

Supplier Code of Conduct

Purpose

The purpose of this Supplier Code of Conduct (**Supplier Code**) is to clearly articulate Port Authority's expectations and requirements for all Suppliers, irrespective of the value or type of goods and services.

Our commitment

Port Authority upholds its objectives as a State-owned Corporation constituted by the [Ports and Maritime Administration Act 1995](#) (NSW) to provide safe, efficient, sustainable, socially responsible and world-class port and marine services.

Decision-making and behaviour are guided by Port Authority's values of being caring, collaborative, accountable, safe and working with integrity at all times for a successful and sustainable future, underpinning our purpose of keeping the ports of NSW safe, efficient and open to the world.

Port Authority seeks to engage in business with other like-minded persons and entities that share the same principles and values as Port Authority. Port Authority requires its Suppliers to comply with all applicable laws and, in all cases, to meet the standards and principles set out below. Compliance with such laws, standards and principles is a material consideration for Port Authority in assessing every aspect of our Supplier relationships. Non-compliance with this Supplier Code could lead to termination of contracts, loss of future work and reputation and investigation for corruption or criminal offences.

Definitions

For this Supplier Code:

Human Rights means the principles enshrined in the [United Nations Declaration of Human Rights](#), the [International Covenant on Civil and Political Rights](#), the [International Covenant on Economic, Social and Cultural Rights](#) and the International Labour Organization's (ILO) [Declaration on Fundamental Principles and Rights at Work](#).

Port Authority means the Newcastle Port Corporation trading as Port Authority of New South Wales.

Related Entities means parent entities, subsidiaries or affiliate entities.

Second Tier Suppliers are suppliers that provide goods and services to Port Authority's Suppliers (as defined below).

Suppliers means all third-party suppliers, consultants, business partners and contractors engaged to supply goods or services to or on behalf of Port Authority.

Scope

Port Authority requires that its Suppliers comply with, and ensure their employees, contractors, consultants and Second Tier Suppliers are advised of and comply with, this Supplier Code.

Principles

Port Authority aims to embed sustainability across our organisation and this Supplier Code defines how we choose to do business. Port Authority interacts with our Suppliers to ensure mutual commitment in achieving and maintaining improved environmental, social and ethical outcomes.

Port Authority expects its Suppliers to act at all times in an ethical manner by conducting themselves professionally and consistently with Port Authority values.

Diversity and Inclusion

As set out in our Employee Diversity and Inclusion Policy, Port Authority values diversity and inclusion and strives to achieve and maintain diversity and inclusion in our workplace.

Suppliers must have processes or practices in place to ensure they do not discriminate on the basis of race, colour, religion, national or ethnic origin, immigration status, gender, pregnancy, marital status, breastfeeding, age, disability, or sexual orientation, gender identity or intersex status. Such discrimination will not be tolerated by Port Authority.

Port Authority promotes equality of opportunity and treatment for all, to ensure the elimination of all unlawful discrimination throughout our activities and undertakings and expects that Suppliers do the same.

Port Authority respects the importance of the culture, heritage, and traditional rights of First Nations people and requires its Suppliers to do the same.

Port Authority encourages supplier diversity and local impact including engagement with First Nations businesses, social enterprises, and local SMEs.

Anti-Bribery, Corruption and Ethical Business Practices

Port Authority strives to maintain the trust and acceptance of our consumers and communities throughout our operations by considering the interests of the communities in which we operate and being mindful of our responsibility towards regional and urban precinct development.

Where a supplier is engaged by Port Authority, and acts for or on behalf of, or in the place of Port Authority, the conduct of the supplier falls under the remit of the ICAC, and suppliers are therefore expected to act in a manner that enhances public trust and confidence in Port Authority.

Suppliers must have processes or practices in place to ensure they adhere to the highest standard of moral and ethical conduct within an established corporate governance framework. Suppliers must respect local laws relating to bribery, corruption, money laundering, fraud or similar activities of Australia (including, where relevant, the [Fair Work Amendment \(Corrupting Benefits\) Act 2017](#) (Cth) and the [Australian Criminal Code Act 1995](#) (Cth)) and not engage in any form of 'Corrupt Conduct' (as defined in the [Independent Commission Against Corruption Act 1988](#) (NSW)), including fraud, bribery, tax evasion or similar or related activities.

Suppliers must seek to identify and report any perceived or real conflicts of interest. A conflict can arise when a person's business and private interests intersect. For example, where a Supplier's relative works for Port Authority, or an employee of Port Authority knows a director of the Supplier's company from university or plays a team sport with them.

Suppliers should not offer or provide financial or non-financial benefits to Port Authority employees or contractors, including gifts or hospitality that could reasonably be perceived as inducing or influencing any decision making or potential decision making.

It is unacceptable for any Supplier (or their employees or agents) to be involved or implicated in bribery or any other corrupt practices.

Suppliers must comply with all applicable laws, codes and regulations wherever they operate, and; promptly notify Port Authority of any significant criminal or civil legal actions brought against them; and promptly notify Port Authority of any fines or administrative sanctions brought against them which relate in any way to the requirements set out in this Code.

Suppliers must ensure, if required by law, that they have legally compliant whistleblowing procedures and that whistleblowers are protected from victimisation.

Health and Safety, including Safe Working Conditions and Fair Wages/Compensation

Port Authority's aim is to provide a safe and efficient workplace with zero injuries to staff, contractors, visitors and the general public. We expect our suppliers to take accountability and responsibility for managing health and safety risk.

Port Authority is committed to protecting the health, safety and wellbeing of its employees, contractors and visitors in the workplace, when carrying out its activities and undertakings.

Port Authority requires that its Suppliers strictly adhere to all relevant Australian health and safety and workplace laws including the [Work Health and Safety Act 2011](#) (NSW) and the [Work Health and Safety Regulation 2017 \(NSW\)](#) and strive to create a safe working environment for their employees and anyone else affected by their operations. Suppliers will ensure the following:-

- compliance with all relevant local and international laws and regulations with regard to health and safety
- compliance with Port Authority's specific requirements, policies and procedures
- a written health and safety policy or equivalent document that employees are aware of and understand
- Implemented health and safety management system appropriate for the supplier's operations
- monitoring of performance targets to manage the health and safety risks of the supplier's operations
- development of best practice, innovative and leading-edge solutions to eliminate health and safety risks
- continuous improvement of the health and safety management system

International Suppliers must also ensure their employees are paid at least the minimum wage required by local law or the prevailing industry wage - when available, whichever is higher - and must provide all legally mandated benefits for that region or country.

Port Authority will not accept and strives to eliminate any form of bullying or harassment and holds its Suppliers accountable for work standards and conduct. Suppliers must not engage in or support the use of corporal punishment, threats of violence or other forms of mental or physical coercion.

Human Rights and Modern Slavery

Port Authority is opposed to and will oppose all forms of modern slavery, including forced or compulsory labour, trafficking in persons, debt bondage and child labour, both within its activities and undertakings, and within its supply chain.

Port Authority relies on a capable and committed workforce to deliver our day-to-day services. We recognise the importance of establishing and maintaining an ethical culture and protecting internationally recognised labour and human rights of our suppliers.

Port Authority is committed to taking reasonable steps to prevent, mitigate and address risks of modern slavery practices in Port Authority's operations and supply chains and meet our obligations under Australian legislation including conducting due diligence when procuring goods and services.

Port Authority is also committed to ongoing improvement in its management of modern slavery risks.

Port Authority requires its Suppliers to respect Human Rights and ensure that they are not complicit in Human Rights abuses.

Suppliers must not engage or be complicit in any practices of modern slavery, including the use of forced labour, whether in the form of prison labour, indentured labour, bonded labour or otherwise. No-one should be made to work through force or intimidation of any form.

Suppliers who employ migrant workers shall ensure they have exactly the same entitlements as local employees. Any commissions and other fees in connection with employment of migrant workers must be covered by the employer. The employer must not require the employee to submit their original identification documents for holding by the employer. Deposits are not allowed. Workers engaged by a Supplier through an agent or contractor of the Supplier are the responsibility of the Supplier and the Supplier is responsible for ensuring fair work conditions are provided.

Where applicable, Suppliers may be asked by Port Authority to provide their modern slavery statement

as required under the [Modern Slavery Act 2018](#) (Cth).

Sustainability

Port Authority is committed to improving social and environmental outcomes in and around our ports, while delivering economic prosperity for the state of New South Wales through facilitating shipping, tourism and trade.

We expect Suppliers to: proactively identify, understand and actively work towards avoiding, minimising and mitigating their associated environmental and social impacts; protect and enhance natural environments where they operate; and ensure robust governance and integrity standards.

Suppliers are expected to support Port Authority's [Sustainability Framework](#) in all areas relevant to the goods or services being supplied and are encouraged to maintain and strengthen their internal sustainability goals, objectives and planning.

As a minimum, Suppliers should have an Environmental or Sustainability Policy or similar which ensures the Supplier complies with all applicable environmental laws and continually strive to improve their sustainability performance to minimise the environmental and social impact of their operations.

Suppliers are encouraged to measure and commit to reductions in greenhouse gas emissions, at least meeting NSW, Australian and/or international commitments and frameworks, and to work collaboratively with Port Authority to reduce our Scope 3 (value chain) greenhouse gas emissions.

Suppliers are also encouraged to understand and have policies and plans in place to address those sustainability topics material to their organisation.

Confidentiality and Information Protection

Information provided by or collected from Port Authority is provided to Suppliers on a confidential basis, unless otherwise explicitly indicated. In return, Port Authority commits to maintaining and protecting the confidentiality of any Supplier information (with the exception of any information provision required under legislation).

Suppliers are required to maintain the confidentiality of Port Authority's information at all times and are required to seek permission before sharing or providing Port Authority's information or details of their work for Port Authority with third parties, including any Second Tier Suppliers. When requesting Port Authority information, Suppliers must declare why this information is required and its intended usage.

Under some circumstances, an additional Confidentiality Deed may be required from Suppliers; the absence of such a deed does not invalidate the requirement for confidentiality under this Supplier Code of Conduct.

Suppliers who collect, use or otherwise have access to personal information as defined in the [Privacy and Personal Information Protection Act 1998](#) (NSW) in the course of their work for Port Authority are obliged to comply with the [Principles of the Act](#) and Port Authority's [Privacy Framework](#) including having vigorous and appropriate security in place to protect personal and any confidential information. Port Authority does not permit Suppliers gathering additional personal or sensitive information for their own purposes; At the conclusion of the work Suppliers are to hand over all such records and expunge those records from their systems.

Suppliers should assess risk to their organisation, and how that risk may impact the handling of Port Authority data (including personal data) or access to Port Authority systems and data, on a regular and ongoing basis

Suppliers are expected to:-

- comply with relevant legislation on cyber security and notify Port Authority immediately of any non-compliance, including acknowledging Port Authority's obligations under the Security of Critical Infrastructure Act (2015) (cth);

- maintain all appropriate data protection, information security and cybersecurity policies, and update them regularly;
- monitor compliance with those legislative obligations and policies on a continuous basis, and ensure that any remedial action is taken promptly;
- provide Port Authority with annual security attestations and compliance reports as requested;
- immediately notify Port Authority should there be a confirmed *or suspected* data or security breach of the Supplier's information systems (including hard copy) irrespective of whether the cause is omission, error or malicious action, and:
- when required to do so, put in place such remedial measures as may be required by Port Authority.

Security

Cyber Security Requirements

Port Authority of New South Wales has certain obligations under the *Security of Critical Infrastructure Act 2018* (Cth) (**SOCI Act**). As such, Suppliers are expected to demonstrate a strong cyber security governance and culture and may be required to subject to additional requirements as a result. Suppliers are expected to:

- Comply with all applicable cyber security laws, regulations, and standards relevant to the scope of their engagement.
- Maintain an effective information security management system addressing preventive, detective, and corrective controls. This includes, but is not limited to, malware protection, data encryption, vulnerability management, patching, and network security controls. Suppliers must:
 - apply documented technical and procedural controls commensurate with the classification of Port Authority's data being accessed or systems being affected by the Supplier's services to Port Authority, including segregation of Port Authority data from other client data.
 - undertake appropriate personnel background checks and provide security awareness training for relevant personnel (as specified by Port Authority, or otherwise proportionally in alignment with the sensitivity of information and systems accessed in undertaking its services to Port Authority).
- Enable risk assessments by providing Port Authority with supporting information on its implemented and planned cyber security measures, at onboarding and at regular intervals (subject to any requirements in the relevant services contract between Port Authority and the Supplier) .
- Participate in routine audits and technical assessments ("right to audit" clauses) to verify compliance with contractual and legislative cyber security obligations. Suppliers must promptly, and within the earlier of 24 hours or the period specified in any contract with Port Authority, notify Port Authority of any actual or suspected cyber security incidents affecting Port Authority information, services, or ICT infrastructure, in accordance with standard reporting protocols. Full transparency is expected from Suppliers regarding any cyber security weaknesses, incidents, or breaches, including disclosure of mitigation plans and remediation activities.
- To acknowledge their security posture may be used to determine suitability for supply to Port Authority. This may include completion of detailed security and systems questionnaires, third party audits and penetration testing. Suppliers acknowledge access to Port Authority systems will only be granted on compliance with our security requirements. These requirements are determined on the scope of the Supplier's engagement, including not limited to personal identifiable accounts, data storage locations, secure VPN access only, demonstrable security

protections on connected devices, zero trust principles, accounts/accesses locked until needed and minimum encryption standards.

Physical Security Requirements

Suppliers must comply with physical security obligations to assist Port Authority in meeting its obligations under the SOCI Act and the Maritime Transport Offshore Transport Facilities Security Act 2003 (MTOFSA).

This includes measures to prevent unauthorised access, damage, or interference with critical infrastructure assets.

Community and Stakeholder engagement

Port Authority is committed to developing effective working relationships with the community and stakeholders across all stages of a project lifecycle, from planning through to construction, maintenance and operations.

We seek to work with suppliers who align with our values and behaviours, which include:

- being open and honest
- providing accurate and timely information
- listening to and responding to the opinions of community and stakeholder representatives
- providing feedback to the community and stakeholders on how their input was addressed in the decision- making process
- learning from past community and stakeholder engagement experiences, and continuing to improve performance

Our Expectations

- Supplier compliance with all relevant Port Authority policies and procedures for community and stakeholder engagement and reputation management
- Community and stakeholder engagement plans, appropriate for the project, that include community, stakeholder and reputation KPIs
- Appropriate systems to monitor community and stakeholder engagement, and evaluate their success against KPIs
- Availability of appropriately experienced communications and engagement resources, including senior oversight
- An effective training and competency program that ensures supplier personnel have expertise to deliver effective community and stakeholder engagement, and are aware of their responsibilities to Port Authority and its stakeholders

Breaches of this Supplier Code

Suppliers must comply with this Supplier Code at all times, monitor compliance, notify Port Authority of any breaches and take reasonable steps to address, remedy and prevent reoccurrence of any breach of the Supplier Code principles.

Port Authority reserves the right to undertake due diligence and/or risk assessments to verify compliance with this Supplier Code and it expects its Suppliers to cooperate and provide supporting evidence as it may reasonably require, to monitor and review their compliance.

For community members, breaches of this Supplier Code should be reported in accordance with Port

Authority's Complaints Response Procedure www.portauthoritynsw.com.au/community/community-complaints-procedure/

Suppliers who are concerned about any conduct that could involve fraud, corrupt conduct, maladministration, or serious and substantial waste of public funds can report via one of these external channels:

- Maladministration – [NSW Ombudsman](#)
- Serious and substantial waste – [NSW Audit Office](#)
- Corrupt conduct – [Independent Commission Against Corruption \(ICAC\)](#)

Suppliers should also note that Port Authority employees also have access to an internal reporting system for reporting wrongdoing without fear of reprisal, under the [Public Interest Disclosures Reporting Policy](#).

Further Information

This Supplier Code of Conduct should be read in conjunction with:

- Port Authority's [Code of Conduct](#): the general business ethics and standards of professional behaviour applicable to directors, employees and contractors of Port Authority.
- Port Authority's Fraud and Corruption Policy
- Port Authority [Business Ethics Statement](#).

Approval and Review

This Policy has been approved by the Board of the Port Authority of New South Wales.

The Policy Owner is responsible for ensuring:

- This policy is updated every 24 months or as necessary; and
- Compliance to policy is achieved.

Version Control

The Document Owner will review this Policy every two years, in consultation with relevant stakeholders.

The next date for review is 8/09/2027

Document History

Version	Document Control	Name	Role	Date
0.1	Drafts	Guy Elliott	Senior Manager Procurement	26/08/2025
1.0	Approval		Board of the Port Authority of New South Wales	08/09/2027