

Group Anti-Bribery and Anti-Corruption (ABAC) Policy

This document is an abbreviated version of the Group ABAC Policy, version 8 of June 2020.

Purpose

Australia and New Zealand Banking Group Limited (“ANZ”) is committed to complying with all applicable anti-bribery and anti-corruption (ABAC) laws of the jurisdictions in which it operates; applying and maintaining the highest level of ethical behaviour and standards; and shaping a world where people and communities thrive. This policy prohibits ANZ Employees, Contingent Workers and Third Parties acting for or on behalf of the ANZ Group from engaging in activity that constitutes bribery or corruption. The policy defines unacceptable behaviour and activity relating to bribery and corruption and sets out the principles that form the foundation for the Group’s ABAC compliance framework which enables ANZ to prevent, identify and respond to bribery and corruption risks. This policy is part of the broader suite of policies which make up ANZ’s Code of Conduct framework.

Scope and Application

The policy applies to all Employees and Contingent Workers of ANZ, its subsidiaries and controlled entities, including when acting at the Group’s direction as a director, or in any other capacity, and Third Parties acting for or on behalf of ANZ. The policy covers any conduct or activity undertaken during the course of, or in connection with, employment or acting on behalf of ANZ, regardless of the geographical location in which that conduct or activity occurs.

To the extent that an ANZ entity or its directors, or other personnel, have duties to third parties that conflict with their obligations under this policy, this policy prevails unless an exemption is granted by the Policy Owner. In the event a legal or regulatory obligation imposes a higher standard or requirement on ANZ, the legal obligation will prevail over the policy obligation.

Compliance with this policy supports compliance with applicable ABAC laws in the jurisdictions in which ANZ operates. The implementation of this policy is supported by detailed requirements which serve as a single and consistent ABAC standard across the ANZ group and forms part of the ABAC compliance framework which consists of systems, processes and controls to prevent, detect and respond to bribery and corruption risks.

Policy Obligations

A) GENERAL PROVISIONS ON REFRAINING FROM BRIBERY & CORRUPTION

Employees, Contingent Workers and Third Parties acting for or on behalf of ANZ must not:

1. directly or indirectly, offer, promise, give, request, agree to receive or accept a bribe in any form (including facilitation payments or secret commissions), regardless of the value of a benefit and whether or not the benefit is offered to, or received by another person. This prohibition applies to all forms of bribery; to all dealings with Public Officials and all commercial relationships and transactions to which ANZ is a party.
2. offer, promise, give, request, agree to receive or accept, directly or indirectly, anything of value, including, Gifts, Entertainment, Sponsored Travel, or any other benefit that could improperly influence or be perceived to improperly influence any person, in order to obtain or retain business or any advantage of any kind for ANZ or any other person.

3. offer anything of value to a Public Official or any member of their family in order to improperly influence, or be perceived to improperly influence, in order to obtain or retain business or secure any improper advantage of any kind for ANZ or any other person.
4. make a donation or grant as a way of improperly influencing any person in order to obtain or retain business or an advantage of any kind for the benefit of ANZ or any other person.
5. enter into or continue a business relationship with a Third Party without appropriate due diligence being conducted and/or if it cannot be satisfied that the Third Party will behave in a manner consistent with this Policy.
6. keep inaccurate books, records and accounts or keep accounts and transactions “off-book” to facilitate or conceal improper payments and transactions - no undisclosed or unrecorded fund or asset may be established or maintained for any purpose.

The above prohibitions apply to all forms of bribery, to all dealings with public officials and all commercial relationships and transactions to which ANZ is a party. This prohibition extends to bribes offered, solicited or accepted to improperly influence any person, in order to obtain or retain business or any advantage of any kind for the benefit of ANZ or any other person.

B) SPECIFIC PROVISIONS ON TRANSPARENCY AND RECORD KEEPING

Employees and Contingent Workers must comply with the recording, reporting and approval requirements set out in the relevant policies and frameworks, where applicable, in relation to:

- Gifts, entertainment and sponsored travel;
- Political donations and foreign Influence/lobbying;
- Conflicts of interest;
- Charitable donations;
- Sponsorship and other corporate marketing activities;
- Third Parties; and
- Travel, expenses and corporate credit cards

No undisclosed or unrecorded fund or asset may be established or maintained, and accounts must not be kept “off-book” in order to facilitate or conceal an improper payment or activity.

C) BRIBERY AND CORRUPTION RISK MANAGEMENT PROVISIONS

ANZ will maintain an ABAC compliance program which, at its discretion, may include:

- New policy development and continuous refinement of existing policy;
- Periodic bribery and corruption risk assessments;
- Ad hoc or systematic ABAC due diligence on employees, contingent workers and third parties;
- Various ABAC communication and training activities; and
- Ad hoc, periodic or ongoing monitoring of certain ABAC risk metrics.

D) SPEAKING UP AND REPORTING PROVISIONS

ANZ is committed to fostering a culture of ‘speaking up’ to encourage reporting of any suspicions of bribery and/or corruption matters, or any ABAC-related concerns without fear of detriment.

ANZ Employees and Contingent Workers should treat the suspicion of bribery or corruption in the same manner as the suspicion of any other criminal activity and, where appropriate, report matters via the existing suspicious and unusual activity reporting processes. Suspected or actual policy breaches may also be reported via the mechanisms set out in the Group Whistleblower Policy.

Where a concern or question arises as to whether a particular act or transaction may be regarded as a bribe or corrupt conduct, those involved must seek advice from a Business Unit or Divisional Compliance representative, a Country or Divisional Financial Crime Advisory team, Anti-Bribery and Anti-Corruption Lead or Policy Owner.

Policy Breaches

A breach of this Policy by an Employee, Contingent Worker or Third Party is a breach of ANZ's Code of Conduct and may lead to disciplinary action, including dismissal or termination of contract.

Material breaches of this policy will be reported to the Board and/or a delegated Board Risk Committee in line with the Australian Securities Exchange Corporate Governance Council 4th edition Principles and Recommendations.