

**Bank of Queensland
Code of Conduct
Your Guide to Working With Us**

A MESSAGE FROM THE MANAGING DIRECTOR

At Bank of Queensland, we want you to feel part of the team and enjoy working here.

Working in any large organisation can sometimes make it difficult for everyone to have the same idea about what makes a good working environment, and what is acceptable behaviour.

These guidelines set out the standards, which every director, officer, employee, contractor and agent needs to understand and adopt as part of their employment or appointment with us.

To ensure the continuing success of the Bank, it is essential that everyone maintains the highest standards of personal integrity, carry out their duties in a professional manner and comply with all laws and standards which regulate the Bank's business.

Our shared commitment to the maintenance of these standards and compliance with legislative requirements helps create a positive work environment for all employees and representatives, a great experience for our customers and a strong reputation in the community.

It is important that we demonstrate our values of Passion, Achievement, Courage, Integrity and Teamwork in all that we do.

Our standards are set out in the Code of Conduct, and detailed in this guide to working with us and I ask that you read through them, understand them, and live by them.

If you have any questions, don't hesitate to ask. Your manager will be happy to help. Or you can contact me directly on extension 3220.

A handwritten signature in black ink, appearing to read 'David Liddy', written in a cursive style.

David Liddy
Managing Director

INSTRUCTIONS

About the Guide

The Bank's Code of Conduct sets out the principles and standards, which the Bank expects its Directors, officers, employees, agents, Owner Managers and their staff and contractors to maintain. These principles and standards are considered in greater detail in this guide.

This guide contains details on the standards of ethics, conduct and behaviour that you must comply with as a condition of your employment or appointment with the Bank. It does not contain a complete list of specific behaviours or conduct but sets out the general standards of behaviour and conduct which you are expected to maintain.

Your Obligations

You are required to read the Bank's Code of Conduct and this guide (including any documents referred to in the guide) :

- when you commence your employment or appointment; and
- annually while you are employed or appointed by the Bank,

You will be required to sign an annual acknowledgment confirming you have done so which will be given to your line manager/supervisor.

If you fail to comply with any of the standards of ethics, conduct or behaviours contained in the Code of Conduct or this guide or any other documents referred to in the guide, you may be subject to disciplinary action which may include a warning or even a dismissal, depending on the severity of your failure. That is why it is important to read these documents carefully and contact your line manager/supervisor if you have any questions.

You will find the other documents which are referred to in the guide listed as Human Resources policies under the "Job Support Tools icon/BOQ Policies/Human Resources folder".

ETHICAL STANDARDS

The Bank expects that you will at all times, conduct yourself with the highest standard of personal integrity and honesty and carry out your duties in a professional manner. Set out below are the Bank's ethical standards of conduct, which are consistent with our core values of passion, achievement, courage, integrity, and teamwork.

By joining the Bank, you also agree to be bound by, and uphold all policies, instructions and procedures of the Bank, including any that may be introduced in the future.

As an overriding principle, you are expected to maintain your professional conduct and give due regard to the interests of the Bank and its shareholders at all times in the course of your employment or appointment with the Bank.

1. HONESTY AND INTEGRITY

I will act with integrity, honesty and in a professional manner and I will do what I believe is right at all times.

Some of the ways I act with integrity, honesty and in a professional manner include:

- I will promote the Bank's core values of passion, achievement, courage, integrity and teamwork in everything I do.

I will not tolerate dishonest or unethical behaviour by staff or customers.

I will provide honest, accurate and complete information to staff, customers, suppliers, competitors or others associated with the Bank.

- I will not engage in misleading, fraudulent or deceptive conduct. This includes giving evasive or untrue answers to statements, making false statements, providing misleading information or keeping silent when to do so could be misleading.

I will not take advantage of customers or others by applying pressure or otherwise acting unconscionably or unethically in my dealings with them.

I will use goods, services or facilities provided to me by the Bank in the course of my employment or appointment only in accordance with the terms on which they are provided. I will also ensure that such goods, services or facilities are properly protected from loss, theft or damage.

I will not engage in any unethical conduct using my computer and will follow the Bank Computer Use Policy. In accordance with that Policy I understand:

- I will be responsible for appropriate electronic communication from my computer account and must ensure that my actions do not adversely affect the Bank's Business relationships, Interests, Customers, or Public image; and
- A breach of the Computer Use Policy may result in disciplinary action or me incurring liability in the circumstances as set out in the Policy.

Note to User: please read the following Bank policies which further set out the Bank's expectations and conduct standards and requirements in relation to HONESTY & INTEGRITY:

Bank Property Policy; and
Computer Use Policy.

2. PROFESSIONALISM

The Bank is committed to creating a professional environment in which staff and management can succeed based on professional merit and performance.

I will maintain the highest standards of professionalism in my dealings with customers, staff, competitors, suppliers or other parties in order to:

produce work of the highest quality;

- promote the Bank's core values;

create and maintain a strong reputation and corporate image for the Bank in the community; and

create and maintain a positive working environment within the Bank.

Some of the ways I maintain professionalism and project a professional image include:

Professional Development

- I will acquire a thorough knowledge of the Bank's policies, standards, procedures and instructions which are relevant to my position and the Bank's products and services generally.

I continually strive to improve the skills, knowledge and competencies I need for my position and the Bank's products and services generally in order to reach higher levels of performance

How We Treat Others

- I will act in good faith and deal fairly with customers, staff, suppliers, competitors or others associated with the Bank.

I will always deal with the Bank's customers in a courteous manner.

I will work as a team with other staff and we will treat each other with trust, courtesy and respect.

- I am committed to creating and maintaining a diverse and harmonious workplace environment free from discrimination.

I will discourage bullying, intimidation or any other forms of unfair treatment.

I will support the Bank's equal opportunity policy.

- I will behave appropriately whilst entertaining both on Bank premises or offsite and at any Bank social functions.
- I will not carry out my duties or responsibilities to the Bank while under the influence of alcohol or any other drugs.
- I will act with integrity in our communications and not initiate or perpetuate rumours.

What We Say

I will only provide advice or make disclosures to customers on matters which I am authorised and competent to discuss or advise on.

- I will not make any comment to the media on the Bank's behalf on any issue without the Managing Director's consent.
- I will not hold myself out as the Bank's representative when conducting personal business.
- I will ensure that I adopt, at all times, the E-mail Etiquette rules set out in the Bank's Compute Use Policy including:
 - E-mails should be kept concise but courteous;
 - External e-mails should include my position and where appropriate, telephone number;
 - Thinking about what is being written and the tone in which the reader may interpret an e-mail; and
 - E-mails which use expletives, profanity or discriminatory terms, are strictly prohibited.

The Image We Project

- I will ensure that my personal standards are consistent with the Bank's reputation in the community, and maintain the Bank's reputation through my personal presentation and conduct.
- I will at all times project a professional corporate image to customers and the public.
- I will at all times ensure that my personal presentation standards are in keeping with the Bank's professional image.

If I am wearing the Bank's corporate uniform, I will not say anything or engage in any activities which will adversely impact on the Bank's reputation and corporate image.

Personal Finances

- I will conduct my personal finances in an exemplary manner.
- I will not borrow money from staff, agents or contractors.

I will not issue cheques (post dated or otherwise) on any bank account I hold which are not covered by sufficient funds in the account.

- I will not knowingly enter into credit card transactions which will cause me to exceed my approved credit limit.
- I will not engage in any activities in relation to my personal finances which may adversely impact on the Bank's reputation and/or discredit the Bank.

Note to User: please read the following Bank policies which further set out the Bank's expectations and conduct standards and requirements in relation to PROFESSIONALISM:

Bullying Policy;
Dress Standards Policy;
Corporate Wardrobe Policy
Employee Personal Banking Policy;
Employee Training and Development Policy; and
Harassment & Discrimination Policy.
Equal Opportunity Policy ;
Computer Use Policy;
Internet Security Standards;
Travel and Accommodation Policy

3. RESPECT FOR THE LAW

I will comply with all legislation, regulatory policy statements, industry codes of practice and organisational standards applying to the Bank and the products and services it provides.

I recognise that a breach of any legal requirement may have serious consequences for the Bank and myself. I will comply with legal requirements, not simply because they are law but because it is the right thing to do.

Some of the ways in which I respect the law and do the right thing include:

- I will become familiar with and understand the legal requirements which apply to my role.
- I will perform my role in a way which proactively ensures that I meet all the Bank's legal compliance requirements arising under any legislation, regulatory policy statements, industry codes of practice and organisational standards which impact on my role.
- I will comply with the Bank's policies, compliance plans, standards, procedures and instructions which are designed to help me meet my ethical, legal and regulatory obligations and minimise risk to the Bank and myself.
- I will complete all compliance training programs and assessment modules relevant to my role.
- I will not act outside my authority.

- I will become familiar with how to recognise and monitor my business area for compliance breaches as soon as they occur.
- I will report any breach of the law or internal standards by anyone as soon as I become aware of them. I will notify my line manager/ supervisor or the Compliance Team of any such breach in accordance with the Bank's Breach and Incident Reporting Policy.
- If an investigation of an actual or potential compliance or legal breach or failure occurs, I will co-operate fully with the Bank's Compliance Team and provide them with information in a complete, accurate, fair, comprehensible and timely manner.

Note to User: please read the Bank's Compliance Program which further sets out the Bank's expectations and conduct standards and requirements in relation to RESPECT FOR THE LAW.

- On-line instruction-BQL Instruction 5-Compliance Breach and Incident Reporting;
- Bank of Queensland Compliance Program Policy.

4. CONFIDENTIALITY

I respect the importance and confidentiality of information of the Bank's customers, business associates and the Bank itself.

I recognise that I have a personal responsibility to keep confidential information about the Bank's customers, business associates and the Bank which has been provided to me or which I come across.

Confidential information means any information or material (which is not generally available to the public) generated, collected or used by the Bank which relates to its business affairs, products, research and development activities, customers, employees or third party relationships. This includes both information marked as "confidential" and any information which is otherwise known to be confidential.

Confidential information may come in various forms including computer systems software files, customer names or details, Bank manuals, Bank policies, procedures or instructions.

I will also comply with laws which govern the use and disclosure of information the Bank collects or holds about individuals or other entities, whether confidential or not.

Some of the ways in which I maintain confidentiality include

- I will protect any confidential information I hold from unauthorised access, use or disclosure or loss.
- I will share confidential information with other Bank employees only if I am authorised to do so for work-related purposes and on a "need to know" basis.
- I will only disclose confidential information to organisations or persons outside the Bank if I am authorised to do so and in accordance with the Bank's policies and procedures.

- I will follow the Computer Use Policy.

In accordance with the Computer Use Policy I will:

Not share a computer account and password and if I think my password has been compromised, or my account has been used by somebody else, contact IT Security for assistance.

- Comply with all reasonable directions and instructions of the Bank in relation to the use of computer equipment;
 - Take every reasonable precaution to ensure that no person is able to make unauthorised use of, or gain unauthorised access to, the computing resources; and
 - Not engage in prohibited activities as set out in the policy.
- I will follow the Privacy Policy.
 - I will follow the Physical Premises Security Standards.

Note to User: please read the following Bank policies which further set out the Bank's expectations and conduct standards and requirements in relation to CONFIDENTIALITY:

Privacy Policy;
Computer Use Policy
Physical Premises Security Standards

5. CONFLICTS OF INTEREST

A conflict of interest generally arises where an individual has a personal interest which may influence how they perform their duties and responsibilities to the Bank. This includes using any information obtained as an employee, agent, Owner Manager or contractor, which is not available to the general public, for personal gain.

I will avoid taking part in any dealings that place me in a position of conflict with the Bank's interests.

Some of the ways in which I avoid conflicts of interest include:

Use of Bank Information

- I will not use the Bank's name, or any Bank confidential information obtained during my employment or appointment with the Bank (regardless whether this information is available to the general public) for personal gain or for the benefit of others.

- I will not directly or indirectly, communicate price sensitive information about the Bank's products to a person who is likely to deal or trade in those products. I will read, understand and comply with the Bank's Insider Trading Policy.

Positions of Conflict or Interest in Bank Matters

I will not allow any personal relationships with customers or third parties to interfere with my duties to the Bank.

I will not manage any customer relationships where I have an interest or potential to obtain a personal benefit from the relationship.

- I will not accept employment with, or enter into any business arrangement with, a customer of the Bank (other than customers who are immediate family members).

I will not knowingly cause or direct the Bank to acquire goods or services:

from vendors or organisations in which I have an interest; or

under arrangements in which I will obtain a personal benefit or gain.

I will only prepare any of the Bank's security or other legal documents for customers or any other person, if this is in the course of my normal duties.

If I become aware of any matters which may result in me being in an actual or perceived conflict of interest, I will fully disclose this to my line manager or supervisor, or refer the situation to Human Resources

I will disclose to my line manager / supervisor or the Head of my Department any material interests I have in the Bank's customers or the Bank's contracts, transactions or other commercial arrangements immediately upon becoming aware of the interest.

Acceptance of Gifts

If I receive money (whether as a gift or commission), I will return this money and immediately report the incident to my supervisor or manager.

If I receive a gift or invitations to entertainment in the course of my employment at the Bank, I will pass this on to the Head of my department who will distribute it to the appropriate personnel at his or her discretion.

- I will not provide or accept any entertainment which, to a reasonable person, will seem inappropriate or abnormal.

Non-Work Related Activities

I will not:

participate in any business activities;
enter into any business arrangement, or
accept any employment with another business,

outside my employment with the Bank that could:

- have an adverse impact on my ability to carry out my responsibilities and duties to the Bank;
- cause a conflict of interest; or
- conflict with the Bank's corporate image or business activities.

I will not become or act as an executor, administrator, trustee or attorney for any person who is not a member of my immediate family without the Bank's consent.

If I am nominating or running for any government office (whether it is local, State or Federal government), I will disclose this to my line manager / supervisor and Human Resources.

Employee Personal Banking

- I will ensure that my own accounts (which includes my deposits, loans and other facilities) with the Bank are maintained in accordance with the Bank's policies and procedures, and I will not process my own banking transactions.
- If I am about to undertake a banking transaction on my own behalf and I am unsure whether a conflict of interest or a breach of policy or risk, exists I will refer the matter to my line manager / supervisor or the Head of my department before undertaking the transaction or before my manager / supervisor or the Head of my department raises it with me.
- I will only personally operate on accounts of public bodies, churches, societies, clubs etc held at a branch where I am employed only if the account requires joint signatures with other office bearer(s).
- I will not borrow money for myself from a Bank customer in any circumstances.
- I will not lend money to a Bank customer on my own behalf in any circumstances.
- I will not approve or process family members' loans.

In addition and as an overriding principle, I will read, understand and comply with all my obligations under the Bank's Employee Personal Banking Policy.

Note to User: please read the following Bank policies which further set out the Bank's expectations and conduct standards and requirements in relation to CONFLICTS OF INTEREST:

- Insider Trading Policy;
Confidentiality Policy; and
Employee Personal Banking Policy.
Staff Financial Benefits Policy;

6. ENVIRONMENT

I recognise the importance of providing and maintaining a safe, healthy and efficient environment on the Bank's premises for the Bank's customers, staff and visitors who come onto the Bank's premises.

The Bank prides itself on its professionalism. The Bank is committed to providing a smoke-free environment. Accordingly, no area of the Bank (including Head Office, stores and the branch network) is designated for smoking. Head Office includes all common areas around the building and any areas designated as non-smoking on surrounding properties.

Some of the ways in which I contribute to maintaining a safe, healthy and efficient environment on the Bank's premises include:

I will comply with any legal requirements which regulate my working environment and public areas of the Bank's premises.

- I will comply with the Bank's Workplace Health and Safety Responsibilities Policy, and any other procedures and instructions relating to the Bank's premises.
- I will report any accidents, work injuries, work related illnesses or dangerous occurrences which take place on the Bank's premises to my line manager / supervisor or the Bank's Workplace Health and Safety Officer.
- I will report any risks on the Bank's premises which affect the health and safety of the Bank's customers, staff or other visitors to my line manager / supervisor or the Bank's Workplace Health and Safety officer.
- If I smoke, I will only smoke away from Bank premises. In particular, I will not smoke in front of any Bank branches. I will ensure that all cigarette butts are fully extinguished before they are disposed of properly.
- I will maintain a safe and tidy work area at all times.

Note to user: please read the following Bank policies which further set out the Bank's expectations and conduct standards and requirements in relation to BANK ENVIRONMENT:

- Workplace Health and Safety Responsibilities Policy;
- Smoke-free Environment Policy; and
- Health, Safety and the Environment Policy.

7. GOOD CORPORATE CITIZENSHIP

I recognise the Bank's passion for excellence in corporate governance as part of its commitment to its shareholders and employees. I recognise the importance of this commitment and I will conduct myself in a manner which contributes to the Bank being a good corporate citizen.

Some of the ways in which I conduct myself include:

- I will comply with the Bank's policies regarding sponsorships, donations and other community activities.

I will comply with any corporate governance policies the Bank may publish from time to time.

I will maintain a positive attitude towards health, safety and the environment.

Note to user: please read the following Bank policies which further set out the Bank's expectations and conduct standards and requirements in relation to GOOD CORPORATE CITIZENSHIP:

- Health, Safety and the Environment Policy.