

Code of Conduct and Ethics

FDC Consolidated Holdings Limited
(ACN 698 452 229)

Approved by the Board on 28 June 2026

Version 1.0

Introduction

28 June 2026

At FDC, we strive to create an environment where our people can thrive and innovate. It is at the forefront of our mantra – "the more we contribute to your success, the more we contribute to our own".

Your actions affect your colleagues, our clients, our customers, our sub-contractors, consultants and the wider community. Your actions directly impact who we are, how we work and how we are perceived. Your actions are central to our culture and our brand.

This Code outlines what we expect of you, it describes the standards of behaviour to be followed in everything you do. The Code is based on our Purpose and Core Values which are explained clearly in this Code.

The behaviours outlined in this Code are not optional. FDC is committed to the highest standards of ethics, respect and integrity and expect our people to share the same values and collective purpose.

I fully support and endorse the FDC Code of Conduct and Ethics.

Russell Grady
Chief Executive Officer

1 Overview

1.1 Purpose of this Code

This Code of Conduct and Ethics has been adopted by the Board. It sets out the standards of behaviour that are required for each person who represents FDC.¹

It is not an exhaustive list of policies and procedures – you are required to understand and comply with all additional policies and procedures relevant to your role.

The overriding principle of this Code is that all our dealings and affairs must be conducted legally, ethically and responsibly. This Code is designed to help you make the right choices. In particular, the Code of Conduct and Ethics aims to:

- (a) provide a benchmark for professional behaviour;
- (b) support FDC's reputation and standing within the community; and
- (c) identify the actions that should be taken where a breach occurs.

If you have any questions concerning the requirements of this Code, you should contact your manager or supervisor.

1.2 Our purpose and values

Our purpose is to design, build and create spaces, leaving them better than when we found them and creating lasting value for the people that experience them. Our culture is what sets us apart, we value people and relationships above all else, from our team to our clients to our subcontractors. FDC is a family that stands together. We are invested in the success of our people.

FDC has a long-standing mantra: "the more we contribute to your success, the more we contribute to our own". This translates into working effectively to help our clients and customers achieve their goals and, by default, allowing our people to achieve theirs. The way you behave is integral to achieving our purpose.

Our values define who we are. The alignment of ownership and leadership within FDC embodies the company's core value of 'Made Personal', which underpins its culture. Our Core Values are as follows:

- **We're Personal** – We are only as good as our client, subbie and team relationships, the tenure of our staff and the wellbeing of our families and community.
- **We're Defined by the Client Experience** – We measure our success by our client's metrics, not our own. When they see excellence, so do we.
- **We're Humble, but Hungry** – Despite our success, we don't focus on how far we have come but how well we can do today.
- **We Are All In** – We are invested in each other and driven by the collective ambition for our team to succeed.
- **We're Young at Heart** – In personality, not experience. Our sense of youth speaks to our feeling of empowerment, endless possibilities and not taking ourselves too seriously.

¹ In this Code, a reference to 'FDC' is to FDC Consolidated Holdings Limited (ACN 698 452 229) and its related bodies corporate.

1.3 Who the Code applies to

This Code applies to all directors, officers, employees, consultants and contractors of FDC (together referred to in this Policy as 'FDC personnel') in their dealings with each other and with clients, customers, subcontractors, suppliers, regulators, shareholders and other stakeholders.

It applies to FDC personnel irrespective of role or title, full-time or part-time, directly employed or contracted. It is also applicable to contractors, suppliers, consultants and all other people who represent FDC or undertake work on behalf of FDC.

2 Expectations of FDC personnel – What do our policies require of you?

2.1 Compliance with laws and regulations

FDC's operations must be conducted in compliance with applicable laws and regulations in the jurisdictions in which the operations and activities are being undertaken.

All FDC personnel must make themselves familiar with and act in accordance with the requirements of the FDC policies and procedures relevant to their positions.

FDC personnel are encouraged to actively understand the laws affecting FDC's operations, maintain your knowledge through relevant training and seminars, and interpret the law in a manner consistent with FDC's reputation.

2.2 Fair trading and dealing

FDC expects all FDC personnel to act honestly and with the highest standards of ethical conduct and integrity in their dealings. In all interactions with clients, customers, subcontractors, suppliers, government bodies and the wider community, you must perform your duties professionally, act with fairness and strive to enhance FDC's reputation and performance.

2.3 Fraud, corruption and bribery

Fraud is any dishonest activity that causes actual or potential financial loss to any person or entity.

Corrupt behaviour refers to conduct that lacks virtue or integrity, including usage or attempts to use one's position for personal advantage.

Bribery includes the offering, promising, giving, accepting or soliciting of any fee, gift, reward or other advantage as an inducement to do something in connection with FDC's business that is illegal, unethical or a breach of trust. It includes the giving or receiving (either indirectly or directly) of anything of value that seeks to influence a person's actions or decisions, or to gain or retain a business advantage.

Failing to appropriately manage fraudulent and corrupt behaviour, including bribery, can affect FDC's and our clients' assets and reputation. You have two key obligations:

- (a) you must not engage in bribery or any other corrupt or fraudulent behaviour; and
- (b) if you witness any of our people engaging in any behaviour that is unlawful, improper, unethical or criminal in nature it must be reported.

For further details, please refer to the Anti-Bribery and Corruption Policy and the reporting process outlined in the FDC Whistleblower Policy.

2.4 Protect FDC and client assets

Our people are responsible for taking all prudent steps to ensure the protection of FDC's assets and resources and, as a trusted provider of building services and solutions, to protect the information and assets of customers and building owners for whom we have responsibility.

In particular, you must:

- (a) ensure that FDC's assets and resources are used only for the purposes of performing FDC's business, and in accordance with appropriate authorisations;
- (b) ensure that where we have control over our clients' assets and resources, these are used only in accordance with appropriate authorisations; and
- (c) take care to minimise the possibility of theft or misappropriation of FDC's and our clients' assets and resources by any person.

2.5 Non-disclosure and client confidentiality

FDC personnel must not disclose or use in any manner confidential information about FDC, its customers or its affairs, that they acquire in their role with FDC, unless the information is already legitimately public knowledge.

In addition, FDC personnel must abide by the requirements of any non-disclosure agreements that they may be subject to.

2.6 Actual, perceived or potential conflicts of interest

It is important that our people are alert to potential conflicts of interest. FDC personnel must:

- (a) not use your position, or opportunities arising from your position, nor take advantage of any property or information of FDC or our clients, for personal gain (directly or indirectly) or to cause detriment to FDC or our clients;
- (b) not enter into any arrangement or participate in any activity that would actually or potentially conflict with FDC's best interests or that would be likely to negatively affect FDC's reputation;
- (c) not engage directly or indirectly in any outside business activity involving commercial contracts with, or work for the benefit of, third parties with whom FDC has entered into a commercial contract, without the prior written consent of your manager or supervisor;
- (d) disclose to your manager or supervisor, close personal relationships with other employees where there are direct reporting lines, or where there are real or possible conflicts between roles and responsibilities; and
- (e) communicate openly with your manager or supervisor if a potential conflict of interest arises or if you have any doubts.

Details of our expectations for managing conflicts of interest are set out in our Conflict of Interest Policy.

2.7 Exercise caution about accepting and offering gifts, private or personal works or hospitality

Gifts, personal works or services, hospitality or similar types of gratuities, should only be accepted or offered by our people in circumstances that do not create a real or perceived obligation for FDC or our people. The acceptance or offering of such gratuities must not inappropriately influence, or

attempt to influence, an existing or future business relationship with FDC, the provider, recipient or the organisation they represent.

If there is any doubt about the appropriateness of accepting any gift, private or personal works or services or hospitality from a current or prospective future client, contractor or supplier, you should politely decline the gift or works, or if you are uncertain please consult your line manager.

If you have any questions in relation to gifts, private or personal gifts or services and hospitality, you should contact your manager or supervisor.

2.8 Respect and encourage diversity and inclusion

In accordance with FDC's purpose and core values, we must always maintain respectful relationships and treat others with the same respect with which we would expect to be treated. This includes our people, clients, contractors and all stakeholders. We insist staff are respectful of one another at all times.

Diversity in all its forms, is integral to our business and culture. FDC does not tolerate any forms of discrimination, harassment, bullying, or any other unlawful or anti-social behaviour. We will act promptly on any complaints. FDC is committed to providing an inclusive and diverse workplace and recognises the cultural, social and commercial benefits from doing so.

Details of our expectations towards diversity and respect are set out in our Staff Information Handbook, our Equal Employment Opportunity and Diversity Policy and other FDC policies that determine our employment and staff practices.

FDC is a committed member of the Reconciliation Action Plan (RAP) and Supply Nation programs and the role they play in making Australia a more just, reconciled and equitable country for our First Nations people. A copy of FDC's Reconciliation Action Plan is located on our website.

2.9 Privacy, mental health, domestic and family violence

FDC is committed to providing support and the required privacy for its employees who may be suffering from, or experiencing mental health, domestic, or family violence issues. FDC will provide employees the flexibility and access to professional support services required to assist in overcoming these issues.

FDC personnel in need of such services should refer to the support mechanisms offered in the FDC Employee Assistance Program, the FDC Whistleblower Policy, or other industry and community support services, such as Mates in Construction or Lifeline Australia.

2.10 Safety, ethics, human rights, sustainability

FDC is committed to providing a safe, healthy, sustainable and ethical workplace for its employees and contractors. Employees, contractors and suppliers are expected to work in accordance with the various policies, plans, procedures, standards, contracts, and other guidelines contained within the integrated management system located in FDC Vault.

As part of this commitment, FDC expects that all decisions made by its employees will take into consideration the safest, most sustainable and most ethical solutions available to achieve our purpose.

Such considerations should include, but are not limited to:

- (a) the safety, compliance and environmental performance of our suppliers;
- (b) the most efficient use of resources for our projects (including energy and water);

- (c) an ability where possible to monitor and account for the use of those resources;
- (d) the ability to recycle existing and end of use materials;
- (e) the ethical and human rights risks that may exist within a particular products' manufacture;
- (f) the ethical and human rights risks that may exist within the labour component of trade packages that we engage.

FDC is a mandatory reporting entity under the *Modern Slavery Act 2018* (Cth) and as such, provides an annual Modern Slavery Statement to the Federal Government.

2.11 No unauthorised media contact, social media posts or political donations.

Communications with traditional media must be approved by the Head of Communications and Media or the National Marketing Manager prior to any engagement and in accordance with FDC's Continuous Disclosure Policy. No FDC personnel is permitted to talk to the media without proper authority.

Any social media posts must be made in accordance with the guidelines stated in the FDC Media and External Communications Policy. No content should be posted that may compromise the safety, security, integrity or privacy of FDC or any of its people, clients or associates. If in doubt, don't post!

No FDC personnel is permitted to make donations to any political parties, lobby groups, industrial, trade, employment associations, etc on FDC's behalf, without the prior and proper authority of the Chief Executive Officer.

2.12 Securities trading

FDC has adopted a Securities Trading Policy that:

- (a) explains the types of conduct in dealing in securities that are prohibited under the Corporations Act. Such prohibitions apply to all FDC officers and employees; and
- (b) establishes a best practice procedure for the buying and selling of securities that protects FDC and its people against the misuse of unpublished information which could materially affect the value of securities.

You must familiarise yourself with the Securities Trading Policy and act in accordance with it in conducting any dealing in FDC securities.

3 How will Code compliance be monitored?

3.1 Reporting, monitoring and protection

Certain kinds of unacceptable work-related behaviour can be very serious and can cause physical and mental harm to our people and great harm to the reputation, commercial interests and culture of FDC and our clients.

You must immediately report any circumstances which may involve a breach of this Code to your manager or supervisor. FDC will maintain appropriate levels of confidentiality and ensure suitable protections for any of our people who make a report in relation to this Code. More information and details concerning our reporting reasons, mechanisms and protections, can be found in the FDC Whistleblower Policy.

Examples of unacceptable work-related behaviour include, but are not limited to:

- (a) activities which seek to defraud or intentionally mislead other people or FDC;
- (b) using FDC equipment and facilities for a business outside of FDC;
- (c) carrying out duties in an unsafe or inappropriate manner that causes risk or reduces the ability of others to carry out their duties; or
- (d) unlawful or unethical behaviour, or behaviour that is in breach of this Code.

This Code has the full endorsement of the Board and compliance is expected of all FDC personnel. Any material breaches of this Code will be reported to the Board.

3.2 Consequences of non-compliance/breach of FDC policies or unlawful conduct

Breaches of applicable laws, rules, regulations, accepted ethical standards, FDC Policies or other aspects of this Code may result in disciplinary action. In serious cases, this may include the termination of employment or engagement. You are encouraged to speak to your manager or supervisor to resolve any concerns you may have relating to your ability to adhere to this Code.

Similar disciplinary action may be taken against any manager who directly approves of such action or has knowledge of the action and does not take appropriate remedial action. Furthermore, if a manager treats any of our people less favourably as a result of that person or anyone else reporting any circumstances which may involve a breach, appropriate action will be taken.

Breach of applicable laws or regulations may also result in prosecution by the appropriate authorities. FDC will not pay, directly or indirectly, any penalties imposed on any of our people as a result of a breach of law or regulation.

4 Review

The Board will review this Code of Conduct and Ethics periodically to consider whether it remains relevant to the current needs of FDC and check it is operating effectively. The Code may be amended by resolution of the Board.