

---

## CODE OF CONDUCT

### 1.1 Purpose

The purpose of this Code of Conduct ('Code') is to outline the standards of behaviour expected of the Company's directors, senior executives and employees.

### 1.2 Responsibilities

The Board is responsible for formally adopting the Code of Conduct and its periodic review. The Board has responsibility to disclose the Code of Conduct for its directors, senior executives and employees on the Company's website.

The CEO and managers at all levels of the Company are responsible for ensuring that all employees receive appropriate training on their obligations under this Code.

All Employees are responsible for complying with this Code both in detail and in spirit.

Each Company employee should apply the principles of the Code to relationships with each other, with their employer and with all those with whom they deal with in their work for the Company. The Code is a guide for the way we as a Company operate.

When representing the Company, all directors, senior executives and employees must comply with the following standards.

- a) Act in accordance with the Company's values and in the best interests of the Company
  - Customers First
    - Walk in their customer's shoes
    - Seek customer feedback before making decisions
    - Constantly seek to improve the customer experience
    - Tailor actions and communications to the audience
  - Own It
    - Own their wins and mistakes
    - Think like an owner
    - Embrace and practice 'Zipback' (giving and receiving radically candid in the moment feedback)
    - Are self aware and open to feedback
  - Stronger Together
    - Think team > self
    - Think global and other teams, not just own team
    - Care about diversity, belonging and inclusion and actively seek different points of view
    - Deliberately communicate and share knowledge across teams
  - Change the Game
    - Think about how we can continuously grow and improve
    - Dare to be curious and think big
    - Care about excellence and raising the bar

---

– Focus on results and impact, not tasks

- b) Treat each other with respect and dignity
- Maintain a safe and fair work environment;
  - Treat fellow staff members with respect and not engage in bullying, harassment or discrimination. Everyone is entitled to be treated with respect as a person, regardless of role or individual differences;
  - Value people and their personal commitment to delivering value to shareholders;
  - Encourage co-operation, learning and growth in all who work with us; and
  - Strive to understand and respond to the needs of the Company's stakeholders.
- c) Respect the law and act accordingly
- Comply with all laws and regulations that apply to the Company's and its operations;
  - Respect customs and business practices of the communities in which the Company operates, but do not compromise the principles embodied in this Code;
  - Notify the CEO (or equivalent) or another Board member immediately of any breach of the law; and
  - In interpreting the law, adopt a course which preserves integrity.
- d) Be fair and honest in your dealings
- Act honestly and with high standards of personal integrity;
  - Be fair and honest even when you believe others will not know of your actions;
  - Honesty means not using coercive or misleading practices or falsifying or wrongfully withholding information;
  - Deal with customers and suppliers fairly;
  - Do not place yourself in situations in which private interests could conflict directly or indirectly with obligations to the Company;
  - Disclose and deal appropriately with any conflicts between your personal interests and your duties as a director, senior executive or employee of Zip;
  - Do not accept benefits such as gifts or entertainment when the situation could be seen as creating an obligation;
  - Do not take advantage of your position or the opportunities arising therefrom for personal gain; and
  - Do not act in ways which may cause others to question loyalty to the Company.
- e) Use the Company's property responsibly and in the best interest of the Company and its reputation
- Do not take advantage of the property or information of Zip or its customers for personal gain or to cause detriment to Zip or its customers;
  - Take care to ensure the integrity and security of all of the Company's confidential information;
  - Do not use Company funds to provide unreasonable benefits such as gifts or entertainment for yourself or others;
  - Use the Company's property for the Company's business purposes.
- f) Be responsible for your actions and accountable for their consequence

- 
- Take personal responsibility for all issues over which you have control and the manner in which these are achieved;
  - Act ethically and responsibly.
- g) Be responsible to the community and to the individual
- Use your best endeavours to ensure a safe work place and maintain proper occupational health and safety practices;
  - Recognise and respect your responsibilities to the communities in which the Company operates; and Recognise the rights of individuals and to the best of your ability comply with the applicable legal rules regarding privacy, privilege, and private and confidential information. Do not tolerate harassment, discrimination or bullying in the workplace.

It is the responsibility of all of Zip's people, including managers and other leaders, to ensure ethical conduct is recognised and valued throughout the Company.

### 1.3 Non-compliance with this Code of Conduct

a) Reporting non-compliance with this Code

- Any Employee who knows or suspects on reasonable grounds a breach of this Code either has occurred, is occurring or might occur should report that information to:
  - (i) an officer or senior manager of the Company;
  - (ii) a senior member of Human Resources;
  - (iii) Chair of the Audit and Risk Committee; or
  - (iv) Whistleblower Investigations Officer in accordance with Zip's Whistleblower Policy, which is available in the corporate governance section of the Company's website;
- Such reports will be treated confidentially to the extent possible consistent with Zip's obligation to deal with the matter openly and according to applicable laws;
- No Employee will be subject to retaliation or victimisation for reporting a possible violation of this Code and may be protected under Zip's Whistleblower Policy; and
- Any material breaches of this Code will be reported to the Audit and Risk Committee.

b) Consequences for non-compliance with this Code

- Adherence to this Code and Zip's policies is a condition of employment or engagement at the Company; and
- Breaches of the Code may be subject to disciplinary action including termination of employment or engagement, if appropriate.

### 1.4 Review

The Board will periodically review this Policy. External reviews may be undertaken of this Policy at the request of the Board.

This Policy may be amended by resolution of the Board. Date of last review: 1 July 2020