



Policy Name: CODE OF CONDUCT	Effective: 20 June 2019	Issued by: Group Office	Approved by: ALGL Board	Version: 2.0
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BACKGROUND

Ardent Leisure Group Limited, its subsidiaries and businesses (the **Group**) expect that each employee observes this Code of Conduct (**Code**). Complying with the Code is a condition of employment with the Group.

PURPOSE

This Code outlines the basic principles and standards of behaviour to guide all employees in the way they conduct business on behalf of the Group. It is designed to assist employees to understand their individual responsibilities and obligations and provide guidance in the performance of their duties to conform to the Group's expectations of high moral and ethical standards.

This Code is not intended to be exhaustive and cannot anticipate every situation which may morally or ethically compromise an employee or the Group. In this regard the Group expects its employees to use their common sense and sound judgment. This Code aims to:

- Provide a framework for sound and consistent decision making.
- Promote honest and ethical conduct and deter wrongdoing and not compromise the duty to act in the best interest of the Group.
- Provide guidance on acceptable and unacceptable behaviour and comply with all laws and regulations applicable to the Group.

Where an employee is in doubt about how to act in any situation, they should always contact their Manager or People & Culture prior to taking any action. All requests for advice will be dealt with confidentially.

This Code should be read in conjunction with the policies and procedures of the Group, its subsidiaries and businesses.

SCOPE

This Code of Conduct applies to everyone who conducts business on behalf of the Group. This includes all Directors of the Board as well as officers and employees of the Group, contractors and suppliers.

The Board and management are committed to upholding the principles outlined in the Code and take non-compliance very seriously. Any non-compliance may lead to disciplinary action, including dismissal.

POLICY STATEMENT

The success of the Group relies on the trust and confidence of everyone who engages with it. This can only be achieved through the integrity of our people and the adoption of very high ethical standards.

The Group prides itself as:

- being a good employer and corporate citizen;
- acting in an honest and transparent manner;
- acting with integrity; and
- straightforward and forthright in its communications and dealings.

All employees have a role to play in ensuring that the Group maintains its reputation for honesty, integrity and excellence in dealing with guests, contractors, suppliers, regulators, investors and the community.

It is important that we adopt the highest standards of respect and treatment of each other. Employees in leadership roles are expected to promote a culture where ethical conduct is recognised, valued and displayed at all levels and to ensure appropriate action is taken to prevent, detect, report and investigate fraud and other unacceptable conduct.

Management is responsible and accountable for delivering shareholder value through the efficient operation of all aspects of the Group, sound decision making and management practices through open communication. This can best be achieved by working together to create great people, provide guests with memorable experiences and actively promoting a harmonious work environment where employees feel valued and motivated to excel.

As a representative of the Group, you are expected to conduct yourself in a professional and courteous manner at all times and to observe the following standards of behaviour both at work and outside of work where you could reasonably be perceived to be representing the Group.

EXPECTATIONS OF ALL EMPLOYEES

Interactions between all employees, irrespective of your level or position in the Group, should be guided by mutual respect, openness, honesty, integrity and a spirit of trust and co-operation.

To assist you in fulfilling these expectations, you are required to ensure that you:

- (a) Treat your fellow employees, guests and suppliers with fairness, courtesy, respect and consideration;
- (b) Make considered decisions which are honest, frank and impartial and treat others without bias or preference;
- (c) Carry out your duties in a professional, responsible manner, ensuring that you exercise the best possible judgment at all times with the best interests of the Group and its divisions in mind;
- (d) Act with honesty and integrity in all aspects of your work including your dealings with other people;
- (e) Comply with:
 - all State and Federal statutory and regulatory requirements including relevant industrial instruments;
 - the Group and your division's values;
 - all Group and division policies, procedures, directives and instructions; and all reasonable lawful directions relating to your duties and employment.
- (f) Protect intellectual property owned by the Group (e.g. trade secrets, confidential information, copyrights, trademarks, logos, customer lists, business opportunities and product specifications) from unauthorised use or disclosure;
- (g) Treat the affairs of the Group and all information relating to guests, contractors, suppliers and employees as private, restricted and confidential;
- (h) Use the Group's property including labour, supplies, equipment, buildings or other assets for official business purposes only unless explicitly allowed by agreement with your Manager;

- (i) Accurately record financial data including transactions as well as any other required data in accordance with applicable legal requirements and professional standards to ensure records are entered and maintained in a manner which enable the Group to effectively fulfil their statutory reporting, disclosure and document retention obligations;
- (j) Protect the confidentiality of personal information about other employees you may come across or have access to in the course of your duties and ensure that such information is not provided to anyone else unless disclosure is permitted under the relevant legislation and there is a genuine need to do so. This includes complying with any of the Group's policies and procedures aimed at ensuring information, knowledge and data is properly stored and protected;
- (k) Fulfil your duty of care responsibilities in relation to Work Health Safety and Environment and actively contribute to a safe workplace environment;
- (l) Contribute to a workplace which is free from discrimination, intimidation, harassment, bullying and violence. Do not condone or engage in any form of conduct which could be regarded as bullying or harassment and ensure you report any behaviour you witness which you believe constitutes bullying or harassment;
- (m) Ensure you are not under the influence of, or consume illegal drugs and/or alcohol during work hours;
- (n) Do not engage in fraudulent or corrupt activities or assist others in such activities;
- (o) Do not engage in conduct or activities which could reasonably be considered to be a conflict of interest such as using confidential information for personal gain or release such information to unauthorised persons or entities. Unauthorised access or disclosure of information to a third party, including fellow employees, is regarded as serious misconduct;
- (p) Do not misuse company time, including excessive personal phone calls, social media, internet;
- (q) Do not take excessive absenteeism, tardiness, unauthorised absences, failure to notify your Manager in accordance with Group's policy;
- (r) Do not refuse to perform tasks associated with your role or any other reasonable request by your Manager
- (s) Employees are personally responsible for maintaining required and relevant licenses, qualifications and/or accreditations as well as related expenses;
- (t) Do not participate in any business activity outside the Group which may conflict with your official duties and responsibilities;
- (u) Do not engage in situations or transactions in which your personal interests could conflict or might be seen to conflict with those of the Group;
- (v) Prior to accepting any gifts, all gifts should be declared, disclosed and approved as per the conditions outlined in the Gifts and Benefits Policy. Any gifts accepted should not be received with the intention of influencing any business decision making or areas of conflicts of interest.

If you are unclear about your obligations in relation to any of these matters, please seek clarification or advice from your Manager or People & Culture.

EXPECTATIONS OF MANAGERS

By virtue of their roles, Managers are responsible for providing employees with effective leadership and direction. Managers have the added responsibility of creating an open and supportive environment where employees feel comfortable in asking questions and raising concerns.

Ethical behaviour does not simply happen. It is the product of clear and direct communication of expected behaviours, modelled from the top and demonstrated by example.

As a Manager, you are expected to:

- (a) Effectively implement, promote and support this Code, serve as positive role models for compliance purposes and ensure employees understand what is required of them;
- (b) Use authority in a fair and equitable manner and ensure decision making is consistent with the principles contained in this Code;
- (c) Promote and develop a team environment which is open, supportive and constructive, and exercise objectivity when administering recognition and rewards;
- (d) Conduct any recruitment activities with transparency in accordance with Equal Employment Opportunity legislation and based on merit.
- (e) Conduct investigations in a timely fair and transparent manner using procedural fairness in relation to any counselling and disciplinary procedures and ensuring that confidentiality and impartiality are maintained.
- (f) Exercise vigilance in the prevention, detection and reporting of breaches of applicable laws, Group policies and procedures, industrial instruments and this Code.

THE CODE OF CONDUCT CHECK

If you are faced with a difficult issue or are in any way unsure of the right course of action to take, ask yourself the following questions to decide on the most appropriate way to proceed:

- Is it legal and consistent with any applicable professional standards, the Group's policies and the principles outlined in this Code?
- Have I consulted appropriately with colleagues, particularly those likely to have more experience or expertise in this area?
- Is it fair, honest and consistent with the way I would like to be treated?
- Is it likely to compromise my integrity or the integrity of the Group?
- Will it reflect positively on me, my colleagues and the Group?
- Would I be proud to tell someone I respect about it?
- Would it look good in the media?

If you are able to answer each of these questions with a 'Yes', then your intended course of action or decision is most likely to be the correct one.

All employees are responsible for their own actions. You can always seek advice or guidance in confidence from your Manager, People & Culture or the Company Secretary if you are unsure whether your actions, decisions or those of other employees would be regarded as a breach of the Code.

COMPLIANCE WITH THE CODE OF CONDUCT

Compliance with the Code requires genuine commitment and co-operation from all employees. This includes a responsibility to report any breach or suspected breach of this Code to your Manager where applicable, People & Culture, the Company Secretary or CEO depending on the nature of the breach. Reports can also be made

confidentially to the Group’s external and independent whistleblower service – Ethics Point. Refer to the Whistleblower Policy for contact details.

All reports will be investigated and employees at all levels are required to assist and cooperate in any investigation.

If Managers have failed to prevent, detect or report breaches of this Code due to a lack of reasonable vigilance, they may also be subject to disciplinary action.

The type of action taken in relation to any breach will be determined by the nature of the breach and the findings of an objective, impartial investigation. Action taken may include counselling, disciplinary action up to and including suspension and or dismissal. In the case of misconduct or a breach which involves criminal activity, a report may also be made to the relevant authorities.

The Group will not take action against any employee who reports a suspected breach of this Code in good faith.

ADDITIONAL REFERENCE MATERIAL

Additional documents which support and/or are relevant to this Code include the following:

Business policies & procedures	Other documents
Bullying & Harassment Policy IT Acceptable Use Policy Securities Trading Policy Continuous Disclosure Policy Document Retention Policy Whistleblower Policy Drug and Alcohol Policy Social Media Policy Investor Communications Policy Diversity & Inclusion Policy Anti-Bribery and Corruption Policy	Dreamworld Enterprise Agreement (No 9) 2016
Legislation	
Age Discrimination Act 2004 Australian Human Rights Commission Act 1986 Disability Discrimination Act 1992 Equal Opportunity Act 1987 Fair Work Act 2009 (Cwth) Fair Work Regulations 2009 (Cwth) Human Rights Commission Act 1986 Racial Discrimination Act 1975 Sex Discrimination Act 1984 Please note - any relevant State based legislation also applies	

If you require any clarification or additional information regarding the Code please contact your Manager, People & Culture department or the Company Secretary.

MISUSE OF COMPANY ASSETS

The Group's assets are at the core of our business and success. The use of the Group's property, information and resources for any purposes other than legitimate business use is prohibited. Any use of these assets for non-business purposes must be approved in writing in advance by a direct line manager. The Group seeks to prevent, deter, detect and investigate all forms of fraud and has adopted a "zero tolerance" approach towards fraud.

CONFIDENTIAL & PROPRIETARY INFORMATION

During your employment you may be exposed to confidential information regarding the Group, its employees, members, guests or suppliers. You are required to keep any such information confidential. Current and former employees of the Group may not make improper use of confidential information acquired by virtue of their position to gain directly or indirectly an advantage for themselves, or any other person, or to cause detriment to the Group or its guests.

Confidential information includes, but is not limited to, marketing and sales plans, master planning, competitive analyses, business and financial plans and forecasts, prospective and existing customer and employee information, software and other inventions developed or licensed by, or for, the Group and computer system and building security passwords. Employees must safeguard confidential information by not transferring, publishing, using or disclosing it to third parties other than as necessary in the proper course of the employee's duties or as directed or authorized by the Group in writing.

All files of a confidential nature must never be left unattended and under no circumstances whatsoever left either on or in unlocked desks (unless the offices are locked). The disposal of all confidential papers must be done by means of the Group's security disposal arrangements. Unless express permission by management is granted, employees must not remove from the Group's offices any documents or software connected with the Group's businesses or take any photocopies of them for private use. All documents and software which have been removed from the Group's offices must be returned as soon as the authorized purpose for their removal has been fulfilled and, in any event, forthwith upon termination of employment.

Unless specified otherwise by contract, all confidential information that has been entrusted to the Group by a third party (such as a guest or business partner) must be treated as though it is confidential information.

It is important for employees to note that the obligations relating to confidentiality continue to apply after cessation of an employee's employment with the Group.

Confidential and proprietary information must not be used or distributed.

USE OF UNLICENSED SOFTWARE

It is against the Group's policy to reproduce copyright software, documentation or other materials without permission. Third party software in the possession of the Group must not be copied unless such copying is consistent with the relevant license agreements and management has previously approved of such copying, or copies are being made for backup and archival purposes. Employees must respect the intellectual property of others. Employees should refer to the IT Acceptable Use Policy.

E-MAIL & OTHER DATA COMMUNICATIONS

Employees must only use the Group's e-mail and other data communications systems for authorised business purposes. Under no circumstances should employees distribute lewd, malicious, pornographic, sexist or racist material, or any other material which is likely to cause offence. Employees should refer to the IT Acceptable Use Policy.

All messages sent via the Group's computer systems are the property of the Group. The Group reserves the right to review all e-mail and other computer messages and data stored in or transmitted by these systems. Employees who use these systems should not expect the privacy of the information they store or send through these systems.

INTELLECTUAL PROPERTY

One of the Group's most important assets is its intellectual property, including software, copyrights, patents, trademarks, trade secrets, and training manuals. Each employee is responsible for protecting the Group's intellectual property rights. Whilst employed by the Group all intellectual property that is related to the affairs of the Group including patents, copyrights, inventions, programs and documentation generated by an employee or contractor are the property of the Group.

The unauthorized use of the Group's (or its subsidiaries or businesses) business names or stationery is prohibited except in the ordinary course of business and for legitimate business reasons.

WHISTLE-BLOWING

The Group has implemented a Whistleblower Policy which is intended to ensure that instances of unethical, improper, unlawful or undesirable conduct is reported without fear of intimidation or reprisal.

RIGHTS OF SECURITYHOLDERS

The Group acknowledges the rights of securityholders. Any inquiries from securityholders should be directed to the security registrars in the first instance or the Company Secretary. Employees should refer to the Investor Communications Policy to understand how the Group communicates with its securityholders.

PRIVACY

The Group respects individuals' privacy rights for the collection, storage and use of personal information, as contemplated in the Privacy Act 1988. Guidance on the use of such information is contained in the Privacy Policy.

The majority of the Group's premises operate video surveillance cameras within the workplace. The purpose of the video surveillance is to ensure the safety of all staff, guests and property. It is not the purpose of the video surveillance to monitor the performance of the employees; however any improper acts by employees detected by review of video material will result in disciplinary action consistent with Group policy. The employee in case is entitled to review the relevant video material. Access to video tapes will only be to persons whose actions are recorded and to nominated senior management.

SECURITY TRADING

The Group employees must not trade in Group securities (or the securities of any other listed company) if they are in possession of price sensitive information that is generally not available to the public. Full details of the trading restrictions are laid out in the Securities Trading Policy.

INVESTOR COMMUNICATIONS

The Group is committed to ensuring that information regarding our business is released to stakeholders in a fair, consistent, and timely manner. The Continuous Disclosure Policy imposes a reporting framework so as to ensure The Group meets its continuous disclosure obligations under the ASX Listing Rules.

CONFLICTS OF INTEREST

The Group expects all employees to avoid actual or apparent conflicts of interest. All employees have an obligation to avoid financial, business or other relationships which might conflict with the legitimate business interests of the Group or the proper performance of their duties. Such a conflict will exist where an employee compromises his or her ability to act with total objectivity with regard to the Group's business interests.

All potential or actual conflicts of interests must be disclosed in writing to your Manager. The Group reserves its right to either approve the conflict upon conditions, or to exclude the employee from the conflict situation. If you are in doubt about the existence of a conflict of interest you should consult your Manager.

OTHER EMPLOYMENT

Full-time employees of the Group are expected to devote the whole of their time and attention during working hours to the Group's business and at other times as reasonably necessary to properly perform their duties.

The Group discourages employees from seeking additional employment which may interfere with their work commitments. Specifically, this means any employment outside the Group which could lead to a conflict of interest, such as working for a customer, supplier or competitor and results in absenteeism, inability to meet job requirements or poor job performance. Employees who may be considering other employment must advise their immediate Manager so that any potential conflicts can be assessed.

RESPONSIBILITY TO SUPPLIERS AND GUESTS

The Group will be fair in our relationships with our suppliers and guests.

COMMUNITY

The Group supports many community initiatives and charities through appropriate sponsorship

ENVIRONMENT

The Group will have regard to environmental issues and will comply, to the extent possible, with all laws and regulations that apply to environmental issues.

GIFTS AND BRIBES

The Group does not condone the acceptance or provision of gifts which might influence decisions taken in business transactions involving the Group.

The offering of a bribe by an employee constitutes gross misconduct. Should an employee be asked to provide a bribe to further the business interests of the Group, the matter should be reported immediately to the employee's Manager.

Employees should make it clear to our business partners that gifts given to influence business decisions are not acceptable to the Group. In all cases, employees must notify the receipt of gifts from third parties over \$250.00 in value to their Manager as soon as possible.

If returning an extravagant gift would cause offence to the giver, or circumstances prevent the return of the gift, you may accept the gift on behalf of Group and pass it to your Manager immediately.

Failure by an employee to declare a gift that has been accepted constitutes gross misconduct and undermines the culture of integrity and fair trading that the Group expects.

Employees should refer to the Anti-Bribery and Corruption Policy for further details.

MAINTENANCE OF RECORDS

The Group's financial books, records and statements must properly document all assets and liabilities, accurately reflect all transactions and must be retained in accordance with all applicable laws and regulations. These documents must not be inappropriately altered. Employees must not make false entries in the books or records of the Group for any reason. Employees should refer to the Document Retention Policy for further guidance.

LAWS AND REGULATIONS

It is the Group's policy to comply, to the extent possible, with all laws and regulations applying to our business.

DRUGS & ALCOHOL

The consumption of alcohol or drugs on the Group's premises, or in the course of employment is prohibited unless authorised by management. On these exceptional occasions employees must ensure that they drink in moderation, behave in a professional manner, and do not engage in conduct which may risk their safety or the safety of others (including driving a motor vehicle or operating heavy machinery). The use of any other recreational or non-prescription drug is strictly prohibited in any of the Group's sites or in the course of employment and is grounds for summary dismissal. Employees on prescribed drugs which may impact on their ability to safely perform their duties must provide their immediate Manager with a medical certificate certifying that they are fit for their duties.

EMPLOYMENT

The Group is an equal opportunities employer and as such aims to create a safe and fair workplace. Inappropriate conduct by any employee on any site will be considered as gross misconduct and staff found to be in breach of this may face termination. Please refer to the Group's Bullying & Harassment Policy.

ADHERENCE TO POLICIES AND PROCEDURES

The matters covered in this Code may also be subject to specific policies and procedures. It is the responsibility of every employee to acquaint themselves with the policies and procedures that affect their roles.

MAKING THE RIGHT CHOICES

No policy statement or code of conduct can cover every conceivable circumstance. Ultimately, we are each responsible for our own actions. It is the responsibility of all employees to report breaches of this Code.

If you have any questions regarding this Code, please contact the Company Secretary or for any human resources matters please contact your nominated Human Resource Officer.