

Code of Conduct for Ask Funding Limited

1. Purpose

- 1.1. The Code of Conduct has been established to provide a framework of principles applicable when dealing with customers, colleagues and other stakeholders and otherwise conducting business in the name of Ask Funding Limited and its subsidiaries (“Ask” or “the Company”).
- 1.2. The key principles extend from the Board and management to all employees of the Company and include the requirements:
 - 1.2.1. to act at all times with integrity and professionalism;
 - 1.2.2. to be scrupulous in the proper use of company information, funds, equipment and facilities;
 - 1.2.3. to exercise fairness, equity, proper courtesy, consideration and sensitivity in dealing with customers, employees and other stakeholders; and
 - 1.2.4. to avoid real or apparent conflict of interests.

2. Business Integrity

- 2.1. Standards of Conduct
 - 2.1.2. The Company strives to the utmost of its ability to conduct its operations with honesty, efficiency, fairness and integrity.
 - 2.1.3. The Company's directors and employees must comply with all relevant laws and regulations and abide by this Code of Conduct.
 - 2.1.4. Directors and executives are required to use reasonable care and diligence in fulfilling the functions of their office and exercising the powers attached to that office;
 - to make business decisions in good faith for a proper purpose and without material personal interest,
 - inform themselves about the subject matter of the decision, and rationally believe each decision to be in the best interests of the Company; and
 - to act in good faith in the best interests of the Company as a whole and for a proper purpose when exercising their powers or discharging their duties.
 - 2.1.5. The Company's directors and employees should not engage in conduct likely to have an adverse effect on the reputation of the Company.
- 2.2. Shareholders and the Financial Community
 - 2.2.2. The Company aims to keep shareholders, the Australian Securities Exchange and potential investors informed as to its financial position and performance, with fair, accurate, timely and clear disclosure. Accordingly all communications are made in accordance with the Company's Disclosure and Communications Policy.

2.3. Political involvement

2.3.1. The Company must not be used to support a political party, a member of a party or an independent politician either in Australia or overseas.

2.3.2. The Company may represent its views to governments and other third parties on matters which affect its business interests and the interests of its shareholders, and employees.

2.4. Competition

2.4.1. The Company supports the principles of free and fair competition in the market in compliance with applicable competition and consumer protection laws.

2.4.2. The Company will act according to accepted ethical standards and will not:

- unfairly differentiate between customers when supplying products or services;
- refuse to deal with, or discriminate against, a customer for any improper reason; and
- will not intimidate or threaten another person or organisation.

2.5. Confidentiality and Privacy

2.5.1. The Company is sensitive to privacy issues and its obligation to protect the confidentiality of customer's and employee affairs and will deal with the personal information of those parties in accordance with privacy laws and regulations.

2.5.2. The Company's directors and employees must maintain the privacy of all information obtained by virtue of their relationship with the Company and must not use or disclose such information other than in the proper course of their duties.

2.6. Conflicts of interest

2.6.1. The Company's directors and employees must avoid any personal, financial or other interest which may be in conflict with their duties and responsibilities to the Company.

2.6.2. Any interest which may constitute a conflict must be fully and promptly disclosed and appropriate arrangements made, such that interested persons are not included in making the relevant decision.

3. Employment

3.1. Representation

3.1.1. The Company's directors and employees represent the Company and when acting on the Company's behalf must do so with professionalism, efficiency, honesty, fairness and respect for others.

3.2. Working environment

3.2.1. The Company recognises the dignity of each employee and the right to a workplace that is free of discrimination, harassment, abuse or intemperate language.

3.2.2. The Company also recognises the right of employees to a safe and hygienic working environment.

3.3. Compensation and advancement

3.3.1. The Company will provide each employee with remuneration arrangements and conditions of employment which are in line with their level of skill, experience and performance and in accordance with market standards.

3.3.2. Decisions on hiring, advancement and cessation are based on assessments of each individual's ability and performance in doing the job, their integrity and commitment to the Company's objectives.

3.4. Outside employment

3.4.1. The Company looks to its employees to give their full-time working commitment to the Company and accordingly acceptance of any external appointment such as a board appointment, working for another organisation, or conducting a business, is not permitted without the written permission of the Chief Executive Officer.

3.5. Intellectual property

3.5.1. Any intellectual property relating to the Company's business developed by directors or employees while they are with the Company remains the property of the Company.

3.6. Compliance

3.6.1. The Company's directors and employees must be aware of, and adhere to company policies, especially those relating to health and safety, equal opportunity, privacy, trade practises and continuous disclosure.

3.6.2. The Company's directors and employees must comply with relevant legislation in the course of their duties.

4. Gifts and Entertainment

4.1. The Company's operations are such that provision and receipt of gifts to third parties takes place only on a limited basis. Gifts should never be offered or accepted in circumstances where the outcome of a transaction may be influenced by the gift, or give rise to the perception that the transaction may be influenced by the gift.

4.2. Any employees receiving gifts or entertainment in their capacity as an employee, of inappropriate size (in excess of \$150) or nature are to immediately and prior to acceptance advise the Company.

4.3. Invitations where travel and accommodation is involved must be authorised by the Chief Executive Officer.

4.4. Under no circumstances must employees offer or receive cash.

5. No Misuse of Information or Position

- 5.1. The Company's directors and employees must not improperly use information acquired from their position to gain advantage for themselves or for someone else to the detriment of the Company.
- 5.2. The Company's directors and employees must not improperly use their position to gain advantage for themselves or for someone else to the detriment of the Company.

6. The Use and Accounting of Company Resources

- 6.1. The Company's directors and employees must account to the Company for business opportunities which arise as a result of their position with the Company and must use Company resources only for the benefit of the Company.
- 6.2. Any use of Company resources (other than trivial amounts) for personal interests should be authorised and be reimbursed to the Company.

7. Trading in Company Securities

- 7.1. The Company's directors and employees must ensure that all transactions involving company shares comply with the law and with the Company's Share Trading Policy.

8. Breaches of the Code

- 8.1. The Company's directors and employees have a duty to observe the code and ensure that no breaches occur. Breaches require immediate attention and employees have a duty to report known or suspected breaches of the code to the
- 8.2. Any employee, who in good faith, makes a complaint or disclosure about an alleged breach of the code, and follows the reporting procedure outlined below, will not be disadvantaged or prejudiced in the making of such a complaint or disclosure. All reports will be treated as confidential.
- 8.3. A complaint or disclosure about an alleged breach of the code should be in writing and contain details about the date, time and nature of the alleged breach and include any available supporting material.
- 8.4. The allegation should be made to the employee's immediate supervisor, or if the employee believes the immediate supervisor may be implicated, to a senior executive or to the Chief Executive Officer.
- 8.5. The person to whom the allegation is made should undertake a prompt and thorough investigation and determine whether any action is required.
- 8.6. The employee will be informed of the outcome of the investigation. If unsatisfied with the outcome of the investigation, the employee may refer the matter to a senior executive or the Chief Executive Officer.

8.7. The Company's employees may at any time discuss a matter, or seek advice on how to proceed with a matter from the Company Secretary or any other senior executive.

9. Conclusion

9.1. If an employee has doubts about any aspect of this code, he or she must seek clarification from his or her manager or the Company Secretary.

Approved 31 July 2009