

CODE OF CONDUCT

Purpose

The purpose of this code of conduct (**Code**) is to outline the standards of behaviour expected of the directors, senior executives and employees of Cann Group Limited (**Cann** or the **Company**). The Code has also been developed in line with the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (4th edition).

This Code sets expectations of the Company's directors, senior executives and employees to always display the highest standards of professional and personal conduct in serving the needs of Cann's customers, shareholders, fellow employees, suppliers, associates, research partners and other stakeholders. The clarification of these expectations reinforces our commitment to respect, fairness and a high social and ethical standard within the workplace. It is also designed to help understand what Cann believes is acceptable and unacceptable workplace behaviour.

Scope and context

The Code applies to all directors, senior executives and employees of the Company. All non-employees on any worksite (such as contractors and suppliers) will also be expected to abide by this Code for the duration of their presence on any Company worksite, or in any interactions with any of our staff.

Cann's values and beliefs are as follows:

- Trust and accountability – we deliver on our promise
- Leading edge – we lead evolutionary and revolutionary change
- Community and people – we act in the best interests of our people and community.

(collectively, **Values**)

Cann has sought to incorporate the Values into the development of the Code, so that mutual trust, respect and integrity is shown to our customers, shareholders, fellow employees, suppliers, associates, research partners and other stakeholders. The Code should also be read in conjunction with all other policies and procedures that apply to all staff working within Cann, including the Bullying and Harassment Policy, the Disciplinary and Dismissal Policy, and the Grievance and Complaints Procedure.

Expectations

We have clear expectations of how people will conduct themselves at Cann; we seek to foster a positive work environment where everyone's rights are maintained and we act lawfully and with integrity, and always in accordance with Cann's Values.

Specifically, all directors, senior executives and employees are expected to:

- act in accordance with Cann's Values, and in the best interests of Cann;
- act honestly and with high standards of personal integrity;
- comply with all laws and regulations that apply to Cann and its operations;
- act ethically and responsibly;
- treat fellow staff members with respect and not engage in bullying, harassment or discrimination;

- deal with customers and suppliers fairly;
- disclose and deal appropriately with any conflicts between their personal interests and their duties as a director, senior executive or employee;
- not take advantage of the property or information of Cann or its customers for personal gain or to cause detriment to Cann or its customers; and
- not take advantage of their position or the opportunities arising therefrom for personal gain.

Breaches of Code

All breaches of the Code should be reported to a manager, the CEO or the HR Manager.

Any breach of the Code may result in disciplinary action (up to and including the termination of the person's engagement with Cann). Independent contractors and other non-employees who are found to have breached the Code may have their contract or engagement terminated as a result of such breach.

Review of Code

The Code will be periodically reviewed by the Board and management of the Company to confirm that it is operating as it is intended, and to implement any changes needed to ensure it remains up to date.

Adopted by the Board on 25 August 2022.