
CORPORATE POLICY – CODE OF CONDUCT

MyEco Group Ltd (ACN 064 755 237) and subsidiaries (Company)

INTRODUCTION

- This code of conduct applies to all directors, officers, employees, contractors, secondees and to the extent possible consultants
- It provides a framework of principles for conducting business and dealing with customers, colleagues and other stakeholders. That framework of principles requires employees to:
 - act with integrity and professionalism and be scrupulous in the proper use of company information, funds, equipment and facilities;
 - exercise fairness, equity, proper courtesy, consideration and sensitivity in dealing with customers, employees and other stakeholders; and
 - avoid real or apparent conflict of interests.

RESPONSIBILITIES

Employees are required to:

- promote the interests of the company;
- perform their duties with skill, honesty, care and diligence, using authority in a fair and equitable manner;
- abide by policies and procedures, instructions and lawful directions that relate to their employment and duties; and
- comply with the spirit as well as the letter of the codes of conduct applying to the professions of individual employees.

INTEGRITY AND ACTING IN THE BEST INTEREST OF THE COMPANY

You must conduct yourself with openness, honesty, fairness, integrity and in the best interests of the Company in all business transactions and in all dealings with others including customers, suppliers, shareholders, Our People, creditors, financiers, the financial markets, governments, other stakeholders and the general public. This means that you:

- must not make promises or commitments which to your knowledge the Company is unable to, or does not intend to, honour;
- must ensure that all business decisions with customers and suppliers are made solely on sound commercial grounds having regard to the quality, price and service;
- must not use the Company's name or your position for personal gain or in competition with the Company; must act with due care and diligence in fulfilling the functions of your office or employment; and
- should not engage in conduct which may bring discredit upon the Company.

PERSONAL CONDUCT

You are expected to adhere to the following standards of personal conduct in relation to your business role with the Company:

-
- act honestly, in good faith and in the best interests of the Company as a whole;
 - use due care and diligence in fulfilling the functions of your position and exercising the powers attached to your employment;
 - recognise that your primary responsibility is to the Company and its shareholders as a whole;
 - attend and undertake your work without being under the influence of drugs, alcohol or other substances or being distracted by personal business or other interests; and
 - protect any Company assets under your control as described in paragraph titled "Company Property"

BUSINESS AGREEMENTS AND CONTRACTS

You are expected to compete fairly and ethically for all business opportunities. If you are involved in the negotiation of agreements on behalf of the Company or an entity within the Company:

- you must ensure that you act in accordance with the law;
- all statements, communications and representations made to customers, suppliers, partners, competitors and others with whom you undertake business transactions, should be accurate and truthful and must not be misleading or deceptive;
- all appropriate approvals must be obtained before any agreements are executed; and
- you acknowledge that the Company is committed to meeting all of its contractual obligations and accordingly you are expected to know, understand, and honour the terms of the Company's contractual obligations that are relevant to your role.

MUTUAL RESPECT

You are expected to treat with courtesy and respect your colleagues, customers, shareholders and anyone else with whom you interact in your work.

ETHICAL CONDUCT

You must act ethically in your approach to business decisions. In negotiating and administering contracts and other business relationships, you are expected to be fair and reasonable. You must not behave in any way that is, or might be construed as being harsh, oppressive, unconscionable, unethical, coercive or dishonest.

CONFLICT OF INTEREST

- You must avoid any personal, financial or other interest which may be in conflict with their duties and responsibilities to the company.
- Any interest which may constitute a conflict of interest must be promptly disclosed to an appropriate senior manager.
- If there is a potential or perceived conflict of interest, accepting any external appointment, such as a Board appointment (other than to the board of a non-trading family company), working for another organisation, or conducting a business, is not permitted without the written permission of the Board of Directors, or in the case of the Board of Directors.

CONFLICT IN DECISION MAKING FOR DIRECTORS

- When a director feels so strongly as to be unable to acquiesce in a decision of the Board, some or all, of the following steps should be considered:
 - (a) Making the extent of the dissent and its possible consequences clear to the board as a means of seeking to influence the decisions.
 - (b) Asking for additional legal, accounting or other professional advice.

-
- (c) Asking that the decision be postponed to the next meeting to allow time for further consideration and informal discussion.
 - (d) Tabling a statement of dissent and asking that it be minuted.
 - (e) Writing to the Chairman, or all members of the board, and asking that the letter be filed in the minutes.
 - (f) If necessary, resign, and consider advising the appropriate regulator.

CONFIDENTIALITY

- Employees must not use or disclose information obtained through their employment other than in the proper course of their duties.
- Information obtained in the course of employment must not be used to obtain financial reward or other benefit, or to take advantage of another person.

TRADING IN COMPANY SHARES

- Employees must ensure that all transactions in company shares comply with the law (particularly the insider trading provisions), and company's trading policy.
- Insider trading is the exploitation for the personal gain of any person of privileged information which, if publicly available, could affect the market price of the company's shares or the shares of another listed company.
- Employees must not buy or sell company shares while they possess market sensitive information.
- Employees must consult the Company Secretary if unsure of the status of a contemplated sale or purchase.
- Employees must always consult the Company Secretary before making a sale or purchase of company shares.

COMPANY PROPERTY

- Company property, funds, facilities and services must be used only for authorised purposes
- You are to treat assets respectfully and maintain them in good working order and ensure that they are not exposed to situations where theft, fraud, any other type of corruption or damage could occur. If you become aware of any suspected incidents of theft, fraud, other corruption or damage to the Company's assets advise your manager immediately or raise a concern under the Company's Whistleblower policy.
- Unless governed by law or otherwise agreed in writing, any intellectual property developed by an employee during or as a result of his or her employment by the company is the sole property of the company.

ANTI-BRIBERY AND CORRUPTION

- The Company takes a zero-tolerance approach to bribery, facilitation payments and corruption in any form and expect Our People to comply with applicable anti-bribery and corruption laws wherever we do business. The Company also expects this of any third parties acting on our behalf.
- If our employees are directly or indirectly involved in bribery, facilitation payments or corruption, this may have serious reputational, financial, operational consequences for the Company. This could include criminal or civil fines for the Company, fines jail time and disciplinary action (including termination of employment or contract) for the people involved. We can also be held legally liable for bribes, facilitation payments or corrupt behaviour of third parties acting on our behalf.
- **Bribery** is the offering or giving of anything of value to improperly influence another person in the performance of their work duties or to reward them for acting improperly. Offering includes promising. You don't need to actually give anything of value to breach the law or this Code – an offer can be enough. Accepting or asking for a bribe or a favour from someone as a reward to do a job, or for acting improperly is always unacceptable. Sometimes bribes can be less obvious, like a "secret

commission" which is a payment provided to a third party over and above the fair market value of the good or service, with the intent that the excess be passed on to induce an improper business advantage.

- **Facilitation payments** are unofficial payments to get someone (usually a government official) to perform or speed up a routine and necessary action. Our People must not give or accept facilitation payments, even if small or customary.
- **Corruption** is dishonest conduct for private gain, typically involving those entrusted with power or authority.
- If you are asked to give a payment or benefit under a threat made to your health or safety (or the health and safety of another person), you may give it. This isn't considered to be a bribe or a facilitation payment because it is given under duress. If this happens, you must report it to the Company Secretary or CEO as soon as possible.
- If you suspect bribes, facilitation payments or corrupt behaviour by any of our employees, consultants or third parties, you must raise this with your manager, a member of the Executive Team, the CEO, a Director and/or the Company Secretary as soon as possible, or raise a concern under our Whistleblower Policy.

DIVERSITY

The Company actively supports the principle of equal employment opportunity regardless of gender, race, religious or political beliefs, national origin, sex, age, disability, marital status, cultural background or sexual orientation and expects its senior management and employees to practice and support this principle. The Company has established a Diversity Policy, a copy of which is available on the Company's website.

CONFIDENTIALITY AND CONTROL OF INFORMATION

You must ensure that you do not disclose any Confidential Information or Proprietary Information to any third party or Our People who do not have a valid business reason for receiving that information.

"**Confidential Information**" in this context means information that the Company considers private and that is not generally available outside the Company

"**Proprietary Information**" in this context means information that the Company owns, develops, pays to have developed or to which it has an exclusive right.

If Confidential Information or Proprietary Information is required to be provided to third parties or Our People for valid business purposes, the Company and Our People must:

- take adequate precautions to ensure that information is only used for those purposes for which it is provided and is not misused or disseminated to the Company's detriment; and
- ensure that the information is returned or destroyed when the purpose is complete.

Such precautions include obtaining a confidentiality agreement or other undertaking. Advice about these measures can be obtained from the CEO. You must:

- return all Company assets including any documents or Confidential Information or Proprietary Information, on termination or on the request of the Company or its representative; and
- if requested by the Company or its representative, destroy or delete any Confidential Information or Proprietary Information stored in electronic, magnetic or optical form so that it cannot be retrieved or reconstructed.

PUBLIC STATEMENTS

- The company's relationships with the media and the investment community are conducted exclusively by the Chairman or the Board of Directors, or as delegated by them.

GIFTS AND ENTERTAINMENT

- MyEco does not permit the exchange of gifts or involvement in entertainment or hospitality activities that is beyond general commercial practice or that occurs in circumstances that could be considered to give rise to undue influence.
- As a general rule, the offer or acceptance of gifts, entertainment or hospitality is permitted where it:
 - (a) is for a legitimate business purpose, which may include developing business relationships, improving or maintaining the Company's image or reputation, or marketing or presenting the Company's products and/or services effectively;
 - (b) does not take place with public officials from which a decision regarding any licence, permit, authorisation or any other official act or decision is pending;
 - (c) if it involves, or is reasonably likely to involve, a third party paying for travel or accommodation, that payment is approved by the CEO or CFO;
 - (d) complies with the local law and government policies of the country in which the expenditure is made;
 - (e) is given in an open and transparent manner;
 - (f) (does not include cash, loans or cash equivalents (such as gift certificates or vouchers); and
 - (g) complies with the financial approval requirements referred to below.
- Gifts and entertainment reasonably estimated to be in excess of a value of \$200 must be approved by the manager who would usually authorise similar expenditure by the employee accepting the gift or entertainment.
- In some cases, it may not be appropriate to accept or retain a gift or to be provided with entertainment or hospitality and the person may be asked to refuse or return the gift or to refuse the entertainment or hospitality, for example where there could be a conflict of interest which might influence, or be perceived to influence, objective business judgement.
- Invitations where travel and accommodation are involved must be authorised by a senior executive, or in the case of senior executives, by the Board of Directors, or in the case of the Board of Directors, by the Chairman. Any such invitations to the Chairman must be authorised by the Risk and Audit Committee.

COMPLIANCE

- Employees must be aware of, and adhere to, company policies, especially those relating to health and safety, equal opportunity, privacy, trade practices and continuous disclosure.
- In the course of their duties, employees must comply with relevant legislation.

BREACHES OF THE CODE

- Employees have a duty to observe the code and ensure that no breaches occur. Breaches require immediate attention and employees have a duty to report known or suspected breaches of the code.
- Any employee, who in good faith, makes a complaint or disclosure about an alleged breach of the code, and follows the reporting procedure outlined below, will not be disadvantaged or prejudiced in the making of such a complaint or disclosure. All reports will be treated as confidential.
- A complaint or disclosure about an alleged breach of the code should be in writing and contain details about the date, time and nature of the alleged breach and include any available supporting material.
- The allegation should be made to the employee's immediate supervisor, or if the employee believes the immediate supervisor may be implicated, to the Chief executive officer or the Board of Directors.
- The person to whom the allegation is made should undertake a prompt and thorough investigation and determine whether any action is required.

-
- The employee will be informed of the outcome of the investigation.
 - If unsatisfied with the outcome of the investigation, the employee may refer the matter to a senior executive or the Chief executive officer.
 - Employees may at any time discuss a matter or seek advice on how to proceed with a matter, from the Company's appointed human resource consultant, the company secretary or any other senior executive.

CONCLUSION

If an employee has doubts about any aspect of this code, he or she must seek clarification from his or her manager or the Company secretary.

ADOPTION OF POLICY AND BOARD REVIEW

This Policy was last reviewed and amended by the Board on 27 November 2025 and takes effect from that date and replaces any previous update in this regard. This Policy can only be amended with the approval of the Board. The Company Secretary will communicate any amendments to management, and the Chief Executive Officer shall communicate these to other employees as appropriate.