



Oncology Research International Limited  
ACN 067 964 621

## **Code of Conduct**

**October 2013**

## **1. CODE OF CONDUCT**

1.1. It is the policy of Oncology Research International Limited (ORIL) that all directors, employees and consultants of the Company shall, to the best of their knowledge and ability, adhere to and comply with the principles set out in this Code of Conduct (the Code).

## **2. PURPOSE**

2.1. The purposes of the Code are to:

- 2.1.1. Promote honest and ethical conduct, including the ethical handling of conflicts of interest;
- 2.1.2. Promote full, fair, accurate and timely disclosure in reports and documents that the Company produces;
- 2.1.3. Promote compliance with applicable governmental laws, rules and regulations;
- 2.1.4. Promote a collegial work environment where individuals are treated with respect; and
- 2.1.5. Promote accountability for adherence to the Code.

2.2. The Code embodies principles to which all directors and employees are expected to adhere and that all directors, officers and employees are expected to advocate.

## **3. GENERAL PRINCIPLES OF CONDUCT**

3.1. All directors and employees of the Company will:

- 3.1.1. Act with honesty and integrity and avoid conflicts of interest;
- 3.1.2. Refrain from competing directly or indirectly with the Company or using corporate information or opportunities for personal gain;
- 3.1.3. Comply with applicable laws and regulations of federal, state, local and foreign governments and government agencies having jurisdiction over the Company;
- 3.1.4. Act responsibly with due care and diligence and strive to maintain independent judgment in the performance of their duties and responsibilities;
- 3.1.5. Promote ethical behavior throughout the Company;
- 3.1.6. Act in a professional manner treating colleagues with respect, listening to opposing points of view and working in a collaborative manner to create a positive working environment;
- 3.1.7. Respect the confidentiality of information acquired or obtained, never use confidential information for personal advantage or disclose confidential information of the Company; and
- 3.1.8. Comply with all policies and procedures of the Company.

## **4. CONFLICTS OF INTEREST**

4.1. It is the duty of all directors and employees to recognise and avoid circumstances where they have a personal interest, particularly a financial interest, that competes or conflicts with the interests of ORIL. All directors and employees have a duty to identify, recognise and avoid such conflicts.