



Innovating Technologies for Life

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Policy Manual

CODE OF CONDUCT

INTRODUCTION

At ITL we conduct our business according to the highest standards of honesty, integrity, respect and fairness when dealing with employees, customers, suppliers, shareholders and the general public.

The Board of Directors requires that all of our employees also meet these high standards.

The Company takes seriously its obligations to comply with all Federal, State and Local Government laws and regulations, Common Law obligations and the highest ethical standards, and again requires all employees to do the same.

The following Code establishes the standards of behaviour that should be met by all employees. Where these standards are not met, then appropriate disciplinary action will be taken. In cases where the breach involves serious misconduct, this may result in instant dismissal.

In cases where a breach of the policy involves a breach of any law, then the relevant government authorities or the police will be notified.

ETHICAL STANDARDS AND CODE RULES

All Directors, employees and contractors acting on behalf of ITL are required to meet the following standards of ethical behaviour:

- Observe the rule and spirit of the Law and comply with the ethical and technical requirements of any relevant regulatory bodies;***
- Do not perpetrate, permit or fail to report violations of any federal, State or local government law or regulation;***
- Exercise due care and diligence in fulfilling duties and exercising authority;***
- Act in the best interests of the Company except where to do so contravenes any of the other ethical standards;***
- Ensure that you declare any conflict of interest between your role as an Officer of the Company and your involvement in an outside activity;***

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- ***while employed at ITL, to not accept any employment with another organisation that is a supplier or competitor of ITL, or any other employment that is in conflict with your position at ITL;***
- ***Be aware of ITL policies, procedures, rules, regulations and contracts and ensure that you comply with them;***
- ***Comply with all reasonable and legal instructions of managers;***
- ***Be honest and fair in dealings with customers, clients, co-workers, ITL management, shareholders and the general public;***
- ***Do not use ITL information or work time for private gain;***
- ***Do not solicit or accept gifts or benefits that are intended to cause you to act in a partial manner in the course of your duties;***
- ***Do not make any political donation or contribution without prior approval of the Board;***
- ***Do not engage in insider trading and only trade in ITL securities in accordance with ITL's Share Trading Policy;***
- ***Do not leak confidential company information to competitors, clients, customers or the media;***
- ***do not make any unauthorised statements to the media about ITL's business (requests for media statements should be referred to the Chief Executive Officer);***
- ***Treat all fellow employees, customers/clients and suppliers with courtesy and respect;***
- ***Do not engage in harassing or disrespectful behaviour towards other employees, customers, clients or suppliers;***
- ***Do not fight, yell or use foul language in the workplace;***
- ***Do not discriminate on the basis of irrelevant characteristics, such as gender, race, disability, pregnancy, age, marital status or sexual preference;***
- ***Ensure equal employment opportunities;***
- ***Do not use drugs or alcohol on the premises (with the exception of events where alcohol is provided by ITL) or come to work while affected by either;***
- ***Do not use the internet for personal use, except in accord with company policy;***
- ***Do not use the internet to access sexually explicit material;***
- ***Do not use email to send sexually explicit, suggestive, or harassing material;***
- ***Do not misappropriate ITL funds or property;***
- ***Do not misappropriate funds or property of customers or clients;***
- ***Ensure the highest standard of quality in products and services;***
- ***Maintain accounting records in accordance with Generally Accepted Accounting Principles and ITL's Financial and Accounting Policies;***

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- **Ensure that accounting records accurately and fairly reflect, in reasonable detail, the underlying transactions, assets and liabilities;**
 - **Do not falsify reports;**
 - **Do not breach copyright;**
 - **Always acknowledge other people's work and ideas;**
 - **Always put safety first and do your utmost to comply with health and safety requirements;**
 - **Ensure compliance with all environmental laws and standards.**

ADMINISTRATION

The Board of Directors is responsible for the regular review and updating of the Code of Conduct.

All breaches of the Code should be reported to your manager, the Chief Financial Officer or a Director. Information supplied will be treated confidentially during the process of investigating the alleged breach with the exception of legal breaches that must be reported. Those reporting breaches will not be in any way disadvantaged by such reporting unless it is done maliciously or without probable cause.

Breaches may result in disciplinary action and serious breaches may result in instant dismissal.

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