



## Code of Conduct

Myer Holdings Limited

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ACN 119 085 602

Adopted by the Board on 15 September 2021

## Myer Code of Conduct

Myer is Australia's largest department store group and has been synonymous with style and fashion for over 100 years. Myer has a strong connection with both its customers and Team Members, with one of the most reputable retail brands in Australia. It is known for its welcoming, familiar, trusted, stylish and fun shopping environment as well as its strong culture of philanthropy and local community engagement. The reputation and prominence of the Myer brand is considered fundamental to its ability to attract and retain valued customers and Team Members, which in turn drives sales. To protect and enhance the Myer brand we must operate in an environment that is built on service, respect, integrity, accountability and openness.

The Myer Code of Conduct (**Code**) has been developed to guide us in this process and to give a clear framework of the company's expectations of the behaviour and conduct of its Directors, Team Members and contractors. Our reputation can be enhanced by working within this framework through our everyday behaviours and choices. This Code embraces what is expected of Myer Team Members and the conduct that is acceptable within the workplace.

The standards set out in this Code are high and both the Myer Board and Executive Team are committed to demonstrating them in spirit and in actions. This Code should act as a guide for your actions and the actions of your colleagues in the workplace.

You should apply two simple tests to guide your behaviour:

- If it doesn't feel right, don't do it and seek advice.
- If your friends, family, colleagues or customers were watching your behaviour would they approve?

If you have any suggestions or concerns about any of the detail in this Code, please raise them with your People Leader or contact the Myer People & Culture Team.

## 1 Purpose of the Code

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Myer and its subsidiaries are committed to the highest level of integrity and ethical standards in all business practices.

The Code outlines how Myer expects its Team Members and representatives to behave and conduct business in the workplace and with any third party (whether they are a customer, supplier, agent, advisor or government or public body).

The objective of the Code is to:

- provide clear guidance on and benchmarks for appropriate professional and ethical behaviour;
- reinforce the requirement for compliance with Myer policies and legal requirements;
- support Myer's business reputation through the behaviour of its people; and
- ensure all individuals to whom the Code applies are aware of their responsibilities and the consequences of breaching the Code.

The standards listed in the Code capture the spirit of Myer's policies and align with the Myer's values. It is expected that all Directors, Executives, Team Members, Contractors and representatives make the following commitments.

- Read the Code, making sure you understand your obligations and how the standards impact you, your job and the way you behave and represent Myer in business.
- Apply the standards in the best interests of Myer and our customers, suppliers, any third party and fellow Team Members every day.

Myer continually assesses and updates its policies and procedures to ensure compliance with corporate governance requirements, laws and stakeholder expectations. You will be notified of any material changes to our policies and procedures.

## 2 Who the Code applies to

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This Code applies to all Directors, Executives, and Team Members of companies within the Myer group of companies (Myer Group), representatives of Myer, and anyone else identified as being bound, or agrees to be bound, by the Code. This Code applies to all of our business activities and all of our dealings with each other, customers, suppliers, shareholders and any other third parties.

Myer also expects those who perform services for or on behalf of Myer to abide by the standards in this Code. This includes contractors, consultants, agents, suppliers and other business partners.

This Code covers any activity or behaviour undertaken in connection with Myer regardless of the geographical location in which that activity or behaviour occurs.

## 3 How the Code interacts with other Myer policies

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The Code should be read in conjunction with the following Myer Group policies (as amended from time to time).

- Alcohol and Other Drugs Policy
- Compliance Policy
- Continuous Disclosure Policy
- Corporate Governance Policy
- Data Governance Policy

- Discrimination and Equal Employment Opportunity Policy
- Electronic Device and Communications Policy
- Ethical Sourcing Policy
- Fair Trading Policy
- Gift and Gratuity Policy
- Privacy Policy
- Procurement Policy
- Risk Management Policy
- Securities Dealing Policy
- Social Media Policy
- Whistleblower Policy
- Workplace Health and Safety Policy

These policies set out further detailed information in relation to the various topics set out in this Code, and processes and procedures Team Members must follow in performing their role. You should familiarise yourself with these policies, copies of which (and any other policies that may be applicable from time to time) are available on the Myer intranet.

## 4 Our Values

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Values are the foundation of our culture. They act as a point of reference in the way we do business, make decisions and how we act with each other, our customers, suppliers and other third parties.

Our values are:

**Customers Come First** – Be passionate about the customer; they're at the heart of everything we do.

**Own Our Future** – Be fearless, find new ways, adapt to deliver the right results.

**Do What's Right** – Execute with integrity, be accountable & make a difference

**One Inclusive Team** – Care as a family, work as a team

Our values underpin the principles of this Code.

In working for and/or representing Myer you are expected to act in a manner consistent with the values underpinning the Code and therefore:

- our actions must be governed by the highest standards of integrity and fairness;
- we must strive to exceed the expectations of our customers through servicing their needs;
- our decisions must be made in accordance with the spirit and letter of the applicable law;
- our decisions and actions must uphold the principles of equal opportunity;
- we must maintain a work environment free of discrimination, harassment and bullying;
- our business must be conducted honestly and ethically, with our best skills and judgment, and appropriately balancing the needs of our customers, other Team Members, shareholders and the Myer Group; and
- we must ensure our personal, business, financial and other interests do not conflict with our duty to Myer or the Myer Group.

## 5 Guidelines for expected behaviour

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### 5.1 Compliance with laws and regulations

#### (a) General

You should be aware of, and comply with, your duties and obligations under all laws and regulations relating to your work.

We encourage you to actively understand the laws which affect or relate to Myer's operations.

If you have a question as to whether particular laws apply or how they may be interpreted, please contact either your People Leader, People & Culture representative or the General Counsel.

Examples of laws that apply are:

- crimes such as theft, fraud, assault, possession or use of illegal substances;
- privacy laws;
- discrimination and harassment (including sexual harassment) laws;
- workplace requirements such as bullying and equal opportunity;
- workplace health and safety laws; and
- bribery and corruption.

If you are aware of, or suspect that there is, behaviour that amounts to a breach of law, bribery or corruption or fraud during the performance of your role at Myer, please contact either your People Leader, a People & Culture representative, the Myer Whistleblower Hotline or the General Counsel.

#### (b) Bribery and corruption

Myer strictly prohibits the offer, provision or acceptance of bribes and is committed to ensuring corporate culture actively discourages corrupt conduct in the strongest possible terms.

It is expected that all individuals to whom the Code applies meet the highest ethical standards in line with the anti-bribery and corruption standards required by the Australian Securities Exchange, the Criminal Code Act 1995 (Cth), and anti-bribery and corruption laws in the various States and Territories. Serious criminal and civil penalties, as well as reputational damage, may be incurred or suffered if Myer or a Team Member is involved in bribery and corruption.

Conduct that amounts to, or could amount to, bribery or corruption is prohibited. The following definitions set out the generally understood meaning of the terms bribery and corruption.

- Bribery is the offering, promising, giving, accepting or soliciting (directly or indirectly) of a financial or other benefit (whether commercial, contractual, personal or operational) with the intention of improperly influencing a person in order to obtain or retain business or an advantage which is illegal, unethical, or not legitimately due.
- Corruption is an act of dishonesty, breach of the law, or abuse of public trust or power that undermines or is incompatible with the impartial exercise of a person's power, authority, or duty for personal gain.

Therefore, in the course of conducting business at Myer, you must not:

- Pay, solicit or receive any bribes, which could either be monetary or non-monetary. This includes gifts, loans, fees, services, favours, rewards or other advantages, business or employment opportunities, or corporate hospitality or travel (including supplier funded travel);

- make any facilitation payments, which is a payment made for the purpose of expediting or facilitating the performance of a public official for a routine government action (e.g. processing applications or issuing permits);
- accept or offer inducements, personal discounts or some other benefit, including in relation to a tender process to achieve a desired outcome;
- accept secret commissions, which is a payment intended to improperly obtain favourable treatment or avoid unfavourable circumstances, where the payment is not revealed to the Myer business; or
- offer, promise or give a public official or third party (directly or indirectly) a financial or other benefit with the intention of influencing the official or third party who is otherwise expected to act in good faith or in an impartial manner, or do or omit to do anything in the performance of their role or function, in order to provide Myer with business or an improper benefit.

Bribery can occur irrespective of whether the bribe is accepted or ultimately paid. Merely offering a bribe will be a contravention of this Code and will usually be enough for an offence to be committed.

**(c) Fraud**

Fraud is a dishonest activity, which causes an actual or potential loss and where a benefit is obtained by deception. Some examples include false, duplicate or inflated expenses; falsifying documents; providing favourable terms without authority; failing to declare a conflict of interest; and a deliberate misstatement or omission of information in financial reports.

## **5.2 Relationships with external stakeholders**

**(a) Fair trading and dealing**

Myer aims to maintain the highest standard of ethical behaviour in conducting business and to behave with integrity in all dealings with customers, shareholders, government, Team Members, suppliers and the community.

When dealing with others, you must:

- perform your duties in a professional manner;
- act with the integrity and objectivity; and
- strive at all times to protect and enhance Myer's reputation and performance.

**(b) Gifts and entertainment**

Myer must remain objective and independent at all times. Consideration and careful judgement must be exercised in the offer or acceptance of gifts or benefits, which applies to direct payments and to payments in kind including the provision of goods or services, personal favours and entertainment such as meals, travel, tickets to events and other hospitality. Receiving or accepting a gift or benefit, or offering a gift or benefit, could be perceived as influencing conduct, decision making, or a business relationship in an improper or unprofessional way.

The receipt of a gift or benefit may also be deemed as the acceptance of a bribe or a secret commission.

Particular care should be taken when the third party giving or receiving the benefit is a public official (i.e. someone who holds a legislative or administrative role such as a regulator) whether in Australia or in a foreign jurisdiction. Team Members must not accept gifts or benefit from, or offer gifts or benefits to, any public official in the course of their employment. Team Members also must not accept gifts or benefits from, or offer gifts or benefits to, public officials in a personal capacity without approval under the Gift and Gratuity Policy, in light of the potential for such a gift or benefit to be associated with Myer.

The following are not permitted to be accepted or offered.

- (a) Making or accepting gifts of money (including by cash or by personal cheque).
- (b) Drug or other controlled substances.
- (c) Product or service discounts that are not available to all Team Members.
- (d) Personal use of accommodation or transport.
- (e) Payments or loans provided towards the purchase of personal property.
- (f) Payments of commissions to those acting in an agency or fiduciary capacity; and gifts that involve a "quid pro quo" understanding (where the gift is provided for a benefit in return).

Matters which are shown to amount to a breach of the Gift and Gratuity Policy will constitute serious misconduct and may result in disciplinary action, including termination of employment.

### **5.3 Working with each other**

#### **(a) Equal opportunity and anti-discrimination**

Myer is committed to:

- equal employment opportunity;
- compliance with the letter and spirit of a full range of fair work employment practices and anti-discrimination laws; and
- a workplace free from any kind of discrimination, harassment or intimidation of Team Members.

Discriminatory, harassing or sexually explicit behaviours including language, gestures and the display of electronic or paper-based material that unreasonably offends, humiliates or intimidates will not be tolerated in the workplace or at work related functions.

Messages and graphics in electronic form which may be offensive to some people will also not be tolerated. Team Members should not send racial, sexual, defamatory, threatening or obscene messages to any other Team Member or anyone outside the company, nor should you download, retrieve, send or store sexually explicit or racist material on your computer or at your workplace.

If you believe you have been experiencing discrimination, harassment or bullying, you are encouraged to make a complaint to your People Leader or a People & Culture representative or call the Discrimination & Equal Opportunity (DEO) line on (03) 8667 7578. Myer will address allegations of harassment, bullying, victimisation or discrimination in accordance with Myer policy and procedures. Complaints will be handled confidentially and professionally. Victimisation against individuals for raising claims of harassment or discrimination will not be tolerated.

#### **(b) Workplace health and safety**

Myer is committed to maintaining a healthy and safe working environment for Team Members both at work and at work related events. All appropriate laws and internal policies (including workplace health and safety laws) should be fully complied with. Everyone has an obligation to assist in ensuring that this occurs.

Misusing controlled substances or alcohol or selling, manufacturing, distributing, possessing, using or being under the influence of illegal drugs at the workplace or at Myer or work related function will not be tolerated.

Myer will communicate and implement its Safety and Injury Management Policy and processes in accordance with the relevant laws. We also train Team Members to do their jobs effectively and safely. All Team Members are required to comply with Safety and Health policies and processes at all times to protect their own health and that of others, including our customers, from potential hazards.

You should follow any lawful and reasonable instructions consistent with the Safety and Injury Management Policy. If you see an unsafe act, you are responsible for identifying and reporting the hazard so as to minimise any potential risk.

## **5.4 Conflicts of interest**

You are responsible for notifying Myer of any conflicts of interest (actual or potential) concerning yourself or others. If you are concerned that you may have a conflict of interest you should disclose that interest and discuss the matter with your People Leader, People & Culture representative or the General Counsel.

### **(a) What is a conflict of interest?**

You may have a conflict of interest if, in the course of your employment or engagement with Myer, the interest has the potential to influence, or be perceived to influence, your obligations and/or duties relating to your employment with Myer. An 'interest' is defined as:

- any of your personal interests which have a direct association with the business of the Myer Group
- the interests of an associate, or relative, or obligation to some other person or entity, that have a direct association with the business of the Myer Group.

The following are some common examples that illustrate actual or apparent conflicts of interest that you must avoid. The examples are intended to be a guide only.

#### **(1) Financial interests in other businesses or assets**

You should avoid having a significant ownership interest or personal financial interest in any other enterprise if that interest compromises or appears to compromise your loyalty to Myer or appropriate and impartial decision-making (e.g. awarding supply contracts to a family business).

You must disclose all personal financial interests that you or members of your family have in, or with, organisations which have established, or are attempting to establish, a business relationship with Myer or which compete with Myer.

Personal financial interests include, among other things, interests resulting from the following relationships:

- officer, director, Team Member or independent contractor;
- ownership of shares or other equity interest;
- debtor or creditor (other than in respect of personal financing arrangements with a recognised financial institution, such as mortgages); or
- lessee or lessor.

These interests may relate to personal or commercial assets.

Ownership of less than one (1) percent of the common or ordinary shares in an entity is not normally considered a conflict, so long as this not material to your net worth.

#### **(2) Corporate opportunities**

You must not take advantage of property, information, or other opportunities arising from your position at Myer. This includes gaining opportunities from the use of the company name.

You may not use the company name or purchasing power to obtain personal discounts or rebates unless the discounts or rebates are made available to all Team Members.

As a general principle, you should only participate in a joint venture, partnership or other business arrangement with a fellow Team Member or a related party to Myer such as a supplier of goods or services to Myer with approval from your People Leader and the General Counsel.

**(3) Conflict of interest arising from a personal relationship**

Team Members who have the responsibility for or authority to affect the careers or employment of other Team Members should perform their functions free from any conflict of interest arising from a personal relationship.

A conflict of interest will arise from a personal relationship if you have a family, business or personal relationship (including a personal financial interest, sharing living quarters or a romantic relationship) with any other Team Member or a related party to Myer. This includes a supplier of goods or services to Myer, where that relationship causes, or might reasonably be anticipated to cause, an inability on your part or their part to perform responsibilities objectively and impartially as far as the other party to the relationship is concerned.

**(4) Outside memberships, directorships, employment and public office**

Myer supports involvement of its Team Members in community activities and professional organisations. However, outside employment or activity must not conflict with a Team Member's ability to properly perform their work for Myer, nor create a conflict (or the appearance of a conflict) of interest.

Before accepting outside employment or a position on the board of directors of another company or non-profit organisation, you must carefully evaluate whether the position could cause, or appear to cause, a conflict of interest. If there is any question, consult your People Leader, a People & Culture representative or the General Counsel.

You must obtain prior written consent from your People Leader and the General Counsel where the proposed employment or position relates to an outside organisation that has or seeks to have a business relationship with Myer or competes with services provided by Myer.

You may accept public office or serve on a public body in your individual private capacity, but not as a representative of Myer. If such public office would require time away from work, you must comply with Myer policies regarding leave of absence and absenteeism.

**(5) Tenders and procurement**

Any material and potential conflicts of interest in relation to any tender or procurement process must be declared immediately to your People Leader and the General Counsel before proceeding or continuing to proceed with the process. The following standards may assist you in your negotiations with external parties in order to avoid conflicts and unethical behaviour.

- All tenders and procurement processes must be conducted fairly and transparently.
- There must be no favours or undue preference to any supplier at the expense of Myer.
- No personal benefit should be received, directly or indirectly, in connection with the tender or procurement process.
- The tender and procurement process must be appropriately documented (to identify why the provider was ultimately selected) and must comply with Myer's Procurement Policy.

**5.5 Securities trading**

Myer is committed to upholding fair and ethical securities trading practices, complying with all laws and avoiding any conflicts of interest.

You must not:

- use any price sensitive information in your possession (which is not publicly disclosed) in deciding whether or not to buy, sell or otherwise deal with Myer's securities; and
- act contrary to Myer's Securities Dealing Policy (which provides guidance on when Team Members are likely to possess price sensitive information).

## **5.6 Privacy and confidentiality**

### **(a) Privacy**

Myer respects your privacy and the privacy of others.

Myer has legal obligations to protect the personal information it collects from Team Members and customers. It also may have contractual obligations with suppliers to keep certain information confidential.

If you have any questions in relation to privacy, please contact either your People Leader, People & Culture representative or the General Counsel.

### **(b) Protection of information and confidentiality**

Team Members must not disclose or use in any manner confidential information about Myer, its customers or its affairs, that they acquire during employment with Myer, unless the information is already legitimately public knowledge. This obligation continues to apply to Team Members after they leave Myer.

'Confidential information' in this context means any information in respect of Myer's business that is not available to the public and includes documents, books, accounts, processes or other 'know how' that is:

- supplied to the Team Member by Myer; or
- generated by a Team Member in the course of performing his or her work with Myer.

Confidential information includes price lists/cost sheets, lists of customers, Team Member (personal) details, details of marketing programs, technical information, information about suppliers, third party information, trade secrets, computer systems and business plans and strategies.

Team Members must:

- return all Myer property including any documents or confidential information, on termination or on the request of Myer or its representative;
- if requested by Myer or its representative, destroy or delete any confidential information stored in electronic, magnetic or optical form so that it cannot be retrieved or reconstructed; and
- make improper disclosure, including inadvertent or careless disclosure, of competitive business strategies and plans, special methods of operation and other information that is of competitive value to Myer.

If you are unsure whether information is of a confidential nature, seek advice from your People Leader, a People & Culture representative, or the General Counsel before disclosure.

## **5.7 Use of Myer assets**

### **(a) Assets**

You are responsible for protecting any Myer property and assets that are under your control and you should safeguard them from loss, theft and unauthorised use.

Myer property and assets includes items such as cash, stock, securities, intellectual property (including computer programs, software, models and other items), office equipment and supplies and other physical items owned or being used by Myer.

You must not use Myer assets for any unlawful purpose or unauthorised personal benefit or remove Myer property from official premises without a good and proper reason. If required to be removed, assets should be stored in a secure manner and covered by appropriate insurances.

**(b) Intellectual Property**

All inventions, discoveries, computer software processes and improvements made by a Team Member during his or her employment with Myer, remain the property of Myer.

This means Myer will hold all proprietary rights to intellectual property and trade secrets. This includes all ownership rights, copyright, exclusive rights to develop, make, use, sell, licence or benefit from any inventions, discoveries, processes and improvements made during an individual's employment with Myer.

**5.8 Public communications and disclosures**

You are responsible for the integrity of the information, reports and records under your control and you are expected to exercise the highest standard of care in preparing materials for public communications.

Those documents and materials should:

- comply with any applicable legal requirements;
- fairly and accurately reflect the transactions or occurrences to which they relate;
- not contain any false or intentionally misleading information, nor intentionally misclassify information; and
- be in reasonable detail and recorded in the proper account and in the proper accounting period.

Media statements and official announcements may only be made by persons authorised under the Continuous Disclosure Policy. If you receive a request for information and you are not authorised to respond to the enquiry, refer the request to your People Leader, the Corporate Affairs or Investor Relations areas.

Unless the relevant Executive General Manager has given prior written consent, Team Members and associated parties must not participate in public forum discussions (including internet based forums) where the subject matter is related to Myer, its competitors or the industry in which Myer operates.

Myer has adopted the Continuous Disclosure Policy as a means of ensuring compliance with its disclosure and communication obligations under the *Corporations Act 2001* (Cth) and the ASX Listing Rules. The aim of the Continuous Disclosure Policy is to keep the market fully informed of information that may have a material effect on the price or value of the company's securities, and to correct any material mistake or misinformation in the market.

Ensure that you are aware of the requirements of the Continuous Disclosure Policy and, if it applies to you, you must act in accordance with the policy.

If you have been requested to make a speech or presentation at a trade fair or industry function, you should ensure your speech and its content is approved by the General Manager, Corporate Affairs prior to the event.

**5.9 Community****(a) Contribution to the community**

Myer is a responsible corporate citizen and actively supports the communities in which we live and work. Each Team Member is expected to uphold Myer's commitment to pursue good corporate citizenship while engaging in its corporate activity.

Myer supports and encourages you to actively contribute to the needs of the community, both personally and on behalf of Myer. Team Members must be careful to ensure that charitable contributions are not used as a method of concealing bribery, and such contributions must be legal and ethical under local laws and practices. If you wish to make such a contribution (such as donations, sponsorship or volunteering) on behalf of Myer, consult your People Leader or People & Culture representative, and the Myer Community Fund Officer for prior approval.

**(b) Environment**

Myer is committed to doing business in an environmentally responsible manner and identifying environmental risks that may arise out of its operations.

If you are aware of, or suspect, an action that is not environmentally responsible and/or in breach of the applicable laws and regulations, report the matter in accordance with the Code.

**(c) Politics**

It is against Myer policy to use corporate funds and resources for political purposes.

This policy does not prohibit:

- communications by Myer to its shareholders on any lawful subject;
- payments of salaries and expenses of Team Members whose duties may include communication with government officials; or
- political activity by any Team Member in his or her individual, private capacity, so long as your views do not create a perception that these are the views or position of Myer.

**5.10 Whistleblower Policy**

The Whistleblower Hotline is a mechanism to raise concerns regarding potential, suspected and actual contravention of our ethical and legal standards and policies without fear of reprisal.

Myer will not tolerate any Team Member taking action against those who come forward to disclose, or who are contemplating disclosing, improper conduct. Myer will also not tolerate anyone being discouraged from reporting a concern or being adversely affected because they have reported misconduct in accordance with the Whistleblower Policy. This includes conduct against another Team Member, contractor, consultant, customer or supplier.

When making a report, you have the opportunity to remain anonymous. All reports will remain confidential even if you provide your name, and details are only shared with those who have a need to know in order to properly investigate and address matters raised.

**6 What to do if you suspect a breach?**

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You have a responsibility to report People Leader any behaviour or situation, which you believe, breaches or potentially breaches the Code, policies or the law.

Team Members should raise concerns directly with their People Leader. Alternatively, you can report unacceptable behaviour through any of the following channels:

- People & Culture representative;
- General Counsel;
- DEO line (03) 8667 7578;
- The Whistleblower Hotline, on 1800 339 750 (landline only) or +61 3 8667 7927.

If you wish to report a breach or potential breach anonymously, you may provide a detailed report to any of the above contacts.

People Leaders to whom potential breaches are reported should discuss the issue with a representative of People & Culture who will assess the appropriate action to be taken in response to the report.

Myer is committed to ensuring that you are not disadvantaged or discriminated against for reporting unacceptable behaviour in good faith. The Whistleblower Policy outlines protections offered to Team Members reporting genuine concerns.

Depending on the reporting channel, preliminary investigations will either be administered by a representative of People & Culture or the Whistleblower Co-ordination Officer.

Breaches relating to Board members, CEO and direct reports, or serious offences such as those relating to bribery and corruption will be notified to the Audit, Finance and Risk Committee and Board as soon as clarified.

If a breach of the Code is found to have occurred, a formal investigation process will be conducted involving a representative of People & Culture and the General Counsel (as appropriate) and in consultation with the supervisor or People Leader of the offending person.

In the investigation process, all Team Members are expected to cooperate with the directions of the investigators.

## 7 Consequences of breaching the Code

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Myer recognises that breaches of the Code may occur inadvertently from time to time. However, it should be clearly understood that any breach may result in disciplinary action including termination of employment in the case of a Team Member, or the contract or engagement of any other party.

Depending on the nature of the breach, civil or criminal penalties may be imposed on individuals or Myer, including financial penalties or imprisonment

Myer reserves the right to inform the appropriate authorities where it is considered that there has been criminal activity or an apparent breach of the law.

## 8 Responsibilities

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Responsibility lies with every person covered by this Code to conduct themselves in accordance with this Code.

### **Team Members/Contractors**

All Team Members/contractors have a responsibility to comply with this Code and the values underpinning the Code. Team Members/contractors also have a responsibility to raise any concerns or issues with their People Leader or through the other reporting mechanisms available including the Whistleblower Hotline.

### **Executive team and management**

The Executive team and management are responsible for ensuring the provisions of this Code, and the organisational values underpinning it, are communicated to the Team Members under their supervision. The Executive team and management are responsible for promoting the behaviour and standards in the Code and related policies. They should monitor compliance with the Code's requirements and take immediate action, in line with the relevant policies, where a suspected breach of this Code is detected.

### **People & Culture Department**

People & Culture administer this Code and are responsible for its maintenance, the provision and monitoring of training to all Team Members and capturing appropriate data for reporting to management and the Board.

The overall investigation responsibility for suspected breaches of this Code rests with People & Culture. The following groups may be delegated responsibility for specific individual investigations:

- the Whistleblower Co-ordination Officer and General Counsel (as appropriate);
- the Loss Prevention Team for minor store related theft; and
- External consultants as deemed appropriate by People & Culture, Executive management, General Counsel and the Board.

### **Audit, Finance and Risk Committee**

The Audit, Finance and Risk Committee (**Committee**) will annually review and reassure itself that:

- the Code remains appropriate and relevant;
- processes are in place to ensure Team Members are aware of and understand their obligations under the Code;
- adequate reporting frameworks exist to ensure the Committee and Board are kept informed of incidents and compliance trends; and
- monitoring and compliance frameworks are in place to ensure ongoing compliance with the Code.

The Committee may request that Internal Audit or external advisors review the framework supporting the Code as deemed appropriate, and report matters to the Board as appropriate.

## 9 Other matters

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**(a) Amendment**

This Code can only be amended with the approval of the Board.

**(b) Training**

Myer will provide training to assist Team Members in understanding the Code, including understand bribery and corruption issues, as appropriate.

**(c) Adoption of Code and Board review**

This Code was adopted by the Board on the date on the front cover, and takes effect from that date and replaces any previous version of the Code.

The Board will review the Code periodically to ensure effective operation and assess whether any changes are necessary.