

## **Raiz Invest Limited**

Anti-bribery and Corruption Policy

Raiz Invest Limited ACN 615 510 177  
("Raiz")

Date 19 August 2019

# 1 Policy Statement

- 1.1 Raiz Invest Limited (Raiz) is committed to promoting and supporting a culture of corporate compliance and ethical behaviour. We are focussed on detecting and eliminating misconduct and promoting and supporting a culture of honesty, integrity, compliance and sound corporate governance. This can only be achieved and maintained if our stakeholders are confident that Raiz Employees are not influenced by gifts, benefits and bribery.
- 1.2 Raiz strictly prohibits the offer, provision or acceptance of bribes to further its business interests. We are committed to adopting effective systems to counter bribery and related improper conduct and to monitoring and enforcing these systems.
- 1.3 Raiz will uphold all laws relevant to countering bribery and corruption in all jurisdictions in which we operate. However, we remain bound by the laws of Australia in respect of our conduct both in Australia and overseas.
- 1.4 Bribery is the offering, promising, giving, accepting or soliciting of an advantage as an inducement for action which is illegal, unethical or a breach of trust. A bribe is an inducement or reward offered, promised in order to gain any commercial, contractual, regulatory or personal advantage and can take the form of gifts, loans, fees, rewards or other advantages.
- 1.5 Corruption is the abuse of entrusted power for private gain.
- 1.6 This policy should be read together with Raiz's other corporate governance policies.

# 2 Policy Objectives

- 2.1 The Anti-Bribery and Corruption Policy (**Policy**) states Raiz's requirements regarding the management of gifts and benefits, to protect both Raiz Employees and the Company. Raiz Employees must not give or accept gifts and benefits that will compromise, or appear to compromise, their integrity and objectivity in performing their duties, or cause, or appear to cause a conflict of interest.
- 2.2 Care must be exercised by Raiz Employees in accepting hospitality, entertainment or gifts over and above that required for the normal conduct of business or which may compromise your impartiality.
- 2.3 **Raiz Employees** for the purpose of this Policy includes all employees (whether permanent, part time, fixed-term or temporary), contractors, consultants, secondees and Directors.
- 2.4 This policy covers:
  - Bribes
  - Gifts and hospitality
  - Facilitation payments
  - Political contributions
  - Charitable contributions

## 3 Policy

### 3.1 Bribes

Raiz Employees are not permitted to give, offer, promise, accept, request or authorise a bribe, whether directly or indirectly.

### 3.2 Gifts and hospitality

Raiz Employees should not accept a gift, secret commission or a benefit from any person or organisation outside Raiz if the intent of the gift or the benefit is to induce the Staff member to extend a financial or other benefit to a person or organisation to the detriment of Raiz interests.

As a general rule, no Raiz Employee should accept a gift or benefit if it could be seen by the public, knowing the full facts, as intended or likely to cause that person to:

- perform their job in a particular way, which the person would not normally do; or
- deviate from the proper or usual course of duty.

Raiz Employees should, where possible, discuss with their manager the fact that they have been offered a gift or benefit before accepting it, in order to determine the appropriate action.

Raiz Employees may accept token gifts or benefits in circumstances approved by the Senior Management, provided that there is no possibility that the Staff member might be, or might be perceived to be, compromised in the process. Gifts of a nominal value generally used for promotional purposes by the donor, or moderate acts of hospitality may be accepted by Staff.

As a general rule gifts valued at \$300 or less would be considered nominal. However, gifts and benefits should be accepted on a recurring basis or broken down into parts of less than \$300.

A declaration by Staff members of gifts and benefits they have received is to be lodged with the Senior Management as soon as the gift or benefit is received. Benefits include free travel, hospitality, accommodation or entertainment for Staff or their families. These will be recorded by the Compliance Manager.

Staff must not demand or accept any unauthorised gifts, rewards or benefits because of their status. They must not take advantage or seek to take advantage of their position either for themselves or for someone else.

Raiz Employees are expected to decline (or avoid accepting) gifts and benefits which are valued at \$300 or more. Exceptions to this will include (with Senior Management approval):

- work related conferences
- invitations to speak at professional / work related events (including flights and accommodation)
- working lunches

The following circumstances are **never** acceptable:

- Gifts in the form of cash
- “Quid pro quo” (a benefit offered for something in return)
- Accepting any offer of free travel or accommodation unless it is on Raiz business. If there is a valid business purpose to attend or travel, authorisation should be obtained from Senior Management and it will generally be paid for by Raiz.

### 3.3 Facilitation payments

A Facilitation payment is a form of bribery whereby a minor payment is made to expedite or secure the performance of a routine government action which a government official is already bound to perform. Routine government actions do not include a decision or encouraging a decision about whether to award new business, to continue existing business or the terms of new or existing business. The payment or other inducement is not intended to influence the outcome of the government official’s action, only its timing.

Whilst facilitation payments are permitted under Australian law, they are prohibited under international legislation that can have extra-territorial effect.

Accordingly, facilitation payments are **prohibited** under this policy. No Raiz Employee may make any facilitation payment.

### 3.4 Political contributions

Political contributions are prohibited under this policy.

### 3.5 Charitable contributions

Charitable support and donations are acceptable; however, Raiz Employees must be careful to ensure that charitable contributions are not used as a scheme to conceal bribery. Raiz only makes charitable donations that are legal and ethical under local laws and practices. In Australia, this means that an organisation must have deductible give recipient status with the Australian Taxation Office.

Any donations using company funds rather than personal funds must be approved by the Compliance Manager (COO) and will be recorded.

Note that promises of donations and sponsorships, even if no payment is ever made, can be caught by the anti-bribery and corruption laws in a number of countries.

## 4 Your Responsibilities

- 4.1 Raiz Employees are required to read, understand and comply with this policy. The detection and reporting of bribery and other forms of corruption are the responsibility of all Raiz Employees or those under their control. All Raiz employees are required to avoid any activity that might lead to, or suggest, a breach of this policy.
- 4.2 You must notify your manager or the Compliance Officer (COO) as soon as possible if you believe or suspect that a conflict with or breach of this policy has occurred or may in the future. Any Raiz Employee who breaches this policy will face disciplinary action, up to and including termination of employment or engagement.
- 4.3 Remember, a bribe does not need to actually take place – just promising to give a bribe or agreeing to receive a bribe is sufficient to prove the offence.

## 5 Record-keeping

- 5.1 We must keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.
- 5.2 You must declare and keep a written record of all hospitality or gifts accepted or offered, which will be subject to managerial review. You must ensure all expenses claims relating to hospitality, gifts or expenses incurred to third parties are submitted in accordance with the Raiz expenses policy and specifically record the reason for the expenditure.
- 5.3 All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as customers, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness. No accounts are to be kept “off-book” to facilitate or conceal improper payments.

## 6 Raising concerns

- 6.1 It is important that Raiz Employees take responsibility for helping to detect and bring any suspicious circumstances to the Company’s attention immediately. If you are unsure whether a particular act constitutes bribery or corruption, or if you have other queries or concerns, these should be raised with your manager. Alternatively, you can follow the reporting procedure set out in the Whistle-blower policy.
- 6.2 It is also important that you tell your manager or another contact under the Whistle-blower policy if you are offered a bribe by a third party, are asked to make one, suspect that this may happen in the future, or believe that you are the victim of another form of unlawful activity.
- 6.3 Employees who refuse to accept an offer or bribe, or those who raise concerns or report another’s wrongdoing, are sometimes worried about possible repercussions. Raiz aims to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.

## 7 Monitoring and Review

- 7.1 Regular reviews of the Gifts and Entertainment Register enable the identification and management of any emerging risks e.g. if a particular company is presenting a significant number of gifts to various employees, or if companies are offering frequent and substantial hospitality to employees.
- 7.2 Internal control systems and procedures will be regularly reviewed to provide assurance that they are effective in countering bribery and corruption. These may also be reviewed from time to time as part of the external audit process.

## 8 Adoption

- 8.1 This policy was adopted by the Raiz Board on 19<sup>th</sup> August 2019 and takes effect from that date. It will be published on the Company’s website.
- 8.2 The Raiz Board will review this Policy periodically. The Company Secretary will communicate any amendments to Raiz Employees as appropriate.