

Ramsay Health Care

# Code of Conduct

## Code of Conduct

# Foreward

The Ramsay Health Care Code of Conduct is a statement on how we conduct our business and how we treat our colleagues. It is intended to prescribe in a clear and concise manner the standard of conduct and workplace behaviour which is expected of management and staff.

Our Code identifies the values on which our relationships are based and which in turn influence our reputation as a leading health care provider. The strength of Ramsay Health Care has always been its people and each of us carries the responsibility for demonstrating acceptable standards of behaviour in all circumstances.

This Code of Conduct is intended to provide a framework of shared understanding in relation to the way in which we behave towards each other in the workplace and to how we interact with those business partners who are associated with our company.

Paul Ramsay  
Chairman

Chris Rex  
Managing Director

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# Our Values

- We are caring, progressive, enjoy our work and use a positive spirit to get things done.
- We take pride in our work and actively seek new ways of doing things better.
- We value integrity, credibility and respect for the individual.
- We build constructive relationships to achieve positive outcomes for all.
- We believe that success comes through recognising the value of people and encouraging that value through personal development.
- We aim to grow our business while maintaining sustainable levels of profitability, providing a basis for shareholder loyalty.

## Code of Conduct

# **Part 1**

## Introduction

# 1. Introduction

In line with Australian Standards AS8000, related to corporate governance, and bearing in mind the best practice recommendations published by the ASX Corporate Governance Council in 2003, Ramsay Health Care Limited and its subsidiaries ("Ramsay Health Care/the Company") has developed and implemented this Code of Conduct as a guide for all employees as to what is expected in terms of standards of conduct and workplace behaviour.

Ramsay Health Care is committed to the provision of healthcare services and promotes to its management and staff a spirit of quality in all service standards. This Code supports our values by emphasizing the principles of responsible governance and is designed to help employees understand their responsibilities and obligations.

Employees of Ramsay Health Care are expected to act and behave in a manner consistent with establishing confidence and trust in our Company. Our colleagues, the communities that we serve and all those who come into contact with us are entitled to an experience which is efficient, demonstrates respect for the rights of the individual, and is conducted with integrity.

The objective of this Code is to encourage and promote a high level of professionalism across our group by ensuring a working environment which is conducive to this approach. It is meant to convey a clear understanding of our commitment to comply with applicable standards and legislative requirements and to promote a culture of fair and ethical behaviour.

The Ramsay Health Care Board views this Code of Conduct as an important element in setting the standards of conduct that underpin our culture and influence our reputation as a leading health care provider.

In addition to this document the Board Charter also sets specific standards by which our Directors are expected to conduct themselves when acting on behalf of Ramsay Health Care. It provides a framework for decision making at the highest level of the Company which is consistent with our values and business goals. Accordingly the Board has endorsed the development and promotion of this Code of Conduct for all employees as a demonstration of commitment and importance to our Company of having such a Code. The Board and Executive management will support any employee who acting in good faith, reports a breach of our Code or wrongdoing of any kind which could be detrimental to our Company or its reputation.

All employees are encouraged to familiarize themselves with both Our Values and the Code of Conduct and to follow the principles outlined for the duration of their employment with Ramsay Health Care. Failure to do so may lead to disciplinary action, which could include dismissal, being taken.

This Code of Conduct is subject to annual review by the Board and will be monitored for compliance through the Controls Assurance Program and which will be overseen by the Audit Committee.

## **Part 2**

# Respect for Government & the Law

### 2.1 Respect for the Laws

- Ramsay Health Care is committed to conducting our affairs in compliance with all-applicable laws including licensing requirements.
- There is an expectation that Company directors, officers and employees should be aware of the relevant laws and comply with them.
- Breach of any law will be viewed as a serious breach of the terms of employment and may result in disciplinary action including dismissal.
- If there are any concerns in relation to legal matters, advice should be sought from our in house Legal Counsel located in Corporate Office.
- You are required to refer any actual or suspected breach of laws by Ramsay Health Care or its directors, officers and employees in connection with Company duties to the relevant Ramsay Health Care manager or to our in house Legal Counsel.

### 2.2 Privacy Compliance

- Ramsay Health Care respects the privacy of personal information, including the health information of our patients.
- Company directors, officers and employees must comply with all relevant privacy laws and abide by the Privacy Policy of Ramsay Health Care as set out in the Privacy Legislation Compliance intranet website.

### 2.3 Confidentiality

- Ramsay Health Care regards the protection of its confidential information as paramount.
- Ramsay Health Care also may have obligations of confidentiality to third parties.
- A director, officer or employee must respect and maintain the confidentiality of the Company's confidential information.
- A director, officer or employee must not at any time disclose either directly or indirectly to any unauthorised persons for any purpose confidential information to which that person has access in the course of or arising from that person's employment/appointment with Ramsay Health Care.
- This restriction does not apply to the following:
  - (i) information that is used or disclosed in the proper exercise of the person performing his or her duties for Ramsay Health Care;
  - (ii) information that is used or disclosed with the prior consent of Ramsay Health Care;
  - (iii) information that is required by law to be disclosed; or
  - (iv) information which is in the public domain, other than through the employee's breach.
- A director, officer or employee must keep confidential information in secure storage when otherwise unattended and use his/her reasonable endeavours to prevent the use or disclosure of confidential information.
- These obligations continue beyond the period of employment or appointment until such information becomes public.
- The director, officer or employee must return to Ramsay Health Care upon the termination of that person's employment/appointment all confidential information and intellectual property of the Company within his/her possession and control.
- Confidential information means confidential information to which a director, officer or employee has access in the course of or arising from that person's employment or appointment with Ramsay Health Care and includes, but is not limited to:
  - (i) medical records of patients and personal information and health information of patients, including patient names and contact details, patient medical condition, the reason for their admission, the treatment they are receiving, the doctors from whom they are receiving treatment and their prognosis;

- (ii) information regarding Ramsay Health Care employees and accredited practitioners;
- (iii) financial statements and information of Ramsay Health Care, pricing information, business plans; information regarding the business and commercial affairs of Ramsay Health Care, including information regarding property, assets and activities of the Company;
- (iv) agreements between Ramsay Health Care and third parties, and government departments;
- (v) operational manuals and policies, risk management and quality assurance reports, adverse events and significant events forms; and
- (vi) all information that is marked as confidential, has been notified as confidential or by its nature is confidential.

## 2.4 Continuous Disclosure

As a general rule the Australian Stock Exchange requires that all listed companies disclose information which may have an impact on the share price and as such may be relevant or critical to an investor's decision making. This principle is known as "continuous disclosure".

To ensure that the Company complies with ASX requirements, the Audit Committee has adopted and approved guidelines published under the Finance Section of the Company's intranet. These guidelines must be followed at all times.

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# **Part 3**

## Respect for People

## 3.1 Dignity & Rights of Others

Ramsay Health Care staff will treat patients, other staff, doctors and members of the public with dignity and respect. Our Company fosters and supports a workplace culture that does not tolerate violence, bullying, harassment or discrimination towards others.

## 3.2 Standards of Behaviour

- Employees should respect the dignity, rights and views of others by acting in a courteous and helpful manner at all times.
- Each employee has a responsibility to maintain a safe working environment and must be aware of the rights and responsibilities of all parties for eliminating violence, bullying, harassment and discrimination towards patients, other employees, doctors or members of the public in the workplace.
- Employees will ensure that personal relationships will not adversely affect their work performance or the performance of others or bring Ramsay Health Care or other staff into disrepute.
- Each employee has a shared responsibility for ensuring that the behaviour of their colleagues meets the same standards in relation to acting with honesty and integrity and treating others with dignity and respect.

## 3.3 Workplace Health & Safety

Ramsay Health Care is committed to the provision of a safe environment and safe systems for employees, patients, visitors and contractors consistent with its commitment to Risk Management. We are committed to a systems focused, no blame culture. However, deliberate breaches of safe work systems or disregard for the safety of others will be subject to disciplinary action and possible termination of employment.

- The Company accepts responsibility for the development, implementation and evaluation of safe systems of work within a consultative framework.
- All Company employees are expected to report hazards and adverse events when they occur, to take reasonable care of themselves and others, to comply with safety policies and measures and to facilitate the maintenance of a safe working culture.
- Managers are responsible for ensuring that they provide a safe and healthy work environment by being aware of and complying with all workplace health and safety legislation and regulations.

# Part 4

## Integrity

## 4.1 Declaration of Integrity

Employees must recognize that their employment with Ramsay Health Care involves an expectation of trust on the part of the Company. Employees are expected to exercise professional care at all times when using or coming into contact with company assets.

Any asset not performing the function(s) to which it was designed, or any asset subjected to misuse or abuse of which the employee is aware (or should have been aware), must be reported to a supervisor.

Employees responsible for Ramsay Health Care funds are held to an even higher standard; that is, Company funds must be controlled and utilized in a manner that ensures optimal benefit to the organisation. Funds received by the Company must be for valid business services rendered or reasons and deposited in Company bank accounts in a timely manner. Funds expended by the Company must be approved, supported through documentation and only be for legitimate business purposes.

## 4.2 Standards of Behaviour

- Ramsay Health Care employees must demonstrate the highest standards of courtesy, honesty, confidentiality and trust at all times.
- Employees should not at any time misuse their position, privilege or status.
- Employees should ensure that no conflict of interest arises between their personal interests and their Ramsay obligations and duties.
- Employees are responsible for taking all reasonable steps to protect the assets of Ramsay Health Care by minimising the risk of theft or unauthorised use of Ramsay resources.
- Employees must report any corruption, fraud, unauthorised use of hospital property, or theft which they become aware of.
- Employees should not encourage patients or patients families or others to give gifts to individual staff members which go beyond common courtesies and/ or general commercial practice.
- A staff member who receives a gift from a patient or a patient's family, a supplier or a contractor, which is more than general commercial practice or common courtesy should declare that gift to their manager, hospital director or senior corporate manager immediately.
- Political contributions of any nature must not be made directly or indirectly on behalf of Ramsay or any Ramsay facility without the prior approval of the Board.

## 4.3 Conflicts of Interest

Ramsay Health Care directors, officers and employees owe a duty to serve Ramsay Health Care faithfully and honestly, in the best interests of Ramsay Health Care, and without conflict of interest.

- A conflict of interest may arise:
  - (i) with a financial interest, including owning shares or investing in a business; and
  - (ii) other interests, such as political ties, family interests or involvement with organisations (commercial, political, religious or other);
- Employees must seek the prior written approval of the relevant Ramsay Health Care manager if they wish to conduct or engage in a business in competition with Ramsay Health Care.
- Ramsay directors, officers and employees must not actively solicit or accept payments, gifts or entertainment beyond normal business practice.
- Decisions must be made in the best interests of Ramsay Health Care and not for direct or indirect personal gain.
- To resolve conflicts of interests, options include:
  - (i) Declaring the conflict of interest;
  - (ii) Not participating in any relevant decision making; and
  - (iii) Giving up or ending a conflicting personal interest.

- The specific responsibilities of Directors with respect to conflicts of interest have been set out in the Board Charter.

## 4.4 Intellectual Property

Ramsay Health Care has made a substantial investment in developing information such as policies, procedures and systems to enable it to deliver quality health care services to its patients and wishes to protect its investment.

- Ramsay Health Care acknowledges that its intellectual property is valuable, and seeks to identify, protect and where relevant, register its intellectual property.
- Unless the Company agrees to the contrary in writing, all intellectual property rights in relation to any intellectual property developed by the employee in connection with his/her employment with the Company will belong to the relevant Ramsay Health Care company which employs the employee.
- All future intellectual property rights in such works will vest in Ramsay Health Care upon their creation.
- The employee must execute all documents and do all acts and things required or desirable to secure ownership of such intellectual property rights in Ramsay Health Care.
- The employee consents to Ramsay Health Care acting in relation to such works which might otherwise infringe the employees' moral rights in those works.
- Ramsay Health Care must comply with all applicable laws in relation to intellectual property and seek not to infringe the intellectual property rights of others.
- Employees are required to respect the rights of the Company as relates to intellectual property and exercise professional care in ensuring that such property is secure at all times.
- "Intellectual property" means all types of intellectual property and includes copyright, registered patents, designs, trademarks, know-how, trade secrets, logos, business names, confidential information and similar rights and includes the reports, policies, manuals, and the logos and business names of Ramsay Health Care and its facilities.
- "Moral rights" has the meaning given to it in the Copyright Amendment (Moral Rights) Act 2000 (Cth) and includes rights of integrity of authorship, rights of attribution of authorship and similar rights that exist or may come to exist anywhere in the world.

## 4.5 Insider Trading

Directors, Senior Executives and employees, by virtue of their position may from time to time be in possession of, or be privy to "inside" information that is generally not available to the share market as a whole. The improper use of this information to gain advantage in share trading is known as "insider trading", is a breach of the Australian Corporations Law, and is subject to severe penalties.

To guard against the incidence of insider trading, the Board has adopted a policy on trading in Company shares, which must be followed by Directors, Senior Executives and employees in general.

## 4.6 Complaints Mechanism

All complaints will be viewed as an opportunity to improve services. Complaints regardless of source are to be dealt with in a structured, consistent and effective manner.

- Complaints are to be acknowledged, investigated and resolved as soon as possible. All Ramsay Health Care facilities will maintain a complaint register.
- A commitment is expected from all employees to an unhindered complaints culture and the efficient and fair resolution of complaints.
- The principles underpinning Complaints Management within Ramsay Health Care are:
  - Respect for consumer rights and responsibilities;
  - Organisational commitment to effective complaint management;
  - Fairness to all parties;

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- Timeliness of response;
- Assistance with complaints; and
- Improvement of outcomes.

### 7.7 Whistleblower Statement

If an employee is witness to the wrongful use of company resources, unlawful or improper conduct (such as fraud or corruption), negligence or a breach of Ramsay Health Care policy, the effect of which is to damage the Company in any way, that employee is required to notify his/her supervisor of such acts. The reporting of such matters can be made without fear of reprisal.

- All employees are expected to act in the best interest of the company at all times and to understand what constitutes ethical behaviour in the workplace.
- Employees are required to report to their supervisor any activities or situations which they believe pose a danger to the health and safety of any person.
- In the event that an employee has concerns about reporting a breach of the Code to an immediate supervisor, then the matter should be reported to the local facility manager or the Company in house Legal Counsel located in Corporate Office.
- The Board and Executive Management of the Company will be supportive of any employee who, acting in good faith, reports a breach or wrongdoing of any kind which has the potential to damage the Company or its reputation.
- The identity of a person making a report will be kept confidential by the Company unless a situation arises where the proper investigation of a matter or compliance with legal requirements requires the identification of the reporter.

# **Part 5**

## **Diligence & Efficiency**

## 5.1 Diligence in Performance for Stakeholders

All employment opportunities within Ramsay Health Care have been created so as to advance the common good of the Company's stakeholders. Stakeholders include, but are not limited to, shareholders, lenders, governmental authorities, patients, physicians and employees. Employees should recognise their role and obligations in maintaining and enhancing stakeholder confidence in the organisation's mission.

With regard to these obligations, employees:

- (i) should not improperly use their position or allow their position to be improperly used;
- (ii) should ensure that conflicts between the employee's personal interests and that of the Company are to be resolved in favour of the Company;
- (iii) should not accept any benefit (including gifts, remuneration, allowances, fees, subsidies, free service or entertainment) the effect of which is to impair or compromise that employee's objectivity as relates to the best interest of the Company and its stakeholders; and
- (iv) should always perform their jobs to the best of their individual ability and with the best interests of the Company's stakeholders in mind.

## 5.2 Maintaining Standards

- Ramsay Health Care directors, officers and employees must act in accordance with all professional standards applicable to them, including professional registration requirements;
- Ramsay Health Care must use its reasonable endeavours to comply with all relevant Australian and professional standards, including ACHS Guidelines and Standards and ASX Principles of Good Corporate Governance.
- Ramsay Health Care business rules were created to assist the Company's managers in making decisions about the economic performance of their areas of operational responsibility and it is the responsibility of all Company managers to understand and comply with these rules.

## 5.3 Risk Management

Risk Management is a core business strategy that must be applied to all Ramsay Health Care business activities. All employees will be expected to acknowledge and comply with relevant responsibilities as communicated by the Company. These responsibilities include:

- The accurate, effective, timely, and systematic identification, analysis, control and evaluation of risks; and
- Maintenance of relevant, contemporary professional standards.

Ramsay Health Care is committed to managing risks of a corporate, clinical or workplace nature and has documented and implemented comprehensive and dynamic communication, reporting, accountability and committee frameworks. Ramsay Health Care, its management and its employees will continue to evaluate these at all levels of the Company.

The implementation of proactive and contemporary risk management practices on the part of the Organisation and its employees is intended to prevent and/or minimise the potential for loss, harm, injury or damage relating to the, personal, environmental and/or financial cost of risk, to the Company.

## 5.4 Professional Development

Ramsay managers and supervisors will support professional development by providing on the job training and skills enhancement. It must be acknowledged that professional development of employees is a joint responsibility of both Ramsay and individual employees.

Employees have an obligation to maintain current skills and knowledge by pursuing appropriate professional development.

## 5.5 Diligence & Professional Conduct

Ramsay Health Care employees are required to demonstrate professionalism and diligence in performing their duties.

## 5.6 Standards of Behaviour

- Employees must comply with all professional standards, guidelines, codes of practice and Company policies governing their work.
- Employees should continually strive to achieve improvements in efficiency or service quality within, but not limited to, the framework of the ACHS Equip Process.
- Employees should not undertake any activity or employment outside the Company that could have a detrimental effect on their work performance or which might give rise to a conflict of interest.
- Employees must ensure that the personal use of any drug or medication, alcohol or other substance does not adversely affect their work performance or endanger the health, safety or welfare of others in the workplace.
- Employees are required to maintain a professional standard of dress and grooming which complies with health and safety requirements and is appropriate to their role.

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# **Part 6**

## **Conclusion**

## 6. Conclusion

This Code of Conduct was developed following wide consultation with personnel across the Company and after extensive consideration of the principles outlined in other codes from both private and public sector organizations.

Each employee at every level of the Company should be aware of the standards stated in this document, and therefore the conduct required of them as individuals and as a member of their work team. The standards of behaviour that Ramsay Health Care establishes and maintains will be critical to our success in the commercial environment in which we operate and in the communities which we serve.

Enquiries related to the interpretation of, or to compliance with this code should be directed to the Company Secretary, in house Legal Counsel or Group Human Resources Manager.

The Board and Executive management commend this document to you as a framework for expected behaviour towards all those who come into contact with us in the workplace and which demonstrates our commitment to the rights of the individual.









[www.ramsayhealth.com.au](http://www.ramsayhealth.com.au)