



## ANTI-BRIBERY AND CORRUPTION POLICY

**Function:** To make information available to all Device Technologies Group employees and associates regarding the organisation's legal responsibility and position on Corruption and Bribery.

**Scope:** This policy applies to all members of the DT Group within Australia, New Zealand and Asia, its direct and indirect subsidiaries and joint ventures, collectively known as Device Technologies in this policy. This policy applies to all employees (including full time, part time, fixed term and casual staff members), directors, officers and all persons who perform work for, or undertake work at premises owned by DT including contractors, consultants and volunteers (collectively referred to as "employees" in this policy).

### **Definitions:**

**Employee:** all employees (including full time, part time, fixed term and casual staff members), directors, officers and all persons who perform work for, or undertake work at premises owned by DT including contractors, consultants and volunteers.

**Associate:** any third-party individual or organisation who is not an Employee and is performing work for or on behalf of Device Technologies including agents, brokers, business partners, consultants, contractors, franchisees, joint venture partners, joint venture entities (and their employees) stakeholders and other representatives.

**Corruption or Corrupt Behavior:** Corruption is the abuse of entrusted power for private gain. This illicit behavior can include bribery, extortion, fraud, nepotism, speed money or facilitation payments, theft, embezzlement, falsification of records, kickbacks, influence peddling, money laundering and political campaign contributions.

**Bribe or Bribery:** The offer, promise, giving, requesting, authorising or receiving of anything of value (whether a financial or other advantage) directly or indirectly to another person with the intention of influencing or rewarding improper performance. 'Another person' can include, but is not limited to: a Government or Public official, Third Party, supplier, customer, etc. Bribery can include either 'direct bribery', in which a person offers or gives something of value to influence performance or obtain an unfair advantage, or 'indirect bribery', in which a person receives, attempts to receive, or requests something of value in exchange for improper performance.

Bribes can include money, non-cash gifts, political or charitable contributions, loans, expenses, reciprocal favors, business or employment opportunities, entertainment, hospitality, other direct or indirect benefits or Facilitation Payments.

**Facilitation payment:** Typically, small, unofficial payments generally made to Government or Public Officials to expedite or secure performance of a



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nondiscretionary, routine governmental action, such as obtaining permits or other official documents to qualify to do business, processing governmental papers such as visas, or completion of customs clearance.

Government or Public Official: means:

- (a) Officers and employees of any national, regional, local or other government;
- (b) Elected or appointed government officials;
- (c) Officers and employees of companies in which a government owns an interest;
- (d) Candidates for public office;
- (e) Political parties and their officials; or
- (f) Officers, employees or official representatives of any public international organisation.

Item of Value or Anything of Value: includes any financial or non-financial advantages, such as cash, travel, meals, gifts (incl. gift card and gift certificates), travel, education expenses, and employment.

Third Party: means any individual or organisation that staff may come into contact during the course of their employment or business relationships associated with Device Technologies.

### **Responsibility:**

**All employees:** wherever located, are prohibited from violating or directing others to violate any law including but not limited to any law prohibiting bribery and related forms of corruption.

All employees are required, as part of their normal duties to:

- (a) familiarise themselves with this anti-bribery policy;
- (b) participate in any anti-bribery training provided by DT;
- (c) immediately report any actual or suspected bribe;
- (d) immediately report any allegation of bribery made by a third party;
- (e) always be mindful of whether a payment is appropriate for the goods and services provided; and
- (f) obtain a receipt detailing the reason for a payment and the amount.

### **POLICY**

1. The Device Technologies Group, inclusive of its subsidiary companies (collectively "DT") has a **zero-tolerance approach to bribery and corruption** in all business dealings and in all countries and territories in which we operate.
2. In accordance with this policy and with relevant laws and regulations, DT will:

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- (a) not provide, solicit or accept payments, gifts or entertainment that constitute bribery or corruption, as defined in this policy;
  - (b) maintain systems and controls which will deter and minimise the risk of bribery and corruption;
  - (c) ensure all staff are fully aware of this policy and operate within a zero tolerance, anti-bribery culture within our organisation; and
  - (d) provide appropriate mechanisms for staff to report suspected bribery or corruption or otherwise voice their concerns, and to protect those who do so.
  - (e) communicate the company's zero tolerance for bribery and corruption to all associates and proposed suppliers, customers, contractors and partners at the outset of any business relationship.
3. As a condition of your employment, you are required to have a clear and thorough understanding of your Anti-Bribery and Corruption (ABC) responsibilities and to comply with any lawful directions made by DT in respect of this policy.
  4. The successful completion of the ABC on line training program by all staff is a mandatory requirement of this policy.
  5. If there is anything in this policy that you do not understand or that requires clarification, you are to contact your immediate people leader or your General Manager.
  6. Failure to comply with any part of this policy will be treated as a serious breach of duty resulting in disciplinary action.

### **PROHIBITED CONDUCT**

7. **Bribery and Corruption:** It is illegal to pay or receive a Bribe whether paid or received directly or indirectly (i.e., through an intermediary such as a close associate or family member). There is no set monetary threshold that defines a payment as a Bribe. A Bribe can include money or anything of value and includes payments or gifts as a reward for the improper actions of a Third Party. It is not generally relevant whether the bribe is accepted or ultimately paid, as making an offer of a bribe will usually be sufficient for an offence to have been committed. These principles apply in any country in which Device Technologies operates or conducts business.
8. **Facilitation Payments** made anywhere in the world are prohibited and you must not make these types of payments regardless of local custom or law.
9. **Secret commissions** and other acts of Corruption are prohibited including fraud, embezzlement, money laundering, extortion, nepotism, grease payments, speed

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money, theft, embezzlement, falsification of records, kickbacks and other forms of influence peddling. Conduct constituting Corruption may also constitute a criminal offence under applicable legislation.

10. Charitable donations must be for legitimate purposes and cannot be a bribe in disguise. Charitable donations must not be made to individuals. Charitable donations must not be politically connected. DT must not make charitable donations to organisations that are linked to political parties or politicians.

DT must only make charitable donations (and the associated payments) to:

- incorporated community groups, clubs and associations;
- not-for-profit or non-government organisations;
- other community related commercial organisations;
- academic bodies such as universities;
- hospital foundation funds.

Charitable donations must be:

- permitted by local law;
- documented and accurately recorded in our books and records;
- for charitable or community purposes; and
- pre-approved in writing by authorised manager. (Refer DTA Authorised Delegations Matrix).

11. Gifts, Benefits and Entertainment - We do not give or receive gifts that may influence business decisions. There are specific laws and company policies that restrict employees from exchanging gifts, entertainment and other benefits. As a general rule, it is not permissible to offer gifts to current or prospective customers. Accepting gifts can be done in limited circumstances. Always refer to the DT Gift and Entertainment Policy.

### **DUE DILIGENCE ON THIRD PARTIES**

12. Device Technologies and its employees may be held liable for the acts of third parties who act on our behalf including where we know, or reasonably should have known of unlawful or inappropriate conduct. DT is obligated to take adequate steps to prevent Bribery and Corruption.
13. Before engaging any third party, DT employees shall conduct an appropriate level of due diligence to evaluate potential compliance risks, ensuring that DT only enters relationships with reputable, qualified individuals and organisations.

### **CONTRACT GOVERNANCE**

14. All commercial arrangements must be in writing, executed by Device Technologies in accordance with the DTA Authorised Delegations Matrix. All

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contracts that are not on DT standard templates or where the DT standard templates have been changed in any way must be reviewed by DT Group Legal.

15. If any third party is acting on behalf of DT, including in performance or execution of a contract, that third party must have written approval to act by DT Executive and/or DT Group Legal. All third parties engaged on or behalf of DT must comply with all relevant laws, including Anti Bribery and corruption laws in Australia, New Zealand and the relevant country where the third party is performing services on behalf of DT.

### **REPORTING**

16. Staff must immediately report to either their direct line manager, any DT General Manager, any member of the DT executive or anonymously when they:
- (a) uncover an instance of bribery or corrupt behaviour;
  - (b) suspect that a bribe has been, or is in the process of being, requested, offered, promised, paid or received or even just discussed; and / or
  - (c) receive or otherwise become aware of information which suggests that a bribe has been, or is in the process of being, requested, offered, promised, paid or received or even just discussed.

### **INVESTIGATION**

17. The objective of an investigation is to determine whether there is evidence which substantiates the concern raised in the reported behaviour.
- 17.1. The investigation process will be to:
- (a) investigate the report within a reasonable period of time;
  - (b) ensure that any investigation is fair and objective;
  - (c) avoid conflicts of interest in carrying out any investigation;
  - (d) keep information relating to reports (including the identity of the reporter) confidential, except as required by law.
- 17.2. The investigation team will be coordinated by a nominated DT senior staff member noting external investigators such as lawyers and/or forensic accountants may be engaged to participate in an investigation.
- 17.3. The reporter will be contacted by the nominated DT senior staff member to advise the likely steps of the investigation (including whether the reporter consents to their identity being disclosed) and provide the reporter with updates from time to time (where appropriate).

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17.4. The outcome of any investigation will be reported on a confidential basis to the DT Ethics and Compliance Committee (ECC) and as required to the reporter.

### **TRAINING AND AWARENESS**

18. It is mandatory for **all** employee to complete the designated ABC training on an annual basis. The Senior Executive team or those who may work closely with regions or areas assessed as having a high corruption risk, may undertake a more detailed and extensive training program. Management at all levels are responsible for ensuring their direct reports are aware of and understand this policy and participate and complete their mandatory ABC training.

### **NON-COMPLIANCE**

19. The consequences of non-compliance with this policy may be severe. Breaches of this policy may render staff liable to disciplinary action, up to and including termination of employment.

20. In many jurisdictions, such breaches might also render individuals liable to prosecution by a law enforcement or regulatory body which might impose significant penalties for the giving or receiving of payments or gifts, benefits or entertainment which are deemed to be improper inducements for investment or other business.

21. In the case of business partners or other third parties to whom this policy also applies, DT will not hesitate to terminate a relationship with a business partner or third party who has been found to breach this policy.

22. In the case of a staff member who is found to be guilty of bribery they:

- (a) may face criminal penalties which will vary according to the offence with which they are charged and the seriousness of that offence.
- (b) may be liable to disciplinary action and to dismissal for gross misconduct with consequent loss of salary, bonus and commission.
- (c) the staff member may be liable to civil legal action for the recovery of any misappropriated sums and/or for damages for any loss or damage suffered by his victim.