

0101-08 Code of Conduct

Lindsay Australia Limited ACN 061 642 733

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1. General

As an ASX listed company, Lindsay Australia Limited, together with its related parties (**Company**) is required to comply with ASX Listing Rules and relevant laws governing the manner in which it conducts its business

This document sets out the Company's Code of Conduct which outlines how the Company intends to undertake its business and operations.

2. Definitions and interpretation

2.1 Definitions in this document:

Term	Definition
Adoption Date	means the date this document was adopted by the Board.
ASX	means ASX Limited ACN 008 624 691.
Board	means the board of Directors of the Company.
Chairman	means the chairman of the Board.
CEO	means the executive officer (by whatever title generally known, whether chief executive officer, managing director or otherwise).
CFO	means the chief financial officer or equivalent officer of the Company (by whatever title known).
Company/Group	Means Lindsay Australia Limited ACN 061 642 733 and its related parties forming part of its corporate group including Lindsay Transport Pty Ltd, Lindsay Rural Pty Ltd, Lindsay Fresh Logistics Pty Ltd.
Code/Policy	means this Code of Conduct as outlined in this document or in any amending or replacement document.
Secretary	means the appointed Company Secretary(s).

Concepts not defined in this document, but which have a meaning in relevant laws, or the Listing Rules have that same meaning in this document.

3. Introduction

The Code of Conduct is underpinned by our Company values outlined in the "Lindsay Way" principles and represents the Company's commitment to uphold the highest standards of integrity and confidence on the Company's business practices. The Lindsay Way principles are:

- Safety Always
- People Focused
- Value Family
- Community Supportive
- Customer and Supplier Orientated
- Industry Innovators

Addition details of the "Lindsay Way" and our corporate values can be found on the Lindsay Australia Limited website at <http://lindsayaustralia.com.au/about-lindsay/the-lindsay-way>

Anyone working for or engaged by the Company is required to understand and comply with this Code, this includes staff, employees, consultants, contractors and directors.

The Company aims to continually build on its reputation of integrity, and to be highly valued as an employer, a business associate and a community partner in all of its relationships.

Directors, management and employees shall deal with the Company's customers, suppliers, competitors and each other with honesty, fairness and integrity and observe the legal and regulatory environment in which the Company operates.

The Company aims to:

- increase Shareholder value within an appropriate framework which safeguards the rights and interests of the Company's Shareholders and the financial community; and
- comply with systems of control and accountability which the Company has in place as part of its corporate governance with openness and integrity.

The Board believes that the Code of Conduct is to be enacted by its people, and through its application can positively influence relationships with community, corporate and individual partners.

The Code of Conduct reflects the shared values throughout the Company and outlines behaviour expected of anyone working for or on behalf of the company and encourages each individual to "do the right thing" and sets the standards for the way the Company works. The Board believe the values and behaviours outlined in this Code of Conduct are consistent with those of the communities in which the Company operates and that through compliance with this Code will enhance the Company's business activities.

The Company recognises and respects the rights of individuals and will comply with the applicable legal rules regarding privacy, and the use of privileged or confidential information.

Where a provision of this Code may be interpreted as differing from applicable laws, standards or policies, we must comply with those laws, standards and policies.

However, where the Code sets a higher standard it is expected that we will follow the Code.

4. Application of this Code

The Code of Conduct applies to the directors, employees, contractors, consultants of the Company. Through appropriate contractual arrangements and procurement principles, consultants, agents, contractors and suppliers of the Company are equally expected an encouraged to comply with the Code of Conduct in all their dealings with or on behalf of the Group.

4.1 How we Act

The following actions are required of all persons under this Code:

- undertake every task in a safe, compliant and responsible manner;
- treat each other with respect and work together to deliver results;
- be courageous and accountable for our actions;
- be relentless in our pursuit to find sustainable and innovative solutions;
- respect and comply with the law and act accordingly, not knowingly participate in any illegal or unethical activity;
- be fair, transparent and honest in our dealings;
- strive to achieve beneficial outcomes for our people and the communities in which we operate;
- build an enviable reputation in the industry;
- Comply with this Code and other policies and procedures of the Company;

- Disclose any material personal interests or relationships you may have with any Company stakeholders including suppliers and customers, which may be or perceived to be a conflict of interest;
- Do not take advantage of the Company's property or information in your possession for personal gain;
- Not act in a way that might negatively affect the Company's reputation.

4.2 Asking questions and reporting violations

The Company provides various avenues for raising concerns about unethical or illegal business conduct, including behaviour which may not align with our values or this Code, this includes disclosure of any actual or potential conflicts of interest. The Company also offers protection to anyone who reports concerns in good faith under the Company's Whistle-blower Policy.

As an employee, you can talk to your manager, supervisor or leader or raise the incident with any member of the Senior Management Group as designated under the Company Whistleblower Policy (CEO, Manager Safety People and Culture, CFO, Company Secretary, General Manager) who will undertake the appropriate investigation and report the incident to the CEO and or Board as deemed appropriate. The confidentiality of the "whistleblower" is to be maintained and no reprisal undertaken providing the issue has been raised in good faith. Refer to the Whistle-blower Policy.

4.3 Health and Safety

The Company is committed to the health and wellbeing of all employees and contractors and this should never be compromised. Our focus on safety leadership and culture empowers everyone to take whatever action is required to ensure safe operations, including stopping services or activities when necessary.

We are committed to providing a safe workplace for all of our people as we work together to become industry leaders in safety.

It is the responsibility of all employees to act in accordance with applicable workplace or occupational health and safety legislation, Heavy Vehicle National Law including Chain of Responsibility, regulations, policies and procedures, look after ourselves and our work colleagues, report all incidents, be fit-for-work and each of us to be aware of the requirements of our role.

Further details are set out in the 0301-01 Health and Safety Policy and all related policies, procedures, Standards and SOP's that relate to safety.

4.4 Environment

The Company is committed to responsibly managing its environmental impacts.

We aim to prevent, mitigate or offset any potential harmful effects of our activities on the environment. This is critical to maintaining our license to operate and our long-term business success depends on our ability to manage and minimise the potential impact of our activities.

4.5 Human Rights

Our employees and contractors are entitled to work in an environment and under conditions that respect their rights and dignity, and that comply with all legal requirements. The Company is committed to uphold and respect human rights for all people. As a minimum we will always comply with the UN Agreements on Human Rights.

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Scope:	Lindsay Australia Limited			

We require our contractors, suppliers and business partners to actively support our efforts to address disparity in the workplace (such as indigenous or gender disparity) through the provision of skills, employment and business opportunities. Refer details in the Diversity Policy.

4.6 Native Title and Heritage

We will respect the rights and interests of native title holders to protect and promote Indigenous history and culture. The Company recognises the interests of native title holders and the proximity of the Company's operations to places of cultural meaning.

4.7 Community

We set out to build enduring relationships with the communities in which we operate that are characterised by respect, trust and enriching lives through our participation. Through active collaboration we strive to implement long-term sustainable benefits for the local communities, regional and national stakeholders and the Company.

4.8 Bribery and Corruption

Our Company prides itself on our reputation for acting with integrity and honesty wherever we do business. We are committed to a zero-tolerance approach to bribery and corruption. Our reputation is built on our values as a company, the professionalism of our employees and our collective commitment to acting with integrity, accountability and transparency at all times.

Bribery and corruption undermines legitimate business activities, distorts competition and exposes the Company and our employees to significant risks. Our commitment to do business with integrity includes always complying with the laws of every country in which we operate. Refer Anti-bribery and Corruption Policy.

4.9 Facilitation Payments, Secret Commissions and Gifts

The making of facilitation payments by Company employees is prohibited. Facilitation payments are typically minor, unofficial payments made to secure or expedite a routine government action by a government official or employee.

Secret commissions are also prohibited. These payments typically arise where a person or entity (such as a Company employee) offers or gives a commission to an agent or representative of another person (such as a customer of the Company) which is not disclosed by that agent or representative to their principal. Such a payment is made as an inducement to influence the conduct of the principal's business.

Company prohibits the giving and receiving of gifts in connection with Lindsay's operations which go beyond common courtesies associated with general commercial practice. This is to ensure that the offer or acceptance of a gift does not create an obligation or cannot be construed or used by others to allege favouritism, discrimination, collusion or similarly unacceptable practices by the Company. Refer to 0101-10 Inducements and Gratuities Policy.

5. Conflicts of Interest

All persons under this Code are obligated to avoid and or declare situations in which personal interests' conflict, or might appear to conflict, with duties to the Company. Such circumstances could compromise our ability to make impartial business decisions that are in the best interests of the Company.

While the Company recognises and respect employees' rights to take part in financial, business and other activities in their own time. These activities should be free of conflict with responsibilities to Company and should not impact on the impartial and dedicated performance of employment duties. Each employee must never use their position with the Company to obtain personal gain or benefit for themselves or third parties (such as friends, relatives and business associates).

Employees are required to disclose to the Company, in writing, all actual or perceived conflicts of interest.

6. Continuous Disclosure

Upon becoming aware of any potentially market sensitive information, where such information has not already been released to the market, staff must notify the Company Secretary, CFO or CEO immediately. Company is legally obliged to inform the ASX immediately upon becoming aware of any information concerning the Company that a reasonable person would expect to have a material effect on the price or value of the Company's listed securities. This may include a significant or material event that impacts on business operations.

The Company Secretary makes disclosures in accordance with relevant ASX obligations and the Company's Continuous Disclosure Policy and must be advised of any information that may be required to be disclosed.

7. Privacy

Our Company is committed to recognising and respecting the privacy of our employees, contractors, suppliers, business partners, customers and shareholders and will only collect personal information ethically and lawfully in a manner which is not unreasonably intrusive. Company will only use personal information that it holds for the purposes for which it was provided. We may use or disclose personal information where authorised by the party concerned and is necessary to prevent a serious threat to health and safety, or is required by law, or to assist authorities in enforcing the law. Refer to Privacy Policy.

8. Confidentiality

Individuals with access to confidential information must not reveal such information without appropriate authorisation and are responsible for ensuring that the information is used only for authorised purposes.

Confidential information may include, but is not limited to, trade secrets, marketing information, customer lists, price lists, research and development activities, technical information, financial information, business plans, designs, drawings, techniques, processes, intellectual property, and any information which is not generally available concerning performance, results or plans.

Employees are expected to exercise discretion in your discussions and communication with people outside Company about the business of the Company, its suppliers and customers.

9. Use of Company Resources

Employees are responsible for safeguarding Company assets and resources. This may include Company funds, property, stock, equipment and vehicles. Company assets must not be used for personal benefit and employees must take appropriate precautions to prevent theft, damage and misuse of Company assets.

All employees must report instances or suspicions of fraud and theft immediately after they become aware, regardless of whether the instance relates to an employee, a contractor or any other party. Unauthorised removal of Company equipment, supplies, or other resources is regarded as theft.

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Requests to use the Company's resources for purposes other than Company business, should be referred to an individual's manager, the CFO or CEO for approval. Refer to 0101-06 Computer User Policy.

10. Public and Media Content

As Company is a public company listed on the Australian Securities Exchange great care must be taken in discussing the Company's business with third parties.

Company aims to manage its media liaison effectively, including providing media outlets with access to constructively engage with the Company, effectively showcasing the Company's achievements and ensuring Company communicates in a consistent, authoritative manner on all matters related to its operations, results and values. The following specified officers are authorised to communicate on behalf of Lindsay:

- The Chairman of the Board, or his/her nominee, speaks for the Board.
- The CEO may speak on all areas of the Company's activity
- The Chief Financial Officer/ Company Secretary may speak on areas within their portfolio:

All other directors, officers, employees, joint venture partners, contractors or suppliers shall not represent themselves as spokespeople for the Company unless specifically authorised to do so. They should not engage in discussions, emails or correspondence with any representatives of the media in relation to Company matters unless expressly authorised to do so by the Chairman or CEO as applicable.

11. Insider Trading

All Directors and key management must observe Lindsay's Share Trading Policy.

In conjunction with the legal prohibition on dealing with the Company's listed securities when in possession of unpublished price-sensitive information, Company has established specific time periods when Directors and employees are not permitted to buy and sell Lindsay's securities. Refer details in the Share Trading Policy.

12. Creating Awareness of the Code of Conduct

Every Director or person who has managerial or leadership responsibilities must ensure that:

- the Code of Conduct is communicated to and understood by all people reporting to them; and each person signs an acknowledgment of commitment and adherence to the Code of Conduct when they commence work with Company or for any amendments as they occur through company routine training.
- All people new to Company are to be provided with a copy of the Code of Conduct at their initial induction or onboarding process.
- The Code will be available on the Company's intranet.
- Company policies or procedures referred to in this Code or otherwise relevant to compliance with the Code are available on the Company's intranet and or website.

13. Breaches of the Code of Conduct

Employees, management and Directors should note that breaches of certain sections of this Code of Conduct may be punishable under legislation and may also lead to disciplinary action.

14. Summary of Code of Conduct

The Board has adopted this Code of Conduct which requires directors, management, employees and all persons covered by the Code to deal with the Company's customers, suppliers, competitors and each other with honesty, fairness and integrity and to observe the rule of the legal and regulatory environment in which the Company operates.

The Code prohibits persons from involving themselves in situations where there is a real or apparent conflict of interest between them as individuals and the interest of the Company. The Company also has a policy on financial and other inducements. Directors, management and employees are required to respect the confidentiality of all information of a confidential nature acquired in the course of the Company's business.

Directors, management and employees must protect the assets of the Company to ensure availability for legitimate business purposes. The Company acknowledges its responsibility to shareholders, the community, and the individual. The Company will use its best endeavours to ensure a safe workplace and maintain proper workplace health and safety practices.

15. Policy Approval and Review

The CEO is accountable to the Board of Directors for ensuring that this Code of Conduct is implemented.

The Code will be reviewed routinely as required to ensure its effectiveness.

This Code is available to staff, management and officers of the Company, it will be placed on the intranet or can be obtained by contacting senior members of management, the Company Secretary or Legal Counsel and or via senior management.

Appendix 1

Lindsay Australia Limited Code of Conduct

1.0 Purpose

The Lindsay Australia Limited code of conduct outlines the standards of behaviour the company expect from all of our employees. Employees must comply with the code, supporting policies and procedures, and the law at all times. The code is in place to ensure that all employees act in a safe, professional and responsible manner, thereby making the company a great place to work and to do business with.

2.0 Scope

This code applies to all employees of the Lindsay Australia Limited group of companies. The Lindsay Australia Limited Group of companies comprises Lindsay Australia Limited, Lindsay Transport Pty Ltd, Lindsay Brothers Management Pty Ltd (the employer company for Lindsay Transport), and Lindsay Rural Pty Ltd and Lindsay Fresh Logistics. A reference to Group means all companies including the company that employs the employee. A reference to company means the company that employs the employee.

3.0 Expected Behaviour

We expect employees to:

- Comply with the application of Australian Laws
- Adhere to all company policies and procedures
- Maintain and promote an environment free from workplace bullying and harassment
- Promote a safe and healthy workplace
- Comply with the company's uniform and appearance standards at all times
- Present to work free from the effects of prohibited substances and alcohol
- Maintain the confidentiality of proprietary information
- Act with honesty and integrity
- Contribute to and promote a positive work environment
- Act in a professional and courteous manner
- Observe the company's smoking policy
- Comply with all lawful instructions given by company management
- Use and maintain company equipment as directed
- Seek and provide assistance/information when required
- Disclose and take reasonable steps to avoid any conflict of interest in connection with the company

4.0 Unacceptable Behaviour

Employees **must not**:

- Breach or disregard company policies or procedures
- Direct or encourage others to breach or disregard company policies or procedures
- Intentionally or recklessly damage, destroy, deface, or tamper with company property
- Remove company property or equipment for personal use, resale or for any other reason
- Knowingly provide misleading or incorrect information to the company
- Physically assault, threaten violence or intimidate others

- Discriminate against or make derogatory comments about others
- Knowingly or recklessly disturb the peace through disorderly conduct, failure to comply with an order, fighting, quarrelling and/or being intoxicated
- Knowingly make false charges or allegations against management or colleagues
- Use offensive or inappropriate language
- Present to work suffering from the effects of prohibited substances or alcohol
- Bring the company into disrepute
- Conduct non-business undertakings in company time
- Disclose confidential information about the company, customers or associates of the company
- Alter or remove company documents without being given the authority to do so

Employees must seek assistance from management if unclear about any of the requirements outlined in this code.