



Code of Ethics

**Locate Technologies Limited
(Company)**

1. Introduction

1.1. Purpose and application of this code

This Code of Ethics (Code) has been adopted by the Board of Directors (Board) of Locate Technologies Limited (Locate or the Company). It applies to all directors, as well as all officers, employees, contractors, consultants and associates of Locate. (Employees).

This purpose and intent of this Code is to guide Employees so that their business and conduct when representing Locate is consistent with high business standards.

The Code is not intended to be an exhaustive list of acceptable and non-acceptable behaviour; rather it is intended to facilitate decisions that are consistent with Locate's business standards, objectives and legal and policy obligations.

1.2. Guiding principles

Locate has adopted a number of guiding principles that are designed to assist Employees in their decision-making and conduct. These principles are that:

- We undertake our duties with **care and diligence** and in the best interests of the Company, and take account of interests of shareholders and other stakeholders;
- In the case of Directors, we give **proper attention** to the matters before us;
- We **respect** and abide by the letter and spirit of the law at all times;
- We conduct ourselves with **integrity**, are **fair, competitive** and **honest** at all times;
- We use our assets **responsibly** for the optimum benefit of our shareholders;
- We treat all stakeholders equitably and with **respect** and **dignity**;
- We provide a **safe, challenging** and **rewarding** workplace;
- We **honor** agreements made with others who work with us and act in good faith;
- We have proper concern for the environment and the wider community, wherever possible, acting **sustainably**;
- We are **responsible** and **accountable** for our actions and their consequences; and
- We will investigate complaints received from our stakeholders.

All of these principles apply even if not specifically mentioned below.

2. How We Comply with Our Formal Obligations

Locate is committed to complying with the law in all jurisdictions where it does business.



Employees are expected to act in accordance with:

- (a) The letter and spirit of the law;
- (b) This Code; and
- (c) All relevant policies and procedures

Ignorance of the law or having a good intention does not excuse your obligation to comply.

Contact your manager or the Company Secretary if you are uncertain about your compliance obligations.

3. How We Deal With our Stakeholders

Locate values honesty, integrity and equitable dealing.

Directors and Employees are expected to:

- Act always in good faith;
- Treat each other and all suppliers, competitors, clients, customers and other stakeholders fairly and with respect;
- Provide the highest level of service to customers and clients;
- Choose suppliers and contractors on their merit and competitive terms;
- Use suppliers who share our ethical values including compliance with Anti-Bribery and Corruption and Modern Slavery laws (please refer to the Locate Anti-bribery and Corruption Policy and Modern Slavery Policy); and
- Avoid any practices that are, or could be judged to be misleading, deceptive or unfair;
- not accept or offer gifts to a kind that a reasonable person might think likely to influence a business decision (please refer the Locate Anti-bribery and Corruption Policy); and
- not to make donations on the Company's behalf to any political party without prior Board approval.

4. How We Work Together

Health and Safety

Locate is committed to ensuring a work environment that is safe and healthy. Specifically:

- Safety and health must never be compromised in order to meet commercial objectives;
- Employees are expected to be proactive in identifying and, where appropriate, preventing risks to health and safety;



- All accidents, incidents and hazards are to be reported in a timely and comprehensive manner to the Company Secretary;
- You must not work while under the influence of alcohol and “judgment impairing” prescription medicine; and
- Illicit drugs are not tolerated in the workplace.

Harassment and Bullying

Locate is committed to ensuring a work environment in which everyone is treated with respect. Bullying and harassment in the workplace is not tolerated.

Equality and Fair Dealing

Locate is committed to ensuring a work environment in which everyone is treated fairly:

- Diversity is celebrated and all applicants for employment and promotion are evaluated on merit in accordance with their skills, qualifications and abilities (see our Diversity Policy for further details); and
- Discrimination or vilification on the basis of gender, sexual orientation, ethnic origin, religion, age, marital status, pregnancy, disability and any other basis determined by law will not be tolerated.

5. How We Use the Company’s Information

Employees are expected to:

- Treat all information acquired while they are with Locate as confidential, even after they leave Locate;
- Take great care to ensure the integrity and security of all of Locate’s confidential information which relates to the affairs of Locate and its employees, clients, customers, and suppliers;
- Not access or request or make improper use of or transfer or disclose confidential information to anyone else (other than in the proper course of their duties) without written permission from Locate or as legally required;
- Not to post anything about the Company on Social Media without the approval of the CEO (please refer to the Social Media Policy); and
- Immediately return any confidential information which inadvertently comes into their possession.

It is a criminal offence to buy shares in Locate when you have material information about the Company that is not available to people outside the Company (please refer to the Securities Trading Policy). All employees should familiarise themselves with this policy.

6. How we Deal with Conflicts of Interest

Locate is committed to managing and, where required, avoiding conflicts of interest. Locate Employees are expected to:

- Not allow personal interests to conflict with the interests of Locate;
- Obtain written permission before accepting a position in any other company, business or organisation as a director, agent, employee or consultant, whether paid or unpaid, which may, or may be seen to, give rise to a conflict of interest;
- Disclose any perceived, potential or actual conflict of interest or duty to the Company Secretary as soon as they become aware of it;
- Avoid participating in decisions and activities which may conflict with their duties and responsibilities to Locate; and
- Not take part in, or unduly influence, any decision making process of Locate relating to a conflict that they are involved in.

Each director will fully disclose all relationships that they have with other parties who deal with Locate.

Where a director does have a conflict of interest, they will excuse themselves from discussions in respect of those interests and, where required by the NZX Listing Rules, will not exercise their right to vote in respect of such matters.

7. How we Use the Company's Assets

Locate Employees are expected to:

- Ensure that Locate's assets and property are used only for legitimate business purposes;
- Not use Locate's assets for personal purposes, except in accordance with a Locate policy or approved arrangement. Limited use of Locate property such as computers and telephones is permitted for private and non-income producing purposes provided it is used in a responsible, efficient and prudent manner;
- Return Locate assets and property immediately on request, or when ceasing employment;
- Report any suspected or actual theft or fraud to their manager, and the Company Secretary, or any other person nominated by Locate; and
- Understand your level of delegation for binding the Company contractually (refer to Delegation of Authority Policy).

The product of any work performed while employed, or on behalf of the Company or using Company property (including all intellectual property) belongs to Locate.

8. Communication and Continuous Disclosure

As a publicly listed company, Locate has obligations to keep the investment market fully informed of all information which may have a material effect on its share price. As a public company it is important to ensure that there is no misinformation in the market.

To assist the Company in complying with its obligations, employees must:

- immediately report any incident or event which may adversely or positively impact the Company to the Company Secretary; and
- not talk to the media or post anything about the Company on social media without prior approval from the CEO;

9. Sustainability

Locate is committed to operating sustainably. Locate Employees are expected to assist with this journey by:

- Complying with the intent and spirit of this Code of Ethics, our policies and the laws which govern us;
- Operating in and seeking to ensure a safe work environment;
- Working efficiently and efficiently using our resources to ensure long term financial viability;
- Dealing ethically with our suppliers and customers;
- Minimising the impact our business processes have on the environment: and
- Acting mindfully in respect of our environmental and sustainability impact and finding ways to reduce the impact.

10. Whistleblower Protection

Employees are encouraged to report any actual or suspected unethical behaviour, including excess waste or breach of this Code or Company policies, to the Company Secretary. Matters raised will be investigated (refer to the Whistleblower Policy).

Locate is committed to ensuring concerns can be raised safely, and in good faith without disadvantage, to the extent that the law permits.

11. How We Respond to Breach of Code

The highest standards of corporate conduct are critical to the Company's success.

Locate Employees are expected to report to the Company Secretary:

- Any suspected breach of this Code;
- Any actual or suspected fraudulent or unethical behaviour; and



- Any breaches of Locate policies.

In certain circumstances it may not be appropriate to report such matters to a manager. In these circumstances, the Locate Employee may report the breach using the process set out in the Locate Whistleblower Protection Policy.

Locate will take any breach of this Code seriously. Matters raised will be investigated and Locate will take appropriate action in respect of any breach of this Code. This may result in disciplinary action and, in some cases termination of employment.

Where can Locate Employees obtain further information?

The Company Secretary can provide further information or assistance regarding this Code if required.

Review and publication of this code

The Board will review this Code from time to time, and at least every two years. This Code may only be amended by resolution of the Board.

A copy of this Code will be distributed to all Directors and Employees and will be available on Locate's website.

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Contact	Michael Gayst Tel: +61 414 513 449 Email: michael@locatetech.nz
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