



The Australian Wagyu Association Directors Code of Conduct:

A member should, in respect of any corporate entity of which the member is a director, comply with the following standards of conduct.

The code of conduct is as follows:

1. The member shall act honestly, in good faith and in the best interests of the company as a whole.
2. The member should have a duty to use care and diligence in fulfilling the functions of the company as a whole.
3. The member should use the powers of office for a proper purpose, in the best interests of the company as a whole.
4. The member should recognise that the primary responsibility is to the company as a whole but may, where appropriate, have regard for the interest of all stakeholders of the company.
5. The member should not make improper use of information acquired as a director.
6. The member shall not take improper advantage of the position of director.
7. The member should properly manage any conflict with the interests of the company.
8. The member has an obligation to be independent in judgement and actions and to take all reasonable steps to be satisfied as to the soundness of all decisions taken by the board of directors.
9. Confidential information received by the member in the course of the exercise of directional duties remains the property of the company from which it was obtained and it is improper to disclose it, or allow it to be disclosed, unless that disclosure has been authorised by that company, or the person from whom the information is provided, or is required by law.
10. The member should not engage in conduct likely to bring discredit upon the company.
11. The member has an obligation, at all times, to comply with the spirit, as well as the law and with the principles of this Code.

Approved at the Council meeting held on 12th April 2011.

Signed by

Full name

Signature Date