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P A R T N E R S

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## Anti-Bribery and Corruption Policy

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Alfabs Australia Limited ACN 674 455 442 (**Company**)

# Anti-Bribery and Corruption Policy

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# Anti-Bribery and Corruption Policy

## 1 Introduction

### 1.1 Commitment

The Company is committed to maintaining a high standard of integrity and conducting its business activities in accordance with the law and in an ethical, lawful, and socially responsible manner.

The Company acknowledges the serious criminal and civil penalties that may be incurred and the reputational damage that will be suffered if the Company is involved in bribery, fraud, or corruption.

### 1.2 Purpose

This purpose of this Policy is to ensure the Company and its related bodies corporate (**Group**) comply with all applicable anti-bribery and corruption laws.

This Policy sets out the requirements of the Group regarding the management of gifts and benefits and applies globally and to all employees, officers, directors and in certain circumstances, consultants, contractors, agents and intermediaries representing the Group (**Group Members**).

This procedure is designed to outline to all Group Members, the standards of behaviour that are to be adhered to, so that the Company may ensure the workplace is free of bribery and corruption.

A copy of this Policy and our Code of Conduct are available on our website.

## 2 Definitions

For the purpose of this policy:-

- (a) Bribery is improperly offering, giving, or receiving of something of value to a public official or someone in business, either directly or indirectly, to obtain or retain business or an advantage or to induce or reward improper conduct or an improper decision. Both the giver and the receiver are committing bribery.
- (b) Corruption is a dishonest activity in which a director, officer, executive, manager, employee or contractor of an entity acts in a manner that is contrary to the interests of the entity and abuses his / her position of trust in order to achieve some personal gain or advantage for him or herself or for another person or entity.

## 3 Bribery and Corruption

This Policy prohibits Group Members from:

- (a) offering, paying, receiving or facilitating bribes, whether directly or indirectly, and including political and charitable contributions;

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- (b) offering, paying, receiving or facilitating secret commissions as an inducement or reward for using their position to influence the conduct of the Company's business;
  - (c) offering or accepting gifts, charitable donations and hospitality which may place the recipient under an obligation or create an expectation that the giver will receive a special benefit. Any gift, entertainment or other personal favour or assistance given or received which value exceeds \$250.00 (or any other amount determined or announced by the Board) must be approved in advance by the CEO and entered into the gifts register maintained by the Company; and
  - (d) intentionally or recklessly making, altering, destroying, concealing, or doing something with an accounting document with the intention of or concealing or disguising a practice prohibited by this Policy.

Set out in Schedule 1 are some practical guidelines to assist Group Members in complying with this policy. This list is indicative only and does not address all potential circumstances to which this policy may apply.

## **4 Gifts & Hospitality**

This policy does not prohibit bona fide and appropriate hospitality or promotional or other legitimate business expenditure (given or received) to or from third parties. The giving or receipt of gifts is not prohibited if the following requirements are met:

- (a) it is not made with the intention of influencing a third party to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favours or benefits;
- (b) it complies with local law;
- (c) it is given in the Company's name, not in any personnel's name;
- (d) it does not include cash or a cash equivalent (such as gift certificates or vouchers) in excess of \$250.00;
- (e) it is appropriate in the circumstances. For example, in some cultures it may be customary for small gifts to be given at Christmas time;
- (f) taking into account the reason for the gift, it is of an appropriate type and value and given at an appropriate time;
- (g) it is not, to the best of the personnel's knowledge, against the policies of the personnel receiving it; and
- (h) it is given openly, not secretly.

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## **5 Compliance**

### **5.1 Group Member Responsibilities**

Every Group Member must:

- (a) ensure that they read, understand and comply with this Policy;
- (b) ensure they abide by all applicable anti-bribery and corruption laws and regulations;
- (c) comply with the terms of this Policy and avoid partaking in any behaviour that may lead to, or suggest, a breach of this Policy; and
- (d) immediately report any concern, suspected or potential breaches of this Policy to either the CEO or Company Secretary as soon as possible. Notifications may also be made pursuant to the Company's Whistleblower Protection Policy.

### **5.2 Education and Training**

The Company will provide education and training to all Group Members to assist in their understanding of what conduct is unlawful and otherwise prohibited under this Policy and how to recognise, manage and report any subsequent breaches of this Policy.

Training on this policy forms part of the induction process for all new personnel. All existing personnel will receive regular, relevant training on how to implement and adhere to this policy.

The Group's zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors and business partners at the outset of any business relationship with them and as appropriate thereafter.

### **5.3 Compliance overview**

The Company Secretary is responsible for the overall administration of this Policy and must periodically monitor the implementation of this Policy and review on an ongoing basis.

The Company will keep financial records and have appropriate internal controls in place which will evidence the business reasons for making payments to third parties.

## **6 Consequences for Breaches**

Any suspected breaches of this Policy will be reported to the Board and thoroughly investigated. A breach of this Policy may result in disciplinary action, including termination of employment or contract.

The Company also reserves the right to inform the appropriate authorities where it is considered that there has been criminal activity or an apparent breach of any law which may attract serious criminal and civil consequences, such as imprisonment or fines.

The Board has overall responsibility for ensuring this policy complies with the Company's legal and ethical obligations, and that all personnel comply with it. This policy will periodically be reviewed to ensure that it is effective and continues to meet the needs of the Company.

The CEO has primary and day-to-day responsibility for implementing this policy and for monitoring its use and effectiveness. Management at all levels are responsible for ensuring those reporting to them are made aware of and understand this policy and are given adequate and regular training on it. Internal control systems and procedures will be subject to regular reviews to provide assurance that they are effective in countering bribery and corruption.

## **7 Review**

The Board will review this Policy annually with input from the Audit and Risk Committee to ensure that it is operating effectively and whether any changes are required to the Policy. This Policy may be amended by resolution of the Board.

**Adopted by the Board on 12 April 2024.**

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## SCHEDULE 1 – ANTI-BRIBERY & CORRUPTION GUIDELINES

Set out below are a number of guidelines to assist personnel to comply with this policy. The list is not intended to be exhaustive and is for illustrative purposes only.

### ALWAYS

- conduct appropriate due diligence in selecting and engaging third parties. Where appropriate this should include:
  - consideration of the background, reputation, beneficial ownership, expertise and qualifications of the third party; and
  - consideration of the prospective third party's associates and connections with government and public officials;
- communicate the Company's anti-bribery requirement to third parties in writing and ensure that, where appropriate, third parties are required to provide regular certificates of compliance with applicable bribery and corruption laws;
- fully understand applicable legal requirements, the recipient's own rules and the Company's approach to offering or accepting gifts or hospitality;
- ensure that all expenditure is accurately recorded;
- anticipate and plan in advance for new or potential circumstances where bribery or corruption may occur;
- acknowledge the necessity of compliance with anti-bribery laws when setting key performance indicators (**KPI**) and do not penalise individuals and teams for failing to meet KPIs as a result of such compliance; and
- immediately report any indication of improper payments or any concerns regarding the legitimacy of a payment in cash or in-kind that the Company is intending to make. If dissatisfied with the outcome of the discussion, personnel should raise the matter with the chief executive officer.

### NEVER

- offer anything of value to a government official or other person to obtain an actual or perceived improper advantage;
- allow secret commissions, 'kick-backs' or similar corrupt payments to be made. This includes arrangements made with politically influential individuals, companies or organisations where the fees are disproportionate to the legitimate services offered;
- make a payment to any person (in cash or in-kind) for a service to which the Company is not normally entitled. Examples include paying a public official to work overtime, to work during local holidays or to undertake duties beyond the scope of their normal job description;
- do anything to encourage or facilitate someone else, including an agent or representative of the Company, to make an improper payment;
- agree to demands for facilitation payments to expedite a routine administrative action; and
- establish a 'slush' fund.

### BE CAUTIOUS OF

- a commission that is disproportionate to the services provided;
- any request to make a payment that appears suspicious or to a name not related to the transaction, including but not limited to a charity or foundation;
- background information about existing or potential third party representatives that suggest they may be undertaking activities that could be considered improper.