

CODE OF CONDUCT

1. Purpose and overview

- 1.1. This Code of Conduct defines the required standards of behaviour for Directors, employees, contractors and external managers and advisors (collectively “URB’s Representatives”) appointed by URB Investments Limited (“URB” or the “Company”) in the performance of their duties.
- 1.2. The following principles embody the Code of Conduct:
 - a) to act with integrity and professionalism in the performance of their duties and be scrupulous in the proper use of URB information, funds, equipment and facilities;
 - b) to be supportive of the Company and its representatives when dealing with external parties;
 - c) to exercise fairness, equity, proper courtesy, consideration and sensitivity in all their dealings in the course of carrying out their duties;
 - d) to avoid real, apparent or perceived conflicts of interest; and
 - e) to increase shareholder value within an appropriate framework that safeguards the rights and interest of the Company’s shareholders, and the community.
- 1.3. It is the responsibility of those covered by this policy to understand that the Company Code of Conduct also applies to the adherence to formal policies, procedures and systems of control and accountability, which the Company has in place as part of its Corporate Governance framework.

2. CODE OF CONDUCT

- 2.1. URB’s Representatives are required to:
 - a) deal with the Company’s shareholders, commercial partners, competitors and each other with the highest level of integrity and respect; and
 - b) perform their duties with skill, honesty, care and diligence, using authority in a fair and equitable manner;
 - c) comply with all applicable laws and regulations to observe the spirit of those laws and regulations;
 - d) report any breaches or suspected breach of all applicable laws and regulations to the Board;
 - e) abide by policies and procedures, instructions and lawful directions that relate to their engagement and duties;
 - f) ensure that they take reasonable care to ensure their own safety and health whilst undertaking their duties to avoid adversely affecting the safety and health of others;
 - g) provide accurate information, give prompt attention and not discriminate on any unlawful grounds when dealing with people in the course of their duties;
 - h) not harass, bully or intimidate any other person, either directly or indirectly, while undertaking their duties or otherwise representing the Company;
 - i) maintain accurate business records, including financial and compliance records,
 - j) retain documents and other records required for audit, compliance and regulatory approval and other valid reasons for the appropriate time periods; and
 - k) behave in a manner that maintains or enhances the reputation of the Company.