

Anti-Bribery and Corruption Policy

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Approving Authority: Board

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Purpose

Australian Energy Producers has zero tolerance for unacceptable behaviour in relation to bribery and corrupt business practices and will comply with the laws of the jurisdictions in which we operate.

To achieve this, this policy sets out:

- the activities and payments that are prohibited;
- the responsibilities of Australian Energy Producers Personnel in upholding the prohibition against Bribery and Corruption;
- the requirements for managing Gifts and Hospitality, political engagements, dealing with Public Officials, and third parties including Agents and Representatives; and
- guidance on how to recognise and raise a concern relating to unacceptable behaviour.

Capitalised terms used in this policy are defined in the Glossary attached to this policy.

Scope

This policy applies to all Australian Energy Producers Directors, employees and contractors (collectively Australian Energy Producers Personnel) and covers all work-related functions and activities. It also applies to all recruitment, selection, and promotion decisions. The objective of this policy is to guide Australian Energy Producers Personnel to perform their roles in line with ethical standards and applicable legal requirements.

Bribery and Corruption

Australian Energy Producers Personnel are prohibited from being involved in Bribery and Corruption, in any form, anywhere in the world.

This means that Australian Energy Producers Personnel must not:

- offer, pay, solicit or accept bribes or other improper payments or benefits in any form; or
- engage in fraudulent or corrupt business practices for the benefit of Australian Energy Producers, themselves or another party; or
- pay any Secret Commissions to those acting in an agency or fiduciary capacity; or
- make Facilitation Payments.

If Australian Energy Producers Personnel receive an offer for or are asked to provide any benefit prohibited by this policy, they must refuse the offer or request and notify the relevant General Manager or the Chief Executive as soon as practicable.

Where a payment is made to protect against perceived or actual immediate danger to personal safety or liberty, it must be reported at the first available opportunity to the relevant General Manager or the Chief Executive.

Third Parties including Agents and Representatives

Appropriate controls must be implemented to help ensure contracted third parties including Agents and Representatives meet the requirements of this policy. These include but are not limited to:

- formally communicating Australian Energy Producers' Code of Conduct and associated policies to contracted third parties;
- undertaking an appropriate risk-based approach to due diligence on the background, associations, reputation, and qualifications of contracted third parties. This includes due diligence and consideration of the third party's familial and other related party relationships with Public Officials;
- incorporating appropriate anti-bribery and corruption clauses in agreements and contracts, including audit rights and termination rights in the event of a failure to comply with Australian Energy Producers' requirements; and
- implementing appropriate oversight over the work and activities undertaken by the third party.
- Where Australian Energy Producers intends to appoint a third party, Agent or Representative who will engage with Public Officials, approval by the Chief Executive must be obtained. The fees paid to a third party, Agent or Representative must be reasonable and commensurate with the scope and nature of services provided and on arm's length commercial terms.

Gifts and Hospitality

Australian Energy Producers Personnel may only give or receive gifts and/or hospitality in accordance with the Australian Energy Producers Gifts and Hospitality Policy.

Travel and Accommodation

Australian Energy Producers will only provide payment of travel and/or accommodation to a third party where there is an appropriate business reason to do so, and with the prior approval of the Chief Executive.

Australian Energy Producers Personnel may only accept travel and accommodation offered by a third party where there is an appropriate business reason to do so, and with the prior approval of the Chief Executive.

The payment, directly or indirectly, of travel and accommodation for Public Officials is prohibited unless approved in advance by the Chief Executive. Approval can only be given if all the following are satisfied:

- the payment is for reasonable and bona fide expenditure properly incurred;
- the travel is directly related to the promotion, demonstration or explanation of Australian Energy Producers' activities, or directly related to the performance of a contract with a government or government owned organisation;
- the payment relates to travel undertaken by a Public Official directly related to participating in Australian Energy Producers activities; and
- the travel is in connection with the execution or performance of the Public Official's regulatory functions.

Political Engagement

Australian Energy Producers periodically incurs expenditure in relation to political engagement across the states and territories, and federally as part of its ongoing advocacy activities.

Any such expenditure must comply with and be declared to, the Australian Electoral Commission (**AEC**) and relevant State/Territory electoral commissions and be made in accordance with Australian Energy Producers' Delegated Authorities as approved by the Board from time to time.

Australian Energy Producers Personnel may only attend a function or event organised by a political party that requires financial contribution or payment, if the function or event is relevant to Australian Energy Producers' activities and any amount payable is not disproportionately above the value of the event. Attendance at any of those events requires prior approval of the Chief Executive.

Australian Energy Producers reports all amounts paid to any politician, Public Official, or political party for any reason and irrespective of size, even if those amounts may not constitute donations requiring disclosure under the AEC's disclosure scheme.

Charitable Donations and Sponsorship

All Australian Energy Producers Charitable Donations and sponsorships must be approved in accordance with Australian Energy Producers' Delegated Authorities as approved by the Board from time to time, and consistent with Australian Energy Producers' Values. The payment of a donation by cash is prohibited.

Record Keeping

An accurate and auditable record of all expenses incurred by Australian Energy Producers employees, including all gifts, entertainment and payments must be maintained in accordance with generally accepted accounting principles. A record that may distort or disguise the true nature of any expense or transaction is prohibited.

Access to the Policy

Australian Energy Producers Personnel will be made aware of the application of this policy through mandatory Code of Conduct training. High risk roles will also receive additional training on a periodic basis.

Compliance

Any breach of this policy will be regarded as serious misconduct and may result in summary dismissal. It may also expose an individual to civil or criminal legal liability and could result in imprisonment or significant financial penalties.

How to Raise a Concern

Australian Energy Producers Personnel must be alert to activities that may result in a breach of this policy. If an Australian Energy Producers employee suspects or knows of a breach of this policy, they are required to report the matter immediately in accordance with Australian Energy Producers' Whistleblower Policy.

Report and Review

The Board or the Executive Committee of the Board will be informed of any material breaches of this policy.

This policy and any supporting procedures will be monitored and reviewed at least every two years so that it remains effective and appropriate for Australian Energy Producers' circumstances.

Associate Policies

Gifts and Hospitality Policy

Conflict of Interest Policy

Code of Conduct

Whistleblower Policy

GLOSSARY

Term	Definition
Agent or Representative	A person or entity which will, through its scope of activities, act for or represent Australian Energy Producers in Australian Energy Producers' business dealings with public sector and/or private sector third parties
Bribery	This is a specific act of corruption that involves offering, promising, giving, accepting or soliciting of an advantage as an inducement for action which is illegal, unethical or in breach of trust. A bribe can be made directly or indirectly (for example via a third party or intermediary).
Charitable Donations	A financial payment provided voluntarily to a charitable organisation to support a cause or initiative with no expectation of commercial gain in return.
Corruption	Any dishonest activity in which a person acts contrary to the interests of Australian Energy Producers and abuses his or her position of trust in order to achieve some personal gain or advantage for himself or herself or for another person or entity.
Facilitation Payment	A payment or other inducement provided to a Public Official to secure or expedite a Routine Government Action that the Company is entitled to under law and in the ordinary course of business. These are generally relatively minor payments, by way of a gratuity, made to lower-level officials or employees. It is irrelevant whether the payment is or is not intended to distort or influence a proper decision-making process.
Fraud or fraudulent business activity	Dishonest and/or deceptive activity causing actual or potential loss, either financial or non-financial.
Gifts	Gifts can include payment, payments in kind such as goods or services, favours, travel and accommodation, and other benefits.
Hospitality	Hospitality can include meals and entertainment such as theatre, sporting and other similar activities
Personnel	Australian Energy Producers Directors, employees and contractors.
Public Official	<ul style="list-style-type: none"> • an official or employee of a government or government owned enterprise, government agency, statutory authority or regulatory authority; • an official or employee of a political party or a political candidate; • any official or employee of an international public organisation such as the United Nations, World Bank or International Monetary Fund; • an official or employee of a First Nations organisation; • a member of the judiciary; • an individual who holds or performs the duties of an appointment, office or position created by custom or convention, including some members of royal families and some tribal leaders; • a person who is, or holds themselves out to be, an authorised intermediary of a public official; • police officers, customs and tax officials, employees of state-owned enterprises, and political party officials; and • a relative or associate of a public official (as described in the other parts of this definition).

Term	Definition
Routine Government Action	<p>An action that is ordinarily performed by the Public Official in question and may include, but is not limited to, the following:</p> <ul style="list-style-type: none"> • granting a permit, licence or other document that qualifies a person to do business in the relevant country; • processing government papers such as visas or work permits; • providing police protection or mail collection or delivery; • scheduling inspections associated with contract performance or transit of goods; • providing telecommunication services, power or water; • loading and unloading cargo; and • protecting perishable products or commodities from deterioration.
Secret Commissions	<p>Benefits that are given, offered, received or solicited by an agent or representative of another person or entity, where that benefit is:</p> <ul style="list-style-type: none"> • not disclosed to the principal; and • given, offered, received or solicited as an inducement or reward for providing or having provided a favour, or the receipt of which would tend to influence the provision of a favour.