

# Code of Conduct.

We are oneJanison.

April 2026

Janison Education Group Limited

ACN 091 302 975





## 1 Purpose

The success of Janison Education Group Limited and its related companies (Janison) depends on the confidence that our customers, shareholders, government partners and the community have in the way we conduct ourselves. Integrity, confidentiality and acting ethically and responsibly are our key principles. We recognise that while all our actions must be lawful, mere lawfulness may not be an adequate test of integrity. The highest standards of professionalism and integrity must at all times guide the actions of everyone who represents Janison.

This Code serves two connected purposes. It is Janison's public commitment to ethical conduct – the standard our stakeholders, partners and the community can hold us to. It is also the practical guide our people use every day to navigate the decisions and situations they encounter at work. Both purposes are intentional. The standard we set publicly is the standard we live internally.

This Code is built around Janison's values. It describes what those values look like in practice, identifies the specific obligations that apply to everyone at Janison, and explains what to do when something doesn't feel right. It does not, and cannot, address every situation that might arise, but it provides the framework for good judgement when it does.

This Code applies alongside, and does not replace, the detailed policies that govern specific aspects of conduct and employment at Janison. Where a policy exists that addresses a particular matter, that policy should be consulted.

## 2 Scope

This Code applies to all workers of Janison, including Board members, employees (permanent, casual and fixed-term), contractors, consultants and associates, across all locations and geographies where Janison operates.

The standards in this Code apply to all work-related conduct, including conduct outside normal working hours where it has a connection to work or to Janison's reputation. This Code does not seek to govern personal beliefs or a person's private life beyond that connection.

This Code does not form part of any worker's contract of employment or engagement, and does not create rights in any employee, customer or other person or entity. Janison may update this Code at any time.



### 3 Our Values in Action

Janison's three values are not aspirations. They are descriptions of how we work. Together, they define the standard we hold ourselves to and the culture we are building. We are oneJanison: one team, one standard, one commitment to integrity.

#### We Own Outcomes

By acting decisively and taking responsibility for delivering consistent quality and value that our customers can rely on.

Owning outcomes means more than completing tasks; it means taking responsibility for the quality and impact of what we deliver, following through on our commitments, and not waiting for someone else to act when action is needed.

In practice, this means:

- delivering on your commitments with care and consistency
- taking responsibility for mistakes and acting promptly to address them
- not cutting corners or compromising on quality in ways that could harm customers, colleagues or Janison's reputation
- acting within your authority and escalating decisions that fall outside it
- complying with all applicable laws, regulations, policies and lawful directions
- maintaining accurate records and never falsifying or misrepresenting information
- being aware of the risks relevant to your role and escalating concerns promptly through the appropriate channel
- returning all Janison property, documents and confidential information on resignation, termination or request, and destroying or deleting confidential information if directed to do so

#### We Navigate with Intent

By focusing on what matters most, making purposeful choices that create meaningful impact for our people, customers and stakeholders.

Navigating with intent means making choices that are purposeful, honest and in the best interests of our customers, stakeholders and each other, not just expedient. It means being clear about priorities, transparent about decisions, and acting with integrity when no one is watching.

In practice, this means:

- acting with honesty and integrity in all dealings, and making decisions based on merit and Janison's genuine interests, not personal advantage
- identifying and disclosing any conflict of interest, whether actual, potential or perceived, and not participating in decisions where a conflict applies



- never offering, paying or accepting bribes, facilitation payments, inducements or commissions intended to gain improper advantage
- not accepting gifts or hospitality that could create or be perceived to create an obligation
- protecting confidential information about Janison, its customers, suppliers and people, and not using Janison's systems, assets or resources for personal gain or unauthorised use
- complying with securities trading obligations and never trading on inside information
- being authorised before making public statements, media comments or official announcements on behalf of Janison, and referring media enquiries to your manager

## We Excel Together

By learning, innovating and collaborating respectfully to achieve excellence in what we deliver.

Excelling together means that how we work with each other is as important as what we produce. We achieve our best outcomes through collaboration, mutual respect and commitment to each other's success.

In practice, this means:

- treating every person, whether colleagues, customers, suppliers or the public, with dignity, courtesy and respect
- actively supporting an inclusive environment that values diverse perspectives, backgrounds and experiences, recognising that people hold multiple, intersecting identities that shape their experience at work
- not engaging in discrimination, harassment, bullying, vilification or any conduct that demeans or excludes another person
- contributing to a safe workplace by following health and safety obligations, reporting physical and psychosocial hazards and incidents promptly, and maintaining a safe and healthy environment whether working in an office, at home, at a client site or in any other setting
- not misusing alcohol or controlled substances at work, or attending work in a state that impairs your ability to work safely or that puts others at risk
- respecting the right to disconnect outside working hours and not placing unreasonable expectations on colleagues to be available beyond their ordinary hours
- being open to learning, sharing knowledge and supporting the development of those around you, and acting as a responsible representative of Janison in the community, including on social media where your connection to Janison is apparent
- using Janison's systems and communications responsibly, and not sending or accessing material that is offensive, harassing, sexually explicit or otherwise inappropriate



## 4 Governance and Compliance Obligations

In addition to the values-based standards above, specific governance and compliance obligations apply to all Janison workers. These obligations reflect Janison's legal and regulatory requirements as an ASX-listed company and as a contractor to government programs. The following sections set out the substantive requirements behind the principles described in the values section above.

### 4.1 Fair Dealing

Janison aspires for everyone who represents the Group to maintain the highest standard of ethical behaviour in conducting business. When dealing with customers, shareholders, government, employees, suppliers and the community, you must perform your duties professionally, act with integrity and objectivity, and strive at all times to enhance Janison's reputation and performance.

### 4.2 Conflicts of Interest

A conflict of interest arises when a personal, family, financial or other interest could, or could appear to, influence your judgement or objectivity in performing your duties. Common examples include a financial interest in a supplier or competitor, a family or personal relationship with someone involved in a business decision, or participation in an outside activity that competes with Janison's interests.

Any actual, potential or perceived conflict must be disclosed to your manager promptly and, in the case of Directors or the CEO, to the Board. You must not participate in any decision in which you have a conflict. Janison may direct you to take steps to eliminate or manage a conflict, and you must comply with any such direction.

### 4.3 Confidential Information and Intellectual Property

Janison holds confidential information of significant value, including customer data, commercial strategies, pricing, technical systems, algorithms and employee information. You must not disclose or use confidential information except as required for your role. This obligation continues after your employment or engagement ends.

All intellectual property, including inventions, software, processes, algorithms and improvements, created during your engagement with Janison remains the property of Janison. You must return all Company property and confidential information on request or on the termination of your engagement, and destroy or delete confidential information if directed to do so.

### 4.4 Anti-Bribery and Corruption

Janison does not tolerate bribery, corruption or any form of improper inducement in any jurisdiction in which it operates. You must not offer, pay, request or accept any bribe, facilitation payment, kickback or commission intended to obtain or retain business, to



influence a decision, or to gain any other improper advantage. This applies regardless of local custom or practice.

Any suspected bribery or corruption must be reported immediately to Head of Risk, Governance & Legal or via the Whistleblower Policy.

#### **4.5 Securities Trading**

As an ASX-listed company, Janison is subject to strict rules around the trading of its securities. You must familiarise yourself with and comply with Janison's Securities Trading Policy. You must never trade in Janison securities, or encourage others to do so, while you are in possession of material non-public information about the Company.

#### **4.6 Diversity and gender equality**

Janison is committed to a diverse and inclusive workplace. We recognise our obligations under the Workplace Gender Equality Act 2012 (Cth) and report annually to the Workplace Gender Equality Agency (WGEA). The Board sets measurable diversity objectives each year, with a particular focus on gender equality at all levels of the organisation. Everyone at Janison shares responsibility for upholding inclusive practices in their day-to-day decisions.

#### **4.7 Public Communications and Disclosure**

Janison is committed to keeping the market fully and accurately informed in accordance with its continuous disclosure obligations under the Corporations Act 2001 (Cth) and the ASX Listing Rules. Only authorised persons may make public statements, media comments or official announcements on behalf of Janison. If you receive an enquiry you are not authorised to respond to, refer it to your manager immediately.

All records, reports and public communications under your responsibility must be accurate, complete and not misleading. You must never falsify, misclassify or omit information in a way that could deceive.

#### **4.8 Privacy**

Janison collects and holds personal information about customers, students, employees and others. You must handle all personal information in accordance with applicable privacy laws, including the Privacy Act 1988 (Cth) and relevant jurisdiction-specific laws, and with Janison's Privacy Policy. Questions about privacy should be directed to your manager or Legal Counsel.

#### **4.9 Community and Environment**

Janison is a responsible corporate citizen. We are committed to operating in an environmentally responsible manner, complying with all applicable environmental laws and regulations, and supporting the communities in which we work. As a provider of digital infrastructure to national education programs, we recognise our specific obligations to the students, schools and communities we serve.



## 5 Speaking Up

Janison's culture depends on people speaking up when something doesn't feel right. We are committed to ensuring that anyone who raises a concern in good faith is supported and protected from any form of retaliation.

### 5.1 Raising a Concern

If you believe that this Code, a Janison policy, or the law has been breached, or may be breached, you are expected to report it. You can do this by:

- o speaking with your manager or a more senior leader
- o contacting People & Culture at [people@janison.com](mailto:people@janison.com)
- o making a report under the Whistleblower Policy, where the concern may constitute a Reportable Matter.

If your concern relates to how you have been treated in the workplace, such as bullying, harassment or discrimination, the Grievance Handling Policy and the Acceptable Workplace Behaviour Policy set out the process for raising and resolving those concerns. All concerns, including those of a sensitive or personal nature, will be handled with care and confidentiality in accordance with applicable legislation and Janison's policies.

### 5.2 Protection from Retaliation

No worker will be disadvantaged, discriminated against or victimised for raising a genuine concern under this Code or any related policy. Retaliation against a person who speaks up in good faith is itself a serious breach of this Code and will be treated accordingly.

Where a concern may qualify for protection under the Corporations Act 2001 (Cth) whistleblower provisions, the Whistleblower Policy sets out the protections available and how to access them.

### 5.3 Investigations

Reported concerns will be assessed and, where appropriate, investigated promptly and in accordance with the principles of procedural fairness. The person responsible for initial assessment and oversight of investigations is the Head of Risk, Governance & Legal, in consultation with the Chief People Officer as appropriate.

## 6 Consequences of Breaching This Code

A breach of this Code is a serious matter. Depending on the nature and severity of the breach, consequences may include counselling, formal warnings, disciplinary action, termination of employment or engagement, and referral to relevant external authorities where conduct may be unlawful. The Discipline & Termination Policy sets out the process that applies.

Workers should also be aware that certain breaches of this Code, particularly those involving fraud, bribery, securities law contraventions or serious misconduct, may constitute criminal offences and expose individuals to personal legal liability.



## 7 Related Documents

This Code operates as the overarching framework for conduct at Janison. The following policies elaborate on obligations set out in this Code and should be consulted where relevant:

- Whistleblower Policy
- Securities Trading Policy
- Continuous Disclosure Policy
- Anti-Bribery and Corruption Policy
- Diversity Policy
- Privacy Policy
- Health, Safety & Wellbeing Policy
- Acceptable Workplace Behaviour Policy
- Grievance Handling Policy
- Discipline & Termination Policy

Janison's full policy suite is available to all workers on the Janison intranet. Copies of policies required to be disclosed under the ASX Listing Rules are available on Janison's website. If you have any questions about this Code or any policy, speak with your manager or contact People & Culture.

### Document Control

- **Author/Owner:** Chief People Officer
- **Review Cadence:** Annual
- **Last Reviewed:** April 2026
- **Authority to Approve:** Board via People, Remuneration & Nomination Committee (PRNC)

Version	Description of changes	Author	Date
1.0	Investor Code of Conduct – Janison Education Group Limited	Legal	
2.0	Internal Code of Conduct – values based reframe	P&C Team	Jul 2021
3.0	Policy refresh: structured around refreshed values and brand; updated to reflect Australian legislative changes; governance obligations consolidated, including recognition of other jurisdictions; cross checked against ASX Recommendation 3.1.	Chief People Officer	April 2026