

Code of Conduct



At Transurban, our aim is to create an environment where everyone is treated equitably and respectfully, safety and wellbeing are a priority and people feel that their contribution is valued and that they have the support and encouragement to fulfil their potential.

We strive to maintain an open culture where diversity is welcomed and accepted.

Our growth and current position in the market is a direct result of the people who work at Transurban and the contribution that they make every day.

We value our external relationships with all stakeholders and want those relationships to be based on mutual trust and respect.

Our Code of Conduct outlines how this might be achieved in practice. It's a tool aimed at helping people understand how we want to operate, and to answer some of your questions. It is critical that we all understand this Code – both in the words and the spirit. If you are ever unsure, seek advice from your people leader, People and Culture or via our Whistleblower line.

Scott Charlton
Chief Executive Officer

Who needs to follow The Code of Conduct?

The Code of Conduct (the Code) applies to everyone who is employed by Transurban, its directors and officers, and contingent workers.

What am I responsible for?

If you are:

- covered by this Code – you need to ensure you read and understand the Code, follow its principles and spirit, and ask questions if anything is unclear.
- a people leader – you have the additional responsibility for communicating the Code to the people you lead and supporting them in understanding and following it.

When does it apply?

The Code applies to you whenever you are representing Transurban or undertaking work on our behalf. At times, you may be doing this outside our offices or outside working hours, but the Code still applies on these occasions.

What happens if I do not follow it?

Everyone who the Code applies to is expected to act in a manner consistent with the Code. Not following the Code is a serious matter and breaches will be investigated. Some breaches may simply incur a warning, however, breaches that are more serious may result in termination of employment. All material breaches will be reported to our Board. Also note, if any laws are broken, then legislative enforcement procedures will apply.

We have a zero tolerance for willful breaches of the Code.

Where can I get guidance?

Support is available if you are uncertain as to whether your or someone else's actions align to the Code. A good rule of thumb is that if you have doubts, it is worth raising.

You can raise concerns with your people leader. If you would prefer not to, for whatever reason, you can also talk to a member of the People and Culture team, the Risk or Legal team or your Group Executive.

Our external independent whistleblowing line 'Fair Call' is also available as a mechanism for reporting breaches of the Code, and details are available on the Transurban intranet in your location.

The Code is reviewed annually to ensure it continues to be fit for purpose and up to date.

The Code is divided into four focus areas:

- Our values
- Our people
- Our relationships
- Our reputation.

Under each section, you can get guidance about what we are asking from you.

Each section is also supported by a number of Transurban policies, procedures or handbooks.

Please refer to the Transurban intranet site in your location for further details.

Our Values

Integrity 

Collaboration 

Accountability 

Ingenuity 

Respect 

Our values have been developed to give all employees a clear and defined way to act. They underpin all we do by:

- Providing a consistent framework for how we do business
- Projecting what Transurban stands for
- Guiding us through business challenges
- Helping us to make reliable, unbiased decisions that will stand up to scrutiny.

¹ For the purposes of the Code, "Transurban" or "Transurban Group" means (a) Transurban Holdings Limited, Transurban International Limited, Transurban Holding Trust and their controlled entities, and (b) WCX AHT Pty Ltd (as trustee of the WCX Asset Trust) and WCX PHT Pty Ltd (as trustee for the WCX Project Hold Trust) and their controlled entities.

Integrity

- have the courage to speak up and do what is right
- be who you say you are
- communicate openly and honestly.

Collaboration

- seek and values the contribution of others – do it early, even in the formative stage
- work together to get the best outcome
- maintain positive relationships
- encourage others to succeed
- identify and use experts – even if outside the team.

Accountability

- do as you say you'll do
- act on what is agreed
- take responsibility for your actions
- have the courage to own the outcomes.

Ingenuity

- be forward thinking
- challenge yourself to find better ways of working
- strive for excellence
- proactively seek continuous improvement.

Respect

- appreciate different views and approaches
- listen and suspend judgement
- respond to the needs of others
- values everyone's safety as well as your own
- contribute to the creation and maintenance of a culture of trust, responsibility and inclusiveness.

Our People

Our people are what make us successful. Our values help us create a workplace culture where everyone is valued, respected and safe. They remind us of the qualities we should display in order to create and sustain successful relationships within our diverse workforce.

Each one of us is expected to demonstrate our values through the attitudes and behaviours we exhibit every day.

Health, safety and environment (HSE)

We work to ensure we provide a healthy and safe work environment for everyone. HSE is everyone's responsibility so we all need to exercise individual responsibility for our own safety and that of others, as well as do all we can to minimise our environmental impacts.

Always report any incidents, hazards or near misses immediately.

Equity and diversity

We are committed to a workplace that is equitable and values differences. We are an equal opportunity employer and we do not engage in unlawful discrimination. This applies to all, including those we do business with.

Always ensure your decisions and actions reflect the value we place on an equitable and diverse workplace.

Bullying and harassment

In line with our values, everyone who works in our offices, or who works with us, should be treated with dignity and respect. We do not tolerate bullying or harassment, including sexual harassment.

Always seek assistance from your people leader, People and Culture or an Equity Contact Officer if you suspect or experience bullying or harassment, including sexual harassment.

Drugs and alcohol

The use of alcohol and/or illegal drugs is not permitted on company premises and everyone is expected to come to work free from the influence of alcohol and/or illicit drugs.

Always be sensible and responsible about alcohol use when attending any work-related event.

Personal relationships

In the workplace, consensual, romantic and/or sexual relationships between co-workers sometimes develop and these relationships are generally a private matter, unless they create a conflict of interest or otherwise impact on the workplace.

Always advise People and Culture if you become involved in a relationship where there is a direct reporting arrangement, or one which may compromise the integrity of your work, or you feel your working situation is impacted in a negative or positive way, eg you are feeling unsafe or uncomfortable at work.

Our relationships

Our business is built on the strength of relationships with the many groups that we interact with including customers, governments, suppliers and business partners. We work to treat our relationships according to our values and to always maintain trust between parties.

Privacy

We may come across personal or sensitive information related to our business including customer and supplier information.

We place great value on maintaining the security and confidentiality of all the information we are privy to. Failure to protect this information is a breach of trust and can lead to both reputational and legal issues. It can also be a breach of the law.

Always understand the privacy laws that apply where you work and collect, store and use any personal or sensitive information in an appropriate and lawful way, and dispose of any personal or sensitive information securely when it is no longer needed.

Gifts, benefits and entertainment

Gifts, benefits or the offer of entertainment, whether given or received, must be reported in accordance with our policy for giving and receiving gifts.

Always ...report gifts to your people leader.

Conflict of Interest

It is important that we conduct our business with honesty and in accordance with ethical and legal standards. This means we need to ensure our own interests and those of our families are not in conflict with those of Transurban.

Always seek guidance if you are unsure whether a conflict of interest exists, and always report any actual, perceived or potential conflict of interest.

Professional activities

We acknowledge participation in professional associations, industry bodies, trade associations, charitable, service organisations and/or political activity.

We must ensure these activities do not impede work performance and there is no specific or implied Transurban endorsement of the activity.

Always refer invitations to present at conferences and any materials to be used to our Group Communications team for approval before agreeing to attend.

Political contributions

Transurban does not make direct political donations. However, payment for attendance at political fundraising functions may be permitted in Australia and the USA if it relates to public policy debate on issues that may affect our business. Any attendance at functions must be approved and recorded in accordance with our internal procedures. Political donations of any kind are illegal in Canada and therefore not permitted under any circumstances.

Always refer any request for support to a Group Executive.

Our reputation

Our business approach shows that everything we do as a business and as individuals can have an impact on our corporate reputation. There are a number of critical areas where we need to take special care to ensure we protect our reputation.

Continuous disclosure

Because we are a listed company, we have an obligation to immediately notify the Australian Securities Exchange of any information we become aware of that a reasonable person would expect to have a material impact on the price or value of our securities. We should never release information about Transurban that is not already in the public domain.

Always ensure you have any materials for public release checked and approved by our Legal team.

Risk management

Risk to our business can take many forms. For example, there are physical risks, process risks and financial risks. We have a risk management framework in place that helps us identify and manage any type of risk. We are all accountable for managing risk in our own business area.

Always take prompt action when any risk is identified and advise your people leader.

Intellectual property/confidential information

Our intellectual property should only be used for work-related purposes and we must be diligent about keeping our information confidential.

Always make sure confidential files are kept secure at all times.

Our systems and equipment

We treat our workplaces with care and respect, which includes our IT systems and their usage. All of our systems and equipment are to be used responsibly and for appropriate purposes. This includes email, networks and internet access. Monitoring of content is important for the security of the systems and our business.

Transurban may carry out monitoring and surveillance on and around our premises and in any place where we work. Monitoring and recording may also be carried out on our communications, IT systems and electronic devices

Always comply with applicable laws, policies and procedures relating to the use of all communications, IT and electronic devices. Be sure to report any loss, damage or theft of company property and always keep your login and password secure.

Insider trading

There are specific 'open periods' during the year when we, or related parties (such as family members) are allowed to trade in Transurban securities. However, we must not deal in securities at any time if we have information which is not publicly available and which will materially affect the price of the securities.

Always follow company procedures when buying and selling Transurban securities to avoid any form of insider trading.

Media enquiries

We must not make any comment to the media unless approved to do so. All media enquiries are to go through the appropriate media contacts.

Always direct any media enquiries to the appropriate media contacts.

Bribery and corruption

Transurban does not make payments to induce third parties or facilitate work. Dishonest or unethical conduct such as making or receiving bribes or participating in any corrupt behaviour will be investigated and may lead to disciplinary action.

You have a responsibility to report any information that may relate to an actual or suspected instance of bribery or corruption as well as any instances where you have received any actual or potential offers of incentives.

Fraud

Our values support a workplace culture that fosters high standards of ethical behaviour. We have controls in place to reduce the opportunity for fraudulent activity, making or receiving bribes or participating in any corrupt behaviour.

Always report any suspicions of fraud or unethical behaviour to your people leader, Group Executive People and Culture, General Manager, Risk and Compliance or use the Fair Call Whistleblower service.

Sustainability

We take a sustainable approach to our operations, projects and business practices and are delivering on relevant United Nations Sustainable Development Goals. This approach helps ensure our ongoing success as a business and social licence to operate.

We have four key areas of sustainability focus:

- People: make life better

Always consider how we can support our customers and communities and avoid adverse impacts wherever possible.

- Planet: use resources wisely

Always look for opportunities to use less materials, electricity and water in your daily work, in our workplaces, on projects and operation of our assets. Do your bit to protect the environment and help us achieve Net Zero greenhouse gas emissions by 2050.

- Places: create better transport

Always think about how we can create more sustainable roads during design, construction and operation and ensure community engagement is open, honest, genuine and inclusive.

- Partnerships: lead and unite

Always consider opportunities to partner with other organisations to achieve even greater sustainability outcomes than we could on our own.