



Integrity Policy

Policy No. BAPCORP025
Effective date: 22 July 2020
Last review date: 19 June 2024
Recommended by: Interim CEO & MD
Authorised by: Bapcor Board of Directors

Our Values



We do the right thing...

We are **open, honest** and **respectful**. We **do what we say** and **say what we do**.



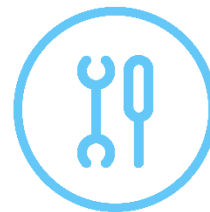
We are in it together...

We're all part of the Bapcor **family**. We **support** each other, **include** everyone and have **fun** along the way.



We give a damn...

We **care** about what we do and are **proud** of how we do it. We are **passionate** and **make a difference**.



We get it done...

We use our **unique** talents to find **solutions** and **achieve common goals**. We celebrate **success** and strive to win.

Integrity Policy

1 Introduction

This Integrity Policy provides a clear understanding of how Bapcor will conduct itself, to ensure we operate to the highest standards of professional conduct and comply with all relevant laws and regulations.

Bapcor's Code of Conduct (**Code**) sets out the standards by which Bapcor and its subsidiaries (collectively, **Bapcor**) conducts business. The Code aligns with Bapcor's values and is expected to guide the behaviour of all Bapcor employees (referred to as team members), by clearly stating Bapcor's firm commitment to behaving honestly and fairly, in accordance with the values by which Bapcor stands, and in strict compliance with all laws and regulations.

This Policy identifies the overarching policy and governance documents that Bapcor considers as key to upholding the integrity of the Code.

This Policy applies to all team members of Bapcor, including all consultants, agents, joint venture partners, sponsors, contractors, and any third-party representatives associated with Bapcor, or acting on Bapcor's behalf.

2 Bapcor's Values, Policy and Governance Documents

The following policy and governance documents have been identified by Bapcor's management and Board of Directors as the foundation upon which the Bapcor's values of integrity and accountability rely.

Bapcor's Values capture the spirit of how Bapcor have always done things, and should be used to shape and guide decisions, behaviours and express what happens across the Bapcor group each and every day. Team members must place the following Bapcor's Values at the centre of everything they do.

Our Values



We do the right thing...

We are **open, honest** and **respectful**. We **do what we say** and **say what we do**.



We are in it together...

We're all part of the Bapcor **family**. We **support** each other, **include** everyone and have **fun** along the way.



We give a damn...

We **care** about what we do and are **proud** of how we do it. We are **passionate** and **make a difference**.



We get it done...

We use our **unique** talents to find **solutions** and **achieve** **common** goals. We celebrate success and strive to win.



Bapcor team members must take specific note, and familiarise themselves with obligations and expectations arising from the following policy and governance documents, which Bapcor considers to be the fundamental integrity documents by which Bapcor engages with stakeholders:

I. Code of Conduct

Sets out the standards by which Bapcor conducts business and guides the behaviour of all Bapcor team members in accordance with the values by which Bapcor stands, and in strict compliance with all laws and regulations.

II. Anti-Bribery Corruption and Fraud Policy

Identifies instances of bribery, corruption, and prohibited practices (such as facilitation payments, political donations, and gifts and entertainment), and obligations upon team members to refrain from engaging in such activity.

III. Competition Compliance Policy

Identifies the obligations of each Bapcor team member under the *Competition and Consumer Act 2010* (Cth) in relation to prohibited conduct, incident reporting and the consequences of non-compliance.

IV. Compliance Policy

Identifies the key compliance principles that Bapcor adheres to and articulates the responsibilities of all Bapcor team members in relation to compliance in order to foster a culture of integrity and ethical practices.

V. Conflict of Interest Policy

Encourages team members to report and manage conflicts of interest so that decisions are made in the best interests of Bapcor and free from personal bias.

VI. Corporate Governance Statement

Identifies Bapcor's commitment to conducting business in an ethical manner and in accordance with the highest standards of corporate governance in full compliance with the ASX Corporate Governance Principles and Recommendations.

VII. Delegations of Authority Policy

Identifies the necessary approvals required, and signatories that are authorised, to sign contractual documents or make certain decisions based on nature and spend of the transaction.

VIII. Disclosure Policy

Outlines continuous disclosure obligations of Bapcor with respect to materially price sensitive information to the Australian Securities Exchange (**ASX**).

IX. Diversity and Inclusion Policy

Identifies the benefits of a diverse and inclusive workplace and workforce, and that Bapcor's corporate culture at all levels supports diversity and inclusion in the workplace whilst maintaining a commitment to a high-performance culture.

X. Environmental, Social and Governance (ESG) Policy

Seeks to take an integrated approach toward economic, environmental and social sustainability, aligning company values and strategic direction with positive outcomes for Bapcor's stakeholders, and the wider community in which we operate.

XI. **Ethical Supply Chain / Procurement (ESC/P) Policy**

Details the frameworks that have been established by Bapcor to guide decision making in relation to the planning, execution and ongoing management of supply chain and procurement operations, in a manner consistent with operation of an ethical supply chain.

XII. **Gifts and Entertainment Policy**

Identifies Bapcor's procedures and requirements regarding acceptance of gifts, gratuities, entertainment, supplier/product-based promotions and any associated travel.

XIII. **Health, Safety and Wellbeing Policy**

Outlines Bapcor's goal to keep each other safe and well, including team members, contractors, visitors and members of the public within our workplace, and defines expectations with regards to reducing hazards to health and safety so far as is practicable.

XIV. **Human Rights Policy**

Sets out Bapcor's commitment to respecting and promoting human rights, underpinned by Bapcor's Values, Code of Conduct and Environmental, Social and Governance (ESG) strategy.

XV. **Privacy Policy**

Identifies Bapcor's expectations with regards to how personal information is collected, retained and used, and provides mechanisms for addressing instances of misuse and unauthorised disclosure.

XVI. **Protection of Confidential Information Policy**

Sets out the procedures and obligations relating to the protection of Bapcor's confidential information, proprietary information and intellectual property.

XVII. **Risk Management Policy**

Outlines Bapcor's approach to managing risk and the development of strategic and consistent approach across Bapcor's operations.

XVIII. **Securities Trading Policy**

Regulates dealings by directors and certain officers of Bapcor and other designated persons, in securities in Bapcor about which they acquire inside information through their position or dealings with Bapcor.

XIX. **Shareholder Communication Policy**

Promotes the effective communication with shareholders and other stakeholders, and to encourage and facilitate participation at Bapcor's general meetings and dealing promptly with the enquiries of shareholders and other stakeholders

XX. **Whistleblower Policy**

Encourages the reporting of concerns regarding misconduct or wrongdoing and to ensure all whistleblowers have a mechanism to report concerns freely without fear of reprisal or intimidation.

Bapcor's Governance Policies are publicly available on Bapcor's website, and specific Bapcor Group Policies are available on Bapcor's Intranet "Core", or upon request.

3 Breaches of this Policy

Breaches of this Integrity Policy, or the policy and governance documents to which it relates, are viewed very seriously by Bapcor. Bapcor encourages any team members that have any concerns relating to actual or suspected breaches of this Policy to raise such concerns as soon as possible to their manager, or directly to any of the following:

- Chief Executive Officer and Managing Director;
- Chief Financial Officer;
- Chief People and Culture Officer; or
- Any member of the Group Leadership Team (GLT).

If a team member or does not feel able to use the above reporting channels due to the nature or seriousness of the inappropriate behaviour, then they may raise the matter directly with the '**Speak Up at Bapcor**' service as detailed in the Bapcor Whistleblower Policy.

Team members that engage third-parties to act for or on behalf of Bapcor are to emphasise and explain these requirements as a condition of Bapcor's continued relationship with them.

4 General

This Policy will be routinely reviewed no less than at least once every two years, with updates and amendments to this Policy recommended by Bapcor's Chief Executive Officer and Managing Director and approved by the Bapcor Board of Directors.

5 Related Policies, Procedures and Resources

Bapcor Code of Conduct

Anti-Bribery, Corruption and Fraud Policy	BAPCORP026
Conflict of Interest Policy	BAPCORP053
Competition Compliance Policy	BAPCORP023
Compliance Policy	BAPCORP040
Delegations of Authority Policy	BAPCORP010
Disclosure Policy	BAPCORP046
Diversity and Inclusion Policy	BAPCORP037
Ethical Supply Chain / Procurement (ESC/P) Policy	BAPCORP020
Environment, Social and Governance (ESG) Policy	BAPCORP120
Gifts and Entertainment Policy	BAPCORP014
Health, Safety and Wellbeing Policy	BAPCORP018
Human Rights Policy	BAPCORP023
Privacy Policy	BAPCORP031
Protection of Confidential Information Policy	BAPCORP016
Risk Management Policy	BAPCORP039
Securities Trading Policy	BAPCORP045
Shareholder Communication Policy	BAPCORP055
Whistleblower Policy	BAPCORP017

6 Version Control

Version	Amendment/s	Date created	Author
1.0	Establish policy	22 July 2020	CFO
2.0	Review and amendment to Policy as approved by the Bapcor Board	19 June 2024	CEO & MD