

RANS CODE OF CONDUCT AND BUSINESS ETHICS



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CODE OF CONDUCT AND BUSINESS ETHICS

Overview

On behalf of the management team, we want to express our resolute support for the ethical and business standards outlined in RANS Statement of Code of conduct and Business Ethics.

RANS has persisted through various challenging times including the global pandemic and has never lost sight of the commitment to act with honesty and integrity. For more than 25 years, RANS has earned the trust and respect of customers, associates, communities, and other stakeholders where we operate around the world by following the Golden Rule, which is treating others as we wish to be treated.

Before building relations especially with our suppliers we ask them to confirm that they will follow the high ethical and business standards by reviewing and acknowledging the Statement of Business Ethics. We are all accountable for upholding our Statement of Business Ethics, encouraging associates to voice any concerns, and ensuring that retaliation is never tolerated.

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1. Our Commitment

Ethical behavior is a vital part of RANS' values and our way of doing business. How we conduct ourselves each day with each other, our customers, our owners, and our vendors form the basis of our reputation. Our customers and other stakeholders expect us to focus and commit to the highest ethical standards and to act with honesty and integrity.

As an Associate you play a key role in honouring this commitment and are expected to:

- Read and be familiar with the information in the Statement of Business Ethics, including the resources referenced herein (Together, the "SOBE")
- Certify that you have acted, and will continue to act, in accordance with the SOBE
- Act in an ethical manner that is consistent with applicable laws and regulations, and RANS's values
- Raise questions and concerns if you become aware of possible violations of laws, regulations, or the SOBE
- Cooperate fully when responding to an investigation or audit

Managers also play an important role and should demonstrate a commitment in the following manner:

- Be a positive role model and support your team
- Create an environment that is respectful and inclusive
- Encourage associates to speak up
- Listen, respond, and act upon concerns when they are raised, in a timely manner
- Do your part to make sure that no one experiences retaliation for speaking up or cooperating in an investigation
- Be consistent when enforcing our requirements and holding associates accountable for their behavior at work

2. Commitments to Diversity, Inclusion and Equal Opportunity

Everyone at RANS should and must be treated equally with courtesy, dignity, and respect. We are committed to diversity and inclusion, and at our core, is the existence of a workplace where all associates feel empowered, valued, and accepted. We do not compromise on these principles and do not tolerate any form of discrimination, harassment, or retaliation. RANS is committed to providing current associates and potential candidates equal employment opportunities. This means that employment decisions are made without regard to race, color, religion, ethnicity, national origin, sex, sexual orientation, gender identity and expression, marital status, family status, active military or veteran status, age, citizenship, immigration status, disability, pregnancy, genetic information, or any other status protected by law.

3. Conflicts of Interest

Every single day, RANS relies on its associates, at all levels, to uphold its ethical principles, including avoiding conflicts of interest or the appearance of a conflict of interest. A conflict of interest exists when your personal interests interfere with the best interests of RANS. This means being aware of potential conflicts of interest, where your personal life (activities, relationships, or financial affairs) could inappropriately influence, or appear to inappropriately influence, your judgment in performing your responsibilities at RANS.

3.1 Gifts, Meals, and Entertainment

Good business relationships are built through trust and integrity, not through the exchange of gifts and other favours. You should avoid the acceptance of gifts or other favours that might create a conflict of interest or the appearance of a conflict of interest. Except as expressly permitted below, associates may not give, solicit, accept, or receive gifts, meals, or entertainment, and this applies to anything given or received as the result of an actual or potential business relationship.

Some exceptions:

- Nominal gifts: Modest gifts such as t-shirts, inexpensive pens, mugs, calendars, note pads, charging devices or other promotional gifts (typically with a supplier logo) may be accepted, if the value of the gift does not exceed \$25. This applies to gifts awarded through random drawings or raffles conducted by suppliers.
- Non-cash, perishable gifts: If you share them with your department, you are allowed to accept gift items such as gift baskets, cookies, chocolates, or flowers.
- General/Industry events: Events such as receptions or dinners where multiple clients or potential clients are invited may be accepted.
- Entertainment: It is preferable that associates pay for their own entertainment. However, if it is infrequent and not extravagant, you may accept an invitation from a supplier to a sporting, concert, theatre, or similar event in which the supplier is also attending and where business will be discussed. Before accepting, you must obtain prior written approval from your manager/supervisor.
- Third-party training, conferences or business-related travel: It is preferable that associates use company funds for training, conferences or business-related travel. However, some training or conferences funded and conducted by third parties may also be accepted if they serve a business purpose and with prior written approval from your designated approver. Similarly, supplier paid travel for a business meeting may be accepted with prior written approval from your manager/supervisor.

RANS associates should not accept the following:

- Cash, cash equivalents, or gift cards, regardless of value
- Gifts of alcohol, such as bottles of wine or liquor, or tobacco
- Tickets to events where the supplier is not present

- Gifts that are more than \$25 in value
- Leisure travel (that is, travel that is not primarily for a business purpose)

Additionally, RANS associates should never request or solicit any gifts, meals, entertainment, or travel from a supplier.

Gifts, meals, entertainment, and travel should never influence your judgment or another's judgment. If accepting any of the above – no matter what value – would influence your business judgment, you should not accept it.

3.2 Interest in Competitors

You have a duty of loyalty to RANS, so you should never have any direct or indirect interest in or involvement with any RANS competitor if it might interfere with, influence, or appear to influence you in the performance of your Company duties. This specifically includes management associates who would like to work for a competitor while also working for RANS.

3.3 Relations with Suppliers

Our Company selects suppliers based on price, quality, and performance. You must avoid personal, financial, or other involvement with a supplier with whom you do, or are likely to do, business on behalf of RANS. Additionally, you should never – for your own or anyone else's personal use, interest, or financial gain – purchase products directly from suppliers doing business with RANS, or with whom RANS is negotiating to do business, unless the supplier has its own retail or service operations and then only at prices available to the general public.

You are prohibited from using your employment status at RANS to request or influence any RANS associate, supplier, or potential supplier to provide you or anyone else with anything of value (including any preferential treatment or favourable pricing) for your or anyone else's personal use, interest or financial gain. You should never solicit suppliers to engage in activities outside of their business relationship with RANS.

3.4 Former Associates

RANS has had many talented people work for it in the past. While we appreciate their contribution and wish them success, we must avoid making any Company decisions that may be based upon our personal relationships with those former associates. Former RANS associates who leave RANS may not call on RANS as a representative of a supplier selling or seeking to sell goods or services until at least one year has elapsed since the former associate left RANS.

3.5 Taking a Corporate Opportunity

You should never take for yourself, nor divert to anyone else, a business or financial opportunity that RANS may have an interest in pursuing.

4. We Operate Ethically Where We Do Business

Not only do we comply with RANS policies, but we also respect and follow the laws of the lands in which we do business. We are residents and citizens of the communities and countries in which we operate and absolutely must ensure all applicable laws are followed. No officer, associate, or director of the Company has authority to engage in conduct that violates applicable laws and regulations of Australia or other lands where we do business, or to authorise or direct such conduct by others. As we all know, violation of laws can result in corporate and personal criminal and financial liability and penalties, as well as damage to our Company's reputation.

We also require our suppliers to comply with all laws and our business ethics and principles.

5. Financial Integrity

The integrity of RANS's financial records and reports is essential. RANS associates, owners, regulatory agencies, lending institutions and others depend on the accuracy of such information. RANS strives to fully, accurately, timely and fairly report all financial transactions in its accounting records.

RANS relies on its associates, no matter what position, to process and maintain RANS's business and financial records accurately and honestly, including but not limited to timesheet records, payroll, point of sale, inventory, and shrink.

We must maintain books, records, and accounts that, in reasonable detail, accurately and fairly reflect RANS's business transactions. False, inaccurate, or misleading entries and inappropriate omissions are prohibited. You should not participate in or ask anyone else to participate in such activities. No RANS fund, asset or account may be established or acquired for any purpose unless that fund, asset or account is accurately reflected in RANS's books and records.

6. Antitrust

Our Company believes in free and fair competition and obeys all antitrust laws, also known as competition laws. These laws protect consumers by promoting competition in areas such as pricing, service, merchandise selection, quality, and innovation. RANS do not act in ways that suppress competition, such as price fixing, allocation of markets or allocation of suppliers. Price fixing occurs when two or more competitors agree to set a price. Allocation of markets or suppliers occurs when competitors agree to split up suppliers, products, or customers (for example, by geography), to avoid competing against each other in those areas or markets. You must avoid agreements with competitors or suppliers that would have any of these or other anticompetitive effects. When participating in industry or benchmarking groups, you should avoid sharing information or making agreements that would limit competition. Violations can lead to serious consequences for both RANS and the individuals involved.

7. Bribery & Anti-Corruption Prohibitions

We do not tolerate bribery or corruption, regardless of where we are located or where we do business. Never pay, promise, or offer, directly or indirectly, money or anything of value to a government official or political party for the purpose of influencing, retaining or directing an official act or decision in order to obtain or retain business or secure an improper advantage.

Always comply fully with the anti-bribery and anti-corruption laws of the countries in which we do business. No business or partnership is exempt from these restrictions.

7.1 Bribery of Public Officials

No RANS assets or any other funds may be used to bribe or influence any decision by an employee of any government department or agency, government-owned entity, international organisation, political party, or candidate for political office. The laws strictly prohibit giving, promising, or offering money or anything of value, directly or indirectly, to such persons to obtain or retain business or to gain any improper business advantage. Not all bribery takes the form of cash payments. It can take the form of gifts, travel, entertainment, employment, sporting events, merchandise samples, anything of value or benefit or any unfair advantage. While token hospitality gifts or entertainment may be appropriate in a particular situation, extravagant gifts or entertainment of government officials is never appropriate. Cash is never an acceptable gift and giving or receiving cash may be viewed as a bribe or kickback and is against RANS policy.

You may not give, promise, offer or authorise, directly or indirectly, any payments to government officials of any country. Even relatively nominal gifts, services to and/or improper entertainment of government personnel or their family members are prohibited because they may be viewed as attempts to influence government decisions in matters affecting RANS. This prohibition applies to any payments or thing of value received through consultants, suppliers or other third parties on RANS's behalf.

7.2 Commercial Bribery

You are strictly prohibited from paying a bribe or giving anything of value or benefit or giving any unfair advantage intended to influence the judgment or business conduct of a person in a position of authority. Similarly, you may never accept or solicit bribes, kickbacks, payoffs, or other types of payments from any organisation or individual seeking to do business with, doing business with or competing with RANS.

8. Political Activities

You should feel free to become involved in political affairs and the political process if you are interested, but please do not bring your activities to work. Such activities must be restricted to your personal time, resources, and facilities. You may choose to make a political contribution or participate in the political process or choose to avoid doing so. These choices will not impact your employment.

If you wish to hold public office, whether elective or appointed, the potential for conflict of interest, or the appearance of conflict, must be considered. Therefore, you should consult your Manager/Supervisor and must disclose the intent to seek public office and must receive approval before initiating any action.

Corporate donations or contributions of anything of value, including cash, merchandise, or services, in connection with political activities are, generally, either illegal or strictly regulated by law. RANS's contacts with, and donations to, federal, state, and local legislators and executive branch officials are also regulated by law. Failure to comply with these regulations could result in fines or criminal penalties. All proposed contacts, payments, donations, or services in any of these areas must be reviewed in advance and approved in writing by your manager/supervisor.

9. Social Media

RANS recognise that technology has led to an increasing use of social media by our associates. While we understand that social media can be a fun and convenient way to share your life and opinions with family, friends and co-workers around the world, the use of social media also presents certain risks and carries with it certain responsibilities.

Before you use social media, consider the effect your online activity may have. Use good judgment when deciding what to post online. Do not pressure or harass anyone to “friend,” connect with or otherwise communicate with you through social media. Do not engage with customers on social media by responding to their inquiries on behalf of the Company.

10. Communications

Being fair and honest in everything we do means ensuring that any message we release to our associates, our customers and the public is accurate and truthful. Our Company endeavors to comply with the laws in the areas of product information, pricing, product availability, credit terms, warranty statements and telephone and Internet order procedures, among others.

Our customers, suppliers and communities all need to know that they can trust us to do what is honest and right. You should not intentionally manipulate or misrepresent information communicated to other associates, our customers, suppliers, or the public.

11. Protection of Company Property

Our Company spends considerable resources to develop and maintain assets used for its business. We each have a responsibility to comply with all policies and procedures that protect the value of these assets and avoid situations that may harm RANS’s reputation or create financial liability. Anything developed for RANS is owned by RANS. RANS assets are acquired, used, and disposed of for the benefit of RANS and never for the personal benefit of associates. This includes tangible assets such as cash, inventory, equipment, supplies, displays and samples and intangible assets such as intellectual property (trademarks, copyrights, trade secrets and patents), strategic plans and processes and the data and information to which you have access because of your work responsibilities.

Any act of theft, fraud, embezzlement, or misappropriation of RANS property is strictly prohibited and will not be tolerated. RANS funds or assets should never be used for unlawful purposes. In addition, you should never take or make available to others any RANS property for reasons that do not support RANS’s business.

Fraud is any intentional act or omission designed to deceive, resulting in the victim suffering a loss and/or the perpetrator achieving a gain. Occupation fraud is the use of one’s occupation for personal enrichment through the deliberate misuse or misapplication of the employing organisation’s resources or assets.

11.1 Our Intellectual Property

RANS values and protects its intellectual property assets, including its trademarks (brands, slogans and logos), copyrights (creative designs, patterns, software, audio and video recordings, photos and images), trade secrets (non-public information that provides a competitive or economic advantage) and other innovations. Inventions, designs, patterns, or innovations conceived or devised by you, other associates or third parties working on behalf of RANS are a pride for our business. These creations drive the business and must therefore be protected.

11.2 Safeguarding Confidential Information

RANS considers all non-public information concerning any aspect of RANS business or information acquired by associates as a result of their employment to be confidential Company information. You may not disclose to others or use for your benefit, or for the benefit of another, any RANS confidential information without appropriate pre-authorisation. RANS confidential information includes, without limitation, its trade secrets, plans and strategies regarding suppliers, pricing, marketing, customers, short-term and long-term plans, advertising, information systems, sales objectives and performance, operating results, as well as any other information, the disclosure of which may provide a competitive or economic advantage to others or disadvantage to RANS. Even within RANS, confidential information should only be shared on a need-to-know basis.

Your obligation to preserve RANS confidential information continues even after your employment ends. If you take RANS confidential information with you when you leave RANS, or if you access or disclose RANS confidential information without authorisation, you may be subject to criminal and/or civil liability. Associates must also protect other companies' confidential information. You should never disclose or use the confidential information of your previous employers or of any other company in conducting business on behalf of RANS. Further, you must protect confidential information of companies conducting or hoping to conduct business with RANS.

12. Protection of Customer Information

RANS values the trust of our customers. We recognise and respect the privacy of our customers' personal information (PI). Therefore, every associate is responsible for knowing what customer PI is and for treating information about our customers with extreme care.

Every associate is responsible for protecting our customers' information includes taking appropriate steps to prevent the unauthorised collection, use, or disclosure of their PI. You should only use or disclose customer information to others, whether fellow associates or third parties, as needed for authorised RANS business purposes, such as when sharing with third parties who have appropriate contracts and in accordance with applicable laws, regulations, and RANS policies.

13. Product Safety and Integrity

RANS do not compromise on the safety or integrity of its products. In addition to our own quality standards, we are committed to product safety standards set by law. RANS products must be produced, tested, packaged, and labeled in accordance with all applicable laws.

14. Sustainable Chemistry Commitment

RANS customers expect products that are safe, and sustainable. Sustainable Chemistry is the design of chemical products and processes that reduce or eliminate the use or generation of hazardous substances, both to humans and the environment. To minimise the negative environmental and social impact, RANS expects all suppliers to provide full online public ingredient disclosure for formulated consumable items procured by RANS.

The following categories of ingredients are commonly protected as trade secrets. When ingredients in these categories are trade secrets, they should be disclosed as follows: Dyes and colorants: should be listed by a chemical-descriptive name.

15. Health and Safety

Our goal is to provide all associates with a clean, safe, and healthy work environment. The environmental, health and safety laws and regulations that RANS complies with exist to protect our customers, you, and your fellow associates. Careful consideration is also given to the environmental impacts of our operations and the development of processes and procedures to eliminate and/or minimise significant threats to the environment or human health and safety.

16. In Closing

The SOBE is an important part of your relationship with RANS. It is an overview of all associates' responsibilities and introduces certain important RANS policies and guiding principles. But the SOBE is not a substitute for knowing all RANS policies that may apply to your employment and it is not intended to create an express or implied contract of employment. Your employment with RANS is on an at-will basis, where permitted by law. This means that either you or RANS is free to end the employment relationship at any time and for any reason, unless it is illegal, or for no reason at all. Nothing in the SOBE alters your at-will employment relationship with RANS. We take our commitment to RANS's ethical principles very seriously and so should you. Violations of the SOBE may result in disciplinary action, up to and including termination.

At RANS, our intent is always to comply with Federal, State and Local laws. We do not enforce or apply our SOBE in a way that violates the law. Nothing in the SOBE or the policies it incorporates, is intended, or will be applied, to prohibit you from exercising your rights protected by Federal or State labour laws, including concerted discussion of wages, hours or other terms and conditions of employment.

17. Amendments and Exceptions

From time to time, RANS may amend or modify the SOBE to better meet the needs of our business, address changes in the law or for other reasons. It is highly recommended that you update yourself with the amendments and keep yourself up to date.

Policy Creation Date:	March 2013
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Next Review Date:	December 2021
Approved By:	RANS Directors