

Anti-bribery and Corruption Policy

BG&E Group of Companies
Version 1.1

Contents

1. Purpose and goals of this policy	2
2. Application of this policy	2
3. Definitions	2
4. What is bribery?	2
5. Conduct by the Company	3
6. Your responsibilities	3
7. Breach of policy	4
8. Exceptions	4
9. Related Documents	4

Document Control				
Revision	Date	Prepared	Reviewed	Approved
1	26/04/2018	Published	Nil	Frank Cerra
1.1	30/03/2023	Approved, Rebranded & Amended	Alana Hampel	ELT

BG&E Group Limited and its subsidiaries (the “Company” or “BG&E”) is committed to conducting business in accordance with the highest ethical standards and prohibits all forms of bribery and corruption.

1. Purpose and goals of this policy

The purpose of this policy is to:

- ensure the Company complies with all anti-bribery and corruption laws and regulations applicable to the Company’s operations and businesses;
- ensure the Company conducts business in a socially responsible manner and observe the highest standards of fair dealing, honesty and integrity while performing business activities; and
- to provide Company employees, directors, officers and contractors with the tools and support necessary to identify and combat bribery and corruption risks.

This policy has been developed in alignment with, and by reference to, BG&E’s Code of Conduct, and BG&E Gifts and Entertainment Policy.

2. Application of this policy

The BG&E Board has approved and adopted this policy. This policy applies to the Company (as defined in section 3 below).

3. Definitions

“**BG&E Board**” means the board of directors of BG&E Group Limited and the board of directors of each of its Related Bodies Corporate.

“**Company**” means BG&E Group Limited and its Related Bodies Corporate, and each of their employees, directors, officers and contractors.

“**Related Bodies Corporate**” means the definition included under s. 50 of the Corporations Act 2001 (Cth).

4. What is bribery?

Generally, bribery means the act of offering, providing or causing the offering or provision of a benefit that is not legitimately due to a person acting in an official or representative capacity for the purpose of obtaining or retaining business or a commercial advantage.

A bribe may include the following:

- a direct or indirect promise, offering of or authorisation of anything of value;
- an offer of a kickback, loan, fee, reward or other advantage;
- the payment of any travel or travel-related expenses to a government official or business partner;
- gifts, entertainment or charitable contributions to a business partner on behalf of or that could benefit a government official or his or her relative;
- payment of fees to a government official who provides services as a speaker, consultant or advisor;
- payment to a government official or employee, or other intermediary to facilitate or accelerate the performance of a routine non-discretionary government action;
- payment of secret or undisclosed commissions or other gift or consideration; or
- facilitation payments (which are illegal under the UK Bribery Act),



that are designed to exert influence or obtain an unfair advantage.

Acts of bribery are designed to improperly influence individuals to act dishonestly in the performance or discharge of their duty or in the use of their position:

- offer, pay, solicit or accept bribes or other improper payments or benefits from any person and in any form;
- engage in fraudulent or corrupt business practices for the benefit of the Company, themselves or another party; and
- not permit the making of any inappropriate promises, gifts or excessive hospitality to Foreign Public Officials, Australian Public Officials, or private clients which are not in accordance with its Gifts and Entertainment Policy, Government Officials, Clients in order to achieve unfair advantage or benefit.

5. Conduct by the Company

The Company:

- conducts all business in an honest and ethical manner;
- acts professionally, fairly and with integrity in all business dealings and relationships;
- resists any efforts made by others (including existing or potential suppliers, customers or clients) to unfairly affect any official decision making process in order to achieve unfair advantage or benefit;
- maintains appropriate records of financial and non-financial controls and ensure that they are accurate and protected against improper use or loss of integrity; and
- discloses all conflicts of interest to the BG&E Board.

At BG&E we:

- encourage charitable donations only when they are ethical and legal under local laws and practices and not in breach of any BG&E policies. The payment of a donation by physical cash is prohibited;
- do not make or allow any contributions or donations to political parties, government officials or personnel;
- do not condone facilitation or similar payments as a means of doing business;
- expect our business partners, clients, contractors, service providers and agents to implement and enforce effective systems to counter bribery, corruption and fraudulent conduct; and
- will cooperate with authorities regarding if any illegal or criminal conduct is brought to our attention and is required to be disclosed by law.

6. Your responsibilities

All BG&E employees and contractors are expected to read and understand this Policy. You must immediately report actual or suspected violations of this Policy, including any attempts by third parties to engage in prohibited conduct with BG&E.

BG&E fosters a culture of speaking up to encourage reporting of any breach of this Policy, or other concerns. BG&E has a Whistleblower Policy that enables any person who has reasonable grounds to suspect that potential misconduct has occurred or is occurring within or against BG&E to make a report, without fear of reprisal.

If you are unsure whether a particular act constitutes potential misconduct or a breach of this Policy, or if you have any other queries, you should ask your manager or the BG&E General Counsel. You may also contact the BG&E Ethics Group by making report at NAVEX EthicsPoint Incident Management System (<http://bge.ethicspoint.com>).



7. Breach of policy

All Company employees are personally responsible for protecting the Company, its reputation and themselves from the risks arising from bribery and corruption. Personal penalties apply where individuals fail to comply with anti-bribery and corruption laws, including financial penalties and imprisonment.

8. Exceptions

None

9. Related Documents

BG&E's Code of Conduct

BG&E Gifts and Entertainment Policy



