should comply with the Anti-Bribery and Anti-Corruption Policy which is available in the Corporate Governance section of **Beforepay Group**'s website.

2.8 Confidentiality

In the course of **Beforepay Group**'s business, Personnel may have access to business or personal information about the affairs of **Beforepay Group**, its clients, customers, employees, suppliers and our business partners (**Confidential Information)**. It may include business strategies, marketing and sales plans, competitive analysis, financial plans and forecasts, customer or employee information, supplier information and pricing.

All Personnel are required to protect the privacy and confidentiality of **Beforepay Group**, its customers and other parties. All Personnel are required to ensure that they:

a) Do not copy, reproduce, use or disclose (either directly or indirectly) **Beforepay Group**'s Confidential Information other than in the course of performing their duties;

b) Acknowledge their obligation not to copy, reproduce, use or disclose **Beforepay Group**'s Confidential Information following the termination of their employment;

c) Personnel must not access or request or make improper use of or transfer or disclose Confidential Information to anyone else, except as required by the responsibilities of that person's role in good faith and with the requisite authorisation;

d) Only use this Confidential Information for the purpose of fulfilling their duties in providing **Beforepay Group** services;

e) Will not seek any commercial gain from the use of any Confidential Information; and

f) Immediately report to the Chief Executive Officer or Chief Financial Officer any actual or suspended unauthorised access to or disclose of, Confidential Information, including any suspected data breach or cybersecurity incident.

Any Confidential Information that comes into any Personnel's possession by mistake or inadvertently should be returned immediately. If required by an authority to provide Confidential Information which has not been otherwise authorised, the relevant company secretary must be notified immediately.

2.9 Use of Beforepay Group's Equipment and Facilities

Beforepay Group will provide Personnel with the tools and equipment needed to do their jobs effectively, but it relies on the Personnel to be responsible and not wasteful with resources.

Financial integrity and fiscal responsibility are core aspects of corporate professionalism. All Personnel has a role in ensuring that funds are appropriately spent, financial records are complete and accurate and the relevant policies and guidelines are adhered to, especially with regard to compliance with industry certifications.

2.10 Innovation & Development

Beforepay Group operates in a competitive industry subject to continual technological and commercial change. To be world-class in providing innovative economic access **Beforepay Group** needs to be at the leading edge of technological and product innovation.

Beforepay Group's tools, technologies, processes and requirements are likely to change over time and Personnel's skills may require updating or development on a regular basis. In order to maintain the highest level of professional, service and ethical standards **Beforepay Group** will aim to support you with all the necessary training and assistance you require. For details on opportunities regarding training, study and development, contact the People team.

2.11 Privacy

Personnel must respect and safeguard the privacy of personal information held by **Beforepay Group** regarding its clients, customers, suppliers, employees and others.

Personnel with access to this information must ensure that it is collected, kept, disclosed, handled and used in a manner that complies with the *Privacy Act 1988* (Cth), Australian Privacy Principles, any other privacy and data protection laws that may apply and any privacy policy adopted and notified by **Beforepay Group** from time to time.

2.12 Bullying, harassment and vilification

Beforepay Group prohibits harassment, bullying or vilification in any form including verbal, physical or visual. Any such conduct will be dealt with in accordance with **Beforepay Group** Bullying, Harassment & Discrimination Policy.

2.13 Equal Opportunity Employment and discrimination

Beforepay Group is committed to being an equal opportunity employer and reports on its gender equality practices.

Employment is based solely upon individual merit and qualifications directly relating to professional competence. **Beforepay Group** strictly prohibits unlawful discrimination of any kind, including discrimination on the basis of race, colour, religion, veteran status, national origin, ancestry, pregnancy status, sex, gender identity or expression, age, marital status, mental or physical disability, medical condition, sexual orientation or any other characteristics protected by law.

2.14 Social and environmental

Beforepay Group is committed to minimising environmental or social risks and has an operating model which is predominantly remote delivery. Any operating facilities observe responsible practices in terms of conserving electricity, water and by recycling paper goods and toners where applicable.

2.15 Health and safety

Beforepay Group is committed to ensuring the health and safety of its employees, consultants, contractors and visitors to its workplace and any other persons who **Beforepay Group** works with, as required by law.

Personnel must comply with the laws and regulations that apply to **Beforepay Group** and its operations. **Beforepay Group** officers have additional due diligence health and safety obligations which they must comply with.

The use of alcohol and drugs may impair performance at work, have an adverse impact on productivity and can pose a risk to health and safety. To assist with ensuring the safety of our workplace, the consumption of alcohol, and the use of any prescription drugs which may impair a person's ability to perform their work, or which pose a risk to their or others' health and safety, must be strictly in accordance with **Beforepay Group** policy.

If a manager has reasonable suspicion to believe that a Personnel's use of drugs and/or alcohol may adversely affect the Personnel's job performance or the safety of the Personnel or others in the workplace, the manager may request an alcohol and/or drug screening. A reasonable suspicion may be based on objective symptoms such as the Personnel's appearance, behaviour or speech.

Personnel must not knowingly participate in any illegal or unethical activity. **Beforepay Group** will not tolerate the use of illegal drugs or improperly used prescription medicine, or alcohol (except for moderate consumption at social events) on **Beforepay Group** premises or when performing work for **Beforepay Group**, travelling on behalf of **Beforepay Group**, attending work related functions or activities or conducting business on **Beforepay Group**'s behalf. The possession, use, sale or offering or distribution of illegal drugs or other controlled substances on **Beforepay Group** premises or while performing work for **Beforepay Group**, conducting **Beforepay Group** business, travelling on behalf of **Beforepay Group** or at work related functions or activities is forbidden. All personnel must abide with **Beforepay Group**'s workplace health and safety policy.

Beforepay Group recognises that mental health is as important as physical health. Beforepay Group is committed to providing a psychologically safe work environment and will take reasonable steps to support Personnel experiencing mental health challenges.

2.16 Protection of and use of Beforepay Group's assets and property

Personnel must protect **Beforepay Group**'s assets and property (including intellectual property) and ensure that the **Beforepay Group**'s assets and property are used only for the benefit of the **Beforepay Group**'s business.
Personnel must report any suspected or actual theft or fraud to their manager or the company Secretary or any other contact nominated by **Beforepay Group**.

Personnel must not use **Beforepay Group**'s assets or property for personal purposes except in accordance with any **Beforepay Group** policy or approved arrangement. Personnel must return **Beforepay Group** assets and property immediately upon request by **Beforepay Group**.

All expenses must be documented and reported in a timely manner.

2.17 Compliance with laws

Beforepay Group is committed to complying with the laws and regulations of the countries in which it operates.

Personnel must:

a) comply with all laws and regulations relating to **Beforepay Group**, including document retention requirements;

b) comply with the technical and ethical requirements of any relevant regulatory or professional body;

c) not breach, or omit to do something in breach of, any law or regulation or requirement.

d) All actual or potential breaches of the above must be reported immediately to the company secretary or a direct manager.

Personnel are expected to participate in relevant compliance training programs offered by Beforepay Group**.**

2.18 Responsibility to shareholders and the community

Beforepay Group is committed to providing value to its shareholders and recognising the legitimate interests of other stakeholders. **Beforepay Group** has policies regarding the timely provision of information to its shareholders and other stakeholders including posting information to its website. It has processes to ensure that the accounts and financial information it provides represent a true and fair view of the financial performance and position of **Beforepay Group**. Personnel must fully cooperate with, not make any false or misleading statement to or conceal any relevant information from, **Beforepay Group**'s auditors. All personnel should deal with customers and suppliers fairly.

2.19 Insider trading

Insider trading is a serious offence prohibited by law. Personnel must at all times avoid trading the **Beforepay Group**'s securities (or any other securities) while in possession of inside information.

All Personnel must review and comply with the Company's Securities Trading Policy, which provides further guidance on the insider trading prohibition.

2.20 Whistleblower protection

All Personnel are encouraged to report any actual or suspected unethical behaviour, including excess waste or breaches of **Beforepay Group**'s codes and policies, to a manager or the Company Secretary or any other contact nominated by **Beforepay Group**. Matters raised will be investigated. **Beforepay Group** is committed to ensuring that Personnel can raise concerns in good faith without being disadvantaged in any way to the extent that the law permits.

All Personnel must review the Company's Whistleblower Policy, which provides further guidance on whistleblower protection.

3 General

This code is an essential policy of **Beforepay Group** and all Personnel must comply with this code. Breaches may result in disciplinary action including suspension or termination of employment, or even legal action. Breaches of this code will be reported in accordance with Beforepay Group policies and procedures. Personnel should speak to the Chief Financial Officer if they are unsure about the process for reporting breaches.

Beforepay Group will promote this code across the organisation and provide training on the topics it covers, and it is expected that all Directors and senior executives will speak and act consistently with the code to set the "tone at the top". A copy or summary of this code will be available on **Beforepay Group**'s website. It will be distributed to all directors, employees and other persons as relevant. Key features will be published in the annual report or a link to the code or a summary on **Beforepay Group**'s website.

The Board will review this code from time to time to check that it is operating effectively and consider whether changes are required. This code may be amended by resolution of the Board.

If a person requires further information or clarification on this code, please contact in the first instance to your manager or the People team, or the Company Secretary.

Policy Information

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Approval Body: Board of Directors

Policy Maintained by: Company Secretary

Policy Contact: Company Secretary

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