




**RISK TECHNOLOGIES**

Level 9, 115 Pitt Street  
Sydney NSW 2000  
AUSTRALIA  
T: +61 2 9236 9400  
[www.razor-risk.com](http://www.razor-risk.com)

## SUMMARY – CODE OF CONDUCT



Razor Risk Technologies has established a Code of Conduct that applies to Razor Risk Technologies Limited, its subsidiaries and associates (“the Company”) and to all Razor Risk Technologies representatives, including its directors, employees, temporary workers, independent contractors and consultants.

The Razor Risk Technologies Code of Conduct outlines the principles, policies and laws that govern the activities of the company, and to which our employees and others who work with, or represent us directly or indirectly, must adhere.

Razor Risk Technologies expects all of its representatives to act in accordance with the highest standards of personal and professional integrity in all aspects of their activities and to comply with all applicable laws, regulations and company policies. Individuals must never compromise that integrity, either for personal benefit or for the Company’s purported benefit.

In accepting a position with Razor Risk Technologies or any of its subsidiaries, each individual becomes accountable for compliance with the law, with this Code of Conduct and with the policies of the company and its respective business unit.

The purpose of the Code is to:

- Promote honest and ethical conduct, including fair dealing and the proactive evaluation and handling of actual and apparent conflicts of interest;
- Promote full, fair, accurate, timely and understandable disclosure in reports and documents that are filed with, or submitted to the ASX, ASIC, any other statutory authority, or any other stock market or exchange, and in other public communications;
- Ensure compliance with applicable laws and governmental rules and regulations;
- Ensure the protection of the Company’s business interests, including corporate opportunities, assets and confidential information; and
- Encourage reporting of illegal and unethical behaviour, and deter wrongdoing.

The Razor Risk Technologies Code of Conduct covers:

### **Honest and Ethical Conduct**

Each director, officer and employee owes a duty to the Company to act with integrity.

Integrity requires, among other things, being honest and ethical. This includes the ethical handling of actual or apparent conflicts of interest between personal and professional relationships.

## **Conflicts of Interest**

Directors, officers and employees must avoid conflicts of interest. Any activity that has even the appearance of a conflict of interest must be reviewed by a person's direct report, the CEO or the Board as appropriate, and when appropriate approved by the Board of Directors or the Audit and Risk Management Committee of the Board. A "conflict of interest" occurs when an individual's personal interest interferes with the interests of the Company, or when such interest could reasonably be viewed as interfering with the interests of the Company.

## **Related Party Business Dealings**

A representative must notify their supervisor of any business relationship or proposed business transaction Razor may have with any company in which they or a related party has a direct or indirect interest or from which they or a related party may derive a benefit, or where a related party member is employed, if such a relationship or transaction might give rise to the appearance of a conflict of interest.

## **Public Disclosure**

It is the Company's policy that the information in its public communications, including ASX and ASIC filings, be full, fair, accurate, timely and understandable. All directors, officers and employees who are involved in the Company's disclosure process are responsible for acting in furtherance of this policy. In particular, the Directors, the Chief Executive Officer, the Chief Financial Officer and the Company Secretary are required to maintain familiarity with the disclosure requirements applicable to the Company.

## **Media, Publishing and Public Appearances**

Razor Risk Technologies has issued guidelines to ensure that employees do not violate public disclosure requirements when communicating with investors, analysts or the press.

## **Compliance**

It is the Company's policy to comply with all applicable laws, rules and regulations. It is the personal responsibility of each director, officer and employee to adhere to the standards and restrictions imposed by those laws, rules and regulations in the performance of his or her duties for the Company.

## **Trading in Razor Risk Technologies Securities**

Employees wishing to buy or sell securities in Razor Risk Technologies are required to be aware that certain restrictions apply to employees trading in securities and that must comply with the Company's Security Dealings Policy for employees.

## **Insider Trading**

It is both illegal and against Company policy for any individual to profit from undisclosed information relating to the Company or any other company. Anyone who is aware of material non-public information relating to the Company that might affect the Company's share price, may not purchase or sell any of the Company's securities.

## **Corporate Opportunities**

Directors, officers and employees owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises. Directors, officers and employees are prohibited from taking (or directing a third party to take) a business opportunity that is discovered through the use of Company property, information or position, unless the Company has already been offered the opportunity and turned it down.

## **Proprietary and Confidential Information**

Whilst working for Razor Risk Technologies and continuing after a representative ceases their employment or association with the Company, a representative must protect the confidentiality of non-public information they obtain or create in connection with their activities for Razor Risk Technologies.

## **Privacy of Customer Information and Data Protection**

Our most important asset is our customers' trust. Keeping customer information secure and using it appropriately is therefore a top priority at Razor Risk Technologies.

## **Accuracy of Records and Reporting**

The records, data and information owned, collected, used and managed by Razor Risk Technologies must be accurate and complete. A representative is personally responsible for the integrity of the information, reports and records under their control. Records must be maintained in sufficient detail as to reflect accurately all of the Company's transactions.

## **Privacy of Employee Information**

Razor Risk Technologies recognizes and protects the privacy and confidentiality of employee medical and personnel records. Such records must not be shared or discussed outside Razor Risk Technologies, except as authorized by the employee or as required by law, rule, regulation or a subpoena or order issued by a court of competent jurisdiction or requested by a judicial, administrative or legislative body.

## **Fair Employment Practices and Diversity**

The Company believes that diversity in our staff is critical to our success as a global organization, and we seek to recruit, develop and retain the most talented people from a diverse candidate pool.

## **Discrimination and Harassment**

Razor Risk Technologies values a work environment where diversity is embraced, and where our employees' differences are valued and respected. We prohibit sexual or any other kind of discrimination, harassment or intimidation, whether committed by or against a supervisor, co-worker, customer, vendor or visitor.

## **Drug-Free Workplace**

To meet our responsibilities to employees, customers and investors, Razor Risk Technologies must maintain a healthy and productive work environment. Misusing controlled substances or selling, manufacturing, distributing, possessing, using or being under the influence of illegal drugs on the job is prohibited.

## **Safety in the Workplace**

The safety of people in the workplace is a primary concern of Razor Risk Technologies'. Each person complies with all applicable health and safety policies. We maintain compliance with all local and international laws, and internal guidelines have been developed to help maintain secure and healthy work surroundings.

## **Fair Dealing**

Razor Risk Technologies has a policy of conducting business in an ethical manner. While we vigorously compete in our marketplaces, the Company does not seek competitive advantages through illegal or unethical business practices.

## **Accepting Gifts and Entertainment**

In general, a representative may not accept gifts or the conveyance of anything of value (including entertainment) from current or prospective Razor Risk Technologies customers or suppliers. A

representative may never accept a gift under circumstances in which it could even appear to others that their business judgment has been compromised.

#### **Giving Gifts and Providing Entertainment**

A representative must not give a gift if the gift could be seen by others as engaging in bribery or a consideration for an official or business favour. Persons authorized to do so may offer appropriate entertainment to customers, subject to the Company's business expense reimbursement requirements.

#### **Dealing with Suppliers**

To make the best use of the Company's assets and to leverage our buying power with the goal of delivering value to our customers and shareholders, Razor Risk Technologies purchases all goods and services on the basis of price, quality, availability, terms and service.

#### **Political Activities and Contributions**

A representative has the right to voluntarily participate in the political process. No one in the Company may require a representative to contribute to, support or oppose any political group or candidate. If a representative chooses to participate in the political process, they must do so as an individual, not as a Razor Risk Technologies representative.

#### **Protection and Proper Use of Company Assets**

Representatives are responsible for safeguarding the tangible and intangible assets of Razor Risk Technologies and its customers, suppliers and distributors that are under their control. The Company assets may be used only for proper company purposes. Misappropriation of the Company's assets is a breach of duty to Razor Risk Technologies and may constitute an act of fraud against the Company.

#### **Raising Ethical Issues**

Maintaining ethical standards, including appropriate accounting and internal accounting controls, is the responsibility of every member of the Razor Risk Technologies family. Early identification and resolution of ethical issues that may arise are critical to maintaining our commitment to honest and ethical conduct.