

## Code of Ethics

### 1. Purpose and Scope

**1.1** This Code of Ethics sets out the ethical standards and professional conduct expected of all people engaged by Winston Gordon Advisory (WGA), including directors, employees, contractors, and associates (collectively, “Personnel”).

**1.2** The purpose of this Code is to:

- Promote integrity, transparency, and accountability in all WGA activities.
- Ensure that any engagement with government, public entities, or political processes meets public expectations of honesty and fairness.
- Protect the reputation of WGA, its clients, and the broader public interest.

**1.3** This Code applies to all work undertaken by WGA, including but not limited to:

- strategic and policy advisory services,
- stakeholder engagement,
- public affairs,
- issues management, and
- any activity that could reasonably be perceived as lobbying or advocacy on behalf of clients.

**1.4** Compliance with this Code is a condition of engagement with WGA. Breaches may result in disciplinary action, up to and including termination of engagement and, where appropriate, reporting to relevant authorities.

### 2. Core Ethical Principles

#### 2.1 Integrity

Personnel must act honestly and in good faith, avoiding conduct that is corrupt, misleading, deceptive, or otherwise unlawful.

#### 2.2 Transparency

Personnel must be open about who they represent, the purpose of any communication, and any relevant interests that could reasonably be seen to influence their work.

#### 2.3 Accountability

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Personnel are individually responsible for complying with this Code, relevant laws, and WGA policies, and must be prepared to account for their decisions and actions.

### **2.4 Lawfulness**

All activities must comply with applicable legislation, regulations, and government codes, including lobbying, anti-corruption, electoral, privacy, and record-keeping requirements.

### **2.5 Respect and Professionalism**

Personnel must treat clients, officials, counterparties, and colleagues with courtesy, respect, and fairness, and must not engage in bullying, harassment, discrimination, or intimidation.

### **2.6 Public Interest**

Where WGA engages with government decision-making or public policy, Personnel must act in a manner that supports trust in democratic institutions and does not undermine public confidence in government processes.

## **3. Conflicts of Interest**

**3.1** Personnel must avoid situations in which their personal, financial, or other interests conflict, or could reasonably be perceived to conflict, with the interests of WGA, its clients, or the public interest.

**3.2** Actual, potential, or perceived conflicts must be disclosed promptly to WGA leadership. WGA will determine appropriate management, which may include:

- Declining or ceasing an engagement.
- Reassignment of responsibilities.
- Implementing information barriers.

**3.3** Personnel must not represent conflicting or competing interests without the informed consent of all parties whose interests are involved and with explicit approval from WGA leadership.

**3.4** Political roles, party positions, or campaign activities held by Personnel must be declared to WGA and kept strictly separate from any work performed for WGA or its clients.

## **4. Integrity of Information and Communications**

**4.1** Personnel must use all reasonable endeavours to ensure that any information or advice provided to clients, government representatives, or the public is accurate, not misleading, and presented in good faith.

**4.2** Personnel must not knowingly:

- Make false, exaggerated, or misleading statements.
- Withhold material information where doing so would render a statement misleading.
- Misrepresent the nature or extent of their access to decision-makers or institutions.

**4.3** If material errors or omissions are identified in information previously provided by WGA, Personnel must take reasonable steps to correct the record at the earliest opportunity.

**4.4** Communications must be conducted professionally, with appropriate records retained of material representations, advice, and decisions.

## **5. Engagement with Government and Public Officials**

**5.1** Where WGA or its Personnel engage with Australian Government or state/territory officials in circumstances that fall within lobbying or advocacy frameworks, they must comply with all relevant lobbyist codes and registration requirements.

**5.2** In any meeting or communication with a government representative, Personnel must clearly disclose:

- That they act on behalf of WGA.
- The identity of the client(s) whose interests they represent.
- The nature and purpose of the matter to be discussed.

**5.3** Personnel must not:

- Seek to arrange or participate in lobbying activities where registration is required but has not occurred.
- Engage in any corrupt, dishonest, or unlawful conduct in connection with lobbying or advocacy.
- Offer or imply any benefit, gift, or inducement intended to improperly influence a public official.

**5.4** Where applicable, Personnel must check that WGA or any third-party lobbyist engaged is properly registered before engaging in regulated lobbying activities, and must respect any “cooling-off” periods or post-separation employment restrictions that apply to former officials.

**5.5** All substantive contacts with public officials relating to policy, regulatory, procurement, or funding matters should be documented in an internal record, including date, participants, subject matter, and disclosures made.

## **6. Client Relationships and Confidentiality**

**6.1** WGA will only accept clients and assignments that it can service competently and ethically, and which do not require or imply any breach of this Code or applicable law.

**6.2** Personnel must:

- Protect confidential information obtained in the course of working with clients.
- Use such information solely for the purposes for which it was provided.
- Not disclose confidential information unless required by law or authorised by the client.

**6.3** Engagement terms, including scope, fees, and key assumptions, must be clearly agreed in writing. WGA does not enter into arrangements where payment is contingent on a specific government decision or outcome that would be likely to undermine integrity or public confidence.

**6.4** If a client requests conduct that would breach this Code or applicable laws, WGA will:

- Refuse to undertake the requested conduct.
- Where necessary, terminate the engagement.

**6.5** Personnel must avoid making promises to clients about the outcome of government decisions or the exercise of public powers, and must not claim special or improper influence over public officials.

## **7. Gifts, Benefits, and Hospitality**

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**7.1** Personnel must not offer, solicit, or accept any gift, benefit, or hospitality that could reasonably be perceived as intended to influence, or as likely to influence, their impartiality, the impartiality of a public official, or the conduct of WGA's business.

**7.2** Modest and proportionate hospitality (for example, light refreshments or working-meal meetings) may be acceptable where it is clearly incidental to a legitimate professional interaction and complies with any applicable government or institutional rules.

**7.3** WGA will maintain an internal register of reportable gifts and benefits received or provided by Personnel above a threshold determined by WGA from time to time. Personnel must record such items promptly.

**7.4** Any doubt about whether a proposed gift, benefit, or hospitality is appropriate must be resolved conservatively and referred to WGA leadership or the Ethics Officer for guidance.

## **8. Political Activity and Donations**

**8.1** Personnel have the same rights as any other citizen to engage in lawful political activity in a personal capacity, but such activity must:

- Be kept strictly separate from WGA business.
- Not use WGA resources or confidential information.
- Not be represented as endorsed by WGA unless explicitly approved.

**8.2** WGA will comply with applicable electoral and donation laws in all jurisdictions in which it operates. Any political donations or significant political fundraising activities undertaken by or on behalf of WGA will be:

- Lawful and properly recorded.
- Transparent internally and consistent with the firm's values and risk appetite.

**8.3** Where donations or political relationships could reasonably be perceived to impact WGA's work on a particular matter, WGA will assess and, if necessary, disclose or manage the conflict in line with section 3 of this Code.

## **9. Record-Keeping, Privacy, and Information Security**

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**9.1** WGA will maintain records necessary to demonstrate compliance with this Code, contractual obligations, and relevant laws, including: engagement letters, key advice, contact with public officials, disclosures, and conflict-management decisions.

**9.2** Records will be retained for at least the minimum period required by law or internal policy, and in a manner that preserves confidentiality and integrity.

**9.3** Personnel must comply with applicable privacy and data-protection laws and WGA's information-security policies when collecting, storing, using, or disclosing personal information.

**9.4** Electronic and physical information must be safeguarded against unauthorised access, alteration, or loss through appropriate technical and procedural controls.

## **10. Compliance, Reporting, and Enforcement**

**10.1** WGA will designate an Ethics Officer (or equivalent function) responsible for:

- Promoting awareness and understanding of this Code.
- Providing guidance to Personnel on ethical issues.
- Overseeing the handling of alleged breaches.

**10.2** Personnel must promptly report any suspected breach of this Code, or of relevant laws or government codes, through established internal channels. Reports may be made confidentially, and WGA will protect, to the extent reasonably possible, individuals who raise concerns in good faith from victimisation or retaliation.

**10.3** Alleged breaches will be assessed and, where appropriate, investigated.

Outcomes may include:

- No action, where allegations are not substantiated.
- Guidance, training, or process improvements.
- Formal warnings, changes in role, or termination of engagement.
- Notification to clients, regulators, or law-enforcement agencies where required or appropriate.

**10.4** WGA will cooperate with lawful inquiries and audits by relevant authorities and will take remedial action where non-compliance is identified.

## **11. Training and Continuous Improvement**

**11.1** All Personnel must receive induction training on this Code and relevant legal and regulatory requirements, and periodic refresher training appropriate to their role.

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**11.2** WGA will review this Code at regular intervals, and whenever there are material changes to relevant laws, government codes, or best-practice standards, to ensure it remains current and effective.

**11.3** Personnel are encouraged to propose improvements to this Code and to WGA's related policies and procedures. Constructive feedback will form part of WGA's commitment to continuous improvement in ethical practice.