



## CODE OF CONDUCT

### 1. Purpose

CAR Group Limited (“CAR Group”) is collectively committed to the interests of its employees, customers, suppliers and the community whilst delivering value to its shareholders.

This Code of Conduct (Our Code) has been designed to clearly explain the expectations for how CAR Group will conduct itself. It is expected that each person to whom this policy applies reads and acts in line with Our Code and holds themselves personally accountable for behaving lawfully and in line with our policies, behaviours and Our Code.

Our Code sets the expectations for standards of behaviour – everyone is responsible for bringing them to life every day.

### 2. Who does this policy apply to?

This policy applies to all CAR Group employees, directors, officers and contractors working for CAR Group or any of its subsidiaries globally.

### 3. When does this policy apply?

This policy applies to whenever a person is performing work or representing CAR Group, whether inside or outside of regular business hours. It is applicable in all dealings with customers, staff, competitors, shareholders, suppliers and other stakeholders of CAR Group.

### 4. Scope

Our Code brings together our organisational behaviours, policies, and legal requirements.

CAR Group's culture is more than a set of values. It's the foundation of how we operate, collaborate, and grow. It reflects who we are, how we show up for each other, and how we deliver on our purpose: to make buying and selling a great experience.

Our culture is defined by five core statements that guide behaviours and decision-making across CAR Group:

- **We think differently** – innovation is at our core. We challenge convention and seek better ways to do things.
- **We're passionate about what we do** – our energy and commitment drive us to deliver great outcomes.

- **We've got the courage to try new things** – we embrace experimentation and learn from failure.
- **We collaborate for growth** – we believe in the power of teamwork to unlock potential and scale impact.
- **We have fun, but we get it done** – we balance performance with enjoyment, creating a workplace that's both productive and energising.

These statements are embedded in leadership expectations, employee experiences, and strategic initiatives, ensuring that culture remains a living part of CAR Group's identity as it grows globally.

Our Code guides how we behave and ensures we align our behaviour to an agreed standard. It is expected that you will perform your duties in an honest, ethical and diligent manner, adhering with all company policies, procedures and guidelines. It is expected that you will always deal with each other, our customers, suppliers, competitors, shareholders and other stakeholders with honesty and respect.

Our policies ensure consistency in how we do business and guide us to act lawfully. In addition to Our Code, please ensure you read and are familiar with all the policies local to your place of work and applicable across CAR Group globally.

## 5. Standards of behaviour

At CAR Group, our standards of behaviour can be summarised as follows:

- We value diversity and act to embrace and respect diversity.
- Unlawful discrimination, harassment of any kind, victimisation, violence and any offensive conduct is not tolerated.
- We deal with everyone with honesty and respect.
- We perform our duties in an honest and diligent manner at all times, adhering to all local and global company policies, procedures and guidelines.
- You are responsible for the protection of all CAR Group property used in carrying out your responsibilities and for taking reasonable steps to prevent the theft or misuse of, or damage to such property.
- You must only use equipment, tools, materials, supplies and personnel of CAR Group for CAR Group legitimate business interests.

We respect and abide by all the laws that govern CAR Group both domestically and internationally and understand that ignorance is not an excuse. You are personally responsible for understanding which laws and regulations apply to you in your role. Ignorance of the law or a good intention does not excuse your obligation to comply.

Anyone found to have breached any law or regulation may face legal or disciplinary action, including termination. All actual or potential breaches must be reported immediately to a manager or People and Culture. If you are uncertain about the interpretation of any applicable law, regulation or requirement, contact your manager or the General Counsel.

## **6. Work, Health and Safety**

The safety, health and wellbeing of all employees, contractors and visitors is of paramount importance to CAR Group.

You are required to work in a safe manner at all times, observing safety precautions and procedures as outlined in your local Workplace Health and Safety Policy.

## **7. Business ethics**

CAR Group's reputation and credibility are based upon your total commitment to ethical business practices. To safeguard our reputation, you must act in accordance with the highest ethical standards.

CAR Group takes a zero-tolerance approach to bribery and corruption. It is required that everyone conduct business in a manner that is compliant with anti-bribery and anti-corruption laws in all relevant jurisdictions.

## **8. Gifts and entertainment**

It is acknowledged that, in the ordinary course of business, various offers of gifts or entertainment may be made by CAR Group personnel. Such actions often seek to reinforce current respectful business relationships and express admiration and gratitude for associates in the business sphere.

As a guide, you should not:

- Seek or procure a gift or entertainment;
- Accept any offer of cash, cash equivalent, gift or entertainment that is intended or may be objectively or subjectively perceived as intended to influence your behaviour in any way;

- Accept any gift or entertainment from a company or representative of a company that is currently subject to a tender or pending business opportunity;
- Accept any offer made to you that you believe was intended as a bribe or to influence your decision making;
- Accept any offer made to you that has a value greater than the limits outlined in section below.

The principles outlined above must always be adhered to, however, the following principles and considerations must also be adhered to in relation to other offers of gifts or entertainment:

- You should not accept a gift or entertainment offer with a value greater than or equal to your local country Gift Limit;
- You must report any gift or entertainment accepted or offered with a value greater than or equal to your local country Gift Limit in a business unit Gift Registry; and
- You must inform the giver of the gift or entertainment that the information will be recorded in the business unit Gift Registry.

It may be deemed suitable within the scope of your business operations to give a gift or entertainment. It is never ok to offer cash or cash equivalent to a third party or to offer gifts or entertainment to public officials.

You must ensure all offers of gifts or entertainment have business purposes and would not be perceived, objectively or subjectively, as otherwise. Any offer over the value of your local country Gift Limit must be approved by the People and Culture business partner and declared on in the Gift Registry.

## **9. Gift Registry**

Each business unit must maintain a Gift Register. Appropriate records (invoices, correspondence and supporting documentation) need to be kept.

## **10. Charitable donations and sponsorships**

Charitable gifts and sponsorships may be made on behalf of CAR Group with the approval of a member of the Global Executive Leadership Team.

Charitable gifts made by employees in the course of their employment (ie. Via payroll deduction), can be made to pre-approved charities only.

Any charitable donations should only be made where:

- The donation is compliant with local laws;
- The donation is compliant with the CAR Group Anti-Bribery and Corruption Policy;
- The donation serves the purpose of generating a social or community benefit;
- There is no intent, or perceivable intent, to gain an inappropriate or improper business advantage;
- The donation will go towards a legitimate charitable objective; and
- The recipient organisation has deductible gift recipient status (or local law equivalent).

CAR Group and personnel on behalf of CAR Group should only engage in sponsorship related activity where:

- The sponsorship is compliant with local laws;
- The sponsorship is compliant with the CAR Group Anti-Bribery and Corruption Policy and CAR Group' Code of Conduct;
- The sponsorship has a genuine business purpose and there is no intent to gain an inappropriate or improper business advantage.

Charitable donations and sponsorships cannot be made to:

- A Public Official;
- Any associate or close family member to a Public Official;
- A Political Party, a political representative of any kind of political campaign;
- Any associate or close family member to a political representative;
- A Government Authority;
- Any religious organisation that only services its members;

- Any organisation that discriminates on the basis of race, gender, ethnicity, marital status, identity, age, sexual orientation, disability or any other personal basis;
- Any organisation whose operations and activities do not align with CAR Group business ethics (as outlined in CAR Group' Code of Conduct); or
- Any organisation with which CAR Group has an active tender or business opportunity with.

CAR Group may provide monetary and/or non-monetary contributions (such as food, water, first aid supplies, along with company services and equipment) to a Non-Governmental Organisations (“NGOs”), Government or Politically Affiliated Entity, directly to victims and/or first responders. This assistance is only permissible when it is aimed at addressing humanitarian requirements arising from a globally recognised catastrophe or event. Examples of such catastrophes includes events like natural disasters and humanitarian disasters.

## **11. Conflict of Interest & Reputation**

You must protect and promote CAR Group's best interests, behave in accordance with our values and always protect and enhance our reputation.

You must avoid any circumstance where you might be perceived to have or be likely to have a conflict between the performance of your duties to CAR Group and your personal interest or that of others.

Any close personal relationship between CAR Group team members may constitute a conflict of interest so must be disclosed confidentially to a member of the People and Culture team. A close personal relationship could be a family member, partner or close friend.

Examples of conflicts of interest include the following:

- Awarding a contract for the supply of services to a family member, or hiring a family member into your direct team or reporting line;
- Serving as a director or consultant or employee for any enterprise that competes or seeks to compete with CAR Group (unless written consent is obtained from CAR Group's General Counsel);
- Serving as a director or consultant or employee for any enterprise that is or seeks to be a business partner with CAR Group (unless written consent is obtained from CAR Group's General Counsel);

- Maintaining any ownership interest in a business that competes (or seeks to compete) with or conducts business (or seeks to conduct business) with CAR Group that has not been disclosed in writing to and approved by CAR Group's General Counsel. An exception to this is ownership interests in publicly traded companies.

These examples are not exhaustive, and for the absence of doubt, a conflict of interest refers to a situation where you put your own individual interest or appear to put your own individual interests before those of CAR Group and/or its customers.

You are expected to act in a manner that protects and promotes CAR Group's best interest at all times. This means acting professionally and ethically when representing CAR Group and when working with each other. This extends beyond any CAR Group workplace to any meeting or function organised by CAR Group or meeting or function you attend as a CAR Group representative, wherever that may be.

## **12. Conflict of Interest Register**

Disclosed conflicts of interest, including actual, potential (conflict could arise) or perceived, must be recorded in a Conflict of Interest Register by the Legal team, along with a risk assessment of each conflict and procedures implemented to manage the conflict (e.g. segregation of duties, disposal of ownership interest, etc.)

## **13. Privacy and Confidentiality**

You must maintain the privacy of the information of CAR Group people, customers, partners, suppliers, contractors and potential employees. You must always protect this information from any unlawful disclosure and put safeguards in place to prevent any such unlawful access from occurring.

You must comply with applicable laws and company policies in relation to information that can, or could reasonably, be used to identify an individual (Personal Information). Notably:

- You must only access Personal Information where you have a legitimate CAR Group reason to do so;
- You must only share Personal Information with other people within the business who have a legitimate CAR Group reason to access it;
- Where you share Personal Information, you must share it using a secure method. Ask your manager or the legal team ([legal@carsales.com.au](mailto:legal@carsales.com.au)) if you are unsure; and

- If you are using Personal Information in a way that it has not previously been used by your team, you must ask the legal team (legal@carsales.com.au) first.

Please read CAR Group Privacy Compliance Policy for further information.

You have an obligation not to disclose or misuse CAR Group confidential information. This obligation continues after the period of your employment has finished in accordance with your employment contract or terms of service. You must not disclose ' confidential information to any person or make any use of any information, process, papers or documents to which you may have access without the express written authorisation of a senior executive of CAR Group.

Confidential information may include:

- Details of any client or customer of CAR Group and its subsidiaries;
- The number, nature or mix of products or services provided by any CAR Group business;
- Marketing or business plans, strategies or methods;
- Designs, inventions or formulae; and
- Techniques, procedures or methods devised by CAR Group or required to be used in the operation of our business, including training.

#### **14. Continuous Disclosure**

The Australian Stock Exchange requires that all listed companies disclose information which may have an impact on its share price. CAR Group will always meet this requirement and provide the mechanisms and training to managers and key personal to understand their obligations.

Please read CAR Group's Continuous Disclosure Policy available on the intranet for further information and if you are unsure about your continuous disclosure obligations, please contact the General Counsel.

#### **15. Adherence to this policy**

This Code provides a guide for ethical behaviour at CAR Group. It is not a legal document and does not override our policies and procedures or specific content in your contract of employment. Where there is any inconsistency, your contract of employment will prevail.

CAR Group is subject to laws in each jurisdiction in which it operates. We have a duty to comply with all of these laws, and in interpreting the law we will always endeavour to adopt a course which enhances



our reputation for integrity. Ignorance is no excuse, and you are ultimately responsible for understanding which laws and regulations apply to you and your role.

### **16. Raising concerns – *See Something? Say Something!***

At CAR Group we believe in fostering a workplace culture of open communication and transparency. We are committed to ensuring that all CAR Group team members have safe, reliable, and confidential ways of reporting suspicious activity, misconduct, or behaviour which does not align with our Code of Conduct or any other global or local workplace policy.

CAR Group's *See Something? Say Something!* policy outlines the avenues through which our team members (past and current), directors, contractors, customers, suppliers or other associates of CAR Group can raise matters, including anonymously. Matters raised under the *See Something? Say Something!* policy will be treated sensitively, and confidentiality will be maintained as much as possible within the constraints of needing to investigate the matter raised.

CAR Group's *See Something? Say Something!* policy is available on our [shareholder website](#).

#### **Document and Version Control**

<b>Version</b>	<b>Date</b>	<b>Approval</b>
8.0	June 2025	CAR Group Board of Directors