

# Link Group Anti-Bribery and Anti-Corruption Policy

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## 1. What is this policy?

**Link Group** is committed to complying with all applicable laws and regulations and conducting our business with the highest standards of ethics and integrity. Link Group does not tolerate **bribery** and **corruption**. The Anti-Bribery and Corruption Policy (the Policy) supports the Code of Conduct and Ethics that sets the standards for the way we work at Link Group.

The Policy sets out the requirements, responsibilities and approach for the governance, prevention, deterrence, detection, investigation and reporting of instances of bribery and corruption involving employees, consultants and/or any other **third parties** in a business relationship with Link Group, including members, investors, customers, clients and vendors.

Words in bold have the meaning stated in 'Section 8. Definitions' and appear in bold when first used.

## 2. Why do we need this policy?

Bribery and Corruption have a detrimental impact on society and the integrity of the markets. Link Group aims to act with the highest standard of integrity and honesty in all it does and is committed to drive an effective anti-bribery culture.

Adherence to anti-bribery and corruption best practice governance, controls and compliance is essential to Link Group's business principles and is consistent with Link Group's values.

The Policy:

- Confirms the Link Group will comply at all times with legislation in the jurisdictions where it operates
- Prohibits the promising, offering, giving, solicitation or receiving of **bribes and anything of value**, directly or indirectly through third parties, including **public officials**, if improperly intended to influence a course of action or obtain an advantage
- Prohibits falsifying or concealing any records or accounts that relate to the business or that of its customers, suppliers and other business partners
- Confirms that **facilitation payments, kickbacks** and secret commissions are not acceptable business practices
- Enables staff to understand their roles and responsibilities in the identification, prevention, detection and escalation of bribery and corruption incidents
- Reinforces that Link Group will terminate a contractual relationship with a third party if they are found to have been involved in bribery and corruption activities
- Restricts all donations to political parties and campaigns, directly and indirectly, and requires approval for attendance at selected events
- Seeks to protect Link Group's reputation.

## 3. Who does the policy apply to?

The Policy applies to all Link Administration Holdings Limited and its subsidiaries (Link Group) directors, employees, contractors and all other people who represent Link Group or undertake work for the benefit of Link Group (our People) globally.

Compliance with the Policy is mandatory, and no exceptions are allowed.

## 4. How to comply with this policy?

Link Group has adopted a risk-based approach to managing bribery and corruption which recognises that the threat posed varies across the jurisdictions and business sectors in which Link Group operates, and the nature of the business Link Group transacts.

Responsibilities have been assigned to each of the Link Board, management and employees.

#### 4.1. Responsibilities of the Board

The Board is ultimately accountable for managing the risk of bribery and corruption and is committed that no one suffers any **detrimental treatment** as a result of refusing to take part in bribery or corruption practices, or because of reporting in good faith their suspicion that an actual or potential bribery or corruption offence has taken place or may reasonably occur in the future.

#### 4.2 Responsibilities of management

Management must:

- Review the risk factors relevant to their business activities, jurisdictions of operations and business relationships with third parties, including public officials
- Implement appropriate controls to mitigate identified risks
- Conduct proportionate due diligence on all business relationships and promote appropriate governance
- Only make or accept payments in accordance with contractual obligations
- Monitor that all **sponsorships** and **charitable donations** are approved in line with normal purchasing procedures, and that due diligence is carried out on recipient bodies to prevent real and perceived undue business advantage being gained in this way
- Report regularly to the relevant business unit Risk Committee regarding risks and incidents, with appropriate escalation to the Chief Risk Officer.

#### 4.3 Responsibilities of the Chief Risk Officer

The Chief Risk Officer is responsible for implementing the Policy and assisting management in identifying bribery and corruption risks, overseeing controls implemented to mitigate existing and emerging bribery and corruption risks and overseeing the investigations of suspected or actual bribery and corruption incidents or misconduct.

#### 4.4 Responsibilities of employees

All employees must:

- Act with honesty and integrity and in the best interests of Link Group and those parties with whom Link Group has a business relationship and not engage in bribery or any other corrupt behaviour
- Comply with the Policy requirements, complete and follow the anti-bribery and corruption training requirements
- Declare all gifts and hospitality provided and received, in line with the reporting and approval requirements of the Gifts and Hospitality Policy
- Be alert to any suspected or actual unethical or corrupt activity and report promptly all behaviour that is unlawful, improper, unethical or criminal in nature.

Employees may attend political party conferences and political functions in their capacity as a Link Group employee, only with the approval of the Managing Director (or Chairman for a Director), for commercial reasons and where the proposed amount to be paid is not in excess of the value of the function to Link Group.

#### 4.5 Jurisdictional regulatory obligations

Businesses in all jurisdictions must comply with the requirements of the Link Group Anti-Bribery and Anti - Corruption Policy. In jurisdictions where the local legislative and regulatory requirements exceed the requirements set out in this Policy, the businesses operating those jurisdictions must comply with such higher standard.

## 4.6. Training and access to the Policy

All directors, employees and selected contractors are required to undergo training on the Code of Conduct and Ethics, which includes bribery and corruption content, at the beginning of their employment and on an annual basis thereafter.

The Policy is available on the Link Group website, intranet and on request from the Risk and Compliance team.

## 5. How will policy compliance be monitored?

### 5.1 Reporting and monitoring

Bribery and corruption incidents may be reported through a range of channels, including Incidents and Suspicious Matters Reporting (via the GRC system), line managers, business unit risk managers, the human resources team and the **Executive Leadership Team**.

In order to facilitate the process for reporting of bribery and corruption and any other disclosures of serious concerns, Link Group has also established a Whistleblower Policy and has implemented various channels (internal and external) through which employees and other eligible persons can report suspected or actual incidents anonymously if they choose.

Any matters of a criminal nature will be reported by the Chief Risk Officer, in consultation with the Chair of the Board Risk Committee, to the police and, if appropriate, other appropriate regulatory authorities.

Any material breaches of the Policy will be reported to the Board or the Board Risk Committee.

### 5.2 Non-compliance

Failure to take reasonable steps to comply with this policy may result in disciplinary action, up to and including termination of employment. Such persons may also face civil or criminal actions.

Infringement of this Policy may have serious implications for the reputation of Link Group, including adverse regulatory and media comment together with the possibility that serious criminal or civil penalties may be levied.

## 6. What does Link Group expect from third parties?

Third parties, such as suppliers, agents, or anyone engaged by them to act for or on behalf of the Link Group must not:

- Offer, give, request, agree to receive, or accept a bribe, or
- Do anything to circumvent controls in place to deter, prevent or detect bribery.

Third parties are expected to have controls and processes in place that are:

- Proportionate to the bribery risk
- Communicated to all relevant parties, and
- Reviewed regularly and reflect current legislation and best practice.

To the extent permitted under applicable law and in accordance with contractual requirements, Third parties must, as soon as reasonably practicable, notify Link Group if a person acting on their or Link Group's behalf is suspected of bribery or corrupt practices or prosecuted, charged with or convicted of any Bribery or Corruption related offences.

## 7. Are there any interrelated policies?

This Policy should be read in conjunction with:

- Link Group Code of Conduct & Ethics

- Link Group Fraud Prevention Policy
- Link Group Incident Management Policy
- Link Group Global Whistleblower Policy.

## 8. Definitions

<b>Term</b>	<b>Definition</b>
<b>Anything of value</b>	Examples included, but are not limited to: payments, gifts and hospitality, marketing sponsorships, donations, employment and work experience
<b>Bribe</b>	A financial or other advantage or benefit which is offered, promised, given or received by an individual. This may include cash payments or undue advantages in the consideration of the award of a contract or a tender. Gifts, invitations to corporate hospitality and entertainment events, or payments of expenses to attend conferences may also come under this category, provided there is the necessary intention to bribe / accept a bribe
<b>Bribery</b>	Bribery includes the offering, promising, giving, accepting or soliciting of any fee, gift, reward or other advantage as an inducement to do something in connection with Link Group's business that is illegal, unethical or a breach of trust. It includes the giving or receiving (either indirectly or directly) of anything of value that seeks to influence a person's actions or decisions, or to gain or retain a business advantage
<b>Charitable donation</b>	Supporting a charity or not for profit organisation with money, goods or services
<b>Corruption</b>	Corrupt behaviour refers to any conduct that lacks virtue or integrity, including usage or attempts to use one's position for personal advantage
<b>Detrimental Treatment</b>	Dismissal, disciplinary action, bullying, victimisation or other unfavourable treatment connected with raising a concern
<b>Executive Leadership Team</b>	Executive Leadership Team comprising the Managing Director and direct reports to the Managing Director
<b>Facilitation Payment</b>	A small Bribe also called a "facilitating", "speed" or "grease" payment; made to secure or expedite the performance of a routine or necessary action to which the payer has legal or other entitlement.
<b>Kickback</b>	A form of Bribery in which a proportion of the sales value from the award of a contract is illicitly paid to the person responsible for awarding the contract.
<b>Link Group</b>	Link Administration Holdings Limited and each of its controlled entities.
<b>Public Official</b>	A person whether elected or appointed, who holds a legislative, administrative or judicial position. Examples include employees of government bodies (including local government, police force), persons holding public office, employees of regulators (e.g. FCA, HMRC, ACCC, ASIC) or officials or agents of a public international organisation, such as the United Nations or the World Bank.
<b>Sponsorship</b>	Supporting an organisation or activity by giving money or other non-financial help.
<b>Third parties</b>	Examples include but are not limited to prospective or actual business partners, in country agents, suppliers, agents, consultants, subcontractors, joint ventures, legal advisers.