

# Group Code of Conduct

## Scope

This Code applies to all Employees of Thiess Group Holdings (the **Group**) and the entities it controls (**Group entities**), third parties engaged by the Group including contractors and their Employees, and alliances and joint ventures in all jurisdictions.

## Purpose

This Code sets out the requirements and standards of behaviour we require across the Group and implements our shared beliefs and values about how we work with our clients, partners, contractors, communities, stakeholders and each other.

## Policy

We expect all of our Employees to:

- Act in accordance with the Code and the Group's values;
- Comply with all Group requirements, including policies, standards and procedures;
- Comply with all applicable laws wherever we operate;
- Seek advice if you have any doubt about the right course of action.

Where the Code or a policy sets higher standards of behaviour than local laws, rules, customs or norms, the higher standards will apply. To the extent there are any conflicts between the Code and the Constitution of Thiess Group Holdings, the Constitution shall apply.

The Code provides a framework, but cannot describe every situation, law or policy that may apply to you. You need to exercise good judgement, justify your actions, and work with others to ensure we maintain the right culture, and prevent any breaches of the Code.

## Questions about the Code and Reporting Breaches

If you are in doubt about the right thing to do, or if you are unsure about what any part of the Code means, have any concerns about how you should behave in a particular circumstance, or would like to report a potential breach you should:

- speak to your Manager at the earliest opportunity; or
- Where this is not possible, or the concern involves your Manager, speak with your Manager once removed (i.e. your Manager's Manager); or
- Contact the Business Conduct Representative or other contacts set out in the Complaints and Investigations Standard; or,
- Contact the Ethics StopLine.

Before you make a decision, try this test when considering conduct or behaviours:

- Does it comply with the Code?
- What would your family, colleagues or manager think about your decision?
- How would you feel if your decision was reported in the media?
- Would you be confident explaining your actions to senior management or external authorities?
- How would your behaviour be viewed in one or five years from now?
- Would you be happy if you were treated this way?

If you know of, or have reasonable basis to suspect that there has been a breach of the Code, policies or laws you are to:

- Immediately raise your concerns at the first available opportunity;
- Cooperate in any investigations as directed.
- Support anyone reporting a breach.

The Group monitors compliance with the Code, and all reported breaches will be investigated. If a breach is found to have occurred, we will take appropriate action, which may include disciplinary action, dismissal and reporting to appropriate authorities.

The Group will not tolerate victimisation of anyone who raises a genuinely held concern about a breach or potential breach of the Code or other Group policy or procedure or law.

For further information, see the [Group Complaints and Investigation Standard](#).

## 1. People

### Healthy, Safe & Respectful Workplaces

The provision of a safe and healthy working environment for all Employees and those under the Group's care is the most important matter we do each day. You must be observant of health and safety issues and comply with all applicable rules, laws and regulations.

#### 2.2. Working with one another

The Group strives to:

- Create a safe, healthy, supportive, and positive working environment where all people are treated fairly and with respect;
- Develop and maintain a diverse and inclusive workforce.

The Group does not tolerate bullying, harassment, sexual harassment, unlawful discrimination, hostile workplace environments, victimisation or vilification on any grounds.

For further information, see the [Respectful Workplace Standard](#) and the [Diversity and Social Inclusion Policy](#).

### Employee engagement

Relevant Group policies and procedures govern the recruitment and employment of Employees within the Group, including worker entitlements and benefits, whilst meeting minimum requirements under all applicable laws and regulations in the countries where we operate.

The Group respects the rights of Employees to freely associate and collectively bargain in accordance with local laws.

### Privacy

The Group regards the fair and lawful treatment of personal information with utmost importance. All of our people must comply with the [Privacy Policy](#).

## 2. Stakeholders

### Environment

The Group is committed to undertaking business activities in a manner that respects the environment and contributes to the sustainability of our business.

We expect all of our Employees to:

- Take responsibility for meeting applicable environmental laws, regulations and contractual obligations;

- Prevent adverse environmental impacts;
- Respond to and report any environmental incident;
- Comply with all applicable rules, laws, and regulations.

For further information see the [Environmental Policy](#) and [Sustainability Policy](#).

## Community

The Group understands that, wherever we operate, we have the potential to impact the local community. We are committed to building relationships and working collaboratively with the communities in which we work and live. For further information on engagement with communities see the [Community Engagement and Investment Standard](#).

All Employees are required to act in a way that is respectful of the local communities in which we work.

## Sponsorships and charitable donations

The Group may support local community groups and charities through sponsorships and donations that are legal, ethical and further the interests of the Group.

When considering sponsorship and donations, Employees must comply with the Thiess [Levels of Authority Standard and the Community Engagement and Investment Standard](#).

## Rejection of unlawful child labour & modern slavery

The Group does not tolerate unlawful child labour or any form of exploitation of children or young people and will comply with the International Labour Organisation (ILO) with respect to underage workers.

The Group rejects all forms of slavery including but not limited to trafficking in persons, slavery, servitude, forced marriage, forced labour, debt bondage and deceptive recruiting for labour and services. No Employee may be obliged to work by the direct or indirect use of force and/or intimidation. Only people who voluntarily make themselves available for work may be employed.

Further information is set out in the [Human Rights Policy](#).

# 3. Working Practices

## Bribery, corruption and money laundering

The Group prohibits and has zero tolerance for all forms of bribery, corruption and money laundering. You must obey all relevant laws and regulations and must not participate in any arrangement which gives any person an improper benefit in return for an unfair advantage to any party, directly or through an intermediary. This includes facilitation payments (payments of cash or in kind made to secure or expedite a routine service, or to 'facilitate' a routine Government action), even if allowed under local laws or customs.

Further information is set out in the [Anti-Bribery and Corruption Policy](#).

## Gifts and hospitality

Gifts or hospitality are only to be offered or received for a legitimate business purpose – that is, if their primary objective is to build a good business relationship, and that relationship is consistent with the business plan of the relevant business unit. Gifts or hospitality that are reasonably considered to impair effective judgement, improperly influence a decision, or create a sense of obligation must not be offered or accepted by any Employee.

The following gifts or hospitality (each being a **Prohibited Gift/Hospitality**) are prohibited in all circumstances:

- cash or gift vouchers, except those which are expressly permitted under other Group Policies and the relevant pre-approval stipulated in that Policy has been obtained, for example awards to Employees under the Group entities service recognition arrangements or the [Gifts and Hospitality Policy](#);
- gifts or hospitality given or received with the intention of unduly influencing business decisions;
- hospitality of an inappropriate nature or at inappropriate venues;
- gifts or hospitality in exchange for business services or information, loans, cash, or product/ service discounts not available to all Employees;
- facilitation payments, even where allowed under local jurisdictional laws or business practices.

The [Gifts and Hospitality Policy](#) sets out where prior written approval is required before receiving or arranging to provide any non-prohibited gift or hospitality, and the gifts or hospitality that an Employee has received or arranged that must be recorded using the electronic form available on the Thiess Intranet.

## 4. Working with third parties

Subcontractors and other third parties with whom the Group works can make a significant contribution to our success. We aim to have effective business relationships with subcontractors and other third parties, and the Group will only work with such third parties if it is reasonably satisfied that the relevant third party will comply with this Code or another code containing equivalent standards of behaviour.

The Group does not enter into any agreements in relation to services such as lobbying, facilitating client relationships, relationship management, strategic advice, or other stakeholder management services which may directly or indirectly influence decision makers considering any bid for work.

Group Employees must ensure that any third party understands the Group's expectations and this Code. When the Group has a controlling position in a joint venture or similar arrangement, this Code (or another code containing equivalent standards of behaviour) must be adopted for the joint venture or other arrangement. In other circumstances, the Group will remain bound by this Code and will seek to have partners adopt this Code.

Before entering into a commercial relationship with a third party on behalf of the Group, appropriate due diligence must be conducted in accordance with the [Dealing with Third Parties Policy](#) and all contracts must be approved in accordance with the Thiess [Levels of Authority Standard](#).

Each contract with a third party is to be in writing, with all contracts to:

- Reflect the entire agreement between the Group and the third party;
- Describe in a transparent manner and with an appropriate amount of detail the services and/or goods to be provided;
- Contain terms that provide a clear link between, and are commensurate with, the provision of goods or services and the payment of a fee or charge.

Records are to be kept of due diligence, approvals, and contracts in accordance with the [Information Management Policy](#). Any non-compliance with these requirements will require the prior approval of the General Counsel and Company Secretary.

### Conflicts of interest

You are to ensure your personal activities and interests do not conflict with your role and responsibilities to the Group. It is important to avoid even the appearance of a conflict of interest.

We expect all of our Employees to:

- Disclose to your Manager any existing or potential conflict of interest that affects you by using the electronic form available on the Thiess Intranet;
- Avoid any dealings or relationships that may create a conflict with your obligations to the Group;
- Not be involved in any decision-making where you may not be able to make an objective decision;
- Not be directly involved in the potential or actual employment of a relative, close friend or associate.
- Not hold any ownership interest, role or position (formal or informal and including any directorship) in a business that supplies goods or services to the Group,

Further information is set out in the Group's [Personal Relationships Procedure](#).

### Confidential Information

You are not to use any information about the Group, a competitor, joint venture partner, customer, or supplier for financial or other personal benefit, or convey this information to others before it becomes public.

Suitable security and information management measures to protect the Group's confidential information are to be implemented in line with the [Information Security Policy](#) and the [Information Management Policy](#).

You are to comply with the [Information Management Policy](#) and the Corporate Affairs and Communications Policy.

### Anti-competitive conduct

The Group is committed to the principles of free and fair competition in accordance with the [Competition Policy](#). The Group will always compete vigorously but fairly, and comply with all applicable competition laws.

We expect all of our Employees to maintain the independence of the Group and avoid anti-competitive conduct.

### International trade controls

The Group will comply with all applicable national and international laws, regulations and restrictions relating to the movement of materials and services.

### Taxation

The Group will comply with all applicable tax laws, regulations and external reporting requirements in every jurisdiction in which we operate and in accordance with the Group's [Tax Governance and Risk Policy](#).

## 5. Assets and Records

### Use of Group Assets

Assets that belong to the Group are to be used for business purposes, and are not to be used for illegal purposes, or for purposes that are not related to Group business.

We expect all of our Employees to:

- Only use Group assets for business purposes, unless you have appropriate authorisation;
- Take care to prevent waste, loss, damage, misuse, theft, or misappropriation of assets;
- Comply with applicable policies and laws regarding the use and transfer of assets (including applicable delegated authorities);
- Respect the assets of others, whether physical or intangible (for example, intellectual property and confidential information).

### Records

The Group will comply with all applicable rules, laws and regulations governing business reporting.

All information created and maintained as a result of the Group's business activities is to accurately reflect the underlying transactions and events and follow Group reporting policies and procedures.

Financial officers and others responsible for the accuracy of financial reporting have an additional responsibility to ensure that adequate internal controls exist to achieve truthful, accurate, complete, consistent, timely and understandable financial and management reports that are prepared in accordance with relevant laws, accounting standards, policies and procedures.

## 6. Communication

### Governments

The Group conducts business with governments in all areas of its operation and seeks to have open and constructive relationships with those governments. Any interactions with governments, regulators and public authorities must be in the best interests of the Group and information provided must be accurate and appropriate.

We expect all of our Employees to comply with the Corporate Affairs and Communications Policy.

### Political contributions and activities

The Group will comply with all applicable rules, laws, and regulations in relation to its activities in connection with political parties.

We expect all of our Employees to ensure any business-related involvement in activities organised by a political party has been approved in advance in accordance with the Corporate Affairs and Communications Policy.

## Public disclosures on behalf of the Group

We expect all of our Employees to represent the Group positively, and not make any false or malicious statements about other Employees, or the Group as a business or its stakeholders, or engage in other behaviour that could cause offence or harm to other people, and to comply with the [Social Media Policy](#).

CIMIC as a shareholder of the Group, has a Disclosure and Communications Framework to facilitate timely and accurate information flow to help ensure it complies with its disclosure requirements. The Group must assist CIMIC to meet its disclosure obligations.

## 7. Whistleblower Protection

All concerns raised are taken seriously and treated confidentially, and the identity of the Whistleblower who has raised an “eligible disclosure” to an “eligible recipient” (terms defined under the [Whistleblower Policy](#)) is only revealed on a ‘need-to-know’ basis (and in line with any consents given by the discloser). All Whistleblowers have the option to raise an eligible disclosure anonymously or on the basis that their identity will be known only by the individual to whom the disclosure was raised or the *Ethics StopLine* provider (as the case may be).

The *Ethics StopLine* is an external resource available at zero cost to any Whistleblower who wishes to raise a concern on an independent and confidential basis. Any Whistleblower who feels they have been victimised after raising a concern should contact their Business Conduct Representative, or the *Ethics StopLine*.

The Group will not tolerate victimisation of a Whistleblower. Any Employee found to have victimised another will be subject to disciplinary action.

For further information, see the [Whistleblower Policy](#).

The framework that supports the operation of the Code across the Group, including reporting a potential breach, contact details and how to deal with matters raised by a Whistleblower, is set out in the [Group Complaints and Investigations Standard](#).

## 8. Glossary

**Business Conduct Representative** - A senior person appointed by the Group who supports the operation of the Code.

**CIMIC** - CIMIC Group Limited.

**Employees** – All people who work for the Group as an employee, as well as any director or officer of a member of the Group.

**Group** – means Thiess Group Holdings Pty Ltd and all entities it controls.

**Group entities**– means the entities controlled by the Group, including Thiess Pty Ltd, Pybar, MACA and RTL.

### Policy Information

<b>Owner:</b>	Group Executive, Commercial, Strategy and Sustainability
<b>Approved by:</b>	Thiess Group Holdings Board and Executive Chair & CEO, Thiess
<b>Effective Date:</b>	August 2025

Note: Thiess Group Policies may be amended from time to time with approval from the Thiess Group Holdings Board.