

Code of Conduct

20 November 2025 | Version 5

1. Purpose

The Code of Conduct (**Code**) is a key enabler of our corporate governance, helping us all to operate responsibly, ethically, and in alignment with NobleOak's values and legal obligations. Our values of be "Noble", create value, adapt and grow, keep it simple and deliver on promises, are the foundation of the Code.

Additionally, the Code seeks to:

- a) convey our expected standards of honesty, integrity and ethical, responsible and respectful and law-abiding behaviour;
- b) demonstrate the commitment of NobleOak to those standards and the protection and promotion of the interests of our stakeholders (including employees, customers, suppliers, creditors, shareholders and the broader community);
- c) guide us as to the practices necessary to maintain confidence in NobleOak's integrity and comply with our regulatory obligations and industry expectations;
- d) support the maintenance of an environment free of discrimination, harassment, victimisation and bullying;
- e) promote a positive and cohesive workplace environment where professional standards and behaviours are held to a high standard; and
- f) set out our responsibility and accountability to report and investigate any actual or suspected violations of the Code or other unethical or unlawful behaviour.

2. Introduction

The Code outlines the required standard of conduct and behaviour that is expected in the performance of our duties at NobleOak. The Code protects our culture, as well as public trust and confidence in the integrity and professionalism of the services we provide to the community. The Code serves as a guide for making ethical decisions and ensuring that our actions reflect the highest standard of professional conduct. The Code and behaviours outlined within are fundamental to NobleOak delivering exceptional service; providing a safe and supportive work environment and fostering a culture of respect, integrity and safety.

The Code applies to all of us. When we say 'we', 'our', 'you' 'NobleOak people' or 'us', this refers to all directors, employees, officers, contractors and consultants who work at or with NobleOak Life Limited (**Company**) and its controlled entities (together, **the Group** or **NobleOak**).

3. Our Values and Behaviours

We expect our people to embody and exemplify our core values and behaviours, ensuring we do the right things for each other and our customers. Our values include:

Be Noble

- I contribute with integrity and honesty.
- We trust each other, show compassion, and role model our values.
- Our customers are supported with genuine and compassionate care.

Create Value

- I explore new ideas to challenge the status quo.

- We are open minded and inspire innovation by testing and learning from one another.
- Our customers gain from our innovations.

Adapt and Grow

- I am flexible, embracing change and growth.
- We learn together and harness diverse opinions to find the best outcome.
- Our customer offerings evolve to anticipate their changing needs.

Keep it Simple

- I communicate clearly and keep things simple.
- We streamline processes and simplify information.
- Our customer's journey is transparent and personalised.

Deliver on Promises

- I take initiative and deliver on promises.
- We work together to achieve our goals, overcome challenges and celebrate success.
- Our customers receive exceptional service whenever they need it.

Workplace Behaviour and Professional Standards

At NobleOak, we expect everyone to act with professionalism, displaying integrity and respect at all times. This means showing care for customers and colleagues, taking responsibility for your actions, and representing NobleOak positively at all times in person, online, and on the phone.

In practice, this means:

- **Being respectful and inclusive** – Treat everyone fairly, avoid gossip or offensive language, and value different perspectives.
- **Being reliable and accountable** – Arrive on time, complete your work, and own up to mistakes so we can fix them quickly.
- **Communicating professionally** – Use clear and appropriate language in all calls, chats, and emails. Be mindful of a polite and professional tone at all times.
- **Supporting a positive team culture** – Help others, share knowledge, and contribute to a safe, friendly environment.
- **Upholding NobleOak's reputation** – Act responsibly at work and in any situation where you represent the company.

4. Honesty and integrity

We expect you to observe the highest standards of honesty, integrity, fairness and ethical, responsible and law-abiding behaviour when performing your duties; and dealing with any director, officer, employee, shareholder, customer, supplier, auditor, lawyer, strategic partner, reinsurer, and other adviser of the Group.

We expect you to contribute to a safe work environment that values and encourages diversity, inclusion, equity and belonging regardless of gender, race ethnicity, disability, age, sexual orientation, gender identity, marital or family status, religious or cultural background, or any other personal characteristics.

5. Conflicts of interest or duty

A conflict of interest exists where loyalties are divided with respect to the interests of an individual and the interests of NobleOak. A conflict of interest may exist when:

- a) an individual decision leads to an improper gain or benefit to them or their associates; or
- b) an individual's personal interests, the interests of an associate or relative, or obligation to some other person or entity, conflict with their obligations to the Group.

We must avoid placing ourselves in a position, entering into any arrangement or participating in any activity that may lead to:

- a) an actual or potential conflict of interest or duty;
- b) a reasonable perception of an actual or potential conflict of interest or duty; or
- c) a negative impact on NobleOak's reputation.

We must always:

- a) act in the best interests of NobleOak;
- b) inform the board of directors (**Board**) of any personal or external business interest that may lead to:
 - i. an actual or potential conflict of interest or duty; or
 - ii. a reasonable perception of an actual or a potential conflict of interest of duty; and
- c) obtain and follow appropriate advice, which may include independent legal advice, to avoid or resolve any actual, potential or perceived conflict of interest or duty.

Each director must also:

- a) recuse themselves when the Board considers any matter in which the director has or may have a conflict of interest or duty;
- b) comply with the Company's constitution in relation to the disclosure of material personal interests and restrictions on voting by directors; and
- c) inform the Chair of the Board of any existing directorship or other office held in another entity outside the Group; or any proposed appointment as a director or employee of another entity outside the Group.

6. Commitments

We must keep our personal or external business dealings separate from NobleOak's business dealings and must not:

- improperly use our position, property or information acquired through our position for personal gain or gain of an associate or to compete with or harm NobleOak.
- accept bribes, inducements, commissions or misuse assets or resources.
- use the words 'NobleOak', 'Genus', 'FlexiCover', 'Premium Life Direct', 'My Protection Plan', 'Wealth Maximiser', 'FiftyUp Club' or any other business name or trademark used by NobleOak for a personal or external business transaction.
- accept any improper gift from existing or potential customers or suppliers.

7. Confidentiality

Any information acquired while performing our duties; including any Board and Company management information, discussions, and decisions that are not publicly known and have not been approved by the Board for public release is confidential information and must be kept confidential.

Such information must not be disclosed to a third party except where that disclosure is:

- a) authorised by the Board; or
- b) required by law or a regulatory body (including a relevant stock exchange).

Obligations of confidentiality continue after we leave the Group.

8. Fair dealing

We must deal fairly with any director, officer, employee, shareholder, customer, supplier, auditor, lawyer, strategic partner, reinsurer, and other adviser of NobleOak and encourage others to do the same.

We must not take unfair advantage of any officer, employee, shareholder, customer, supplier, auditor, lawyer, strategic partner, reinsurer, and other adviser of NobleOak through illegal conduct, manipulation, undue influence, concealment, abuse of confidential information, misrepresentation of material facts, or any other unfair-dealing practice.

9. Protection and proper use of assets

We are expected to use all reasonable endeavours to protect any NobleOak asset and to ensure its efficient use. We may only use a NobleOak asset (for example, a product, vehicle, computer, intellectual property or money) for legitimate business purposes or other purposes approved by the Board or required by law or a regulatory body (including a relevant securities exchange). We must immediately report any suspected fraud or theft of a NobleOak asset for investigation (refer to Section 10: Reporting of unlawful and unethical behaviour).

10. Trading in securities

We must ensure that all trading in securities, including trading in NobleOak securities, is in accordance with the Securities Trading Policy (a copy of which is available from www.nobleoak.com.au). The purpose of the Securities Trading Policy is to ensure compliance with all applicable laws and to minimise the scope for misunderstandings or suspicions with respect to trading while in possession of non-public price sensitive information.

11. Privacy

NobleOak respects our privacy and the privacy of others. We must familiarise ourselves with, and comply with:

- a) the privacy laws of Australia and, where applicable, any jurisdiction in which we carry out activities on behalf of the Group; and
- b) the Group's privacy policies that detail the appropriate use of personal information and is available at www.nobleoak.com.au.

12. Community

NobleOak is a responsible corporate citizen and actively supports the communities in which our people live and work. NobleOak is committed to doing business in an environmentally responsible manner and identifying environmental risks that may arise out of our operations. Any action that is (or is suspected to be) not environmentally responsible and/or in breach of the applicable laws and regulations, must be reported in accordance with this Code and the Whistleblower Policy.

We may voluntarily participate in the political process as individuals, but should not engage in actions representing NobleOak, unless specifically approved to do so.

13. Compliance with laws, regulations, policies and procedures

We must comply with the letter and spirit of any applicable law, rule, standard or regulation; the Code, the protocols, policies and procedures of NobleOak; and not knowingly participate in any illegal or unethical activity.

14. Council of Australian Life Insurers

NobleOak is a member of the Council of Australian Life Insurers (CALI) and expects that we uphold the Life Insurance Code of Practice in everything we do.

15. Reporting of unlawful and unethical behaviour

Concerns regarding any suspected breach of general law, policy, or generally recognised principles of ethics, should be reported as soon as possible. You have three pathways to raise concerns:

- a) An informal process where your concern is raised with the person/s concerned or someone you trust in the organisation e.g. Leaders, People and Culture or Risk Team (who would then follow appropriate protocols);
- b) A formal process where your concern is formally submitted with Leaders, People and Culture or the Risk Team (who will follow NobleOak's procedures); or
- c) By speaking up through the Core Integrity Whistle Blower service:
<https://speakup.coreintegrity.com.au/nobleoak>.

Directors are encouraged to report to the Chair or another director.

NobleOak will seek to ensure that anyone who reports concerns is protected, meaning that you can raise concerns about possible unlawful, unethical or socially irresponsible behaviour or other improprieties without fear of retaliation or otherwise being disadvantaged. Protection against retaliation is also extended to those who assist in any investigation or provide information/evidence in the course of any investigation.

The Whistleblower Policy contains further information as to how NobleOak aims to deter wrongdoing relating to the Group's operations and how individuals who make relevant disclosures can do so with confidence that they will be protected and supported.

16. Material Breaches of this Code

Upon becoming aware, the Chief Executive Officer, Chief People Officer and/or Chief Risk Officer must ensure that the Board is informed of any potential breach investigation or material breach of this Code by a director or senior executive; and any other material breaches of this Code that call into question the core values of NobleOak.

All NobleOak people are required to complete an annual attestation each June to confirm their understanding of the Code of Conduct and self-disclose any known breaches. This attestation serves as a risk gate opener, ensuring accountability and helping prevent future violations. Breaches of this Code may result in disciplinary action, up to and including termination of employment, depending on severity.

17. Review of, and changes to, this Code

The Board will review this Code annually or as often as it considers necessary to consider if any changes are required. The Board may amend this Code from time to time by resolution.

18. Approved and adopted

This Code was approved and readopted by the Board on 20 November 2025.

19. Related Documents

- Life Insurance Code of Practice
- Privacy Policy
- Securities Trading Policy
- Conflicts of Interest Policy
- Whistleblower Policy
- Social Media Policy
- Consequence Management Policy
- Conduct and Culture Framework
- Workplace Bullying Policy
- Employee Complaints & Investigation Policy
- Professional Dress Standards Policy
- Workplace Behaviour and Professional Standards Policy
- Sexual harassment Policy
- Anti-discrimination Policy
- Drug and Alcohol Policy