

Webcentral Limited

Anti-Bribery and Corruption Policy

Approved 23 February 2022



Latest Published Version

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Contact for Enquiries and Proposed Changes

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1. Introduction

Commitment

- 1.1 Webcentral Limited ABN 21 073 716 793 (**Webcentral** or **Company**) is committed to operating in a manner consistent with the anti-bribery and anti-corruption provisions in the *Criminal Code Act 1995* (Cth) (**Criminal Code**) and other relevant laws and regulations.
- 1.2 The Company acknowledges the serious criminal and civil penalties that may be incurred and the reputational damage that may be done if the Company and any of its officers, employees, contractors and agents, are involved in bribery or corruption.
- 1.3 The policy is underpinned by the Company's core values expressed in its Code of Conduct, which is available on the Corporate Governance page of the Company's website [here](#), and the Webcentral Board (**Board**) has adopted this policy to communicate the Company's zero tolerance approach to bribery and corruption and to assist those working with the Company to uphold it.

Application

- 1.4 This policy applies to all directors of the Company (**Directors**), as well as all officers, employees, contractors, consultants, and other persons that act on behalf of or represent the Group (**Webcentral Staff Member**).
- 1.5 All Webcentral Staff Members must understand and comply with this policy. The executive team, management and senior staff will assist those reporting to them to be aware of and understand this policy.

2. What is Bribery and Corruption?

Bribery

- 2.1 Bribery includes the giving, offering, promising, accepting or soliciting of an advantage, which need not be financial, including any payment, gift, loan, fee, or reward, to or from any person in order to influence them corruptly or improperly in the exercise of their duty.

Corruption

- 2.2 Corruption is the misuse of office, power or influence for private or personal gain.

3. Policy

Bribes and corruption

- 3.1 Webcentral Staff Members must not:
 - (a) give, offer, promise, accept or request a bribe and must not cause a bribe to be given, offered, promised or accepted by another person; or
 - (b) engage in any form of corruption.

Gifts, entertainment and hospitality

- 3.2 The Company recognises that accepting or offering gifts, entertainment or hospitality of moderate value is customary and in accordance with local business practice. The Company, however, prohibits the offering or acceptance of gifts or hospitality in circumstances which could be considered to give rise to undue influence.

- 3.3 Gifts, entertainment and hospitality must:
- (a) be reasonable and of modest value;
 - (b) be appropriate and consistent with reasonable business practice;
 - (c) be provided for the purpose of general relationship building only;
 - (d) be provided in an open and transparent manner;
 - (e) be permissible under all applicable laws, rules and regulations; and
 - (f) not include cash, loans or cash equivalents (such as gift vouchers).

Political and charitable contributions

- 3.4 Political donations shall not be made.
- 3.5 The Company may make charitable donations that are legal and ethical under local laws and practices.

Facilitation payments, secret commissions and money laundering

- 3.6 The Company prohibits facilitation payments. Facilitation payments are a form of bribery made for the purpose of expediting or facilitating the performance of a public official for a routine governmental action. The payment or other inducement is intended to induce the official's timing.
- 3.7 Secret commissions are also prohibited. Secret commissions typically arise where a person or entity offers or gives a commission to an agent or representative of another person which is not disclosed by that agent or representative to their principal.
- 3.8 Money laundering is also prohibited. Money laundering is the process by which a person or entity conceals the existence of an illegal source of income and then disguises that income to make it appear legitimate.

4. Reporting breaches and suspicious behavior

- 4.1 The Company is committed to ensuring that all Webcentral Staff Members have a safe, reliable and confidential process for reporting any breaches of, or suspicious conduct in relation to, this policy.
- 4.2 Reports should be made in accordance with Webcentral's Whistleblower Policy, which is available on the Corporate Governance page of the Company's website [here](#).
- 4.3 All Webcentral employees are encouraged to raise concerns about any issue or suspicion of improper conduct at the earliest possible stage. The Company's Whistleblower Policy protects all Webcentral Staff Members from reprisal, harassment or demotion for reporting breaches of, or suspicious conduct in relation to, this policy.
- 4.4 Complaints may be made to:
- (a) a Whistleblower Protection Officer, as defined in the abovementioned Whistleblower Policy;
 - (b) your immediate supervisor;
 - (c) the Company Secretary; or
 - (d) Legal Counsel.
- 4.5 Any such complaint must be handled under the relevant Company policies and procedures.

4.6 The Board will be informed of any material breaches of this policy.

5. Approval, reviews and changes

5.1 This policy was adopted by the Board on 23 February 2022.

5.2 The Board will review this policy and related procedures as often as the Board considers necessary to ensure this policy remains effective and relevant to the current needs of the Company. Any findings, updates or improvements identified will be addressed as soon as possible.

5.3 The Board may amend this policy from time to time by resolution.