

CODE OF CONDUCT



MAY 2017

QUERIES

If anyone has any queries regarding the application of this Code you should discuss the matter with your Manager/Team Leader or contact the Company Secretary on:

02 4352 6003 or at
steve.gurney@de.com.au

All Delta Electricity Policies and Standards may be found on the Deltaweb.

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VISION

Deploy Delta's expertise to grow a diverse energy portfolio through strategic partnerships.

MISSION & VALUES

To generate electricity safely, reliably and competitively while respecting our workmates, our customers, our community and the environment.



OUR CODE OF CONDUCT



I'm proud to be an employee of Delta Electricity, and I often hear similar comments from staff. When I ask why staff feel this way, a common answer is that we treat each other, and those we do business with, fairly and with respect.

Our Code of Conduct provides the foundation upon which these standards and values are built. This Code of Conduct is a very important part of our organisation and applies equally across all the organisation including all staff and contractors.

As we operate in a competitive environment we will continue to be faced with situations where we need to make difficult decisions as to the most appropriate course of action. This Code cannot address every

potential situation that may arise, but it does provide you with the basic guidelines and expectations of appropriate behaviour.

Our Code has been reviewed, as it is essential that it remains relevant and continues to assist us in making decisions that reflect the high standards expected by our stakeholders, customers and suppliers, and ourselves.

Each of us has a responsibility to foster a work environment that is respectful and ethical by following the standards set out in the Code. This is an expectation that we should have of ourselves and of each other.

Greg Everett, May 2017

PURPOSE

The Code of Conduct is based on Delta Electricity's mission and values and is designed to help maintain a high standard of conduct and behaviour, as well as providing a means of dealing with ethical dilemmas you may encounter.

The Code is designed to ensure the highest level of confidence from employees, our customers and suppliers and to promote confidence with stakeholders and the community. It is designed to guide you on the standards of behaviour expected of employees of Delta Electricity and Board members.

Delta Electricity's mission and values provide guidance for all of us in decision making and behaviour whilst at work. We are committed to fostering a secure and open work environment in we all are confident of seeking advice about any questions you may have.

If after reading the Code you are still unsure about any work related matter, you should seek help from your Manager/Team Leader or the Company Secretary.

OUR RESPONSIBILITIES

Accountability

You are responsible and accountable for the actions you take in the workplace on behalf of Delta Electricity. You must follow lawful and reasonable directions and comply with the law and Delta's standards, procedures and policies. All employees should exercise diligence, care and attention in performing duties for Delta and should provide clear, accurate, current and complete information to our clients and customers.

Health and Safety

Delta Electricity is responsible for providing a healthy and safe working environment by placing the health and safety of employees, contractors and visitors first.

You are responsible for your own safety, the safety of people you work with, and the safety of visitors to Delta Electricity's workplace.



Respect and Integrity

Behaving with respect and integrity are important values that you should hold as an employee of Delta Electricity. We should all act with respect and integrity and treat people honestly, fairly and with courtesy when dealing with colleagues, customers and suppliers, members of the public and the community. We each have a responsibility to contribute to an ethical and equitable work environment.

Delta Electricity has an obligation to provide a workplace that is free from discrimination, harassment, bullying and any other inappropriate treatment. Managers and Team Leaders are accountable for preventing and addressing these issues in their workplace.

We also have legal obligations not to participate in or condone any conduct of this nature and participation by any level of employee in such conduct may result in disciplinary action.

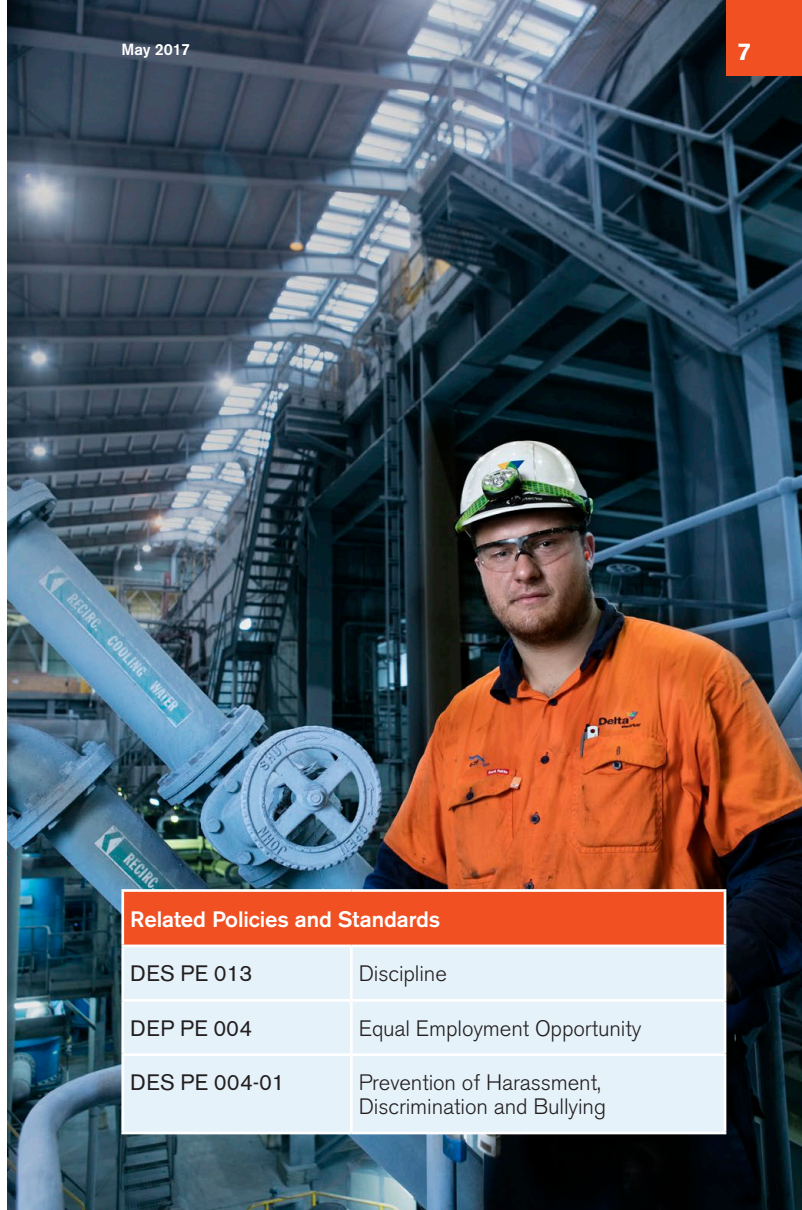
If you suspect or become aware of any such incidents, you should report this to your Manager/Team Leader.

Ethical Decision Making

There may be a time when you are faced with a difficult situation or decision where you are unsure of the right course of action. When faced with such a dilemma, consider the following questions to help you in the decision making process:

- what feels right or wrong about the situation?
- is your planned action consistent with Delta Electricity policies and the Code?
- how would your action appear to or affect others?
- would another person's input be useful in making your decision?

Asking yourself these questions prior to making a decision can help you make the right choice. If you have any doubts, please seek advice from your Manager/Team Leader.



Related Policies and Standards

DES PE 013	Discipline
DEP PE 004	Equal Employment Opportunity
DES PE 004-01	Prevention of Harassment, Discrimination and Bullying

Delegated Authority

When making decisions or taking actions under a delegated authority, we each have a duty to ensure:

- it is within your area of delegated authority;
- it complies with all decision-making processes and procedures required by the delegation;
- you act in accordance with any relevant laws; and
- the basis for the decision and the evidence are properly documented.

Environment and Community

As employees of Delta Electricity, we have community and environmental responsibilities. You should always act responsibly and be mindful of concerns with regard to use of transport, disposal of materials, waste, pollution and emissions. You should always be aware of your responsibilities in minimising, recycling and re-using waste materials.

You should implement Delta policies and decisions in an impartial and fair manner, regardless of whether you agree or disagree, and all reports and advice provided to decision-makers should be done so timely, completely and in an impartial manner.

Competition and Consumer Protection

You must avoid any actions that could be interpreted as unreasonable, unjust or unethical in your dealings with customers, other businesses and the community.

Supervision and Leadership

As employees of Delta Electricity, we all are responsible for ensuring our own behaviour is consistent with the values and expected

behaviours set forth in this Code. However, if you supervise staff, you have a further obligation to lead by example and show this to the community in the integrity and ethical nature of your work. As Managers/Team Leaders, we should ensure others are aware of the requirements of the Code of Conduct and what is expected of them.



Related Policies and Standards

DEP SA 001	Safety
DEP EN 001	Environment
DEP BM 020	Sustainability
DEP PE 004	Equal Employment Opportunity
DES PE 004-01	Prevention of Harassment, Discrimination and Bullying
DES BM 003	Competition and Consumer Act Compliance

CONFLICT OF INTEREST

Conflicts of interest arise when your personal or financial interests or activities conflict, or have the appearance of conflicting with the impartial performance of your duties. The perception of a conflict of interest can be as damaging to the reputation of Delta Electricity and the concerned party as a real conflict of interest and should be avoided.

It is important that colleagues, customers and suppliers are confident that all decisions made by Delta Electricity are fair and impartial and in the interests of the organisation. In order to achieve this, we must all take care that our actions do not conflict with the proper carrying out of our duties, which includes the interests of those people close to us, such as business partners, family members, friends and associates.

Some examples of situations that may give rise to a conflict of interest include:

- financial interests in a matter that Delta Electricity is dealing with;
- personal relationships with parties Delta Electricity is dealing with where you have the ability or perceived ability to influence an outcome;
- using your position to obtain opportunities for employment or actively solicit employment for relatives or friends;
- personal beliefs or attitudes that influence your impartiality in a given situation; and
- secondary employment that compromises your integrity or conflicts with your ability to perform work for Delta Electricity.

For instance, if an employee had shares in a family company that was a supplier to Delta Electricity and the employee was able to influence decision-making regarding the award of contracts to that company, this would represent a conflict of interest.

You should notify your Manager/Team Leader in writing of any real, perceived or potential conflicts of interest in order to determine the best course of action. All written notifications are to be placed on a Conflict of Interests Register.

The Company Secretary is also available to discuss possible conflicts that may occur.

Related Policies and Standards

DES BM 005

Conflicts of Interest

HOSPITALITY, GIFTS AND BENEFITS

During the course of your work, gifts, hospitality or benefits in a variety of forms, may be offered to you by customers, contractors and other business associates. As an employee of Delta Electricity, you must exercise the utmost care with regards to the receiving of business related gifts to ensure these offers do not compromise, or give the impression of compromising your ethical standards, or your ability to make impartial and objective decisions.

Hospitality

On occasions you may be offered hospitality including lunch, dinners and attendance at sporting events. Acceptance of such offers should be approved by an Executive Manager. Similarly, should you wish to offer hospitality then this should also be approved by an Executive Manager.

Gifts or Benefits

Any gift or benefit accepted must be done so in accordance with Delta Electricity's Gifts and Benefits Standard and you should never seek out a gift or benefit.

In order to protect Delta Electricity and yourself, all offers of gifts and benefits greater than the nominal value, whether declined or accepted, are to be noted in the Gifts and Benefits Register. If the cumulative value of all gifts received from a single party in a calendar year exceeds \$200 all gifts received must be recorded on the Register.

Token gifts and benefits are those items of less than a nominal value, such as trinkets, souvenirs, chocolates and promotional items (pens, notepads and stationery), gift vouchers less than the nominal value. Such items may be acceptable, when not offered on a regular basis and are done so in the ordinary course of business.

If there is an offer of a gift or benefit, you should immediately notify your Manager/Team Leader in order to determine a proper course of action. Generally token gifts are acceptable. Acceptance of gifts greater than the nominal value requires the approval of an Executive Manager.

You should never accept gifts of cash (any amount), and/or free travel and accommodation.

Further information to assist you in decision making can be found in Appendix 1 (Decision Making Guide) of the Gifts and Benefits Standard DES BM 006.

If a substantial gift or benefit is offered to you to influence the way you undertake your responsibilities or to influence a decision, you must immediately report this to your Executive Manager or the Company Secretary to determine the proper course of action.

Related Policies and Standards

DES BM 002	Whistleblower Protection Standard
DES BM 006	Gifts and Benefits Standard

TRAVEL AND ENTERTAINMENT

Employees should follow the travel guidelines and seek appropriate approval prior to making any travel arrangements, both domestic and international. If you have questions regarding what is appropriate travel and related expenses such as meals and sustenance, you should seek advice from your Manager/Team Leader.

On occasion, you may be required to entertain clients and business associates. Valid entertainment expenses include meals and tickets such as theatre and sporting events with a client or potential client where a business discussion takes place should be approved beforehand by an Executive Manager.



CORPORATE INFORMATION

Information is an important asset to Delta Electricity. You should always take care when you create or maintain corporate information to uphold the integrity and security of that information.

Some examples of corporate information include:

- records and reports
- customer and supplier information
- patents, copyrights and proprietary designs
- financial information.

Ensuring the safe custody, storage and proper preservation of Delta Electricity records that you have control of or access to is in accordance with Delta's Records Management Policies and Standards.



Confidentiality and Information Security

Some of the information that you may have access to is confidential and you must protect it. It is all of our responsibilities to help ensure that confidential information in any form cannot be accessed by unauthorised people. The following information should not be accessed unless it is required in the performance of your duties, nor should you release any confidential information obtained through your duties unless:

- you are required to do so by law;
- a confidentiality agreement exists and the parties to the agreement permit the release of the information;
- permission from your Manager/Team Leader has been given; and
- you are authorised to do so.

Confidential information includes site location information, trade secrets, ideas, specifications, data, know how, concepts, reports, information of a commercially sensitive nature and other information that is not in the public domain.

You should not use confidential information to gain any direct or indirect benefit or advantage for yourself or another person. Any misuse of confidential information should immediately be reported to the Company Secretary.



Personal Information

As employees of Delta Electricity, we must abide by the privacy legislation that controls the collection, holding, use, correction, disclosure, transfer or disposal of any personal information obtained through our job.

This includes the personal information of members of the public that Delta gathers in order to undertake its normal business activities.

Employees and members of the public will be provided with appropriate access to their personal information. It is the responsibility of individuals to ensure their personal information held by Delta is accurate and complete. Delta will dispose of personal information appropriately.

Health Information

Health information is particularly sensitive information and confidentiality must be maintained at all times. You must abide by the Privacy Standard DES BM 004 that controls the collection, holding, use, correction, disclosure or transfer of any health information.

Ceasing Employment

After ceasing employment with Delta Electricity, use or disclosure of confidential information obtained during employment with Delta is strictly forbidden. While employed by Delta, you should not use your position to obtain opportunities for future employment.

Related Policies and Standards

DES IM 001	Records Management
DEP IM 001	Records Management
DES BM 004	Privacy Standard

USE OF DELTA ELECTRICITY'S RESOURCES

You are expected to be efficient and economical in your use and management of Delta Electricity's resources, including your own work time.

Delta Electricity *allows occasional use* of Delta resources such as telephones, mobile phones, faxes, photocopiers, and computers (e-mail and the internet) for private purposes during the day. However, such use should not interfere with your day to day responsibilities and must be in accordance with Delta's IT policy.

Small items of equipment and tools may be borrowed for private purposes in accordance with Delta Electricity's Standard and the use of motor vehicle must be in accordance with the Transport Policy.

You are entrusted with Delta Electricity's resources and you must take reasonable steps to protect these resources

from loss, damage, misuse, waste or theft. All losses of Delta resources must be reported immediately to your Manager/Team Leader.

Should you become aware of excessive or inappropriate use of resources you should report the nature of the misuse to your Manager/Team Leader or Company Secretary. You may make this report under the Whistleblower Protection Standard DES BM 002 should you have concerns about the consequences of this disclosure.

The use of Delta Electricity resources and equipment in relation to a second job or an independent business is prohibited.



Related Policies and Standards

DEP AS 009	Transport
DES AS 009-01	Standard Procedure for Transport Operations
DEP SE 001	Security
DES SE 001-02	Standard Procedure for Security of Assets
DEP IT 002	Acceptable Use of Computer Facilities
DES BM 002	Whistleblower Protection Standard

OTHER EMPLOYMENT OR BUSINESS

You may undertake other paid or honorary employment or business activities outside Delta Electricity providing they do not:

- conflict or interfere with your current duties or take place during your Delta Electricity working hours;
- conflict with or appear to conflict with your ability to make impartial decisions;
- adversely affect your work performance;

- involve information or resources that are obtained or available through your work with Delta Electricity; or
- discredit or disadvantage Delta Electricity.

If you believe any of the above applies or there may be a perception that there could be a conflict or perceived conflict, you must seek written approval from your Executive Manager prior to engaging in other employment or business.



ALCOHOL AND DRUGS

Delta Electricity promotes the principle of sobriety at work as part of our duty of care. You are responsible for ensuring that you do not, by the consumption of alcohol or use of drugs, endanger your own health and safety, or the health and safety of any other person in the work place.

During working hours, you must be fit and able to perform your duties and if not, you will be moved to a safe location, interviewed, assessed for fitness for duty and may be requested to leave Delta Electricity's premises in accordance with Delta's Standard for managing impairment at work.

You shall not possess or consume alcohol on Delta Electricity premises, without the approval of the Executive Manager in control of the

premises and no alcohol may be consumed between your daily starting and finishing time without the approval of your Executive Manager.

You shall not store, possess, administer or consume illegal drugs on Delta Electricity premises or between your daily starting and finishing times.

If you are required to have legal drugs you must advise your Team Leader of any possible impact on your work performance. The nature of a prescribed drug need not be divulged to your Team Leader, but can be discussed confidentially with the Occupational Health and Safety Officer.

If you have questions regarding this, please review the related policies or contact your Manager/Team Leader.

Related Policies and Standards

DES PE 013

Discipline

SOCIAL MEDIA

Delta recognises that you may wish to use social media in your personal life and does not intend to discourage or unduly limit your online activities. However, it is important you are aware that using social media, even outside work hours, could have the potential for damage to be caused (directly or indirectly) to yourself, work relationships, Delta Electricity its stakeholders or customers.

Appropriate personal use of social media, including on personal devices, is acceptable during approved breaks.

Use of social media during work hours to view material that could be considered inappropriate is prohibited.

When using social media, even outside of work hours, you should ensure that your online behaviour is consistent with this Code of Conduct and the Social Media Policy and does not damage Delta's business, its reputation or bring Delta into disrepute. Non-compliance or breach of the Social Media Policy may result in disciplinary action.

Related Policies and Standards

DES PE 013	Discipline
DEP BM 008	Social Media

REPORTING CORRUPTION, MALADMINISTRATION & WASTE

As employees of Delta Electricity, we all have a duty to report any improper conduct, including fraud, corruption, maladministration and waste. Examples of fraud and corruption may include:

- theft;
- bribery;
- misappropriation of assets;
- improper expense reimbursements; and
- manipulation or falsification of Delta documents, including financial information.

Further examples and definitions can be accessed in the Fraud and Corruption

Prevention Plan. Any known or perceived fraud, corruption, maladministration or serious and substantial waste of Delta resources should be reported to your Manager/Team Leader or the Company Secretary.

Disclosures may be made in accordance with Delta's Whistleblower Protection Standard to:

Company Secretary
Vales Point Power Station
Vales Road
Mannering Park NSW 2259
(02) 4352 6003

This reporting can be anonymous and will be treated confidentially.

Related Policies and Standards

DEP BM 001	Fraud and Corruption Prevention Plan
DES BM 002	Whistleblower Protection Standard

PUBLIC COMMENT

As a member of the community you have a right to make public comments and enter into public debate in your private capacity. All employees should note that the right to make public comment does not override your duty to comply with any applicable duties of secrecy, confidentiality or privacy. Any commentary made by you as an employee of Delta Electricity is a personal opinion and does not represent the views of Delta Electricity.

Only the Chair, Managing Director, and Company Secretary or a nominated representative may make public comments or statements on company issues.

You should ensure that your participation in political activities, including contributions, does not conflict with or reasonably appear to conflict with your primary responsibilities as a Delta Electricity employee and that political contributions are never made with Delta Electricity funds.

Related Policies and Standards

Reporting Corruption, Maladministration and Waste

DES PE 013	Discipline
DES BM 001	Fraud and Corruption Prevention Plan
DES BM 002	Whistleblower Protection Standard

Public Comment and Political Activities

DEP BM 012	Media
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BREACHES OF THE CODE

Delta Electricity is committed to the Standards and Policies outlined in this Code.

Breaches of this Code of Conduct, including breaches of policies, standards and procedures, may result in disciplinary action.

If an employee is guilty of a breach, the formal disciplinary process allows for the imposition of a range of disciplinary measures which are influenced by the seriousness of the breach.

Under the terms of the Delta Electricity Employees Enterprise Agreement 2015, Delta is able to impose the following forms of disciplinary action:

- dismissal;
- suspension;
- reduction in rank, position or pay.

Related Policies and Standards

DES PE 001-13	Discipline
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Related Information, Policies and Standards

Delta Electricity's Policies, Standards and Procedures with particular reference to:

DEP PE 004	Equal Employment Opportunity
DES PE 004-1	Prevention of Bullying, Harassment and Discrimination
DES BM 005	Conflicts of Interest
DES IM 001	Records Management
DEP IM 001	Records Management
DEP EN 001	Environment
DEP AS 009	Transport
DES AS 009-1	Standard Procedure for Transport Operations
DEP SE 001	Security
DES SE 001-2	Standard Procedure for Security of Assets
DEP IT 002	Acceptable Use of Computer Facilities
DES BM 003	Competition and Consumer Act Compliance
DEP BM 012	Media
DES BM 001	Fraud and Corruption Prevention Plan
DES BM 002	Whistleblower Protection Standard
DES PE 001-13	Discipline
DES BM 004	Privacy Standard
DES BM 006	Gifts & Benefits



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