



POLICY	
Title: Code of Conduct	Document ID: CP031

1.0 POLICY STATEMENT

- 1.1** At Cannasouth we require all our employees to conduct themselves according to the highest standards of ethics, integrity, and behaviours when dealing with our customers, shareholders, colleagues, company management and other stakeholders.
- 1.2** Cannasouth has a Code of Ethics, a requirement for all listed entities, which is published on the Cannasouth company website and in the Corporate Policy System in CannaNET. [CP002 Code of Ethics](#) should be read in conjunction with this CP031 Code of Conduct policy.
- 1.3** This Code of Conduct establishes the standards of behaviour which must be met by all employees.
- Employees must:
- 1.3.1** Ensure they know and understand the requirements of our Code of Conduct
 - 1.3.2** Undertake relevant training as required
 - 1.3.3** Follow the Code of Conduct. If unsure they must seek the advice from their line manager.
 - 1.3.4** Immediately report actual or potential breaches whether relating to them or colleagues and whether accidental or deliberate.

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2.0 PURPOSE

- 2.1 The purpose of this Code of Conduct is to make clear the standards expected from employees.

3.0 SCOPE


- 3.1 The scope of this policy applies to the Cannasouth Group.

4.0 STANDARDS OF CONDUCT

- 4.1 Compliance with all company and workplace policies, procedures, rules, regulations and employment agreement.
- 4.2 Compliance with all laws.
- 4.3 Compliance with all reasonable and lawful instructions given by or on behalf of the company.
- 4.4 To be honest and fair in dealings with customers, shareholders, colleagues, company management and other stakeholders and to treat them with courtesy and respect.
- 4.5 To be faithful and diligent and actively pursue the company's best interest at all times.
- 4.6 To work in a safe and complaint manner, and to observe all workplace health and safety rules and responsibilities.

5.0 MISCONDUCT

- 5.1 Misconduct is unacceptable acts or omissions and breaches of the employment relationship which regarded in isolation does not constitute serious misconduct. Substandard performance will be addressed separately from incidents of misconduct.
- 5.2 Examples of misconduct include **but are not limited to:**
- 5.2.1 Persistent lateness or absence or poor time keeping.
- 5.2.2 Misuse of work time.
- 5.2.3 Not following basic safety/quality practices (Personal Hygiene, PPE, etc.).
- 5.2.4 Repeatedly not following standard operating procedures.
- 5.2.5 Leaving the workplace without authority or reasonable cause.
- 5.2.6 Being discourteous, disrespectful or rude to other employees, customers or visitors.
- 5.2.7 Using abusive or offensive language in the workplace causing offence to other employees, customers or visitors.
- 5.2.8 Posting offensive notes on any of the company's property or premises or defacing same.
- 5.2.9 Disruptive behavior that prevents other employees from performing their work.
- 5.2.10 Misuse of property including intellectual property or confidential information.
- 5.2.11 Using company tools of trade like vehicles for personal use without prior approval.

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5.2.12 Any breach of your employment agreement not regarded as serious misconduct.

5.2.13 Not following workplace COVID protocols (social distancing, masks if required etc.).

6.0 SERIOUS MISCONDUCT

6.1 Serious misconduct may warrant dismissal without notice and is a behaviour which:

6.1.1 Undermines the employment relationship and/or

6.1.2 Seriously threatens the well-being of other employees or any other person having dealings with Cannasouth and/or

6.1.3 Is likely to bring the employee or Cannasouth into disrepute or which results in a serious continuing incompatibility between parties.

6.2 Examples of serious misconduct include **but are not limited to:**

6.2.1 Failure to comply with safety rules, including reporting accidents.

6.2.2 Retaliation against employees who voice potential breaches of codes.

6.2.3 Unauthorised consumption of alcohol/drugs during work hours.

6.2.4 Deliberate misuse of [CP005](#) Delegation of Authority policy.

6.2.5 Being in the workplace knowingly unable to perform your duties effectively and/or safely. Whether because of illness, injury, medication, alcohol, fatigue or any other temporary condition that affects your behaviour.

6.2.6 Using Company internet to access and/or download sexually explicit material or other offensive material.

6.2.7 Using Company emails/social platforms to send sexually explicit or suggestive material, or other offensive or harassing material.

6.2.8 Both during employment and after termination of employment with the Company, not maintaining the confidentiality of any confidential information, records or other materials acquired during employment.

6.2.9 Not reporting any conduct of other employees who breach any of the above, or potentially in breach of any of the above.


6.2.10 Bullying or harassment or discriminatory conduct.

6.2.11 Verbal abuse of any person.

6.2.12 Physical violence towards any person.

6.2.13 Engaging in conduct, whether during or after work hours, that in the opinion of the Company causes damage or potential damage to the Company's property or reputation.


6.2.14 Undertaking work related activity such as driving a forklift or work vehicle under the influence of prohibited drugs or alcohol, or when using medication improperly.

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- 6.2.15** Discriminate based on personal characteristics including (but not limited to) sex, race, disability, pregnancy, age, marital status or sexual orientation.
- 6.2.16** Conceal, alter or falsify company records, accounts and documents.
- 6.2.17** Remove Cannasouth's assets or property from company premises without permission or use them for inappropriate purposes (not limited to controlled drugs, seeds, plants, cannabis biomass, cannabis-based ingredients).
- 6.2.18** Acting irresponsibly by tasting controlled drugs, leaving drug cabinet keys unattended.
- 6.2.19** Disclosing Cannasouth Cultivation's site address without prior approval.
- 6.2.20** Infringement of patents, design rights, trademarks, copyright and other intellectual property rights, owned by Cannasouth or any third party.
- 6.2.21** Disclose any unapproved forward-looking financial statements or conduct 'insider trading' activity such as trading on or sharing 'material information' (refer [CP006](#) Financial Products Trading Policy and Guidelines).
- 6.2.22** Not disclosing any potential, perceived or actual conflict of interest (whether direct or indirect) that may give rise to a conflict with the performance of the employee's obligations to the Company, the Company's business, confidential information or reputational interests. Examples include: a gang affiliation. Note: The Company may direct employees to take action to eliminate or reduce any such conflict, and employees must comply with such directions (refer to CP038 Conflict of Interest Policy, to be written).
- 6.2.23** Making any statements to the media about the company's business unless expressly authorised to do so by the Company. Requests for media statements should be referred to the CEO or Chairman.
- 6.2.24** Making any statements about the Company on social media or any other public platform which may harm the Company's reputation.
- 6.2.25** Accepting any financial or other benefits from any entity other than the Company – unless acceptance of such benefit is in accordance with the Company's other workplace policies and disclosed on the gift register or is otherwise disclosed to the Company and expressly permitted by the Company.
- 6.2.26** Engaging in other employment or providing any services to any other person or entity other than the Company, without the Company's prior written consent.

7.0 BREACH OF CODE OF CONDUCT

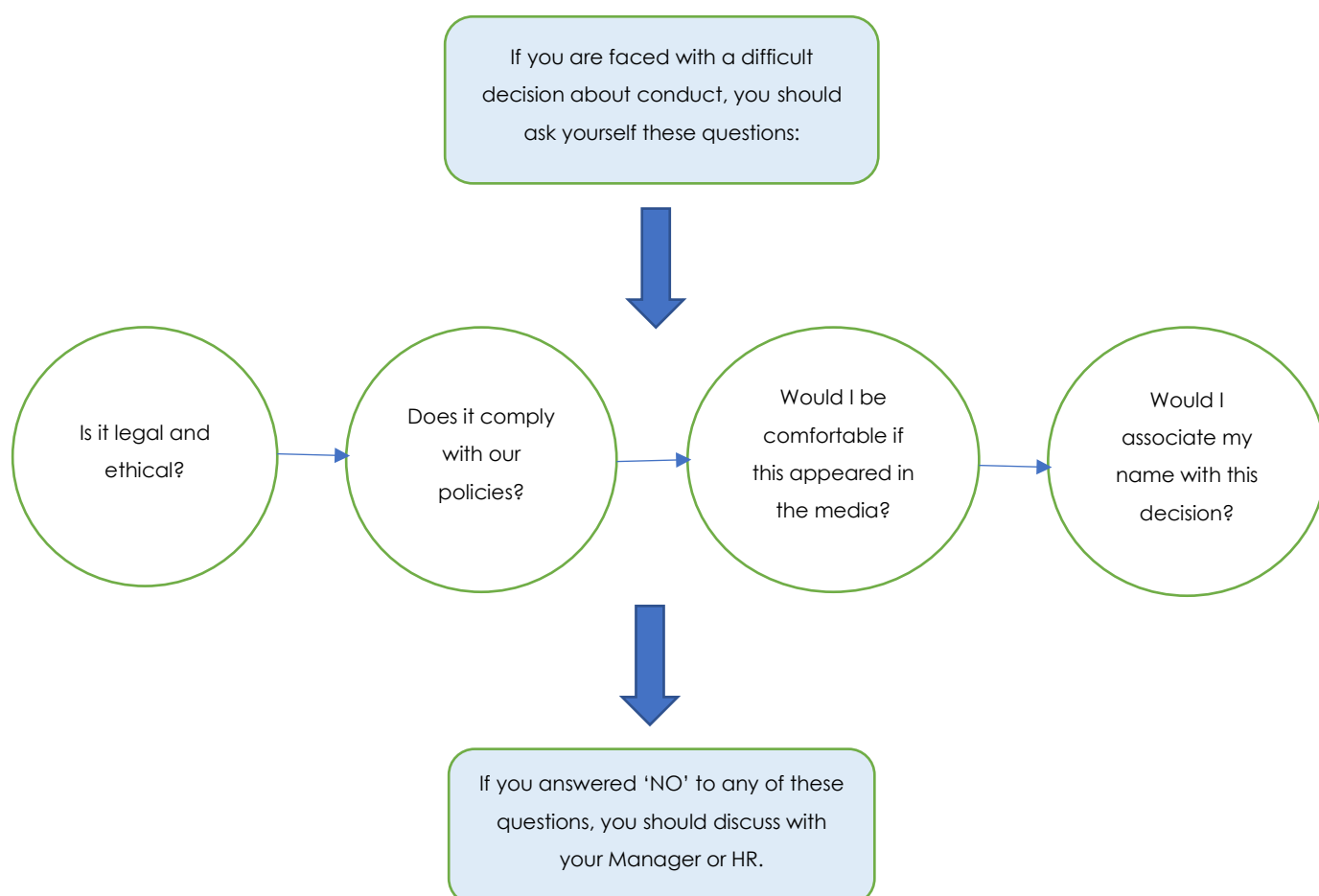
- 7.1** Where Cannasouth has reason to believe an employee may have engaged in misconduct or serious misconduct or has been charged or convicted of a criminal offence, Cannasouth may

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suspend the employee in order to facilitate an investigation of the matter, prior to making any decision about whether disciplinary action is necessary, and if so, what disciplinary action is appropriate.


- 7.2** In cases where the breach of the policy involves a breach of any law, then the relevant government authorities or police may be notified.
- 7.3** Prior to making any decision to suspend, the employee will be given the opportunity to respond to the proposal of suspension and may offer alternatives. In all circumstances the employee will be made aware of the nature of the allegations leading to their suspension.
- 7.4** Refer to CP024 Disciplinary Policy (to be written).

8.0 MAKING THE RIGHT DECISION



9.0 ASSOCIATED DOCUMENTS

- 9.1** CP024 Disciplinary Policy
- 9.2** [CP002](#) Code of Ethics

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9.3 [CP005](#) Delegation of Authority policy

9.4 [CP006](#) Financial Products Trading Policy and Guidelines

10.0 REVIEW DETAILS

10.1 This Policy will be reviewed every three years

Adopted: October 2021

Last revised: October 2021

11.0 VERSION HISTORY

VERSION NUMBER	EFFECTIVE DATE	DESCRIPTION OF CHANGES
01	October 2021	New Document (Author: Judy Miranda)