



# Code of Conduct

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June 2014

# Message from the CEO



*“It is vital that each of us understands our obligations under the Code.”*

The Code of Conduct is an important document for all CS Energy employees and contractors. It clearly defines expectations for our behaviour and conduct.

The Code is the minimum set of standards required of each of us, as a condition of being employed by CS Energy. Although you will find that most of the Code is common sense, it is vital that each of us understands our obligations under the Code.

The Code covers seven key areas, from safety to respecting others to conflicts of interest. It has been designed to provide simplicity and clarity, so that we all know what is expected of us.

I trust that you will all familiarise yourselves with the Code, and ensure that you abide by its obligations. If any aspect of the Code is unclear, please approach your supervisor for assistance.

A stylized, handwritten signature in white ink, consisting of several fluid, overlapping strokes that form the name 'Martin Moore'.

**Martin Moore**  
CEO

# Our responsibilities

## The Code of Conduct applies to:

- CS Energy's Board of Directors;
- CS Energy's management and employees;
- Contractors and consultants or anyone on a CS Energy site.

How we conduct our business is reflected in our people and their relationships with our stakeholders – CS Energy's shareholders, customers, suppliers, contractors, consultants, business partners and the communities in which we operate.

CS Energy is committed to the standards and principles outlined in this Code of Conduct.

Being a part of CS Energy means demonstrating your commitment and adherence to this Code, and recognising that you are accountable for your actions.

It is everyone's responsibility to read and understand the Code of Conduct and the related policies, standards and procedures. CS Energy's Governance, Risk and Compliance Framework and our policies, standards and procedures can be found on our intranet under the Policies and procedures section. They can also be found on the CS Energy website: [www.csenergy.com.au](http://www.csenergy.com.au)

**It is also everyone's responsibility to report suspected breaches of the Code of Conduct and challenge conduct and thinking that is not consistent with this Code (refer to page 20).**

**Breaches of the Code of Conduct will result in disciplinary action, up to and including dismissal.**

## A note for leaders and supervisors

Leaders and supervisors have a responsibility to model and promote this Code, as leadership behaviour sets the tone for the conduct of all employees.

Leaders and supervisors have the ability to influence others by fostering an ethical environment and demonstrating this awareness as they perform their duties and make decisions. It is important that leaders and supervisors lead by example.

Leaders and supervisors have a responsibility to ensure that CS Energy employees are aware of the Code of Conduct, as well as the policies, standards and procedures that apply to their roles. They also have a responsibility for ensuring that appropriate development and training is provided to allow employees to perform their duties.

# Our Code of Conduct

## At CS Energy:

### Safety is our first priority

- We strive toward *ZEROHARM*.
- We take responsibility for our own safety and the safety of others.
- We obey the Life Savers Rules.
- We attend work 'fit for duty'.

### We conduct ourselves lawfully and responsibly

- We uphold our legal, regulatory and contractual obligations.
- We use our systems, equipment, property and tools appropriately.
- We manage the impact of our operations on the environment.

### We behave professionally

- We act consistently with this Code in all of our interactions, at work and during work-related activities.
- We only make public comment if we are authorised to do so.

### We respect others

- We treat individuals with dignity, fairness, equity and without discrimination.
- We support the principles of Equal Employment Opportunity.

## We do not tolerate fraud

- We do not seek to obtain a benefit through dishonesty.
- We are committed to the prevention and detection of fraudulent activities.
- We all have a responsibility to prevent and report fraud.

## We protect our information

- We protect all personal, confidential and commercially sensitive information. We do not share this information unless we are authorised or required by law.
- We record our business activities and preserve intellectual property.

## We declare and manage conflicts of interest

- We declare actual, potential or perceived conflicts of interest and responsibly manage any conflicts that arise.
- We only accept gifts, benefits or entertainment where appropriate and report any inappropriate behaviour.

### How do I report a breach of the Code of Conduct?

You can report a suspected breach of our Code of Conduct by:

- Having a conversation with a member of the Legal team;
- Completing the Whistleblower Form on the intranet; or
- Phoning our Whistleblower Hotline: 1800 339 195.

# Safety is our first priority

- We strive toward **ZEROHARM**.
- We take responsibility for our own safety and the safety of others.
- We obey the Life Savers Rules.
- We attend work 'fit for duty'.

## CS Energy's Life Savers

At CS Energy, we have a set of non-negotiable safety rules that apply to everyone working at our sites. These are our Life Savers:

1. No person shall direct anyone to break a Life Savers rule.
2. Only operate equipment for which you are trained, competent and authorised.
3. Only commence work after all appropriate permits to work (PTW) are in place.
4. All necessary isolations must be in place and verified as effective in accordance with your role, before work can commence.
5. Do not remove, bypass or modify a safety protection device without appropriate authorisation.
6. Do not work at heights without appropriate fall protection systems in place for people and objects.

# What do I do to comply?

- Strive for *ZEROHARM* by taking responsibility for your own safety and the safety of others.
- Act promptly and effectively to address any safety issue to reinforce the message that *safety is our first priority*.
- Safely intervene if a colleague is not working safely or is in danger.
- Plan and perform your work to control any hazard that could result in an injury or occupational illness.
- Wear the required personal protective equipment (or PPE).
- Only use or accept equipment or products on to site if they meet our health and safety standards and requirements.
- Report all injuries, incidents and, where required, actively participate in workplace rehabilitation.
- Obey the Life Savers Rules and CS Energy's safety systems and procedures.
- Attend site 'fit for duty', free from the effects of drugs, alcohol or fatigue and able to perform your duties without imposing health and safety risks.
- Advise your supervisor of any 'fit for duty' concerns, including any health issues.
- Follow safety directions given by your supervisor or an authorised person.

## Alcohol and other drug testing

In order to maintain a safe workplace, anyone on a CS Energy site may be tested for alcohol and other drugs at any time. If you return a positive result (or refuse the test), you will be deemed 'unfit for duty' and managed in accordance with established procedures. Privacy and confidentiality will be maintained in managing any positive result.

# We conduct ourselves lawfully and responsibly

- We uphold our legal, regulatory and contractual obligations.
- We use our systems, equipment, property and tools appropriately.
- We manage the impact of our operations on the environment.

## Managing the environment

Responsible environmental management is essential to CS Energy's licence to operate.

Our power station sites and our Brisbane Office operate within an Environmental Management System (EMS) that is certified to the international standard ISO 14001.

# What do I do to comply?

- Uphold relevant laws and regulations.
- Comply with this Code of Conduct, policies, standards and procedures at all times. Keep up to date with any changes.
- Make sure employees, contractors and visitors under your supervision comply with the law and this Code.
- Meet all contractual obligations and work with our contractors and suppliers to ensure they are meeting their obligations.
- Comply with safe, lawful and reasonable management direction.
- Make sure your use of CS Energy's systems, tools and equipment complies with the relevant policies and procedures.
- Conduct business activities ethically, without favouritism or prejudice.
- Do not engage in practices that are anti-competitive or breach consumer laws.
- Identify and select suppliers impartially, with a focus on achieving the best value for money.
- Do not spend money or make commitments unless you are authorised.
- Comply with the Environmental Management System.
- Immediately report environmental incidents and hazards.

## Appropriate use of electronic communication

Do not access, create, copy, download, introduce, transmit, display or store any material on CS Energy's systems or premises that breaches this Code.

For example:

- Material that is inappropriate or offensive (for example, 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 (for example, introduction of viruses).

Take appropriate action should you receive inappropriate material or should you observe such material in the workplace.

# We behave professionally

- We act consistently with this Code in all of our interactions, at work and during work-related activities.
- We only make public comment if we are authorised to do so.

## What is classed as a work-related activity?

A work-related activity is one that is connected to your work and can include:

- Activities paid for by CS Energy (on or off our premises).
- Activities that you attend as a representative of CS Energy.
- Activities outside of normal working hours (for example, a speaking engagement).
- Staying in accommodation paid for by the company.

# What do I do to comply?

- Behave professionally whenever you are representing CS Energy – when you are wearing your work uniform, or when you are at a work-related activity, even if it is outside of normal working hours.
- Do not make any comments to the media unless you are specifically authorised to do so.
- Do not use your personal or professional social media accounts to comment on CS Energy or its projects or activities.
- Use judgement when preparing speeches or presentations for external events and keep in mind any potential impact their content may have on CS Energy's reputation.

## Dealing with the media

Refer all media requests or enquiries to CS Energy's Corporate Communications team via the Media Line on 07 3854 7399.

# We respect others

- We treat individuals with dignity, fairness, equity and without discrimination.
- We support the principles of Equal Employment Opportunity.

## **Bullying and harassment is not tolerated at CS Energy**

Workplace bullying occurs when there is repetitive, unwelcome and unsolicited behaviour that makes a person feel intimidated, humiliated and/or threatened.

Harassment does not need to be repetitive. For example, one incident of a sexual nature constitutes sexual harassment.

# What do I do to comply?

- Create and maintain positive work relationships.
- Treat others fairly and courteously, with the highest respect for the dignity of every person.
- Ensure your behaviours and interactions are free from violence, abusive language, workplace and sexual harassment, bullying and discrimination.
- Consider and respect religious, cultural and physical difference and the diverse capabilities and contributions that each employee brings to the workplace.
- Make reasonable adjustments to accommodate disabilities or personal situations.
- Promptly and respectfully challenge others when they engage in conduct that breaches this Code.
- Ensure impartiality and objectivity in recruitment and selection activities.

## Report inappropriate workplace behaviour

If you are concerned about conduct that you suspect breaches our standards for appropriate workplace behaviour, you are encouraged to speak with your manager or a member of CS Energy's Workplace Contact Officer Network.

Managers and supervisors are expected to take prompt action to rectify any situations where workplace behaviour is not appropriate. Report breaches that may be deemed to be misconduct to a member of the CS Energy Legal team.

# We do not tolerate fraud

- We do not seek to obtain a benefit through dishonesty.
- We are committed to the prevention and detection of fraudulent activities.
- We all have a responsibility to prevent and report fraud.

# What do I do to comply?

- Be honest when you provide information to CS Energy or on behalf of CS Energy.
- Tell the whole truth – don't leave out key facts or fail to correct information that's not right.
- Obtain permission before removing tools or CS Energy property from site.
- Complete timesheets accurately.
- Ensure company credit cards are used only for appropriate business expenses.
- Only claim reimbursement for permitted expenses and provide the required evidence.
- Report any suspicion of fraud immediately.

## What is fraud?

Examples of fraud include:

- Theft of money or property;
- Falsifying accounting records including financial statements;
- Falsifying and claiming a benefit when not entitled (for example, timesheets, overtime, expenses, leave, workers' compensation);
- Bribery and corruption (for example, offering something to someone, including a public official, to gain an illicit advantage or an abuse of a position of trust in order to gain an undue advantage).
- Disclosing or using confidential/business information for personal benefit (for example, employee details, insider trading);
- Accepting gifts, benefits or entertainment (including bribes or kickbacks) in return for benefits to suppliers or anyone else;
- Authorising payments/contracts without proper authority/operating outside trading limits;
- Falsifying qualifications or resume details; and
- Unauthorised use of a credit card.

# We protect our information

- We protect all personal, confidential and commercially sensitive information, we do not share this information unless we are authorised, or it is required by law.
- We record our business activities and protect our intellectual property.

## Definitions

Confidential information includes personal information (see below), commercially sensitive and business information, or any other information designated confidential by CS Energy or CS Energy's business partners and information that is protected by law.

Personal information means any information or opinion (regardless of its source, and whether it is in the public domain) about an individual whose identity is apparent, or can be reasonably ascertained, from the information or opinion.

# What do I do to comply?

- Do not share any personal, confidential or commercially sensitive information unless you are authorised.
- Only collect and use personal information for legitimate business purposes and protect the privacy of any personal information collected.
- Preserve and protect CS Energy's intellectual property and associated rights.
- Ensure that all contractors, consultants or third parties have signed confidentiality agreements prior to disclosing sensitive information.
- Create and manage accurate and reliable business records in accordance with CS Energy's standards.
- Make sure that all business records (including emails and official physical files) are captured and managed in CS Energy's document and records management system.
- Ensure that any records prepared for or on behalf of CS Energy are accurate and accessible to authorised persons.
- Retain records for as long as they are required for legal, financial, audit, historical or reference purposes.

## Managing our business records

CS Energy creates and manages accurate and reliable business records in accordance with the *Public Records Act 2002*.

Business records provide evidence of business activity, actions, advice, decisions, approvals and communications.

# We declare and manage conflicts of interest

- We declare actual, potential or perceived conflicts of interest and responsibly manage any conflicts that arise.
- We only accept gifts, benefits or entertainment where appropriate and report any inappropriate behaviour.

## What is a conflict of interest?

A conflict of interest occurs when an employee's duties include making decisions on matters in which there is a conflict between CS Energy's interests and the employee's own personal interests.

Conflicts of interest can be actual, potential or perceived. A perceived conflict of interest occurs when other people may reasonably conclude that a conflict of interest exists.

## Want to check?

If you are uncertain about your circumstances or the requirements of the Code with respect to conflict of interest, seek guidance from your manager or supervisor or the Legal team before you act.

# What do I do to comply?

- Declare any actual, potential or perceived conflicts of interest in accordance with CS Energy's standards.
- Manage any declared conflicts as required by CS Energy.
- Do not (directly or indirectly) seek, offer or accept any bribe, inducement or unofficial commission.
- Do not accept cash, cash equivalents or securities.
- Do not accept gifts which place or appear to place you under any obligation, gifts which are of excessive value or gifts which would (for any other reason) be unethical or inappropriate to accept. Accepting gifts offered as payment for anything a person would do as an employee or director is also prohibited.
- Declare any gift, entertainment or benefit (direct or indirect) offered or received in accordance with CS Energy's procedures.
- Do not use confidential information to secure personal gain, including through dealing in shares, securities or commodities.
- Any suspected bribe must immediately be reported to a member of the Legal team. Any other unacceptable behaviour must be reported to your supervisor or team leader.

## Insider Trading

It is essential that CS Energy complies with the rules and regulations which govern the trade of electricity.

CS Energy must not trade in energy derivatives when it has 'inside information' that is not generally known to the market. This information may include CS Energy decisions that have not yet been communicated to the market, or information regarding another company that you may become aware of through your contacts in the industry (for example, a competitor's unit may become unreliable as a result of an incident).

If you learn 'inside information', you must:

- Not communicate it further;
- Cease trading in derivatives; and
- Immediately advise the Legal team and follow their instructions for managing the issue.

# Reporting breaches of the Code of Conduct

At CS Energy, everyone is responsible for reporting a suspected breach of our Code of Conduct, policies, safety and other standards. 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 CS Energy's reputation.
- Inappropriate and/or discriminatory behaviour.
- Misuse and/or wilful or deliberate damage to our equipment or property.

Reprisal against employees reporting suspected breaches will not be tolerated and disciplinary measures up to and including dismissal will apply. Reprisal may also be a criminal offence.

Reports found to be deliberately false or vexatious will be dealt with under CS Energy's disciplinary procedures.

## How do I report a breach?

Suspected breaches can be reported by:

- Having a conversation with a member of the Legal team;
- Completing the Whistleblower Form on the intranet; or
- Phoning our **Whistleblower Hotline: 1800 339 195**.

All reports of suspected breaches will be treated with the utmost confidentiality.

Breaches can be reported anonymously, however this may limit CS Energy's ability to investigate the matter.

## For more information on CS Energy's policies, standards and procedures

CS Energy's Governance, Risk and Compliance Framework and our policies, standards and procedures can be found on our intranet under the Policies and procedures section. They can also be found on the CS Energy website: [www.csenergy.com.au](http://www.csenergy.com.au)