

Group Code of Conduct

Message from the Chief Executive Officer

This Code of Conduct (the Code) is an important document which governs the behaviour of all PERSOL Group directors, employees and independent contractors ("employees").

The Code provides a framework of principles to be followed by all employees of PERSOL Australia Holdings Pty Ltd, Programmed Maintenance Services Limited and its wholly owned subsidiary companies (Programmed, the Company or the PERSOL Group). Its aim is to ensure that in all work-related matters we display high standards of behaviour and comply with the group's legal and other obligations.

It is designed to safeguard the interests of all our stakeholders, including employees, shareholder(s), customers and the communities in which we operate.

The Code, which supplements Programmed's Policies and Procedures, specifies that all employees will:

- a. commit to the goal of zero harm;
- b. act with honesty, integrity, professionalism and in good faith in performing their duties and in using Programmed information, funds, equipment and facilities;
- c. exercise care, empathy, fairness and consideration while carrying out their duties; and
- d. avoid real, apparent or perceived conflicts of interest.

The Code must be followed by all employees of Programmed, whether they are employed in a full-time, part-time, temporary (casual) or permanent capacity, and no matter how they are deployed; be it within our own controlled site, a customer-controlled site, a joint venture or an alliance (collectively, 'you' and/or 'your' throughout this Code).

Please read it carefully, and if you have any questions please raise them with your manager, our Chief Operating Officer or myself.



Francis Koh

Chief Executive Officer PERSOL Asia Pacific

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Mission

Programmed and PERSOL are proud subsidiaries of the PERSOL Group, headquartered in Japan, who are a leading provider of staffing, career transition services IT outsourcing, design and development.

PERSOL Vision

PERSOL's vision can be summarised in two words: Work and Smile. Working life is a journey of growth and creation. We all have big dreams, and there are many different paths to success. Thus, we need to make our own choices from a range of diversified work opportunities.

Our vision is to enrich society so that all work leads to lives of happiness.

PERSOL Five Core Principles

Authentic: Respond to every issue sincerely

Customer Focus: Always be a reliable partner and strive to go beyond our customer's expectations

Professional: Have a high spirit and keep on shining

Teamwork: Respect the diversity and maximise the achievement of organisations

Innovative: Think, act and joy in changing.

Programmed Values

Programmed has four core values for its employees to observe, act and deliver on to build outstanding people, strong customers and great communities:

Personal Safety Leadership

We lead by example in safety every day, believing all injuries are preventable. We act to protect the health, safety and environment of our customers, the public, and ourselves.

Care and Empathy

We show genuine care for our colleagues, customers, and communities. We value teamwork. Respect everyone's contributions, and believe everyone aims to do their best. We check in with others by asking, "R U OK?"

Customer Service

We deliver "good old-fashioned" customer service by treating customers how we'd like to be treated. We keep our promises.

Diversity, Inclusion and Equality

We strive for a workforce that reflects our communities – diverse in culture, gender, age, orientation and ability. We value different perspectives and foster a safe, inclusive, and discrimination-free environment.

Working Respectfully Together

Employees

The PERSOL Group of companies respects the rights of our employees, encourage their input and suggestions, and ensure they are treated in a fair and honest manner, free from harassment, victimisation, hostility and offensive behaviour.

The PERSOL group of companies expects our employees to:

- a. act with honesty, fairness, respect, integrity and good faith in their dealings with the PERSOL Group's employees, shareholders, customers and the wider community;
- b. perform their duties with skill, honesty, care and diligence, using authority in a fair and equitable manner;
- c. abide by policies and procedures, instructions and lawful directions that relate to their employment and duties;
- d. ensure they take all reasonable care to secure their own safety and health while at work and to avoid jeopardising the safety and health of others;
- e. know and implement emergency procedures;
- f. provide accurate information, give prompt attention and not discriminate on any unlawful grounds when dealing with people in the course of their duties;
- g. treat all people they deal with in the course of their employment with sensitivity and courtesy, including respecting any differences in respect of gender, sexual orientation, race, nationality, creed, religion, disabilities, and appearances);
- h. behave in a manner that maintains or enhances the companies' reputation; and
- i. comply at all times with the laws and regulations that govern our business and activities.

Any hostile conduct directed at an individual based on race, age, religion, nationality, sexuality, disability, or any other difference is expressly prohibited. Sexual advances, requests for sexual favours, other unwanted verbal or physical conduct or communication of a sexual nature is considered inappropriate behavior in the workplace and it will not be tolerated.

The PERSOL Group will maintain employment procedures and policies that accord with best practice, including those that relate to equal opportunity, selection on merit, anti-discrimination and conflict of interest.

Health, Safety and Environment

Programmed is committed to the goal of a zero-harm workplace. Accordingly, all employees must be committed to continuously improving our workplace health, safety and environmental performance and behaving safely at all times.

Employees are responsible for acting in accordance with occupational health, safety and environmental legislation, regulations and applicable policies (including the [Health, Safety and Wellbeing Policy](#)), and for following all procedures correctly.

Employees are expected to use resources relevant to their roles effectively, comply with environmental laws, exercise caution when using hazardous materials, and immediately report any environmental incidents to their manager.

Sustainability

The PERSOL Group recognises that sustainability and ESG (Environment, Social and Governance) is an integral part of our responsibility to our employees, customers, and the community. Programmed believes that 'sustainability-focused management' is essential, including ESG management, and is, among other things, committed to achieving carbon neutrality for Scope 1 and Scope 2 emissions by 2030. All PERSOL Group employees are expected to conserve national capital (for example, by reducing resource use and using assets efficiently), comply with environmental laws and regulations, and help educate other employees on their obligations in respect of ESG.

Please refer to our [Sustainability Policy](#) for further information.

Information Technology

Employees must not use information technology assets (including laptops, mobile phones and tablets) to take advantage of or otherwise for personal gain or use these assets to break the law or breach Programmed policies. This includes misuse, theft of and misappropriation of assets. Further details on employees' use of Programmed assets can be found in the internal Acceptable Use of Assets Policy.

Employees must take appropriate measures to ensure that internal and customer information is kept secure and only made available to authorised parties. This includes compliance with the Programmed's Information Security Management System, and more specifically (among other things) not allowing unauthorised access to a system or software program or sharing passwords.

The PERSOL Group acknowledges the increasing prevalence of artificial intelligence (AI) software and its AI's use in our business practices. Employees must be aware of the risks associated with using AI, such as data leakage, uncontrolled data retention, misinformation, or biased or inappropriate content. Publicly available AI platforms must only be used for general fact checking, background research and insight. No Programmed or customer data is to be used or uploaded to any AI platform. Employees only permitted to use approved AI platforms that have been through a formal cyber security review – specifics may be obtained from the internal ICT team. Finally, employees must be transparent where AI has materially contributed to their work.

Conflicts

Conflict of Interest

Potential for conflict of interest arises when an employee could be influenced, or could be perceived to be influenced, by a personal interest when carrying out their duties. A conflict of interest that leads to biased decision-making may constitute illegal or unethical conduct. If employees are in a situation where they may be the only person aware of the potential for conflict it is their responsibility to avoid any conflict that could compromise their ability to perform their duties impartially, and to attempt to resolve any conflict that may exist.

If an employee becomes aware of any potential or actual conflict of interest, or if the employee is uncertain whether a conflict exists, the employee must report the matter to the relevant manager, the Chief Operating Officer or Chief Executive Officer).

Situations that may give rise to a conflict of interest include where an employee has:

- a. a financial interest, or whose friends or relatives have such an interest, in a transaction or a matter with which a PERSOL group company is involved;
- b. directorship/management/ownership or part ownership/shareholding greater than 5% of an external enterprise that a PERSOL group company engages or contracts with;
- c. engaging a contractor or supplier to PERSOL group company on non-commercial terms for a personal job or under circumstances where you are a decision maker or influencer in the award of work by a PERSOL group company to this supplier or contractor;
- d. personal relationships with people a PERSOL group company is dealing with, which go beyond the level of a professional working relationship;
- e. secondary employment, business, commercial, or other activities outside the workplace which impact on an employee's duty and obligations to a PERSOL group company;
- f. access to information that can be used for personal gain; and
- g. received, or is aware of, an offer of an inducement.

Related Party Transactions

Programmed has an internal Related Party Transactions Procedure which requires disclosure and approval of certain commercial transactions and employment contracts with parties who are related to Programmed or its employees ('Related Party Transaction'). This procedure assists in identifying and assessing situations which could give rise to a conflict of interest.

Employees can refer to the Related Party Procedure and if employees are unsure they must check with their direct manager, HR manager or the Head of HR and Corporate Services.

The PERSOL group aims to ensure that all Related Party Transactions are on 'arm's length' (commercial) terms. If an employee is unsure whether a transaction falls within the Procedure, the employee must disclose it and the designated approver will determine if approval is required.

Giving or Accepting Gifts, Gratuities or other Benefits

The PERSOL group has zero tolerance for fraud, bribery and corruption and has an [Anti-Bribery and Corruption, Gifts and Entertainment Policy](#) to assist employees in what is required of them. Specifically, employees are prohibited from giving or receiving any sort of improper gift, gratuity or payment (including encouraging or facilitating behaviour or payments that may fall within relevant anti-money laundering legislation), loan, secret commission, inducement or other similar benefit (including sponsorships and donations) to give or obtain an advantage, or to improperly influence a decision to secure an advantage. This prohibition applies whether the benefit obtained or sought to be obtained is for the employee's personal or business benefit and whether it is direct or indirect.

Insider Trading

Sometimes employees may have access to material, non-public and confidential information relating to the PERSOL group of companies or their clients/partners. In those circumstances, the employees are not permitted to use or share the information for securities trading purposes or for any other purpose except the conduct of the company's business.

Best Business Practices

Conducting Business Overseas

At all times, the PERSOL group of companies' business affairs and operations should be conducted legally, ethically, and in accordance with community standards of integrity and propriety.

The PERSOL group of companies recognise that business practices differ in different countries. As a responsible corporate citizen, Programmed and its employees and representatives will comply with this Code and the standards of conduct recognised by Australian or New Zealand law and international protocols, no matter what country they are in or what local practices may be.

Human Trafficking and Modern Slavery

The PERSOL group of companies has a zero-tolerance policy against all forms of human trafficking, modern slavery and related activities (such as coerced or forced labour). The PERSOL group of companies is committed to protecting against trafficking of any person, including employees and candidates.

The PERSOL group of companies is committed to respecting the human rights of all people concerned with and related to the group's business through implementation of initiatives in accordance with the UN Guiding Principles on Business and Human Rights.

Further information on the PERSOL group and Programmed's commitment to eradicating modern slavery can be found by viewing our publicly available [Modern Slavery Statement](#).

Competition

Employees must treat colleagues, customers, applicants, and suppliers fairly and must never use manipulation, confidential information, or misrepresentation for unfair advantage.

There is specific legislation in each country and jurisdiction that promotes fair trading and prohibits anti-competitive practices like price-fixing, bid-rigging, and misleading conduct. Programmed complies with this legislation and equivalent laws in all countries of operation.

Employees must not discuss pricing or tenders with competitors or make agreements that restrict competition. Any attempt at collusion must be reported to the Chief Operating Officer or Company Secretary.

Confidential Information

All information which is obtained by and/or is disclosed to employees of the PERSOL group companies relating to the business of PERSOL group (including strategic business, trade, commercial information, personal data or personal information) is confidential, subject to the Acceptable Use of Assets Policy and is the property of that PERSOL group company unless agreed otherwise. Information obtained by employees may be classified as Sensitive Information (such as sales figures, intellectual property, IT server configurations and customer information) under the Acceptable Use of Assets Policy.

All employees must make sure that such information cannot be accessed by unauthorised persons. All information must be stored securely so that it is protected against risks of loss, destruction, modification, or improper

disclosure. Any concerns relating to personal or sensitive information held by PERSOL group can be raised by emailing privacy@programmed.com.au.

Employees must ensure that information obtained at work or held in a company's records is not used to obtain personal financial reward or any other benefit. At all times including termination of an employee's employment, documentation or information relating to the employee's work or to a PERSOL Group company's business or affairs, including customer information, must not be removed or sent elsewhere by that employee for any reason, unless otherwise agreed by a manager in advance.

Releasing confidential documents or information to unauthorised persons is considered misconduct and a breach of this Code and of Programmed's [Privacy Policy](#). In certain circumstances releasing confidential information may also break the law.

Financial Controls

The PERSOL group of companies has established various financial and accounting controls to ensure that assets are protected and used properly. All employees share responsibility for maintaining and complying with these controls and, where applicable, are required to maintain accurate and reliable financial records and reports. This includes not misstating information relating to financial records or transactions, falsifying or fabricating financial records, reporting significant operational or financial developments, cooperating with requests from both internal and external auditors, and compliance with all relevant anti-money laundering and counter-terrorism legislation.

Society and Us

Shareholder(s)

The PERSOL group of companies is committed to reporting the companies' progress truthfully and accurately. All employees will comply with the spirit as well as the letter of all laws and regulations that govern shareholders' rights, including the company's disclosure and financial reporting. All employees engaged in financial reporting are required to exercise diligence and good faith to maintain accurate and reliable financial records and reports.

Branding, Electronic Communications and Social Media

Employees must comply with each company's electronic communications and social media policy when using the companies' electronic communication services (e.g. email, Facebook or other services hosted by a PERSOL group company).

All employees must ensure that any reference to the company or other employees that they include on any non-company, electronic communications (including email or sms) or social media (including, but not limited to, Facebook, LinkedIn, TikTok, X, blogs or personal websites), must:

- be limited to factual details of the employee's position
- not include comments about company or about current or former customers, employees or associates of the company or any PERSOL Group's confidential information
- not send or post material which poses a risk to the health, safety or wellbeing of any current or former employee (including material which may breach any bullying policy or may cause reputational harm)

Programmed acknowledges that our brand is an essential part of the company's public identity and must not be used for unauthorised or inappropriate purposes such as alignment with or support of specific political parties. Unauthorised use of the company name and/or logo must be reported to the relevant divisional legal department (if known) or to companysecretary@programmed.com.au.

Legal Issues

Whistleblowing

All employees must raise matters of concern with their supervisors or managers where it is appropriate and safe to do so. The PERSOL group has a whistleblower policy in the event that an employee should require, or think they may require, the legislative protection of a whistleblower regime due to the nature of a complaint or disclosure made.

The PERSOL Group encourages employees to report behaviour concerning misconduct through its SpeakUp reporting channels:

Email: speakup@programmed.com.au

Phone: 1300 035 808 (Australia) or 0800 950 450

Mail: 47 Burswood Road, Burswood Western Australia 6100 (Attn: Principal Disclosure Officer)

A copy of the [policy](#) is available on the intranet and company website.

Compliance and Breaches of the Code of Conduct

All employees are responsible for observing this Code and for ensuring it is not breached.

The PERSOL Group of companies supports promotes an open environment where employees can report unethical, unlawful, or improper conduct without fear of retaliation. Reports made in good faith will be investigated promptly, and outcomes will be shared appropriately based on the situation. Employees following the proper reporting process will not face any disadvantage.

If an employee breaches the Code or any of the policies and procedures (or gives permission or allows another employee to breach them) they may be subject to disciplinary action which may include appointment of an external investigator through to termination of employment.

If an employee is in doubt, or if an employee has any questions about their responsibilities or the Code, it is the employee's responsibility to seek clarification from their relevant manager or each company's compliance team. Employees may discuss a matter, or seek advice on how to proceed with a matter, at any time.

This Code operates in conjunction with all other applicable company policies, standards and procedures.

[Please refer to this link for publicly available policies.](#)