



# Cuscal

## Anti-Bribery and Corruption Policy

<b>VERSION</b>	1.0
<b>DATE</b>	18 October 2023
<b>POLICY REVIEW FREQUENCY</b>	Annual or as required
<b>POLICY OWNER</b>	Chief Risk Officer
<b>POLICY APPROVER</b>	Board



## 1. Introduction

Cuscal Limited and its subsidiaries (collectively, **Cuscal**) are committed to conducting its business activities in an ethical, lawful and socially responsible manner, and in accordance with the laws and regulations of the countries in which we operate. Cuscal's reputation as an ethical business organisation is important to its ongoing success. Engaging in bribery and corrupt conduct is contrary to this commitment and constitutes a serious offence with criminal and civil penalties. It also exposes Cuscal to significant reputational damage.

This Anti-Bribery and Corruption Policy (**Policy**) is also underpinned by our values:

- ❑ **We earn Trust:** Trust and transparency form the foundation of everything we do.
- ❑ **We are One Team:** One Cuscal, one team, one plan. What we achieve we achieve together.
- ❑ **We think Customer:** Our partnership and service set us apart.
- ❑ **We Adapt and Adopt:** We are innovative on the growth edge. We lead the way into the Future.

Under this Policy, You (as defined below) must:

- ❑ not knowingly commit, be party to, or otherwise be involved in Bribery and Corruption (as defined below) or conceal such conduct;
- ❑ comply with the laws and regulations which apply to us and our operations;
- ❑ comply with this Policy and all the procedures we adopt; and
- ❑ report any concern or suspected or potential breach of this Policy immediately.

This Policy and our Code of Conduct are available on Cuscal's website.

## 2. Purpose

The purpose of this Policy is to document Cuscal's commitments and approach to maintaining a business free from bribery and corruption practices in any form, whether direct or indirect.

## 3. Scope

This Policy applies to all Cuscal directors, officers, employees, secondees, contractors, consultants, agents and intermediaries representing Cuscal (collectively, **You**).

## 4. What is Bribery and Corruption

- ❑ **Bribery** or a **Bribe** is the direct or indirect offering, promising, authorising, giving accepting or soliciting a benefit, a favour, a gift or anything of value (including involvement in, or arranging for, the making of facilitation payments) with the intention of unduly influencing the behaviour of a person or a foreign public official in the performance of their duty, in order to obtain or retain business or some other improper advantage.
- ❑ **Corruption** is the abuse of entrusted power for private gain.





## 4.1 What Behaviour is Prohibited by this Policy

Prohibited behaviour under this Policy includes (but is not limited to) the following:

### ❑ **Offering, paying or receiving Bribes**

Offering, making or receiving a Bribe is strictly prohibited under this Policy. Australia is a signatory to the OECD Convention Combating Bribery of Foreign Public Officials in International Business Transactions and has enacted legislation prohibiting the offering, paying, causing or promising of anything of value to both foreign and domestic public officials. The legislation enables Australian regulators to prosecute its citizens and corporations for the Bribery of public officials in Australia and in other countries.

Contravention of the anti-bribery and corruption laws of Australia and of other countries in which Cuscal operates in has serious criminal and civil consequences, such as imprisonment or fines.

### ❑ **Offering, paying or receiving kickbacks or secret commissions**

Offering, making or receiving a 'kick-back' or a secret commission as an inducement or reward for doing or not doing something, or showing or not showing favour or disfavour to any person in relation to business matters is prohibited. Contravention of the state and territory anti-bribery and corruption laws also has serious criminal and civil consequences, such as imprisonment or fines.

### ❑ **Offering or accepting gifts and hospitality beyond acceptable business courtesies**

Offering, making or receiving a gift, business courtesy or hospitality can create an obligation or be construed or used by others to allege favouritism, discrimination, collusion or similarly unacceptable practices. You must not give, seek or accept in connection with our business any gifts, meals, refreshments and entertainment which goes beyond common courtesies associated with ordinary and proper course of business. You must avoid everything that could reasonably be construed as a Bribe or improper inducement.

Any gift, entertainment or other personal favour or assistance given or received which has a value in excess of \$299 (single or cumulative given over any 12-month period) (or any other amount determined or announced by the Board) must be approved in advance by your Manager and entered into the Gifts and Entertainment Register maintained by us.

### ❑ **Improper dealing of accounting records**

Intentionally or recklessly making, altering, destroying, concealing or doing something with an accounting document with the intention of or concealing or disguising the receiving or giving of a Bribe is strictly prohibited and is a criminal offence under Australian law.

## 5. Cuscal's Procedures in Implementing and Monitoring Compliance

### 5.1 Education and Training

We will provide education and training to officers and employees in relation to the issue of Bribery and corruption and this Policy. The purpose of the education and training will be to assist officers and employees in their understanding of what conduct is prohibited and unlawful and how to recognise and manage instances of Bribery or Corruption.





## 5.2 Knowing our Partners, Agents and Intermediaries

Where relevant, we will conduct appropriate due diligence prior to engaging or entering into business relationships with third parties such as partners, agents and intermediaries. The purpose of the due diligence is to ensure that the entity or individual that we deal with will behave in a manner consistent with this Policy. We will also obtain from that entity or individual certain assurances of compliance with this Policy and adherence with relevant anti-bribery and corruption laws.

## 5.3 Investigations and Audits

Any potential breaches of this Policy by any Director, officer, employee, consultant, contractor, secondee, partner, agent or intermediary will be properly recorded, investigated and dealt with.

This Policy and related procedures will also be subject to periodic audit and review. Periodic risk assessments will also be undertaken to identify Bribery and Corruption risk. The objective of any such audit or assessment is to determine whether breaches of this policy were properly recorded, investigated and dealt with and the policy or any of the procedures contained within it need to be updated as a result of any breaches.

## 6. Your Responsibilities

You are expected to ensure that you understand this Policy and the impact this has on your areas of responsibility. In particular, you must:

- ❑ endeavour to comply with the terms of this Policy;
- ❑ undertake all requisite training provided in relation to the laws and regulations relating to Bribery and Corruption and this Policy; and
- ❑ immediately report any concern, suspected or potential breaches of this Policy to either:
  - ❑ the Managing Director;
  - ❑ the Chief Risk Officer; or
  - ❑ a Whistleblower Protection Officer in accordance with our Whistleblower Protection Policy, which is available on our website.

All material breaches of this Policy must be reported immediately to the Board.

## 7. Consequences for Breaching this Policy

Any suspected breaches of this Policy will be thoroughly investigated. Any material breaches of this Policy will also be reported to the Board.

In circumstances where a breach of this Policy is established, appropriate disciplinary and remedial actions will be taken.

We reserve the right to inform the appropriate authorities where it is considered that there has been criminal activity or an apparent breach of any law.





## 8. Reviews and Changes to this Policy

- ❑ This Policy will be reviewed at the frequency noted on the cover page to check it is operating effectively and consider whether changes are required.
- ❑ The Board may change this Policy from time to time by resolution.

## 9. Related Policies and Procedures

This Policy should be read in conjunction with the following:

- ❑ Code of Conduct;
- ❑ Vendor Code of Conduct; and
- ❑ Whistleblower Protection Policy.

## 10. Document Control

Version	Date	Policy Owner	Policy Approver	Changes
1.0	18 October 2023	Chief Risk Officer	Board	New Policy

