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## Code of Conduct

NTAW Holdings Limited  
ACN 095 843 020

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## **1. Introduction**

- 1.1 NTAW Holdings Limited ACN 095 843 020 ("**Company**") is a tyre and wheel wholesaler and distributor.
- 1.2 As an experienced team of directors and employees, we have high expectations of ourselves and each other. We conduct ourselves with integrity, recognising our accountability to those who will benefit from our success in bringing our products to market. In addition to complying with its legal obligations, the Company seeks to conduct itself in an ethical and responsible manner.
- 1.3 The purpose of this Code of Conduct ("**Code**") is to promote a safe, healthy and productive workplace where all directors and employees' model professional behaviour.
- 1.4 This Code applies to all our directors and employees, anyone who performs work for us and anyone who performs work on our premises (referred to collectively in this Code as "employees"). It applies to all work-related activities, including working from home, business travel and work functions.
- 1.5 Where the Company is the holding company of or controls other companies, directors and employees of those group companies will also be bound by this Code of Conduct.
- 1.6 This Code should be read in conjunction with the Company's Privacy Policy.

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## **2. Our Obligations**

- 2.1 We recognise:
- (a) our obligations to act ethically and with care in conducting the business;
  - (b) our accountability to our current and future shareholders to build value in the Company;
  - (c) to communicate honestly and regularly about the progress of our business and about our financial standing; and
  - (d) our mechanisms to achieve this include our risk management structures, our Audit and Risk Committee and the Board's oversight of setting and implementing our strategy.

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## **3. Code**

### **3.1 Standards of behaviour**

All employees must:

- abide by all applicable laws, regulations, rules, policies and procedures;
- comply with all lawful and reasonable directions given by the Company;
- perform all duties and responsibilities competently, diligently and to the best of their ability;
- devote the whole of their time during ordinary business hours to carrying out their duties and not engage in excessive personal activities;
- be courteous, respectful and considerate in all communications;
- display professionalism at all times;

- work cooperatively and collaboratively with others to achieve common goals and a harmonious work environment;
- avoid engaging in gossip or any form of conduct that may cause unwanted offence or embarrassment;
- not engage in any fraudulent, dishonest, illegal, unethical or improper behaviour;
- be truthful in all dealings and not make any false or misleading statements;
- not engage in bullying, harassment, discrimination or victimisation;
- not engage in verbal or physical aggression;
- comply with all health and safety requirements; and
- report all information required by the Company accurately and honestly.

### 3.2 **Protecting our business**

All employees must:

- take all steps necessary to ensure the protection of Company business, assets, premises, confidential information and resources;
- always act in the Company's best interests and not do anything that may be detrimental to our business, profitability or reputation;
- tell the Company about any threats or possible threats to our business that they become aware of;
- tell the Company about any business opportunities they become aware of that may benefit the Company;
- refrain from exploiting, or enabling others to exploit, any business opportunities that may be advantageous to the Company, other than for our benefit;
- not engage in, prepare to engage in, or assist any other person or entity in engaging in any activity that competes with the Company's business interests; and
- preserve the confidentiality of any proprietary or sensitive information, records, or materials acquired during their employment with the Company, both throughout their tenure and following its conclusion.

### 3.3 **Avoiding conflicts of interest**

All employees must:

- not place themselves in a position where their own interests directly or indirectly conflict with their duties to the Company or that may interfere with their ability to exercise good judgment;
- tell the Company immediately if an actual or potential conflict of interest occurs;
- not abuse the advantages of their position for private purposes; and
- refrain from soliciting or accepting any gifts or benefits related to their employment that may, or may be perceived to, undermine their integrity or the Company's reputation.

### 3.4 **Communication and media**

All employees must not:

- communicate with the media in relation to any matters affecting our business unless they have been authorised to do so by the Chief Executive Officer;
- make any posts on social media in relation to any matters affecting our business unless they have been authorised to do so by the Chief Executive Officer; and
- make any posts on social media that may adversely affect our business.

3.5 Decisions made regarding all aspects of employment will be made in a transparent, equitable and procedurally fair manner.

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## 4. **Breaches of this Code of Conduct**

4.1 Any employee who breaches this Code of Conduct may be subject to disciplinary action up to and including termination of employment.

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## 5. **Application of this Code**

- 5.1 If any part of this Code is contrary to law of an industrial instrument, the law or industrial instrument will apply to the extent of the inconsistency.
- 5.2 This Code is subject to review by the Company and may be changed or revoked at any time.
- 5.3 If an employee has a valid reason for not complying with this Code, they should contact management so management can consider whether to grant an exception.
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## 6. **Concerns about Ethical Issues**

- 6.1 Employees should communicate directly to the Chief Executive Officer, Chairman or the Chairman of the Audit and Risk Committee if they have concerns (with reasonable grounds) about potential fraud or misappropriation, weaknesses in internal controls or the adequacy or accuracy of information being provided within the organisation to senior managers or the Board. Such communications (which should be in writing) will be treated as confidential.
- 6.2 Any questions about this Code and its application should be directed to the Company Secretary.
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## 7. **Approval and review**

- 7.1 This Code was approved by the Board on 28 October 2025.
- 7.2 The Board will review this Code periodically to ensure that it is operating effectively. This Code may be amended by resolution of the Board.
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## 8. **Questions**

- 8.1 For questions about the operation of this Code of Conduct or its application in any particular situation, please contact the HR Manager at [PetaW@ntaw.com.au](mailto:PetaW@ntaw.com.au).