

# Code of Conduct



**ASC**





**Just as safety is the responsibility of every one working at ASC, so too are ethical standards and law-abiding behaviour.**

**This Code is a guide to your working life here at ASC whether you are an employee, contractor or director.**

**We are all representatives of this organisation.**

It should be seen and read as an extension of ASC's values of Service, Safety, Leadership, Integrity, Results and Innovation.

These values are the spirit of ASC, they underpin everything we do at ASC, every decision we make.

This Code of Conduct sets out standards and behaviours we should expect of ourselves and others we work with.

It is designed to help us make the right choices.

It has been endorsed by and has the full support of the Board and the Executive team.

Thank you for taking the time to read and understand its principles.

Stuart Whaley  
Managing Director and  
Chief Executive Officer

# **The Code of Conduct**

**Articulates the high standards of honesty, integrity, ethical and law abiding behaviour expected of ASC personnel.**



Scan our code with your smart phone and view The Code online.

**This Code of Conduct sets out the standards of conduct expected of ASC's directors, employees and contractors (ASC personnel).**

The Code articulates the high standards of honesty, integrity, ethical and law abiding behaviour expected of ASC personnel and encourages the observance of those standards to protect and promote the interests of ASC, its shareholder and other stakeholders.

Compliance with this Code will assist ASC in creating a safe, healthy and productive work environment and preserve and enhance ASC's reputation in the community.

The Code supports ASC's vision to be Australia's leading designer, builder and maintainer of naval ships and submarines.

This Code is underpinned by our values of Service, Safety, Leadership, Integrity, Results and Innovation and operates in conjunction with ASC's policies and procedures.

The Code cannot cater for every scenario but will assist ASC personnel in using their judgement to make the right decision and in knowing what to do when something does not feel right.

Breaches of the Code of Conduct will be taken seriously and may result in disciplinary action including termination of employment. Any breaches or suspected breaches should be reported immediately to a supervisor, People and Culture representative, the General Counsel or in accordance with the Whistleblower Protection Program policy.

# Honesty and Integrity

**Every day, you will need to make choices about what to do and how you do it.**

Usually, the choice will be clear, but sometimes it is more difficult to recognise the right thing to do.

In these situations, ask yourself:

- Does it feel right?
- Is it safe?
- How will my decision affect ASC and my co-workers?

If you are still unsure, seek advice.

**To be successful it is critical that ASC has the respect and trust of its employees, customers, suppliers and shareholder.**

ASC personnel will observe high standards of honesty, integrity, ethical and law abiding behaviour in all their actions and decisions.

Examples of how ASC personnel act with honesty and integrity are as follows:

- We do not use ASC property or information for our personal benefit or to harm ASC, or help others to do so.
- We do not offer bribes or other improper benefits to influence others, or accept any bribes or improper benefits.
- We deal fairly with each other and our customers and suppliers. We do not seek any improper advantage through concealing or misrepresenting information or any other unfair dealing practice.
- We immediately report any improper or dishonest behaviour and encourage others to do the same.

To be successful it is critical that ASC has the respect and trust of its employees, customers, suppliers and shareholder.



ASC WEST  
- PERTH

ASC NORTH  
AND SOUTH  
- ADELAIDE



**WE DO NOT USE ASC PROPERTY**  
or information for our personal benefit or to harm ASC, or help others to do so.



**WE DO NOT OFFER BRIBES**  
or other improper benefits to influence others, or accept any bribes or improper benefits.



**WE IMMEDIATELY REPORT**  
any improper or dishonest behaviour and encourage others to do the same.

# Management of Conflicts of Interest

If you are concerned that a particular situation may create a conflict, or potential conflict of interest, you should disclose the conflict and remove yourself from that situation if it is at all practicable to do so.

Imagine that you have been asked to select a contractor to provide services to ASC and you discover that one of the candidates is a close personal friend of yours.

**What you should do:**

Notify your supervisor or manager as soon as you become aware of the conflict and remove yourself from the decision-making process.

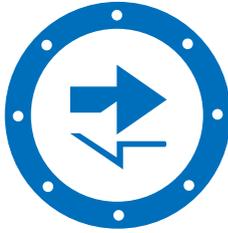
**Appropriate management of conflicts of interest will ensure ASC's reputation is maintained and enhanced.**

Conflicts of interest arise where a person's personal interest may, or may be perceived to, influence the person's work for or on behalf of ASC.

ASC personnel are expected to manage conflicts of interest responsibly by disclosing any actual or possible conflicts promptly and taking appropriate steps to avoid or resolve the conflict.

Examples of how to appropriately manage conflicts are:

- Disclose any material interest (for example, shares or other commercial interest) you have in a competitor's or supplier's business to your manager.
- Do not make decisions about employment, engagement, promotion or termination on the basis of your personal interests.
- Seek your manager's written consent before accepting any roles or positions with other businesses or organisations in addition to your current responsibilities at ASC.
- Do not offer or accept any hospitality, payment or gift that might influence or be seen to influence your commercial decisions.



**DISCLOSE** any material interest (for example, shares or other commercial interest) you have in a competitor's or supplier's business to your manager.



**DO NOT MAKE DECISIONS** about employment, engagement, promotion or termination on the basis of your personal interests.



**SEEK** your manager's written consent before accepting any roles or positions with other businesses or organisations in addition to your current responsibilities at ASC.



**DO NOT OFFER OR ACCEPT** any hospitality, payment or gift that might influence or be seen to influence your commercial decisions.

# Confidentiality

It is natural to want to share things about your work with your family and friends.

However, you may only share information that is publicly available or information that is so general in nature that it does not reveal anything that is confidential to ASC.

You must ensure that you are not sharing any confidential information with people who are not authorised to receive that information.

## **Respecting the confidentiality of information is vital to ensuring the integrity of ASC's business and the trust of our stakeholders.**

ASC personnel must not misuse confidential information of ASC or any of its suppliers or customers or other third parties. Disclosure of any such confidential information should only be made where it is appropriately authorised or required by law or where the information is already in the public domain.

This obligation continues after you have left ASC.

Examples of confidential information and how to manage confidential information are:

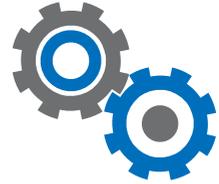
- Confidential information includes information about ASC's business strategies and performance, financial information in relation to ASC or a supplier, ASC's corporate policies and procedures, technical documentation and employee records.
- Do not disclose confidential information to gain a personal benefit or a benefit for someone else.

If you do not know whether disclosure or use of the information is permitted seek advice from your manager.

**Examples of confidential information and how to manage confidential information are:**



No one may enter a submarine or ship without prior authority to do so from the Boat or Ship Manager.



ASC has an ongoing commitment to safeguarding official information entrusted to it under the Defence Industrial Security Program.



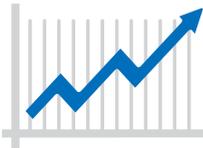
All visitors must report to reception on arrival and produce photo ID to gain entry.



Be careful of the potential for disclosing ASC information on the internet.



Security procedures apply to all employees for handling and disposing of classified documents.



Information is a valuable commodity. ASC carefully tracks and protects its information and that shared with us by other parties.



All photographs/video taken on ASC property must be checked for the presence of Defence Classified, Company Sensitive, for official use only, ITAR and/or confidential materials.



Only devices owned and managed by ASC may be physically connected to an ASC network.

# Legal and Policy Compliance

Following the crowd is not an excuse for failing to comply with relevant laws or ASC policies.

If you are concerned that your co-workers are not obeying laws or policies, you should speak up. If you cannot talk to your co-workers directly, report it to ASC management.

**Compliance with laws and policies ensure ASC is a good corporate citizen, role model, service provider and employer.**

It is expected that ASC personnel will have a working knowledge of all the laws, regulations and ASC policies which apply to them in their role at ASC and to seek training where required. ASC personnel are to comply at all times with all applicable laws and regulations and all ASC policies and procedures and to encourage others to do the same.



# Respect

## Always remember the golden rule:

Treat others as you would like to be treated yourself; and do not treat others in ways that you would not like to be treated.

You should apply the golden rule to all of your dealings with people at ASC.

## A respectful work environment will enable everyone to participate and contribute to their full potential.

ASC personnel are expected to treat each other and third parties with respect, fairness and courtesy. The health and well-being of all ASC personnel is important and a critical component to ASC's success. Bullying, harassment, unlawful discrimination or other offensive behaviour is not tolerated.

At ASC we value and respect diversity and encourage others to do the same.

Examples of how we treat each other and our customers and suppliers with respect are:

- We recognise and embrace our differences and listen to what others have to say.
- Whenever possible, we seek to collaborate with our colleagues, customers and suppliers.
- We communicate on social media appropriately and do not make inappropriate or offensive comments about ASC, ASC personnel, our customers or suppliers.
- We handle personal information of our colleagues and suppliers appropriately.
- We behave appropriately at work and work related social functions.
- Where necessary we remind our colleagues of their obligations, including their work health and safety responsibilities, and report any inappropriate behaviour.

**RECOGNISE** and **EMBRACE** the differences.

**LISTEN** to what others have to say.

**REMINDE** our colleagues of their obligations, including their work health and safety responsibilities, and report any inappropriate behaviour.

**SEEK** to collaborate with our colleagues, customers and suppliers.

**BEHAVE** appropriately at work and work related social functions.



A respectful work environment will enable everyone to participate and contribute to their full potential.



**COMMUNICATE** on social media appropriately.



**COLLABORATE** with our colleagues, customers and suppliers.



**HANDLE** personal information of our colleagues and suppliers appropriately.



**LISTEN** to what others have to say.

# Responsible use of ASC Resources

Employees are responsible for the care and safe use of all tools and equipment used during the course of their employment.

In situations where ASC does permit some incidental use of its resources, you must not exploit this privilege with excessive personal use.

For example, personal use of internet or email resources should be kept to a minimum and must not interfere with the performance of your duties.

**ASC's resources and assets must be used appropriately to improve our customer delivery and enhance ASC's success.**

ASC personnel should use reasonable endeavours to protect ASC resources and assets and ensure their appropriate use. ASC resources and assets should only be used for legitimate business purposes or as approved by ASC.

The theft, inappropriate or fraudulent use of an ASC resource or asset should be reported immediately to your manager or in accordance with ASC's Anti-Fraud Policy or Whistleblower Protection Program.





# Check list for Code of Conduct compliance.

Your instincts are often the best indicator as to whether a particular course of conduct is right.

If something does not feel right, take a moment to think about the conduct and ask yourself the following questions:

- Is the conduct safe?
- Is the conduct legal?
- Is the conduct ethical?
- Am I authorised to engage in this conduct?
- Are there any policies or procedures within ASC that could provide guidance?
- If required, could I justify this conduct to:
  - my supervisor?
  - ASC management?
  - ASC customers?
  - ASC shareholders?
  - external regulators?
  - a court of law?
  - my family and friends?
- Would I be comfortable to see this conduct reported on the front page of the newspaper or posted on the internet and in social media?
- Is this conduct in-keeping with ASC's values, policies and procedures?
- What impact, if any, will this conduct have on others?

**If you still have any doubts about the conduct, raise it with ASC management and seek guidance as to how to proceed.**

# Frequently Asked Questions

## General

### **What am I responsible for doing with the Code of Conduct?**

*All employees, contractors and directors:*  
You need to ensure that you read and understand the Code, follow its principles and spirit and seek guidance if anything is unclear.

#### *Managers and Supervisors:*

You have the additional responsibilities of communicating the Code to the people you lead and supporting them in understanding and following the Code.

### **When does the Code apply to me?**

The Code applies to you whenever you are representing ASC or undertaking work on ASC's behalf. This includes situations where you are working off site or outside of working hours.

The Code also extends to any work-related social or networking functions.

### **What happens if I do not follow the Code?**

All breaches of the Code will be taken seriously by ASC.

Disciplinary action for breaches of the Code will be taken with in accordance with ASC's disciplinary policies and procedures.

The consequences of breaching the Code will vary depending on the seriousness of the conduct, and may range from an informal verbal warning to termination of employment.

### **Where can I go to ask questions or seek guidance?**

If you have any questions about the Code, or if you are concerned that you or someone you work with is not following the Code, you should talk to your manager or a member of the People and Culture or Legal departments.

You may also approach a member of ASC's executive team if you have concerns about the Code and whether it is being complied with.

## Honesty and Integrity

### **Sometimes I feel pressure to tell people what they want to hear, even if it means exaggerating a bit. Is it okay to tell white lies?**

You must always be honest and open in your dealings within and on behalf of ASC. Any dishonesty, even white lies and mild exaggeration, could damage the relationship of trust between you and ASC, or the relationship of trust between ASC and its customers, suppliers or shareholders.

If you are being put under any pressure from others to embellish the progress, achievements or capabilities of your team or of ASC in general, you should report this.

While there will be situations where it is not appropriate to share certain information with certain people (such as confidential information), you must ensure that any information that you do provide to others is not misleading.

### **I made a mistake, but nobody has noticed. Should I say something?**

Everyone makes mistakes. If you discover that you have made a mistake, you must report it to the appropriate manager(s) as soon as possible.

The sooner a mistake is uncovered, the more likely it is that we can fix it. Admitting to and being open about a mistake also makes it less likely that there will be any negative consequences to your employment as result of the mistake.

Covering up a mistake will lead to disciplinary action being taken against you, which, depending on the severity of the issue, may include dismissal.

### **I am concerned that my manager is doing something unethical. Other members of my team seem to know, but they're not saying anything. What should I do?**

ASC is committed to making sure that all of its personnel are complying with the Code and observing ASC's principles and values.

It can be difficult to speak up about the improper conduct of a co-worker, particularly when that co-worker is someone you report to. However, if you raise a legitimate concern it will be appropriately investigated and kept confidential.

If you do not feel comfortable raising your concerns with your manager directly, you can raise your concerns with members of the People and Culture, Legal or Executive teams, or an Authorised officer.

You may also wish to refer to ASC's People and Culture Manual (CMS-51763), Anti-Fraud Policy (CMS-51843) or Whistleblower Protection Program (CMS-51844).



## Conflicts of Interest

### **What gifts can I accept from a supplier?**

You may, in general, accept a gift that is less than AU\$50 in value, provided that it does not create an actual or perceived conflict of interest.

For gifts valued at more than AU\$50 but less than AU\$200 (or multiple gifts from the same supplier totalling more than AU\$50), you must obtain approval from your Department Manager or General Manager as soon as possible after receiving the gift. The gift must also be recorded in the Gift and Hospitality Register which is held and managed by HR.

Gifts valued at more than AU\$200 must be approved in advance by your Department Manager or General Manager and the gift must be recorded in the Register. There must be exceptional circumstances to justify a gift valued at more than AU\$500.

Regardless of the value of the gift, you must not accept any gifts if there is any suggestion of the gift being offered as a means of obtaining preferential treatment or an inappropriate advantage or benefit.

Examples of gifts that you may be offered include experiences such as invitations to special events, concert tickets or being taken out for a meal, as well as more traditional, tangible gifts. You must not, under any circumstances, accept a gift of cash or a cash equivalent (such as a cheque, voucher or credit note).

For more information see ASC's Gift and Hospitality Procedure (CMS-52033).

### **Can I engage a company to provide services to or supply ASC if I, or one of my family members, have a connection with that company?**

No. If you would like the company to be considered for a contract with ASC, you will need to declare you (or your family member's) interest in the company and completely remove yourself from the decision making process.

### **Can I be part of an interview panel for hiring a new employee if the candidate is personal friend?**

Possibly, but you must declare your friendship with the candidate to the People and Culture Department in advance of the interview.

Whether you can remain on the panel will depend on how necessary it is for you to be involved in the selection process for the particular role and will be a decision made by the relevant People and Culture business partner. However, you will need to remove yourself from any final decision-making process in relation to that particular candidate.

### **I have a personal relationship with one of my co-workers. Do I need to tell ASC?**

Only if the personal relationship creates, or has the potential to create, a conflict of interest. In this situation, the relationship must be reported to People and Culture.

For example, if you have a personal relationship (such as a romantic or family relationship) with a co-worker who directly reports to you or to whom you directly report, this could create a conflict of interest.

By notifying People and Culture of the relationship, steps can be taken to prevent an actual or perceived conflict of interest from arising. People and Culture will work with the employees concerned to manage the situation to avoid any conflict of interest.

If you are unsure whether you need to report a particular personal relationship, you should seek advice from your Department Manager, your General Manager or People and Culture. It is best to err on the side of reporting the relationship because, if a failure to report a relationship leads to inappropriate behaviour, the employee(s) concerned may be subject to disciplinary action.

## Confidentiality

### **Can I tell my family and friends about the exciting things that I am doing at work, even though they might be confidential?**

You must not, under any circumstances, share ASC's confidential information with your family and friends.

Whilst we encourage you to talk to your family and friends about your work and to share positive and exciting things that have happened to you at work, this cannot include confidential information.

### **Is it okay to post comments or stories about my work on Facebook as long as I don't specifically mention ASC and my profile doesn't identify me as an ASC employee?**

The rules that apply to posts on Facebook and any other social media platform (such as Twitter, Google Plus+ or Instagram) are the same rules that apply to your real life interactions. Your online communications must be in line with ASC's Social Media Engagement Policy (CMS-52432).

Therefore, you must not, under any circumstances, post anything on social media that reveals (directly or indirectly) any of ASC's confidential information. You are also required to ensure that your posts on social media do not in any way disparage ASC or your co-workers.

It does not make any difference whether or not you mention ASC or are identified as an ASC employee. Many people who follow you on social media will know where you work and will be able to link any comments back to ASC.

If you do reveal any confidential information or make any disparaging comments online, you may be subject to disciplinary action.

### **What do I do if someone from the media approaches me to ask about my work at ASC? What if they tell me that ASC provided them with my name as a contact person?**

You must not talk to the media about ASC or its activities unless you have prior written authorisation from ASC's Communication Department to speak on behalf of or as a representative for ASC.

If you are approached by someone from the media, simply apologise and tell them that you cannot make any comment and refer them directly to ASC's Communications Department.

Even if the person contacting you tells you that they have been referred to you for comment, you must not provide any comment unless you have the necessary written authorisation to speak on behalf of ASC.

### **I think that a former co-worker took confidential information with her when she resigned from ASC. What should I do?**

You should report your concerns to your manager immediately. It will be helpful if you can be as specific as possible about the confidential information that you think has been taken.

### **Someone has left some documents in a public place, and they look important or confidential. What should I do?**

You should return the documents to their owner as soon as possible, or if you don't know who owns them, to your manager or the Legal Department. You must not disclose the documents to any other parties. Even if confidential documents are left in a public place the content is still confidential and must be treated accordingly.

The same rules apply to any information that you may discover in ASC's IT systems that you believe should not be generally accessible. You should report any issues to your manager or the Legal Department as soon as possible so that appropriate action can be taken.

### **What do I need to do to ensure that ASC is complying with the Australian Privacy Principles?**

The Australian Privacy Principles (APPs) regulate the way in which ASC collects and handles personal information.

Personal information is information or an opinion about an identified individual or an individual who is reasonably identifiable. However, employee records are exempt from the APPs.

The APPs are aimed at ensuring that ASC manages personal information in an open and transparent way and that people who deal with ASC are informed of how and why their personal information is collected, used and shared by ASC.

You are required to ensure ASC's compliance with the APPs by making sure that you understand and follow ASC's Privacy Procedure (CMS-51586).

### **I am doing my best to comply with all of the laws and policies, but I need some extra support. What can I do?**

Your manager and/or the People and Culture and Legal departments can assist you if you have any concerns or questions about the laws and policies that apply to you.

They can provide you with useful materials, tools and training to ensure that you fully understand and are complying with all relevant legal and policy requirements.

If you do have any concerns or questions about the relevant laws or policies, it is important that you speak up. Everyone at ASC has an obligation to understand and comply with the laws and policies that apply to their role.

### **I always strictly comply with the laws that apply to my role, but I see ASC CMS policies as less important. They are really just guidelines, aren't they?**

No. The ASC CMS policies are equally as important as the laws that apply to your role and you are required to comply with them.

All of the ASC CMS policies have been put in place with good reason. Some policies ensure that you and your co-workers are performing your work safely, while others set out practices that will ensure that you and ASC comply with all legal and ethical obligations. Failure to comply with the ASC CMS policies could put yourself, your co-workers or ASC at risk and may also lead to disciplinary action.

## Respect

### **A co-worker often makes jokes that I find offensive. Should I just ignore it?**

No. If you feel offended by your co-workers conduct, you should speak up.

Offensive jokes can be unlawful conduct if they amount to unlawful discrimination, bullying or sexual harassment. This type of conduct will not be tolerated by ASC.

If possible, you should try to approach the co-worker directly about their conduct. They may not realise that others are offended by their jokes and they may be happy to stop once the issue has been appropriately raised.

If this does not resolve the problem, or if you are not comfortable with approaching your co-worker directly, you should report the issue to your manager or file a complaint using the process set out in the ASC People and Culture Manual. (CMS-51763)

### **I have witnessed one of my co-workers bullying another co-worker. The co-worker being bullied does not want to report it and has asked me not to say anything. What should I do?**

ASC does not tolerate any form of bullying or harassment and strongly encourages anyone who witnesses bullying or harassment to report it.

ASC has a duty to provide a safe workplace for its personnel and this includes providing a workplace that is free of bullying or harassment. You also have an obligation to take care of your own safety and the safety of your co-workers.

Therefore, if you witness bullying and harassment in the workplace, you should report it as soon as possible so that ASC can take steps to eliminate inappropriate behaviour before it causes harm to any ASC personnel.

## Responsible use of ASC Resources

### **Can I use my work phone and computer to make personal phone calls or send personal emails?**

ASC does allow some occasional personal use of work phones and computers. However, you have a responsibility to ensure that your personal use of your work phone or computer is not excessive (refer to Information Security Policy (CMS-9969)).

Any personal use of your work phone or computer should not interfere with the performance of your duties for ASC.

ASC monitors phone, internet and email usage and you may be warned if your personal usage is deemed to be excessive. Continued excessive personal use of your phone or computer after being issued with a warning will lead to disciplinary action.

### **There are some materials/items lying around the workplace that are not being used by ASC. I think that they are going to be thrown away. Can I take the materials/items for my personal use at home?**

You may only do this if you obtain proper written authorisation from your General Manager, in advance of taking the materials/items.

You are not permitted to take any property belonging to ASC without this authorisation. Taking ASC's property without the appropriate authorisation is theft, and is considered by ASC as serious misconduct. This applies even if ASC does not need that property anymore and intended to dispose of the property.

It is also important to obtain proper authorisation as it may not be safe or legal for you to take certain things or information home with you.

If you do take ASC's property without the required authorisation, ASC may report you to the police and/or take disciplinary action against you, which may include dismissal.

**For more details about The Code, scan the code.**





