



Code of Conduct

**Zoom2u Technologies Limited
ACN 636 364 246
(Company)**

1. Introduction

1.1. Purpose and application of this code

This Code of Conduct has been adopted by the Board of Directors (Board) of Zoom2u Technologies Limited (Zoom2u or Company). It applies to all directors, as well as all officers, employees, contractors, consultants and associates of Zoom2u (Employees).

This Code of Conduct sets out the core duties owed to Zoom2u' shareholders, customers, Employees, suppliers and the broader community in respect of conduct in the workplace.

1.2. Guiding principles

Zoom2u has adopted a number of guiding principles that are designed to assist Employees in their decision-making and conduct. These principles are that:

- We **respect** and abide by the letter and spirit of the law at all times;
- We conduct ourselves with **integrity**, are **fair**, **competitive** and **honest** at all times;
- We use our assets **responsibly** for the optimum benefit of our shareholders;
- We treat all stakeholders equitably and with **respect** and **dignity**;
- We provide a **safe**, **challenging** and **rewarding** workplace;
- We **honor** agreements made with others who work with us and act in good faith;
- We have proper concern for the environment and the wider community, wherever possible, acting **sustainably**;
- We are **responsible** and **accountable** for our actions and their consequences; and
- We will investigate complaints received from our stakeholders.

All of these principles apply even if not specifically mentioned below.

2. How We Comply with Our Formal Obligations

Zoom2u is committed to complying with the law in all jurisdictions where it does business.

Employees are expected to:

- Act in accordance with:
 - (a) The letter and spirit of the law;
 - (b) This code; and
 - (c) All relevant policies and procedures

Ignorance of the law or having a good intention does not excuse your obligation to comply.

Contact your manager or the Company Secretary if you are uncertain about your compliance obligations.

3. How We Deal With our Stakeholders

Zoom2u values honesty, integrity and equitable dealing.

Employees are expected to:

- Act always in good faith;
- Treat each other and all suppliers, competitors, clients, customers and other stakeholders fairly and with respect;
- Provide the highest level of service to customers and clients;
- Choose suppliers and contractors on their merit and competitive terms;
- Use suppliers who share our ethical values including compliance with Anti-Bribery and Corruption and Modern Slavery laws (please refer to the Zoom2u Anti-bribery and Corruption Policy and Modern Slavery Policy); and
- Avoid any practices that are, or could be judged to be misleading, deceptive or unfair;
- not accept or offer gifts to a kind that a reasonable person might think likely to influence a business decision (please refer the Zoom2u Anti-bribery and Corruption Policy); and
- not to make donations on the Company's behalf to any political party without prior Board approval.

4. How We Work Together

Health and Safety

Zoom2u is committed to ensuring a work environment that is safe and healthy. Specifically:

- Safety and health must never be compromised in order to meet commercial objectives;
- Zoom2u employees are expected to be proactive in identifying and, where appropriate, preventing risks to health and safety;
- All accidents, incidents and hazards are to be reported in a timely and comprehensive manner to the Company Secretary;
- You must not work while under the influence of alcohol and "judgment impairing" prescription medicine; and
- Illicit drugs are not tolerated in the workplace.



Harassment and Bullying

Zoom2u is committed to ensuring a work environment in which everyone is treated with respect:

- Bullying and harassment in the workplace is not tolerated.

Equality and Fair Dealing

Zoom2u is committed to ensuring a work environment in which everyone is treated fairly:

- Diversity is celebrated and all applicants for employment and promotion are evaluated on merit in accordance with their skills, qualifications and abilities (see our Diversity Policy for further details); and
- Discrimination or vilification on the basis of gender, sexual orientation, ethnic origin, religion, age, marital status, pregnancy, disability and any other basis determined by law will not be tolerated.

5. How We Use the Company's Information

Zoom2u Employees are expected to:

- Treat all information acquired while they are with Zoom2u as confidential, even after they leave Zoom2u;
- Take great care to ensure the integrity and security of all of Zoom2u' confidential information which relates to the affairs of Zoom2u and its employees, clients, customers, and suppliers;
- Not access or request or make improper use of or transfer or disclose confidential information to anyone else (other than in the proper course of their duties) without written permission from Zoom2u or as legally required;
- Not to post anything about the Company on Social Media without the approval of the CEO (please refer to the Social Media Policy); and
- Immediately return any confidential information which inadvertently comes into their possession.

It is a criminal offence to buy shares in Zoom2u when you have information about the Company that is not available to people outside the Company (please refer to the Securities Trading Policy). All employees should familiarise themselves with this policy.

6. How We Deal With Conflicts of Interest

Zoom2u is committed to managing, and where required, avoiding conflicts of interest. Zoom2u Employees are expected to:

- Not allow personal interests to conflict with the interests of Zoom2u;



- Obtain written permission before accepting a position in any other company, business or organisation as a director, agent, employee or consultant, whether paid or unpaid, which may, or may be seen to give rise to a conflict of interest;
- Disclose any perceived, potential or actual conflict of interest or duty to the Company Secretary as soon as they become aware of it;
- Avoid participating in decisions and activities which may conflict with their duties and responsibilities to Zoom2u; and
- Not take part in, or unduly influence, any decision making process of Zoom2u relating to a conflict that they are involved in.

7. How We Use the Company's Assets

Zoom2u Employees are expected to:

- Ensure that Zoom2u's assets and property are used only for legitimate business purposes;
- Not use Zoom2u's assets for personal purposes, except in accordance with a Zoom2u policy or approved arrangement. Limited use of Zoom2u property such as computers and telephones is permitted for private and non-income producing purposes provided it is used in a responsible, efficient and prudent manner;
- Return Zoom2u assets and property immediately on request, or when ceasing employment;
- Report any suspected or actual theft or fraud to their manager, and the Company Secretary, or any other person nominated by Zoom2u; and
- Understand your level of delegation for binding the Company contractually (refer to Delegation of Authority Policy).

The product of any work performed while employed,, or on behalf of the Company or using Company property (including all intellectual property) belongs to Zoom2u.

8. Communication and Continuous Disclosure

As a publicly listed company, Zoom2u has obligations to keep the investment market fully informed of all information which may have a material effect on its share price. As a public company it is important to ensure that there is no misinformation in the market.

To assist the Company in complying with its obligations employees must:

- immediately report any incident or event which may adversely or positively impact the Company to the Company Secretary; and
- not talk to the media or post anything about the Company on social media without prior approval from the CEO;

9. Sustainability

Zoom2u is committed to operating sustainably. Zoom2u Employees are expected to assist with this journey by:

- Complying with the intent and spirit of this Code of Conduct, our policies and the laws which govern us;
- Operating in and seeking to ensure a safe work environment;
- Working efficiently and efficiently using our resources to ensure long term financial viability;
- Dealing ethically with our suppliers and customers;
- Minimising the impact our business processes have on the environment: and
- Acting mindfully in respect of our environmental and sustainability impact and finding ways to reduce the impact.

10. Whistleblower Protection

Employees are encouraged to report any actual or suspected unethical behaviour including excess waste or breach of this Code of Conduct or Company policies to the Company Secretary. Matters raised will be investigated (refer to the Whistleblower Policy).

Zoom2u is committed to ensuring concerns can be raised safely, and in good faith without disadvantage, to the extent that the law permits.

11. How We Respond to Breach of Code

The highest standards of corporate conduct are critical to the Company's success.

Zoom2u Employees are expected to report to the Company Secretary:

- Any suspected breach of this Code;
- Any actual or suspected fraudulent or unethical behaviour; and
- Any breaches of Zoom2u policies.

In certain circumstances it may not be appropriate to report such matters to a manager. In these circumstances, the Zoom2u Employee may report the breach using the process set out in the Zoom2u Whistleblower Protection Policy.

Zoom2u will take any breach of this Code seriously. Matters raised will be investigated and Zoom2u will take appropriate action in respect of any breach of this Code. This may result in disciplinary action and, in some cases termination of employment.

Where can Zoom2u Employees obtain further information?

The Company Secretary can provide further information or assistance regarding this Code if required.

Review and publication of this code

The Board will review this Code from time to time. This Code may only be amended by resolution of the Board.

A copy of this Code will be distributed to all directors and employees and will be available on Zoom2u's website.

Policy Name	Code of Conduct
Policy Manager	Company Secretary
Policy Department	Corporate Services
Contact	Michael Gayst Tel: 0414 513 449 Email: michael@zoom2u.com
Approval Authority	Board of Directors
Last Review Date	2 December 2024
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