

APPROVED BY THE BOARD: FEBRUARY 2025



# Our Code of Conduct and Ethics

**He waka kotahi tātou**  
Uniting together to do what's right



# A MESSAGE FROM GREG

We are an iconic New Zealand business committed to enriching our country by connecting New Zealanders to each other and New Zealand to the world. Under Kia Mau, we each have a role in achieving our ambition of being the airline Kiwis are proud to call their own.

Let's all take pride in working for this uniquely Kiwi organisation and together commit to doing what's right.

Our Code of Conduct and Ethics alongside our company values reflects the way we do things here, and is a guide to how we should behave and for the daily decisions we make. Be honest, act with integrity, transparency and mutual respect.

It is absolutely essential that all Air New Zealanders read, understand and live by this Code. Apply the principles to the work you do every day and speak up if you have concerns about any behaviour you feel is in breach of this Code.

Ngā mihi,



**Greg Foran**  
Chief Executive Officer



# ABOUT OUR CODE OF CONDUCT AND ETHICS

## The Code applies to all of us

This Code brings together all of our policy principles to set out what we expect from every person working for, and with Air New Zealand, regardless of location – including our executives, employees of the Air New Zealand group, subsidiaries, directors, contract workers or agents who provide services on our behalf.

We also expect our suppliers and business partners to uphold equally high standards, and abide by our Supplier Code of Conduct.

The Code provides guidance on standards of integrity and business conduct which we should all proudly uphold. It doesn't attempt to address every situation where we might need to make a decision about what is right, but it guides us with our principles, directs us on who we can consult and encourages us to speak up if we still have concerns.

Air New Zealand has specific policies and standards that apply globally, geographically or to certain business areas. Take the time to understand the policies that are referred to in this Code and how they apply to you in your role.

You are encouraged to seek help if you have a question or are unsure about the right course of action. Your manager and our People and the Enterprise Risk teams are available to help you.

## Complying with the Law

The airline industry is highly regulated in all countries where we operate. Without exception, Air New Zealand is committed to complying with the law. This includes all applicable laws, rules and regulations where we operate, including export control, sanctions and customs, competition and anti-money laundering laws.

Our Code reinforces our commitment to both the letter and spirit of our legal requirements and our policies. It cannot set out all laws, regulations and other legal requirements of all jurisdictions we operate in.

Make sure you are familiar with the laws and regulations that apply where you work. If there is a difference between a local legal requirement and our Code, apply the most stringent standard. If in doubt, contact your manager or our Legal team.

***We need all Air New Zealanders to read, understand and live by this Code.***

## Abiding by our Code

### Agreement to abide by the Code

*All Air New Zealanders must acknowledge that they've read, understood and agree to abide by the Code. We are required to do this when we are hired and must renew this commitment annually by completing Code of Conduct and Ethics refresh training.*

### Consequences of non-compliance

*Our Code represents our commitment to do the right thing, including respecting the rights of others. As an Air New Zealander, you agree to uphold this commitment. If you don't, you could put yourself, your colleagues and Air New Zealand at risk.*

*Our Just Culture philosophy promotes open reporting, process improvement and prevention measures, rather than on blame or punitive action.*

*However, a failure to follow this Code may be misconduct, which could result in disciplinary action and even dismissal. Breaches of law may also result in civil or criminal penalties.*

## Your Compliance Responsibilities

**As an Air New Zealander you must:**

- Understand and comply with the Code
- Complete mandatory annual refresh training on your obligations under the Code; and
- Immediately report any non-compliance with the Code.

**If you are a leader, you must also:**

- Enforce the Code consistently for all your team members and role model expected behaviour.
- Prioritise our ethics over business objectives wherever there is a conflict.
- Support appropriate business conduct, ethical behaviours and compliance activities.
- Make sure appropriate controls are in place and communicated to your team.
- Never cover up or ignore any actual or potential business conduct or ethical problem; address the matter immediately and seek guidance if necessary.
- Encourage your team members to ask questions and raise any conduct or ethical concerns by speaking up. Make sure that no one is treated unfairly as a result of speaking up.
- Deal with concerns when they are raised.

## Commit to doing what’s RIGHT

*When making difficult business decisions or entering into commitments, you can use the following tests to see if they raise any red flags. If you are not comfortable with any of your answers below, DON’T do it. Our ethics guide us on what is the right thing to do.*

- Does it align with our Business Principles?
- Does it involve any kind of dishonesty?
- Is this legal and ethical? Even if it’s legal, is it the right thing to do?
- Does it comply with our policies and approved procedures?
- Who would benefit from this?
- Could I explain or defend it if it appears in the media?
- Could I explain it to family, friends and colleagues?
- Could anyone be harmed?
- Could there be any possible unintended consequences?

If are still unsure or have identified a red flag, seek help with your manager, HR Business Partner, Enterprise Risk or the General Counsel and Company Secretary.

## Human Rights Protection

As part of our commitment to our communities expressed in our Slavery and Human Trafficking Position Statement, we will not tolerate any form of forced or compulsory labour, including human trafficking, slavery, torture, cruelty, inhuman or degrading treatment or other violation of human rights in any part of our business or in our supply chain.

**What this means for you:**

- Respect the human rights of your colleagues, customers, and the communities you interact with.
- Report any human rights concerns through the designated channels.

## Speak Up

Speaking up to protect our colleagues and our airline against anything illegal or unethical is fundamental to our culture. It shows that we care and that we have the courage to do the right thing. Even small things can make a big difference - **SPEAK UP.**

**Whatever your concern, don’t wait until it becomes a serious problem.**

If you see behaviour at work that you feel may breach this Code, seems illegal or unethical, or is an abuse of our systems, processes or policies, you must report it, even if you only suspect it. Our Just Culture policy and procedures support a fair and confidential process. This could be bullying or harassment, conflicts of interest, danger to the health and safety of team members or customers, bribery or corruption, theft or fraud, price fixing or a breach of data privacy.

Also hold your colleagues accountable for behaving ethically and for following this Code.

**For safety-related incidents or issues, continue to use our safety reporting process as a first priority.**

**There are three ways to speak up:**

- **Report it to your Manager**  
You’re encouraged to discuss any concerns with your manager or your manager’s manager.
- **Report it to your People team**  
If it’s not appropriate, or if you are not comfortable discussing the issue with your manager, you should discuss it with your HR Business Partner (ask your manager if you don’t know who yours is).
- **Report it confidentially using the Speak Up line**  
You may want to report your concern to someone who is independent from the situation. Search Speak Up on the intranet to find the phone numbers, or form to make a report online.

## Our promise of non-retaliation

Air New Zealand has a non-retaliation policy when a genuine concern is reported. This means that no action will be taken against you, and you will be protected against any form of harassment if you report concerns in good faith, even if proven not to result in a breach.

**Escalate to the Leadership Squad any contract or project which you think may involve potentially unethical activities or sensitive industries e.g. concerns around human trafficking, terrorism, child labour, mining, nuclear, biological or chemical weapons.**



# OUR BUSINESS PRINCIPLES

## Our Business Principles are at the heart of our Code of Conduct and Ethics.

They form the foundation of how our Company does business everywhere we operate, and reflect the commitments we make to our people, our business partners, shareholders and stakeholders.

Our Business Principles have been enriched through the power of four whakataukī gifted to Air New Zealand. These whakataukī hold a significance far beyond direct translations—they are meaningful indigenous proverbs with wider interpretations, each carrying its unique whakapapa and deep roots in tribal narratives. Together, they embody and amplify the essence of our enduring company values

**Treat people fairly and with respect**  
*Ko Aotearoa e ngunguru nei*

**Operate safely, responsibly and reliably**  
*He toa takitini*

**Act with integrity, honesty and transparency**  
*Whāia te iti kahurangi*

**Protect our people, property and information**  
*Ko au ko koe, ko koe ko au*

**Comply with the Law**  
*Toitū te Tikanga Māori*

# Our Business Principles apply to the Company as they apply to you. This is how the Company will apply the Principles.

## Operate safely, responsibly and reliably

- We will protect the health, wellbeing, safety and security of our customers, Air New Zealanders and the communities in which we operate.
- We will not tolerate anyone being affected by alcohol or other drugs in the workplace.
- We will operate our business with discipline and excellence to ensure sustainability, safety, resilience and effectiveness.
- We acknowledge the impact of our operations on the environment and the communities that rely on it.
- We will remain committed to addressing our emissions, reducing waste, and supporting our people, communities, country and planet for future generations to come.

## Protect our people, property and information

- We will base our investment decisions and business relationships on objective criteria from objective and complete due diligence information.
- We will not commit to expenditure without appropriate authorisation.
- We will only spend company money where there is a legitimate business need and where the cost is worth the benefit.
- We will take into account social, ethical and environmental considerations in our procurement and supply chain decisions.
- We will secure and safeguard our confidential and sensitive information from improper disclosure to prevent harm to Air New Zealand, our people, stakeholders, customers or suppliers who have trusted us with their information.
- We will protect and safeguard our brand, property, intellectual property and financial assets.
- We will respect people's legal rights to privacy and the confidentiality of personal information.

## Treat people fairly and with respect

- We will not tolerate any form of discrimination, harassment or bullying.
- We will treat people fairly, with dignity and will pursue equality of opportunity and inclusion through our labour policies and practices.
- We value diversity of people and thought.
- We will recruit, select and develop our people on merit – irrespective of age, race, colour, origin, gender, religious beliefs, disability, family or marital status, sexual orientation, political opinion or other prohibited grounds.
- We will perform at our best, demonstrating professionalism, living our values and operating with acute customer focus at all times. We will proactively address under-performance.
- We will work in good faith, within the appropriate legal framework, with trade unions and other bodies that our people collectively choose to represent them.
- We trust each other to deliver on our commitments and obligations, and value collaboration as the best means of working together to achieve superior outcomes.
- We will empower our people to enhance their personal potential by offering satisfying and challenging work and career opportunities, investing in development and personal growth.
- We will reward and recognise our people for work which contributes to our mission to supercharge New Zealand's success, and for demonstrating the right behaviours that reflect our values.
- We will respect people's lives outside of work, balancing life activities, and valuing their contribution to society.
- We will not tolerate modern slavery practices of any kind, including forced labour, human trafficking, debt bondage and child labour.

## Act with integrity, honesty and transparency

- We will conduct our business with proper regard for ethical business practices in all communities in which we operate.
- We will not tolerate any form of forced or compulsory labour, including human trafficking, slavery, torture, cruelty, inhuman or degrading treatment or other violation of human rights in any part of our business or in our supply chain.
- We will avoid any activity or contracts that may lead to, or suggest, a conflict of interest between personal activities and Air New Zealand.
- We will build trust through integrity, transparency, honesty and objectivity in our business dealings and relationships.
- We will use business resources in the best interest of Air New Zealand and not for personal gain.
- We will communicate honestly, responsibly and transparently with all stakeholders within the bounds of commercial confidentiality.
- We will act in a way that upholds our brand.

## Comply with the Law

- We will comply with all applicable domestic and international laws and regulations, appropriate standards and principles, including all export control, sanctions and customs, competition, and anti-money laundering laws in the jurisdictions in which we operate.
- We will not tolerate any form of bribery or corruption, including improper offers of payments or gifts to or from our people.

# OPERATE SAFELY, RESPONSIBLY AND RELIABLY

## Maintaining Safety

*Safety at Air New Zealand is a top priority. We are committed to achieving a Zero Harm work environment and a culture of safety and continuous improvement to protect our people, customers and communities in which we operate.*

**What this means for you:**

- You are responsible for your own safety and wellbeing, and the safety of your colleagues and our customers.
- Comply with applicable safety laws and follow the safety procedures and requirements specific to your area.
- Stop unsafe practices and address non-compliance with procedures.
- Only work if you are medically fit for duty, sufficiently rested and alert.
- If injured, commit to your recovery and rehabilitation for a safe and timely return to work.
- Report safety and wellbeing concerns, no matter how small, including any hazard, near miss, incident, accident, injury, illness, unsafe or unhealthy condition. Prevention is critical.
- Operate company vehicles safely, responsibly and legally.
- Limit using mobile devices in the workplace to maintain your attention to safety. Never use handheld mobile devices while driving.
- Always use equipment and tools as they were intended to be used and only with proper authorisation and training.

## Avoiding Alcohol and Other Drugs

*Alcohol and other drugs must never affect us in our work. Our safety, and that of our colleagues and customers, depend on it. Possession, use, sale or distribution of illegal substances at work will be treated very seriously. Air New Zealand provides support to those affected by problems with alcohol or other drugs.*

**What this means for you:**

- Never work, under any circumstances, while affected by alcohol or any other drug that impairs judgement, performance or behaviour.
- Be drug free and maintain a zero blood alcohol level while working. This includes being free from the negative effects of legal drugs, such as prescription medication.
- Never drive a vehicle used for business purposes if you aren't drug and alcohol free.
- Don't store or consume alcohol on our premises unless it's authorised (e.g. sponsored and supervised functions on our premises).
- Don't use, sell, distribute or be in possession of alcohol or other drugs while working or while on our premises.

POLICIES COVERED:  
PEOPLE HEALTH SAFETY AND WELLBEING POLICY  
AIRLINE SAFETY POLICY | ALCOHOL AND OTHER DRUGS POLICY

- Discuss prescription medication or other legal drugs which may impair your ability to work with the Medical team.
- Report in confidence any concerns you have about your own use, or another Air New Zealanders use, of alcohol or other drugs to our Medical team.
- You may be required to undergo alcohol and other drug testing for safety sensitive roles or where there is cause.

## Emergency Management and Business Continuity

*Emergency Management & Business Continuity preparedness helps protect the safety of our people, minimise business disruption and reduce damage or loss from adverse events.*

**What this means for you:**

- Take a human-centred approach to major disruption and emergencies - prioritize people safety and wellbeing first.
- Continually monitor risk and threats to your business area, ensuring that material risks identified are assessed and mitigated.
- Know your individual responsibilities, readiness and response actions, and local emergency contact details.
- Help develop, implement and exercise emergency management and business continuity plans for your business area as required to improve preparedness and resilience.
- Debrief after an event to ensure continuous improvement.
- Follow Air New Zealand emergency management and business continuity procedures, official government advice, and local emergency service directions in a major disruption or emergency.

## Airline Security

*Global security remains volatile which means we need to take our safety and security seriously. We must all have a high level of security awareness and consistently apply appropriate security measures to protect our customers, colleagues, assets, premises and property.*

**What this means for you:**

- Always wear your security ID in secure areas so it is visible to others – make sure it's current, accurate and valid.
- Immediately report to our Security team any actual or perceived security risks, weaknesses, threats, or unusual or suspicious activity or behaviour.
- Follow safety and security protocols vigilantly at all times.

SECURITY POLICY | EMERGENCY MANAGEMENT POLICY  
BUSINESS CONTINUITY MANAGEMENT POLICY

OPERATE SAFELY, RESPONSIBLY AND RELIABLY

- Never allow anyone to tailgate you especially into secure areas.
- Only bring individuals into secure areas after appropriate security checks and authorisation. Always escort your visitors while they are on the premises ensuring that approval is visible for their entire visit. Never leave them alone in secure areas.
- Secure equipment and other property to prevent unauthorised use or theft.
- Report any lost property including security ID cards, Air New Zealand uniforms or branded work wear straight away, to local police and our Security team.
- Read travel advisories and security tips using the InternationalSOS app before travelling overseas for business.

Refer to the Information Security section for protecting and securing data and information.

## Sponsorships and Donations

*As New Zealand's national carrier, we are committed to keeping our Tiaki promise. By properly managing our grants, sponsorships and donations, we protect Air New Zealand's reputation with all stakeholders.*

**What this means for you:**

- Ensure all sponsorships or donations are appropriately authorised and documented.
- Never engage in sponsorships or donations with entities that are associated with unethical, unlawful, improper or inappropriate activity.

POLICIES COVERED:  
SPONSORSHIPS AND DONATIONS POLICY

- Ensure that your personal fundraising activity is not construed by the public as being endorsed by, or on behalf of Air New Zealand.
- Never request sponsorships or use company money to make charitable donations, to close deals, seek favours from decision makers, support illegal activity or for personal gain.
- Question any charitable donation or sponsorship that gives rise to any actual or perceived conflict of interest.

## Sustainability

*We are committed to addressing our emissions, reducing waste, and supporting our people, communities, country and planet for future generations to come.*

**What this means for you:**

- Comply with applicable environmental laws and regulations and report any non-compliance to your Property and Facilities Manager and the People Safety (Environmental Assurance) team.
- Ensure you are familiar with our Sustainability Framework, Sustainability Policy, and the Sustainability Guardrail, and that you consider how your work supports and contributes to the airline's sustainability objectives, values and initiatives.
- Educate, support and encourage others (including suppliers and customers) to take responsibility for more sustainable practices in their workplaces, value chains and communities.
- Design, procure and operate with a sustainable mindset to minimise the impact of our operations.
- Reach out to the Sustainability team if you have sustainability questions or concerns - sustainability@airnz.co.nz

SUSTAINABILITY POLICY



# PROTECT OUR PEOPLE, PROPERTY AND INFORMATION

## Financial Integrity

*We expect all Air New Zealanders to understand their financial management responsibilities, and be good stewards of company funds. Our financial and accounting controls ensure we apply sound financial principles in our business transactions. We are all responsible for following our policies and legal, financial and accounting regulations.*

### What this means for you:

- Understand the financial management responsibilities, policies and procedures relevant to your role.
- Understand when you can and when you can't commit company funds.
- Only spend company funds on legitimate business needs.
- Spend responsibly, keeping expenditure within budget and supported by appropriate records.
- Aim to find the best value when spending company money by considering quality, service, reliability, sustainability, compliance with our finance and procurement policies and any terms and conditions.
- Base your financial decisions on sound and objective information.
- Run transparent tendering processes for suppliers and business relationships.
- Report any suspected misuse of company property or funds, or other fraudulent activity.

## Committing to Contracts and Expenditure

*It is critical for Air New Zealand to have oversight of its spend and commitments across the entire lifecycle. We have defined processes and guardrails for interacting with suppliers, negotiating supply contracts and making purchasing decisions. Legally binding contracts, with agreed terms and conditions, are required before we can commit our resources. These agreements protect us from financial, commercial and legal risk. Unless explicitly delegated, no employee or contractor may commit to a contract or incur expenses.*

### What this means for you:

- Understand how Delegated Financial Authority (DFA) rules apply to your role.
- Ensure every purchase, requisition or order you make is approved within DFA.
- Only make commitments or decisions on behalf of Air New Zealand if you are authorised and within your DFA.
- Comply with the guardrails.

- Follow defined processes and use approved suppliers when sourcing and purchasing goods and services. If in doubt, ask Procurement before ordering a product or service.
- Communicate our Supplier Code of Conduct to new suppliers.
- Report any breaches of DFA to your 2-up manager, or to your delegator's 2-up manager, in accordance with the DFA Policy.
- Seek approval from Procurement for any exceptions to the Procurement Policy.

## Accurate and Complete Information, Records, Reporting and Accounting

*Honest, complete and accurate recording and reporting of information is critical to protecting our credibility and reputation, and meeting our legal obligations. Failure to keep accurate records, falsifying information or creating misleading information could constitute fraud, with civil and criminal liability for Air New Zealand and individuals involved.*

### What this means for you:

- Follow the proper governance process when seeking approval for contracts and initiatives.
- Record and report company information accurately and objectively, with reasonable detail and supporting documentation for all transactions.
- Don't make false or misleading entries (or inappropriately alter) on company books, records or expense claims for any reason.
- Be alert for unauthorised payments or invoices or other fraudulent transactions – ensure that no undisclosed or unrecorded or 'off the books' amount, fund or asset is established or maintained (see the Anti-money Laundering section for more information).
- Comply with the Company's system of internal controls.
- Cooperate fully with Internal Audit, Group Finance, the company's and external auditors and provide them with accurate information and unrestricted access to necessary resources.
- Report any concerns or irregularities in accounting, auditing or internal controls. Immediately report any suspected fraudulent activity to your line manager or Leadership Squad Sponsor.

### POLICIES COVERED:

FINANCE AND ACCOUNTING POLICIES | PROCUREMENT POLICY  
DELEGATED FINANCIAL AUTHORITY POLICY

RECORD RETENTION AND DESTRUCTION POLICY  
FINANCE AND ACCOUNTING POLICIES | AUDIT INDEPENDENCE POLICY

### PROTECT OUR PEOPLE, PROPERTY AND INFORMATION

- Secure all information to prevent unauthorised access or disclosure.
- Understand and follow our data retention standards for creating, retaining and destroying company information.

## Protecting Privacy and Confidentiality

*Privacy is about how we collect, use, process, and share personal information about people. We must follow privacy laws everywhere we operate as an international airline. Getting privacy right is critical to maintaining the trust of our customers, our people and our partners.*

### What this means for you:

- Only collect the personal information that is absolutely necessary and store it securely following our cyber security requirements.
- Be careful and aware of how you handle personal information, whether it's on paper or online, and never access it for non-work-related reasons.
- Only share personal information with those who are authorised and who need it for their work.
- Think carefully about what you write about people. Make sure your opinions are relevant, appropriate, and true.
- Securely delete or anonymise personal information when it is no longer required for purpose(s) for which it was collected, in accordance with our Record Retention Policy.
- Quickly report any suspected or known privacy breaches to the Privacy Team (Privacyofficer@airnz.co.nz)

## Keeping Information Secure

*Information is one of our most valuable assets. We must protect our information from unauthorised access by securing it appropriately at all times.*

### What this means for you:

- Classify and store information that you use for work in line with the Information Classification Policy.
- Report incidents, breaches or lost laptops or mobile devices immediately to the IT Service Desk.
- Think before you click. Be careful when opening attachments from unknown addresses. Don't click links which may take you to unsafe websites.
- Only use authorised software and hardware.
- Notify the Cyber Security team of any suspicious activity such as phishing emails or scams.
- Protect sensitive information and confidential documents at all times. You can do this by:
  - **Protecting** your password. Don't share it with anyone or write it down.
  - **Securing** laptops, mobile devices and storage devices when left unattended.
  - **Disposing** of information securely when it's no longer needed.
  - **Never saving** sensitive or confidential information on unauthorised systems or storage devices.
  - **Locking** your computer screen if you leave your computer unattended and switching off your computer at the end of the day.

### POLICIES COVERED:

PRIVACY POLICY | CYBERSECURITY POLICY AND SUPPORTING STANDARDS  
INFORMATION CLASSIFICATION POLICY

## Protecting and Respecting our Property

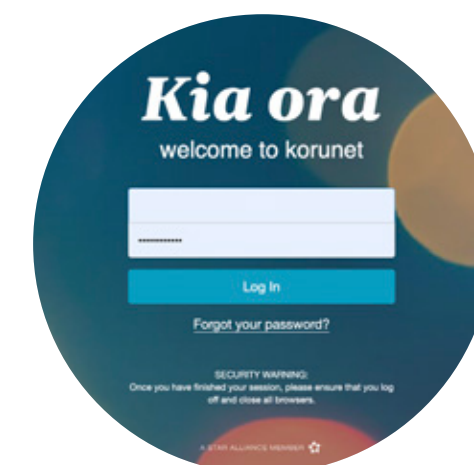
*Our brand, designs, patents, trademarks, copyrights, trade secrets and know-how – our intellectual property ('IP') are valuable assets that we must safeguard. We must comply with applicable laws and regulations that help us protect our IP from theft or misuse – and in doing so, ensure it's available to us for future innovation.*

### IP includes:

- Our brand, designs, patents, trademarks, copyrights, trade secrets and know-how
- Pricing, marketing and customer strategies and plans
- Research and technical data
- Business ideas, processes, proposals or strategies
- New product and/or package design and development
- Software bought or developed by the Company
- Information used in trading activities.

### What this means for you:

- Retain confidential or proprietary information or other IP in accordance with our Record Retention Policy, and only share it with those who are authorised and have a business need for the information. Protect all information (whether printed material, electronic files, email or verbal) even after leaving Air New Zealand.
- Comply with our Brand Guidelines.
- Never allow any third party to use our brand or trademarks without first discussing it with Legal.
- Obtain permissions before using the IP of others and report any activities that infringe on the IP of others.
- Use Confidentiality Agreements before disclosing confidential information to outside parties.
- Avoid discussing any details of new products, designs, patents, trademarks or other confidential or IP in public places, or with friends and family, or anyone not authorised to access it.
- Report any suspected misuse or theft of logos, trademarks or other Air New Zealand IP to Legal.
- Report any lost or stolen confidential information or other property immediately to Legal and Security.



INTELLECTUAL PROPERTY POLICY  
CONFIDENTIALITY POLICY

# TREAT PEOPLE FAIRLY AND WITH RESPECT

## Equality, Diversity and Inclusion

*We strive to create a working environment where everyone feels respected and valued – one that reflects the diversity and characteristics of Air New Zealanders, the communities in which we operate and the customers we serve. We respect and value the contribution of each Air New Zealander, and regard discrimination as unfair, unacceptable and unlawful. The Air New Zealand Group has zero tolerance for any form of Unlawful Discrimination.*

### What this means for you:

- Act fairly and be respectful towards others in all your dealings.
- Actively seek, value and be mindful of cultural sensitivities and different perspectives present in our global community.
- Challenge discriminatory behaviour.
- Use inclusive language when communicating.
- Report any incidents that are inconsistent with our commitment to equal opportunity, inclusion and diversity.

## Merit-based Talent Acquisition

*We are committed to attracting, developing and advancing the best people through a fair and merit-based process, which is free from bias and discrimination. We adhere to all employment regulations regarding staff, contractors and other complementary workforce (outsourced workers, agents).*

### What this means for you:

- Base your decisions about recruitment, selection, development and advancement of people on merit.
- Never allow race, colour, religion, gender, disability, age, country of origin, sexual orientation, ethical belief, gender identity, marriage status or any other characteristic protected by any applicable law to influence your judgement.
- Understand your responsibilities and comply with all applicable labour and employment laws.
- Expect others you work with (contractors, agents, joint ventures) to act in a way that is consistent with our fair treatment and equal opportunity standards.
- Report any breaches of law or this Code, or any incidents that are inconsistent with our commitment to equal opportunity, inclusion and diversity when you become aware of them. Cooperate with company investigations.

POLICIES COVERED:  
DIVERSITY, EQUALITY AND INCLUSION POLICY

## Preventing Bullying, Harassment and Sexual Harassment

*We're all responsible for ensuring that harassment and bullying don't happen at Air New Zealand. Harassment and bullying can take many forms and have serious repercussions.*

**Harassment** is unwelcome or offensive behaviour that has a detrimental effect on someone's opportunities at work by bringing someone into contempt or ridicule based on the race, colour, ethnic, or national origin.

**Sexual harassment** involves sexual language (i.e. written or spoken), or sexual visual material (e.g. pictures, diagrams, photos, videos, etc.) or other sexual physical behaviour.

**Workplace bullying** is repeated and unreasonable behaviour which has a detrimental effect on someone's work and creates a risk to health and safety.

### What this means for you:

- Don't be derogatory or abusive towards others.
- Never behave in a way that is unwelcome, intimidating or offensive, including threats, bullying, inappropriate jokes or actions of a sexual nature. Also discourage others from engaging in this behaviour.
- Always communicate in accordance with our Code no matter how informal you are being.
- Report, and encourage others to report, incidents of harassment, sexual harassment, bullying or retaliation.
- Take all harassment, sexual harassment and bullying complaints seriously. Managers should immediately address behaviour that may be offensive.
- Don't retaliate against anyone who makes a good-faith complaint of harassment, sexual harassment or bullying, or who cooperates in an investigation of a complaint.
- Seek support from your manager, your manager's manager, your HR Business Partner or People Safety teams if you or a colleague are suffering from bullying or harassment.

*Air New Zealand will not tolerate any form of harassment, sexual harassment or bullying in the workplace, whether that is internal or third-party harassment towards its people, contractors or other representative of the Air New Zealand Group. We may initiate disciplinary or legal action against people who harass or bully others. This includes suppliers, customers and other visitors to our premises.*

HARASSMENT & SEXUAL HARASSMENT PREVENTION AND COMPLAINTS POLICY  
WORKPLACE BULLYING PREVENTION AND COMPLAINTS POLICY

TREAT PEOPLE FAIRLY AND WITH RESPECT

## Ethical Business Practices of Suppliers

*We engage with suppliers who share our commitment to sustainable, safe and ethical business practices. We expect the same level of integrity and ethical business conduct from our suppliers as we do from our own people. These standards are set out in our Supplier Code of Conduct*

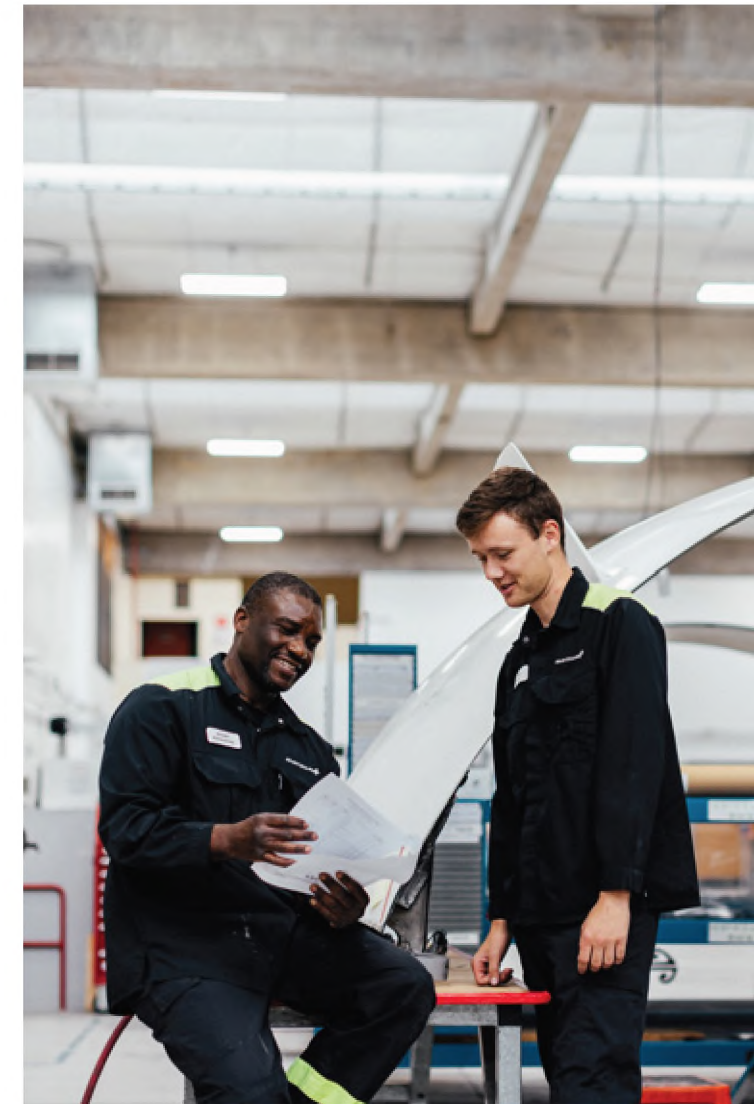
### We are committed to doing business with suppliers who, as a minimum:

- Supply products that are manufactured in safe and healthy work environments.
- Operate in an ethical manner.
- Use voluntary workers (not indentured, forced or bonded labour of any kind), that are paid a proper wage, are not discriminated against, exploited or subject to any kind of abuse, and work in conditions which are humane.
- Prohibit child labour.

### What this means for you:

- Before engaging a supplier or business partner, do your due diligence to ensure the supplier, product and service aligns with our expectations, values and requirements.
- Engage the Procurement team early for guidance on our procurement and supplier due diligence and onboarding processes.
- Consider how your sourcing can support our Sustainability objectives and commitments. Reach out to the Responsible Sourcing team for support with identifying and assessing opportunities.

POLICIES COVERED:  
SUPPLIER CODE OF CONDUCT



# COMPLY WITH THE LAW

## Anti-money Laundering

*We are committed to the highest standards of anti-money laundering compliance to prevent use of our products and services for money laundering purposes or for financing of terrorism.*

**Money laundering** is the use of transactions by criminals, terrorists, or others to conceal the illegal source of their funds.

### What this means for you:

- Use defined processes in your area to identify and manage money laundering activities and the financing of terrorism.
- Complete customer due diligence to verify their identity.
- Look out for any suspicious transactions using cash payments or monetary instruments.
- Follow procedures to report money laundering or illegal financing activity. Report any suspicious activity to Legal immediately.

## Export and Sanctions (and Military Involvement)

### What this means for you:

- Do not undertake work or contract or project, at its outset or over time, that involves work for any military outside of the Five Eyes without CEO approval.
- Check carefully before exporting if the relevant goods are export controlled. Refer to the Export Controls and Sanctions List.
- Screen all parties involved in a transaction or agreement against the Export Controls and Sanctions List to ensure they are not sanctioned. Irrespective of whether the country is sanctioned, consider whether the country raises any geopolitical or reputational concerns.
- Seek guidance from Government Affairs or the Group Security team and consult the Legal team if in doubt.

## Ensuring Continuous Disclosure

*Air New Zealand is a listed public company under the New Zealand Stock Exchange, and must comply with the NZX Listing Rules. Harsh penalties exist for breaches of the Listing Rules and other applicable laws which may result in personal liability, company liability and disciplinary action.*

**Material information** means any information that a reasonable person would expect, if it were available to the general market, to have a material effect on Air New Zealand's share price (i.e. commercially and price sensitive)

### What this means for you:

- Immediately discuss anything that may be considered 'material information' with a member of the Disclosure Committee. If in doubt whether it is 'material information', keep it confidential and seek guidance from Legal. Keep the material information confidential until officially disclosed to the public and if in doubt, keep it confidential and seek guidance from Legal.
- Only conduct discussions with analysts, investment professionals, shareholders or other market participants if you are an Authorised Spokesperson as defined in the Continuous Disclosure Policy.

## Eliminating Bribery, Corruption and Improper Payments

*The law prohibits bribery in every kind of commercial setting. Facilitation payments, or kickbacks, are examples of bribery and are illegal. Giving or receiving gifts or entertainment might also be bribery in certain circumstances, as many countries have stringent rules that prohibit giving anything of value to public officials to influence their actions. Even charitable donations can be seen as bribes if payments are made to facilitate a process or secure a commercial advantage.*

**Corruption** is the abuse of entrusted power for private gain. Corruption is a type of fraud and includes bribery.

### What this means for you:

- Be cautious when giving or receiving gifts or entertainment, especially when a public official is involved (refer to the Gifts and Entertainment policy for more information).
- Ensure that all gifts and entertainment are permitted by local law.
- If you are engaging third parties, always complete sufficient due diligence to confirm that bribery is unlikely, before any agreement or contract is signed or renewed, or before any work is undertaken under that relationship.
- Refuse to pay facilitation or other improper payments.
- Never make donations to political parties, candidates, or to any political cause or election fund.
- Providing money or gifts to any Public Official for the purpose of influencing them in their official capacity is not allowed.
- Never make charitable donations for purposes of gaining commercial advantage.
- Never make, offer to make or authorise payment to a third party knowing that the payment will be offered or given to secure an improper commercial advantage or an improper business benefit.
- Maintain accurate and complete records of payments made to third parties to show evidence of the business reason for such transactions.

POLICIES COVERED:  
ANTI-BRIBERY AND CORRUPTION POLICY  
GIFTS AND ENTERTAINMENT POLICY

CONTINUOUS DISCLOSURE POLICY

COMPLY WITH THE LAW

## Avoiding Insider Trading

*In most countries, insider trading (trading securities or manipulating share prices based on 'inside information') is illegal and can result in severe penalties including criminal liability, fines, and imprisonment.*

**Inside information** is information that is not publicly available that we may have as a result of working for Air New Zealand, and that is 'material' or could have an impact on the value of those shares or securities if it was made public)

### What this means for you:

- Protect inside information from accidental disclosure.
- Never spread false information or engage in activities to manipulate the price of publicly listed securities.
- While having 'inside information', you are prohibited from directly or indirectly:
  - trading securities of Air New Zealand or any other publicly traded company
  - leaking, tipping off or otherwise passing inside information to third parties.
- If you have questions or concerns about insider trading, contact Legal for guidance.

These rules apply regardless of how you acquire the inside information, whether you are aware of the sensitivity of the information, and continue even after you stop working for Air New Zealand.

## Charges and Convictions

**You are required to notify your leader if at any time you are:**

- Investigated or prosecuted (including having charges brought against you) for any criminal or regulatory offence;
- Convicted of any crime; or
- Issued with an infringement notice, which may have an impact on your employment.

POLICIES COVERED:  
SECURITIES TRADING POLICY

## Competing Fairly

*We make independent business decisions that are in our best commercial interests, and we compete fairly in compliance with all applicable competition laws around the world.*

### What this means for you:

- Never pursue any unfair advantages or misrepresent facts about our business when engaging with customers, suppliers and competitors.
- Never exchange sensitive information with competitors.
- Never make false or misleading statements about our competitors.
- When dealing with competitors, never:
  - participate in any arrangement that could be construed as anti-competitive behaviour. This includes entering into anti-competitive agreements (such as price fixing, bid rigging, market allocation and agreements) to restrict supply to another competitor.
  - discuss costs, pricing or competitive bids or agree on who will win a competitive bid.
- Always collect competitor information in legally appropriate and ethical ways.
- Unless you obtain prior approval from Legal, don't:
  - engage in benchmarking or other information exchanges or activities with competitors – use publicly available information instead
  - begin any negotiations on mergers, acquisitions, joint ventures or similar transactions, especially if competitors are involved
  - negotiate in joint activities with competitors to influence government action.
- Never use trade associations or professional societies for contact or communications with competitors that violate the law or company policy, such as discussions about price or other sensitive information.
- Never encourage customers, suppliers or former employees of competitors to provide information that they should keep confidential.
- Contact Legal if you have any concerns.

COMPETITION POLICY



# ACT WITH INTEGRITY, HONESTY AND TRANSPARENCY

## Public and personal interactions

**Air New Zealanders are the face of our brand.**

*You should act in a way that maintains and promotes Air New Zealand's image. You should not act in any way that could bring Air New Zealand into disrepute and/or that could damage the Air New Zealand brand. Be mindful that even your actions outside work can potentially have a business impact.*

## Being Free of Conflicts of Interest

*A conflict of interest can happen if your personal, social, financial or political activities interfere (or could be seen to interfere) with your judgement at work. Whenever possible, conflicts of interest should be avoided – even the appearance of a conflict of interest can be harmful.*

**What this means for you:**

- Act in Air New Zealand's best interests and make objective decisions. You can do this by:
  - Removing yourself from business decisions where you have a personal interest such as by not involving yourself in decisions related to hiring, supervising, managing, promoting, rewarding or advancing a relative, close friend or partner
  - Not influencing the terms and conditions of a contract for service, or for employment of any employee, contractor or supplier who is a relative, close friend or partner
  - Not working or consulting for, or providing professional services to anyone external that you deal with as part of your job at Air New Zealand.
- Exercise care when providing travel services to relatives, friends or co-workers. You may not provide preferential treatment to them such as not following rules for pricing, issuing, exchanging or refunding tickets, inappropriate upgrades, improperly withholding seats from inventory or blocking space and ignoring boarding priorities.
- Never provide sensitive or confidential information to a competitor or third party, including friends or relatives.
- Discuss conflict of interest concerns with your manager and disclose them on the Conflicts of Interest Register.

See our Subsidiary Directorships Policy for information on the invitations for directorships within the Air New Zealand Group or for Group representation on industry association boards/committees.

**Here are some examples of when you might face a conflict of interest:**

**Friends, relatives and co-worker relationships**

- Business relationships with relatives, spouses, partners/ significant others or close friends
- Intimate relationships of any duration between co-workers. A relative or close personal friend cannot have any business dealings with you, anyone who reports to you (direct report), or anyone working in your business unit (indirect report).

**Political or civic involvement**

- Your involvement in any civic or political activities must be on your own time, and with your own resources.
- Never use business resources for personal political activity, make political donations or endorse any candidate, campaign or political issue in Air New Zealand's name.

**Outside activities or investments**

Outside activities should not interfere or conflict with your job responsibilities. This includes selling goods or services for personal profit during work time, undertaking paid work for someone outside of Air New Zealand during Air New Zealand working time or using your employment at Air New Zealand as an endorsement for personal business or for other personal activities.

You must obtain manager approval prior to accepting any paid or unpaid appointment (such as to a board or professional body) and record the appointment on the Conflict of Interest Register. Having a personal interest (for example in one of Air New Zealand's existing or potential competitors, suppliers or customers) may affect or compromise our business, or your ability to perform your job.

These situations can create an actual or perceived conflict of interest if they involve you:

- Having a second job
- Serving as a director or consultant, or providing professional services
- Taking part in civic or public duties.

Knowingly failing to disclose an actual or potential conflict of interest may breach this Code and the Conflicts of Interest Policy.

ACT WITH INTEGRITY, HONESTY AND TRANSPARENCY

## Giving and Receiving Gifts and Entertainment

*We support reasonable and proportionate giving and receiving of gifts and/or entertainment as part of a normal business relationship or cultural practice. We prohibit the giving or receiving of significant gifts or benefits that may be seen as preferential treatment – these actions can create conflicts of interest or raise questions about our judgement.*

**What this means for you:**

- Record gifts, hospitality and entertainment on the Gifts Register if valued at NZ\$250 or more or if valued at NZ\$1000 or more, seek prior approval.
- Avoid giving or accepting anything of inappropriate value.
- Avoid giving or accepting any gifts or entertainment during a tender process that would be perceived as preferential treatment or providing an unfair advantage.
- Never accept any cash or cash equivalent, even as a tip for great service.
- Never give or accept gifts from competitors or public officials.
- Never ask for gifts, entertainment or any other inducements.

**Refer to additional guidance on inducements under the Bribery and Improper Payments section.**

## Using Business Resources

*Resources are provided to you to perform the requirements of your job. All business resources have an economic value, so we must all use them effectively, responsibly and only for business purposes. Air New Zealand invests in strengthening its digital workforce and provides a range of IT resources to connect and collaborate as one Air New Zealand. This gives us access to valuable information, sensitive data and internal and external networks that must be protected and used responsibly.*

### Company resources you might have access to as part of your job:

Network and  
systems access  
Software

Internet access  
Official imagery  
and content

Desktops and  
Laptops  
Mobile Devices

Office Furniture  
and Supplies  
Vehicles and car parks

**What this means for you:**

- Only access or use resources or information that you are authorised to use and for a legitimate business need.
- Use resources responsibly and cost effectively.
- Take all reasonable and necessary steps to protect company resources and assets, including from theft.
- Follow our Acceptable Use Policy and Confidentiality and Privacy guidelines when using business resources.

Incidental personal use of business resources is acceptable where it is fair and reasonable to do so. Any personal use should be lawful and compliant with our policies and this Code.

## Using our Digital Communication Systems

**What this means for you:**

- Use digital resources in a responsible, ethical and legal manner. Don't use them for activities such as gambling, pornography or other inappropriate purposes.
- You are personally accountable and liable for all activities associated with your user accounts and company equipment. Incidental personal use of IT resources (email, internet, social media) at work is acceptable as long as it:
  - doesn't affect your, or others' job performance or productivity, and
  - doesn't interfere with operations or system performance (e.g. sending large personal files) or consume significant time or resources, and
  - doesn't create risk to Air New Zealand, and
  - doesn't violate other company policies or this Code.

## Duty Travel

*We must balance the needs of commercial customers with our business travel requirements. When planning your business travel, find the right balance between business need, cost, environmental impact and your health and safety.*

**What this means for you:**

- Only travel on business when there is a genuine need and after obtaining appropriate approvals.
- Use the defined procedures to book travel.
- Use preferred suppliers to help minimise the cost of travel.
- Only claim business expenses that are necessary and reasonable for your business travel.
- Use a company credit card for travel-related expenses whenever possible.
- Ensure you are medically fit for your planned travel and review safety protocols and security advisories for your destination – discuss any concerns with our Safety and Security teams.
- Personal travel may only be taken in conjunction with business-related travel if it is approved in accordance with the Duty Travel policy.
- To reduce risk, directors, executives, management groups or other key individuals should avoid travelling together. Any exceptions to restrictions should be approved in accordance with Policy.
- Maintain professionalism at all times – you are an ambassador for the airline.

Air New Zealand honours any provision in employment agreements regarding duty travel, where it differs to policy.

## Speaking on Behalf of Air New Zealand

*We all have the freedom to act in our personal lives, but we must remain mindful of our role as Air New Zealanders to be good brand ambassadors. This means avoiding doing anything in our personal and public interactions or acting in a way that can damage our airline's reputation. As a publicly-listed company, we are bound by strict rules to ensure that publicly released information is appropriately disclosed and accurately reflects the Company's position.*

**What this means for you:**

- Only make comments on behalf of Air New Zealand if you are authorised to do so.
- Gain approval from your senior leader before contributing to professional journals or speaking engagements and have your content reviewed by our Corporate Communications team.
- Direct all media enquiries or requests to the Corporate Communications team.
- Never disclose commercial or strategic information about Air New Zealand, other Air New Zealanders or our customers without permission, even after you leave Air New Zealand.
- Never share information that is intended for internal use only with third parties.
- Return any unsolicited confidential information you receive to the sender or ensure it's deleted.

## Using Social Media

*We recognise the power and benefit of communicating through social media. We want to empower all Air New Zealanders to be good ambassadors for our brand, but be mindful that even your personal activity could be associated with Air New Zealand and may have unintended consequences. You are personally responsible and liable for anything you post online, whether speaking personally or in an official capacity for Air New Zealand.*

Follow these general guidelines when using social media, both inside and outside of the Company:

- Use good judgement and common sense
- Do no harm
- Be truthful, accurate and respectful
- Think before you post



**What this means for you:**

- Separate your personal social media sites and accounts from work-related ones. Avoid using Air New Zealand sites for personal communications, and never use official company images on personal social media.
- You can engage with Air New Zealand's brand by sharing material that has been officially released by Air New Zealand.
- Clearly show when posts or comments are your own views, and not that of Air New Zealand's, when you talk about work-related matters.
- Don't share information about others, misuse personal data or post photos without their knowledge and permission.
- Respect the copyrights, trademarks and intellectual property rights of others. Never post copyrighted material (including published music, movies or video content) without permission.
- Honour any confidentiality and non-disclosure requirements, even on personal sites.
- Never post information about legal matters, including corporate transactions or investigations.
- Refer any negative or high-risk comments made on social media to our Social Media Team as soon as possible.
- For security reasons, never post details (including videos or photos) of any secure or restricted area, such as aircraft hangars or maintenance areas, runways, airline passenger areas, interiors of aircraft cabins, cockpits, under carriage, landing gear and baggage holding areas.

## Fraud

*Conducting our business with transparency, honesty and integrity means that we do not tolerate any form of internal or external fraud in our operations. Not only is fraud illegal, it could lead to disruption, financial loss, erosion of trust within our workplace and of our stakeholders and damage our brand and reputation.*

**Fraud** refers to intentionally deceptive or dishonest activity to receive unfair, unjustified or unlawful gain. Internal Fraud concerns fraudulent activity by Air New Zealanders. External Fraud concerns activity by external parties to defraud Air New Zealand (See Comply with the Law section for information on corruption).

**Examples of Fraud include but are not limited to:**

- Submitting false or inflated invoices or expense claims.
- Unauthorised access and misuse of our systems and information.
- Falsifying or manipulating documentation relating to training, staff travel, leave or other applications.
- Destroying, stealing or misusing company information, intellectual property or physical assets.
- Misappropriating company funds for personal use.
- Using your connection at Air New Zealand to obtain an unfair advantage.

# LIVING OUR CODE

This Code is not a contract of employment, and Air New Zealand may interpret, modify or rescind some or all of the Code provisions, as well as related policies and standards, at any time.



## Administration of this Code

Air New Zealand's Code of Conduct and Ethics is supported by our Policy Framework and corporate governance, administered by Enterprise Risk. Our Board of Directors approve substantive amendments through a formal review process. Any substantive amendment to the Code is approved by our Board of Directors through a formal review process.

