
ANTI-BRIBERY AND CORRUPTION POLICY – BG&E GROUP OF COMPANIES

1. Purpose

To demonstrate BG&E's group of entities, controlled or influenced directly or indirectly, (BG&E) commitment to:

- a) Complying with all applicable fraud, anti-bribery and anti-corruption laws; and
- b) Applying and maintaining the highest level of ethical behaviour, integrity and standards in combating fraud, bribery and corruption.

BG&E is a preeminent trusted consultant of engineering services and it is part of BG&E's values to act with integrity in everything that we do.

2. Scope

This policy applies to:

- a) All employees, officers and Directors of BG&E; and
- b) Dealings with private and public sector clients and other third parties (collectively referred to as a third-party), including competitors and suppliers.

3. Definitions

The following definitions apply for the purposes of this Policy:

Bribery or Corrupt Conduct means:

- a) A bribe: an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory, business or personal advantage;
- b) An inducement: something which helps bring about an action or desired result; or
- c) A business advantage: where BG&E is placed in a better position (financially, economically, reputationally, or in any other way) than it would have been had the bribe or corrupt act not taken place.

Refer to **Annexure A** for potential Bribery or Corrupt Conduct red flags.

Facilitation Payments are any payment, of a minor nature, made for the sole or dominant purpose of expediting or securing the performance of a routine government action of a minor nature.

Fraud means any dishonest activity causing actual or potential financial loss to any person or entity. Examples include, but are not limited to, deliberate falsification, concealment or use of falsified documents, the improper use of information or position, false invoicing, and theft of intellectual property or confidential information.

4. Policy

BG&E will not tolerate fraudulent or Corrupt Conduct.

Employees, officers and Directors of BG&E are prohibited from doing the following, directly or indirectly:

- a) Engaging in fraudulent conduct;
- b) Giving, promising to give, or offering, a payment, gift or hospitality to a third party or otherwise engaging in or permitting Bribery or Corrupt Conduct to occur, with the expectation or hope that an advantage in business will be received, or to reward a business advantage already given;
- c) Permit the making of any inappropriate promises, gifts or excessive hospitality to Foreign Public Officials, Australian Public Officials, Government Officials, or Clients in order to achieve unfair advantage or benefit;
- d) Giving, promising to give, or offering, a payment, gift or hospitality to a third party to "facilitate" or expedite a routine procedure, not least Facilitation Payments. Facilitation Payments are also expressly prohibited by this policy;
- e) Accepting a payment, gift or hospitality from a third party if it is known or suspected that it is offered or provided with an expectation that a business advantage will be provided by the practice in return;
- f) Threatening to retaliate against another employee who has refused to commit a Bribery offence or who has raised concerns under this policy;
- g) Participating in a scheme relating to money laundering or the financing of terrorism;
- h) Deal with any person or company that has been sanctioned by the Australian Sanctions Office or the UN; or
- i) Engaging in any activity that might lead to a breach of this policy.

It is an offence under Commonwealth and State laws to seek to bribe a government employee, or an agent of a business (eg an employee of a client).

For government or public official clients, you must comply with BG&E's Political Donations Policy.

All employees, officers and Directors of BG&E must:

- a) strive to conduct all business in an honest and ethical manner; and
- b) also disclose all conflicts of interest to the Board of Directors.

4.1 Gifts

Employees at BG&E must:

- a) Not give or accept gifts and/or benefits that will compromise, or appear to compromise, their integrity and objectivity in performing their duties;
- b) Not give or accept any Facilitation Payment, no matter how characterised;
- c) Not give or accept gifts and/or benefits that cause, or appear to cause, a conflict of interest; and
- d) Comply with the requirements of BGE's Gifts Policy when giving or receiving gifts.

Gifts can be more than cash. They might include:

- a) Excessive hospitality;
- b) Sponsored travel or anything that could be considered a junket;
- c) Entertainment;
- d) Tokens of esteem or gratitude; and
- e) Discounts.

4.2 Exceptions to the anti-bribery & corruption requirements

Gifts and genuine hospitality and entertainment expenditure, that are reasonable and proportionate, are allowed to be given or received if they meet all of the following:

- a) Made for the right reasons - it should clearly be given as an act of appreciation or common courtesy associated with standard business practice;
- b) There is no obligation - it does not result in the recipient being placed under an obligation;
- c) No expectation - there is no expectation that the giver would be placed in a better position as a result of the gift;
- d) Made openly - if the gift is made in secret or undocumented then the purpose will be open to question;
- e) Reasonable value and appropriateness - its size is in accordance with general business practices and its nature is appropriate to the business relationship;
- f) At 'arm's length' - all transactions and gifts should be at an 'arm's length' basis;
- g) Legal - it complies with all relevant laws and professional standards;
- h) Meets BG&E's requirements - it complies with specific requirements contained in the Entertainment Policy, Political Donations Policy and Gifts Policy;
- i) Documented - the gift, if valued at \$1,000 or more, is fully documented; and
- j) Reputational damage - would not cause reputational damage to the business if publicly disclosed. Employees should ask themselves, if it was reported in the press or on social media, how would this conduct appear to an honest outside observer?

5. Reporting Concerns

BG&E is proud to have a culture of collaboration and encourages all employees to speak up about issues or conduct that concerns them, including being the recipient of a potential Bribery attempt or if uncertain about the appropriateness of giving or receiving a gift, hospitality or entertainment. Employees should report any concerns about potential Fraud, Bribery or Corrupt Conduct to their Supervisor or Manager.

In reporting Fraud, Bribery and Corrupt Conduct concerns, an employee may also be covered by the BG&E's Whistle blower Policy, which provides a convenient and safe reporting mechanism and appropriate protection for employees who make disclosures using this mechanism. Refer to the Whistle blower Policy for further information.

Remember, if in doubt ASK!

You will NEVER be disadvantaged by BG&E if you are open and ask first.



6. Related Documents

- a) Entertainment Policy
- b) Gifts Policy
- c) Political Donations Policy
- d) Whistle blower Policy

7. International Application

BG&E recognises that acts of bribery and corruption are illegal in most countries.

If a client or a third-party is in the UK or US (or subject to UK or US law), Fraud, Bribery or Corrupt Conduct, or the making of a Facilitation Payment, may also expose our clients, BG&E's employees, BG&E, or all concerned, to UK and US anti-bribery and corrupt practices laws, which are currently much broader than Australia's.

If dealing or conducting business in the UK or US, then the following legislation must be followed:

- a) [Bribery Act 2010 \(UK\)](#); and
- b) [Foreign Corrupt Practices Act 1977 \(US\)](#).

Extreme care must be exercised as penalties are **severe and serious**.

APPENDIX A

What is bribery?

Transparency International UK says:

“When a person offers, promises or gives a bribe, it is called ‘active bribery’ and when a person requests, receives, or accepts a bribe, it is called ‘passive bribery’. Both forms are of concern to companies and are outlawed in most countries. Until the advent of the UK Bribery Act, the focus of anti-bribery legislation had been on active bribery of foreign public officials as this is the main arena for bribery because of the harm it brings to societies and the way it undermines fair trading. For example, the OECD Anti-bribery Convention and the U.S. Foreign Corrupt Practices Act (FCPA) address only active bribery.”

Examples of active bribery

- Bribing a public official in order to:
 - Be awarded a contract in the briber’s favour.
 - Obtain an inspection report or to be awarded a license.
 - Circumvent planning or safety controls. For a case study, [click here](#).
- Channelling bribes to win public contracts through a consultant.
- Employing a public official’s relative to influence the award of contracts.
- Providing sponsorship fees and excessive travel expenses for doctors to influence them to prescribe a pharmaceutical company’s products.

Examples of passive bribery

Passive bribery takes place most often in certain operating functions; examples of instances are below:

- **Security:** A security officer in a company accepts a bribe from criminals to allow access for theft.
- **Purchasing and procurement:** A procurement executive demands a ‘kickback’ to award a contract. This involves a portion of the contract fee being given back to the individual who made the decision to award the contract. The consequences of such bribery can include financial loss through overpaying for goods, projects or services and purchase of substandard, counterfeit or otherwise non-compliant goods or services. See the retailer case study.
- **Allocation of goods and services:** An employee favours a customer by expediting delivery at the expense of other customers or giving preferential allocation of goods or services.
- **Recruitment:** An executive demands a bribe to appoint or promote a person who would otherwise not have been selected. A senior buyer awards a contract on the strength of promise of a lucrative appointment with the supplier after a suitable interval.
- **Insider fraud:** A bank employee accepts a bribe to provide details of the bank’s customers.

See case study.

- ***Illegal information brokering:*** An executive accepts a bribe to provide contract specifications to be used in a tender ahead of time. Bribery might also be accepted to alter the specification in favour of a bidder.