



FDC Code of Conduct and Ethics

FDC Group Holdings Pty Limited
ABN 68 615 183 358

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Introduction

At FDC, we strive to create an environment where our employees can thrive and innovate. It is at the forefront of our mantra – “the more we contribute to your success, the more we contribute to our own”.

Your actions affect your colleagues, our clients, our customers, our sub-contractors, consultants and the wider community. Your actions directly impact who we are, how we work and how we are perceived. Your actions are central to our culture and our brand.

This Code outlines what we expect of you, it describes the standards of behaviour to be followed in everything you do. The Code is based on our Purpose and Core Values which are explained clearly in this Code.

The behaviours outlined in this Code are not optional. FDC is committed to the highest standards of ethics, respect and integrity and expect our people to share the same values and collective purpose.

I fully support and endorse the FDC Code of Conduct and Ethics.



Bentley Cottle
Managing Director

1. What is the Code of Conduct and Ethics?

FDC is committed to complying with applicable laws and regulations and conducting our business with the highest standards of ethics and integrity.

This Code sets out the standards of behaviour that are required of our people - what you do and the way you do it. It is not an exhaustive list of policies and procedures - you are required to understand and comply with additional policies and procedures not detailed in this Code. More information about these documents can be found in the Staff Information Handbook.

This Code is designed to help you make the right choices and is consistent with the values and principles contained in [The Ten Principles of the UN Global Compact](#).

2. Why do we need a Code of Conduct and Ethics?

To describe the behaviours expected of our people and how they relate to FDC’s Purpose and Core Values.

3. Who does the Code of Conduct and Ethics apply to?

This Code applies to FDC's employees, irrespective of role or title, full-time or part-time, directly employed or contracted. It is also applicable to contractors, suppliers, consultants and all other people who represent FDC or undertake work on behalf of FDC.

4. How to comply with the Code of Conduct and Ethics?

4.1. Our Purpose

"We design, build and create spaces, leaving them better than when we found them and create lasting value for the people that experience them. We support the communities in which we build, through fund raising initiatives and special projects.

Our culture is what sets us apart, we value people and relationships above all else, from our team to our clients to our subcontractors, FDC is a family that stands together. We are invested in the success of our people and provide an environment for them to thrive.

We bring expertise and a personal touch to every one of our projects and always strive for excellence. We are defined not only by what we deliver, but how we deliver".

FDC has a long-standing mantra, that states "the more we contribute to your success, the more we contribute to our own".

This translates into working effectively to help our clients and customers achieve their goals and by default, allowing our people to achieve theirs. The way you behave, is integral to achieving our purpose.

4.2. Our Core Values - Who We Are

We're Personal

We are only as good as our client, subbie and team relationships, the tenure of our staff and the wellbeing of our families and community.

We're Defined by the Client Experience

We measure our success by our client's metrics, not our own. When they see excellence, so do we.

We're Humble, but Hungry

Despite our success, we don't focus on how far we have come but how well we can do today.

We Are All In

Our shareholders are our employees. We share a collective reputation. We have no external investment. We are driven by the collective desire for our team to succeed.

We're Young at Heart

In personality, not experience. Our sense of youth speaks to our feeling of empowerment, endless possibilities and not taking ourselves too seriously.

4.3. Our Expectations of Our People – What do Our Policies Require of You

4.3.1. Compliance with the law and our policies and procedures.

FDC's operations must be conducted in compliance with applicable laws and regulations in the jurisdictions in which the operations and activities are being undertaken.

All FDC employees must make themselves familiar with and act in accordance with the requirements of the FDC policies and procedures relevant to their positions.

4.3.2. Fraud, corruption and bribery.

Fraud is any dishonest activity that causes actual or potential financial loss to any person or entity.

Corrupt behaviour refers to conduct that lacks virtue or integrity, including usage or attempts to use one's position for personal advantage.

Bribery includes the offering, promising, giving, accepting or soliciting of any fee, gift, reward or other advantage as an inducement to do something in connection with FDC's business that is illegal, unethical or a breach of trust. It includes the giving or receiving (either indirectly or directly) of anything of value that seeks to influence a person's actions or decisions, or to gain or retain a business advantage.

Failing to appropriately manage fraudulent and corrupt behaviour, including bribery, can affect FDC's and our clients' assets and reputation. You have two key obligations:

- you must not engage in bribery or any other corrupt or fraudulent behaviour: and
- if you witness any of our people engaging in any behaviour that is unlawful, improper, unethical or criminal in nature it must be reported*.

* Please refer to the reporting process outlined in S 2 of the [FDC Whistleblower Policy](#).

4.3.3. Protect company and client assets.

Our people are responsible for taking all prudent steps to ensure the protection of FDC's assets and resources and, as a trusted provider of building services and solutions, to protect the assets of customers and building owners for whom we have responsibility.

In particular, you must:

- ensure that FDC's assets and resources are used only for the purposes of performing FDC's business, and in accordance with appropriate authorisations;
- ensure that where we have control over our clients' assets and resources, these are used only in accordance with appropriate authorisations; and
- take care to minimise the possibility of theft or misappropriation of FDC's and our clients' assets and resources by any person.

4.3.4. Actual, perceived or potential conflicts of interest.

It is important that our people are alert to potential conflicts of interest. You:

- must not use your position, or opportunities arising from your position, nor take advantage of any property or information of FDC or our clients, for personal gain (directly or indirectly) or to cause detriment to FDC or our clients;
- must not enter into any arrangement or participate in any activity that would actually or potentially conflict with FDC's best interests or that would be likely to negatively affect FDC's reputation;

- must not engage directly or indirectly in any outside business activity involving commercial contracts with, or work for the benefit of, third parties with whom FDC has entered into a commercial contract, without the prior written consent of your manager and a Director;
- are required to disclose to your manager and/or a Director, close personal relationships with other employees where there are direct reporting lines, or where there are real or possible conflicts between roles and responsibilities; and
- must communicate openly with your manager and a Director if a potential conflict of interest arises or if you have any doubts.

4.3.5. Exercise caution about accepting and offering gifts, private or personal works or hospitality.

Gifts, personal works or services, hospitality or similar types of gratuities, should only be accepted or offered by our people in circumstances that do not create a real or perceived obligation for FDC or our people. The acceptance or offering of such gratuities must not inappropriately influence, or attempt to influence, an existing or future business relationship with FDC, the provider, recipient or the organisation they represent.

You are required to notify or seek approval from your manager before accepting or offering gifts, private or personal works or services or hospitality above a total cumulative monetary value of \$150.

If there is any doubt about the appropriateness of accepting any gift, private or personal works or services or hospitality from a current or prospective future client, contractor or supplier, you should politely decline the gift or works – doing so will only enhance FDC’s reputation as an organisation of high ethical standing.

If you have any questions in relation to gifts, private or personal gifts or services and hospitality, you should contact a Director or your manager.

4.3.6. Respect and encourage diversity and inclusion.

Consistent with FDC’s Purpose and Core Values, we must always maintain respectful relationships and treat others with the same respect with which we would expect to be treated. This includes our people, clients, contractors and all stakeholders. We insist staff are respectful of one another at all times.

Diversity in all its forms, is integral to our business and culture. FDC does not tolerate any forms of discrimination, harassment, bullying, or any other unlawful or anti-social behaviour. We will act promptly on any complaints. FDC is committed to providing an inclusive and diverse workplace and recognises the cultural, social and commercial benefits from doing so.

Details of our expectations towards diversity and respect are set out in our Staff Information Handbook, our [Equal Employment Opportunity Policy](#) and other FDC [policies](#) that determine our employment and staff practices.

FDC is a committed member of the Reconciliation Action Plan (RAP) and Supply Nation programs and the role they play in making Australia a more just, reconciled and equitable country for our First Nations people. A copy of FDC’s [Reflect Reconciliation Action Plan](#) is located on our website.

4.3.7. Above entitlement payments/services, right to freedom of association.

FDC or any of its people are prohibited from exerting undue pressure on its contractors to make payments or benefits above the amount or value of a payment, or benefit, required to be paid under an industrial instrument, law, award or enterprise agreement i.e.: an above-entitlement payment.

FDC or any of its people are prohibited from exerting any undue pressure on its contractors to support the products, goods, services (or other arrangements) provided by any particular service providers e.g.: life insurance, income protection, superannuation products or training services provided by any unions or industrial organisations.

FDC complies with freedom of association laws, allowing our people and contractors the right to choose whether to join, not join, leave, or be represented by a union, employer association or other building associations. FDC or its employees shall not attempt to exert any undue influence or pressure over these decisions.

4.3.8. Privacy, mental health, domestic and family violence.

FDC is committed to providing support and the required privacy for its employees who may be suffering from, or experiencing mental health, domestic, or family violence issues. FDC will provide employees the flexibility and access to professional support services required to assist in overcoming these issues.

Employees in need of such services should refer to the support mechanisms offered in the [FDC Employee Assistance Program](#), the [FDC Whistleblower Policy](#), or other industry and community support services, such as [Mates in Construction](#) or [Lifeline Australia](#).

4.3.9. Non-Disclosure and client confidentiality.

FDC employees must abide by the requirements of any non-disclosure agreements that they may be subject to.

Sensitive and confidential client, corporate or personal information must be treated with respect and must not be disclosed without the authority of the relevant client, person or your FDC manager.

4.3.10. Safety, ethics, human rights, sustainability.

FDC is committed to providing a safe, healthy, sustainable and ethical workplace for its employees and contractors. Employees, contractors and suppliers are expected to work in accordance with the various policies, plans, procedures, standards, contracts, and other guidelines contained within the integrated management system located in [FDC Vault](#).

As part of this commitment, FDC expects that all decisions made by its employees will take into consideration the safest, most sustainable and most ethical solutions available to achieve our purpose.

Such considerations should include, but are not limited to:

- the safety, compliance and environmental performance of our suppliers;
- the most efficient use of resources for our projects (including energy and water);
- an ability where possible to monitor and account for the use of those resources;
- the ability to recycle existing and end of use materials;
- the ethical and human rights risks that may exist within a particular products' manufacture;
- the ethical and human rights risks that may exist within the labour component of trade packages that we engage.

FDC is a mandatory reporting entity under the Modern Slavery Act 2018 (Commonwealth) and as such provide an annual [Modern Slavery Statement](#) to the Federal Government.

4.3.11. No unauthorised media contact, social media posts or political donations.

Communications with traditional media must be approved by the FDC Senior Marketing Manager, or an FDC Director prior to any engagement. No FDC employee is permitted to talk to the media without proper authority.

Any social media posts must be made in accordance with the guidelines stated in the [FDC Social Media Strategy and Activation Plan](#). Each FDC division has an appointed Social Media Ambassador (SMA) responsible for the content and access to designated social media platforms.

SMA's will be provided access to the required platforms and will be authorised by the FDC Group Marketing

Ambassador. No content should be posted that may compromise the safety, security, integrity or privacy of FDC or any of its people, clients or associates.

If in doubt, don't post!

No FDC employee is permitted to make donations to any political parties, lobby groups, industrial, trade, employment associations, etc on FDC's behalf, without the prior and proper authority of the Managing Director or Finance Director.

5. How will Code compliance be monitored?

5.1. Reporting/Monitoring/Protection

Certain kinds of unacceptable work-related behaviour can be very serious and can cause physical and mental harm to our people and great harm to the reputation, commercial interests and culture of FDC and our clients.

You must immediately report any circumstances which may involve a breach of this Code to your manager and/or a Director. FDC will maintain appropriate levels of confidentiality and ensure suitable protections for any of our people who make a report in relation to this Code. More information and details concerning our reporting reasons, mechanisms and protections, can be found in the [FDC Whistleblower Policy](#).

Examples of unacceptable work-related behaviour include, but are not limited to:

- activities which seek to defraud or intentionally mislead other people or FDC;
- using FDC equipment and facilities for a business outside of FDC;
- carrying out duties in an unsafe or inappropriate manner that causes risk or reduces the ability of others to carry out their duties; or
- unlawful or unethical behaviour, or behaviour that is in breach of this Code.

5.2. Consequences of non-compliance/breach of FDC policies or unlawful conduct.

Breaches of applicable laws, rules, regulations, accepted ethical standards, FDC Policies or other aspects of this Code may result in disciplinary action. In serious cases, this may include the termination of employment or engagement. You are encouraged to speak to your manager and/or a Director to resolve any concerns you may have relating to your ability to adhere to this Code.

Similar disciplinary action may be taken against any manager who directly approves of such action or has knowledge of the action and does not take appropriate remedial action. Furthermore, if a manager treats any of our people less favourably as a result of that person or anyone else reporting any circumstances which may involve a breach, appropriate action will be taken.

Breach of applicable laws or regulations may also result in prosecution by the appropriate authorities. FDC will not pay, directly or indirectly, any penalties imposed on any of our people as a result of a breach of law or regulation.