

Anti-Bribery and Corruption Policy

1. Introduction and Scope

This Anti-Bribery and Corruption (ABC) Policy sets out the standards of behavior required by the Company and its personnel (employees, contractors, and agents) in all business dealings, both in Australia and internationally. The Company is committed to conducting business ethically, transparently, and in compliance with all applicable laws, including the *Criminal Code Act 1995* (Cth). This policy covers bribery, corruption, conflicts of interest, and the giving and acceptance of gifts and hospitality.

2. Policy Statement

The Company has a zero-tolerance approach to bribery and corruption. Personnel must not offer, promise, give, or accept any bribe, facilitation payment, or other improper advantage to obtain or retain business, or secure any improper advantage.

3. Bribery and Corruption

Bribery is the offering, promising, giving, accepting, or soliciting of an advantage (financial or otherwise) as an inducement or reward for an action which is illegal, unethical, or a breach of trust. Corruption is the misuse of an entrusted position for private gain.

Prohibition	Details
Bribes	Never offer, promise, or give anything of value (including money, gifts, or favors) to a Public Official or any other person to improperly influence a business decision or secure an advantage.
Facilitation Payments	These are prohibited. Facilitation payments are small, unofficial payments made to secure or expedite a routine or necessary action (e.g., customs clearance).

Prohibition	Details
Improper Advantage	Personnel must not use their position to obtain an improper personal or business advantage.

4. Conflict of Interest

A conflict of interest arises when a personal interest or relationship could improperly influence, or appear to improperly influence, a person's objective and independent judgment in the performance of their duties for the Company.

Reporting and Management

1. **Disclosure:** Personnel must immediately disclose any actual, potential, or perceived conflict of interest to their manager and Accounts staff.
2. **Documentation:** All disclosures must be documented and reviewed. The Company will determine the appropriate steps to manage the conflict, which may include restricting the person's involvement in the relevant transaction.
3. **Ongoing Obligation:** The obligation to disclose is ongoing. If circumstances change and a new conflict arises, it must be reported promptly.

5. Gifts and Hospitality

Gifts and hospitality can be legitimate tools for building relationships, but they must never be used to improperly influence a business decision or gain an unfair advantage.

5.1 Giving Gifts to Clients and Business Partners

The Company may offer modest and reasonable gifts and hospitality to clients and business partners, provided they meet the following criteria:

- **Legitimate Business Purpose:** The gift or hospitality must be intended to build legitimate business relationships and goodwill.
- **Modest Value:** The gift must be of nominal or token value (e.g., branded merchandise, a small hamper). Lavish or extravagant gifts are prohibited.
- **Frequency:** The frequency must be reasonable and not create an appearance of undue influence.
- **Transparency:** All gifts given must be reported and recorded in the Company's Gifts Register, maintained by Accounts staff.

- **Cash/Equivalents:** The giving of cash or cash equivalents (except for compensating trial participants, competitions or staff rewards in the form of nominal value gift cards) is strictly prohibited.

5.2 Acceptance of Gifts from Suppliers and Third Parties

Personnel may accept gifts and hospitality from suppliers or third parties only if they meet the following criteria:

- **No Obligation:** Acceptance must not place the recipient under any obligation to the provider.
- **Infrequent and Token:** The gift must be infrequent and of a token, non-cash nature (e.g., a pen, a USB, a working lunch).
- **Disclosure:** Any gift accepted (other than minor promotional items) must be immediately disclosed and recorded in the Company's Gifts Register.
- **Return or Refusal:** Any gift that is excessive in value or could be perceived as having an improper influence must be politely declined or returned to the giver. If returning is impractical, the gift must be reported and surrendered to the Company.

6. Training and Compliance

All personnel will receive training on this policy. Compliance with this policy is mandatory. Any questions regarding the interpretation or application of this policy should be directed to the CEO or CFO.

7. Reporting Violations

Personnel who suspect or become aware of a violation of this policy must report it immediately. Reports can be made to help@agili8.com. The Company treats all reports seriously and will protect individuals who report concerns in good faith from retaliation.

8. Consequences of Non-Compliance

Any personnel found to have violated this policy may face disciplinary action, up to and including termination of employment or contract, and may also be reported to the relevant authorities for potential criminal prosecution.

9. Review

This policy will be reviewed by the Company on 31 Oct 2025 or as required, to ensure it remains current and effective.