



Anti-Bribery and Anti-Corruption Business Integrity Policy

Why it matters

- 1) ANZ is committed to conducting business with integrity and to refrain from bribery and corruption in all its business dealings. Legally, bribery and corruption is prohibited in countries in which ANZ operates. At the heart of the Policy are seven Principles that ANZ adheres to in meeting this commitment.
- 2) This policy is important to demonstrate ANZ's commitment to conducting business ethically and with integrity and reinforces that ANZ has zero tolerance for bribery and corruption. Bribery and corruption destroy fair access to markets, limits economic opportunity and could result in human rights, and environmental abuses.
- 3) The reputational and regulatory consequences of bribery and corruption are significant and could result in substantial reputation damage, fines, and imprisonment.
- 4) ANZ prohibits bribery and corruption among its employees, contingent works, directors and third parties.

When this applies

- 5) This policy applies to:
 - a. Entities: ANZ Group – this policy applies globally in all ANZ operations and jurisdictions where it operates
 - b. Users: Employees, Contingent Workers and Directors. Third parties of ANZ are expected to adhere to Principle 1 of the Policy, and any others that may be defined by ANZ in statements of work or any other contracts or agreements of the engagement.
 - c. Activities: Doing business with integrity

What needs to be done

Doing Business with Integrity (Principle 1)

- 6) ANZ will do business with integrity. All users must:
 - a. not offer, make or receive bribes or payments that are corrupt or could be perceived to be corrupt, including via a Third Party such as an agent or broker
 - b. not offer, give or receive gifts, entertainment, sponsored travel, sponsorships, grants or donations that could unfairly influence or be perceived to unfairly influence business judgment
 - c. avoid conflict of interest that will or be perceived to place personal interest above that of the ANZ

- d. not promise, authorise, solicit, agree or offer to give, or give gifts, entertainment, sponsored travel, sponsorships, grants or donations of any value to Public Officials or their representatives in order to improperly influence, or be perceived to improperly influence such officials or their representatives
 - e. when faced with requests or demands for facilitation payments, not offer to pay, or pay such facilitations payments, challenge or resist the demand for making such payments and immediately report any request to their compliance or risk representatives, or Group ABAC Team. While such payments are legally allowed in some jurisdictions in which we operate, they are illegal in others. Facilitation payments are, in terms of this Policy, prohibited in all our business operations, globally,
 - f. when faced with coerced payments, make the payment if, in their judgement they consider it dangerous or life or health threatening to not do so; and immediately report the incident to their Compliance or Risk representatives and Group ABAC Team as soon as it is safe to do so.
- 7) Users must not use ANZ facilities, funds or property when they conduct party political activity in their private capacity. Donations to political parties must be approved as required by Political Donations and Foreign Influence Policy.

Being Transparent about Financial and Ownership Interest (Principle 2)

- 8) ANZ is transparent with our financial and ownership interests. All users must:
- a. declare:
 - i. all gifts, entertainment, sponsored travel, donations, grants and sponsorships, that are given or received, in accordance with Group or in-country guidance, when required to do so
 - ii. any ownership or financial interests held by them or their Related Party when required to do so,
 - iii. any ownership or financial interests held by them or their Related Party in a Third Party when requested to adjudicate the appropriateness of the Third Party to perform a service for ANZ,
 - b. not provide preferential treatment to Related Parties, other than what would be offered under standard commercial terms.

Knowing our Third Parties and holding them to ANZ's Standards of Business Integrity (Principle 3)

- 9) ANZ will know third parties and hold them to our standards of business integrity. All users must, if specifically tasked with such a responsibility:
- a. perform prior to on-boarding, as well as ongoing, risk based due diligence on Third Parties and maintain related records
 - b. apply appropriate mitigation in cases where Third Party due diligence assessments indicate elevated levels of risk,
 - c. monitor and supervise Third Party due diligence activities and report findings to relevant governance structures accurately and in a timely manner.

Understanding the contents of this Policy (Principle 4)

- 10) ANZ will design and implement business integrity training and awareness programs that meet legal and our ethical standards and implement it on a risk-based approach. All users must:
 - a. be familiar with the Policy and the required behaviours described in the Policy, and
 - b. complete business integrity training designated to them, diligently and in a timely manner.

Keeping accurate Books, Records and Accounts (Principle 5)

- 11) ANZ will keep accurate books and records. All users must:
 - a. not make or accept payments that are not accurately described in relevant books and records
 - b. keep business records and accounts that reflect actual business expenditure and other commercial information
 - c. not make false or misleading entries, nor omit important information, to business expenditure and other commercial information into ANZ records.

Reporting Suspected or Observed Policy Breaches (Principle 6)

- 12) ANZ will report suspected or observed cases of bribery and corruption. All users must:
 - a. report suspected or observed breaches of this Policy, as soon as possible, to a Line Manager, Compliance or Risk representative, Group ABAC Team, Group Integrity, or through the Whistleblower channel, and
 - b. not harass, in any form, or victimise individuals reporting suspected or observed Policy breaches.
- 13) The Whistleblower channel is designed to help users feel safe when raising concerns about a suspected Policy breach and other misconduct. All Whistleblower reports are treated in a confidential, sensitive, and secure manner and users has the option to report anonymously. Users can also raise potential breaches via the Suspicious and Unusual Activity Report (SUAR) process where available.

Maintain appropriate Anti-bribery and Anti-Corruption Business Practices and Procedures (Principle 7)

- 14) ANZ will maintain appropriate business integrity practices and procedures. This includes:
 - a. maintaining an appropriately resourced central anti-bribery and anti-corruption team that is adequately capacitated for a business of the size and complexity of ANZ

- b. ensure appropriate training and awareness material and programs are developed and implemented to promote understanding of, and compliance with, the Policy
- c. ensuring business integrity risk monitoring and assessments are conducted on a regular basis, and
- d. escalating material business integrity risks and issues to management and the Board and the effective resolution of those issues.

Responsibilities

Position	Responsibilities
Employees, contingent workers and directors	<ul style="list-style-type: none"> • Familiarise themselves with the Policy and the required behaviours that is described in the Policy • Complete all ABAC Business Integrity training designated to them, diligently and in a timely manner
Owner	<ul style="list-style-type: none"> • Maintain a Group ABAC Team that is adequately capacitated for a business of the size and complexity of ANZ • Develop and implement appropriate training and awareness material and programs to promote understanding of, and compliance with, the Policy • Seek to ensure bribery and corruption risk monitoring and enterprise risk assessments are conducted on a regular basis • Provide accurate and timely information about material ABAC business integrity risks to management and board committees, and oversee any required mitigation diligently
Business/Function Head	<ul style="list-style-type: none"> • Promote understanding of, and compliance with, the Policy • Embedding the Policy into the day-to-day operations of the businesses/function • Provide accurate and timely information about material ABAC business integrity risks to management and board committees, and oversee any required mitigation diligently • Exhibit ethical leadership and lead by example by always adhering to the Policy • Seek to ensure bribery and corruption risk monitoring and business risk assessments are conducted on a regular basis

Compliance

- 15) The Policy must be read in conjunction with applicable local or extra-territorial laws or standards relating to ABAC and business integrity. Country level ABAC policies should only be adopted where there is a clear local legal or regulatory requirement to do so.
- 16) The policy is governed by the ANZ Board Risk Committee (BRC).
- 17) All Policy exemptions must be submitted for approval to the Owner using the Policy Exemption form.
- 18) Breaches may result in disciplinary action, and/or performance and remuneration consequences.
- 19) This policy is not part of employee contracts and may be changed or retired at any time. If the law imposes a higher standard than this policy, the legal obligation prevails.

Document family

20) The following Policy Documents are directly related to this policy:

- a. ABAC Requirements
- b. ABAC Business Integrity Third Party Due Diligence Standards
- c. ABAC Business Integrity Risk Assessment Standards

Definitions

21) The Policy Glossary contains standard terms. For the purposes of this document, the following terms have these definitions when used:

- a. **ABAC** means the ANZ Group Anti-Bribery and Anti-Corruption function, its staff, or its various programs of work.
- b. **ABAC Principles** means core anti-bribery and corruption objectives that form a rule book of important do's and don'ts that employees and, in some cases Third Parties, must adhere to.
- c. **Private Party** means any individual or entity – other than a Public Official – with whom ANZ conducts business.
- d. **Public Official** means any officer or employee, who may hold a judicial, administrative or legislative position, of any government department, agency or any business position in any state owned enterprise. This definition includes any political party, party official, or candidate for political office, as well as any employee or representative of sovereign wealth funds or any entity owned by a sovereign wealth fund.
- e. **Related party** means a parent, spouse, spousal equivalent, child, sibling, uncles, aunts and any entity controlled by such a related party.
- f. **Third Party** means any person, whether a natural person, an organisation or any other entity, with whom Users engage commercially or contractually including actual and potential suppliers, service providers, vendors, joint venture partners, agents, intermediaries, consultants, distributors, business contacts, advisers, government and public bodies. Business partners such as members of joint ventures, mergers and acquisitions in which ANZ actively participates and does not hold a purely passive investment are also included in this definition.
- g. **Coerced payment** means a demand for payment coupled with real or perceived threats of violence or a reasonable belief that you will be harmed if the payment is not made. In such cases the safety and health of our representatives are of paramount importance and the payment may be made, as long as the incident is reported as soon as possible.
- h. **Corruption** is the abuse of entrusted power for personal gain. Potential indicators of corruption could be an abuse of power by those in a position of authority or trust, collusive behaviour, where those in a position of authority or trust collude with others to achieve illicit benefits and gains, or deceptive behaviour, where colluding parties often take steps to hide their corrupt activities by not declaring important information or falsifying books and records.

- i. **Bribery** is a form of corruption. There are two types of offences associated with bribery; active bribery refers to offering an advantage to influence decisions or breach trust, and passive bribery, referring to being the receiver of such advantage, and to have trust in entrusted power diminished or decisions unduly influenced. This advantage may be financial, such as money or shares in a business, or non-financial, such as offering jobs to the receiver, or for their Related Parties.

An advantage may be offered, given or received by ANZ Employees, Management, Customers, or Third Parties of ANZ. Some common forms of bribery are to:

- offer, give or receive gifts and entertainment, or illicit payments to provide or promise to provide contracts for
 - products and services, access to credit, or any other service ANZ may offer under conditions that would not meet
 - normal commercial business criteria;
 - make political or charitable donations and grants that are designed to unfairly influence business decisions;
 - benefit from undeclared ownership interests in Third Parties entities that, because of your influence, the ANZ resolved to do business with; and
 - manipulate books and records to hide illicit benefits from scrutiny.
- j. **Facilitation payment** means a payment to get something you are entitled to. It often takes the form of small cash gifts or favours to progress administrative processes that should not formally require such payments. The differences between bribes and facilitation payments are often unclear.