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## Code of Conduct

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- 1. Scope**

In this Code of Conduct, **360 Capital** means 360 Capital Group Limited. The **Group** means 360 Capital stapled to 360 Capital Investment Trust (jointly listed on the ASX under the ticker code TGP) and all of its subsidiaries (including responsible entities) and their related entities.

This Code of Conduct has been approved by the Board and applies to all executive and non-executive directors (**Board**), employees, contractors and consultants of 360 Capital and the Group (collectively referred to as the **Relevant Persons** for the purposes of this Code of Conduct).

This Code of Conduct sets the minimum level of standards by which all Relevant Persons will conduct themselves in the course of their duties, however these standards cannot anticipate the particular facts of every situation and must be interpreted and applied within the framework of a general expectation of conduct at the highest ethical levels, the Group's other policies and Australian laws.
- 2. Honesty and Integrity**

Each Relevant Person must act with honesty, integrity and fairness and observe the rule and spirit of the legal and regulatory environments in which 360 Capital and the Group operates.
- 3. Care and Diligence**

Each Relevant Person must exercise due care and diligence in the conduct of our duties and will not take advantage of our position or the opportunities arising from 360 Capital or the Group for personal gain or cause detriment to clients.
- 4. Conflict of Interest**

  - Each Relevant Person must be mindful of the potential for conflicts of interest to arise (directly and indirectly) between the interests of 360 Capital / the Group and their clients and any personal interests.
  - In circumstances where our personal interests conflict with that of 360 Capital / Group or its security holders, we must take action to remove or manage the conflict having regard to the interest of our security holders;
  - Any interest which may constitute a conflict of interest must be reported to the Compliance Officer or the Company Secretary;
  - Each Relevant Person must review and declare all related party transactions to the Board for approval after checking for appropriateness and ensuring they are in the best interest of security holders;
  - Conflicts of interest and related party transactions are dealt with in more detail in our Conflict of Interest Policy and Related Party Transactions Policy.



- 5. Privacy** Each Relevant Person must hold and use personal information in relation to customers, employees or other persons in accordance with privacy laws.
- 6. Confidentiality** Each Relevant Person must maintain the confidentiality of all non-public information acquired in the course of performing their duties to 360 Capital and must not improperly disclose such confidential information to third parties, except as otherwise approved by the Board or required by law or the listing rules of an applicable stock exchange.
- These obligations of confidentiality continue after a Relevant Person leaves office or employment at 360 Capital.
- 7. Fair Trading and Dealing**
- We do not engage in any activity that could be considered insider trading;
  - We do not engage in misleading, coercive or deceptive conductor provide false or misleading information either directly or by omission;
- When personally dealing in securities of 360 Capital or within the Group we adhere to the Personal Dealing/Share Trading Policy.
- 7. Improper use of Information / Property**
- We do not make use of improper insider information gained in the course of our employment with 360 Capital / Group in order to gain, or seek to gain, a benefit or advantage for ourselves or for any other person;
  - We do not take advantage of the property of 360 Capital or the Group or the business name for personal gain or to the detriment of 360 Capital or the Group or engage in any activity that could negatively affect the 360 Capital's reputation.
- 8. Compliance with laws, regulations, policies and procedures**
- We take all necessary steps to comply with:
    - any applicable laws, regulations and contractual obligations that apply to 360 Capital and the Group in the conduct of its business;
    - 360 Capital's policies and procedures including, but not limited to: Personal Dealing Share Trading Policy, Whistleblowing Policy, Anti Bribery Policy and Procedures, Complaints Handling Dispute Resolution Procedure, Event Breach Detection and Reporting Procedure, Training Staff Representatives Procedure and Managing Conflicts of Interest Policy;
  - We do not knowingly participate in any illegal or unethical activity.



## **9. Employment Practices**

- We use Company and Group resources appropriately and in accordance with any applicable Company policy;
- We treat all security holders, employees and other persons with respect and dignity and allow for diversity and inclusion;
- We do not tolerate unlawful discrimination, bullying or harassment;
- We do not breach confidentiality and confidential information will only be used in the proper course of our duties;
- We take all steps necessary to maintain a safe work environment;
- We do not accept benefits such as gifts or entertainment when the situation could be seen as creating an obligation or the expectation of an obligation;
- We do not accept or provide gifts or entertainment that can reasonably be seen as excessive or that will reflect negatively on the reputation of 360 Capital or Group;
- We do not give or accept bribes;
- We are to act efficiently, having regard to our duty in relation to care and skill, when providing services to our security holders and customers.

## **10. Compliance**

- Upon commencement of employment, Relevant Persons will be provided with a copy of this Code of Conduct and must certify that they have received a copy, have read and understood all provisions and agree to comply with its terms.
- Any person breaching this Code of Conduct may be subjected to disciplinary action including termination of employment;
- We encourage all Relevant People to immediately report any breach or potential breach of this Code of Conduct to the Compliance Officer or the Company Secretary.