

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

1 PURPOSE

The purpose of the Anti-Bribery and Corruption (**AB&C**) Policy is to outline the principles that define G'day Group's approach to identifying, managing and mitigating Bribery and Corruption and comply with relevant legislation.

Bribery and Corruption are serious offences, that can result in criminal and civil penalties for any person or entity involved. G'day Group takes a zero-tolerance approach to Bribery and Corruption and is committed to ensuring transparency and accountability, acting fairly, honestly and ethically across all business dealings and relationships.

2 APPLICATION

This policy applies to all individuals working for or on behalf of G'day Group or one of its subsidiaries in any capacity. This includes officers, directors, employees, agency workers, interns, contractors, Third Parties, suppliers, distributors and all other business partners (collectively referred to as **Associated Persons**).

We expect all Associated Persons to comply with all applicable AB&C laws and regulations, irrespective of geographical location or jurisdiction.

3 DEFINITIONS

'G'day Group' or 'we' or 'our' means Discovery Parks Holdings Pty Limited and its related bodies corporate.

'Benefit' means anything that provides either a direct or indirect personal gain, or the potential for a personal gain, which may be either financial or non-financial.

'Bribe' or 'Bribery' The offer, promise, giving, requesting, authorising or receiving of anything of value (whether a financial or other advantage) directly or indirectly to another person(s) with the intention of influencing or rewarding improper performance.

Bribery can include either 'active Bribery', in which a person offers or gives something of value to influence performance or obtain an unfair advantage, or 'passive Bribery', in which a person receives, attempts to receive, or requests something of value in exchange for Improper Performance.

Authorising such activity is also considered Bribery, as is providing a payment to a Third Party while suspecting, knowing, or having reason to know that some or all of it will be passed along to another person for Improper Purposes.

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‘Corruption’	An act or omission for an Improper Purpose, which involves the abuse of a position of trust or power.
‘Facilitation Payment’	A payment of minor value paid to a Public Official via unofficial channels to expedite or secure the performance of a routine government action of a minor nature (e.g., the approval of permits and licences).
‘Foreign Bribery’	means Bribery of a foreign Public Official.
‘Gift’	means a tangible item of value which is offered to a person, team or the Group by another organisation or individual. A Gift could include (non-exhaustive) cash, a gift voucher, memento, product or sample, memberships, merchandise or special occasion gifts (such as alcohol).
‘Improper Purpose or Performance’	means for the purpose of: (1) influencing or causing a person to act, perform or fail to act or perform in breach of a legal duty; or (2) influencing or causing a person to abuse or misuse their position; or (3) securing an improper advantage, contract or concession.
‘Public Official’ (foreign or domestic)	means an elected or appointed official, employee or representative of a government (which includes the executive, legislative, administrative, military, or judicial branches of a government; a political party; or a government owned, government-controlled, or government-funded corporation, institution or charity) at any level.
‘Third Party’	All persons (internal or external) with whom has or plans to establish a business relationship or dealing with any related entity or business unit of G’day Group.
‘Worker’	means a person carrying out work in any capacity including an employee, independent contractor or consultant, intern and agency staff.

4 POLICY STATEMENT

4.1 Principles

G’day Group has zero appetite towards fraud, Bribery or Corruption as well as Facilitation Payments.

The following principles govern G’day Group’s approach to AB&C:

- conduct all business in an honest and ethical manner;
- do not permit or condone Bribery or Corrupt practices in any form (whether directly or indirectly or through an intermediary);

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- will not be involved in financial transactions derived from, or proposed to be used for, criminal activities (thus far as reasonably practicable);
- will resist any efforts made by Third Parties to improperly influence any decision-making process in order to achieve any illegitimate personal or business advantage;
- prohibit the making of Facilitation Payments on behalf of G'day Group as a means of doing business; and
- maintain a system of internal accounting controls and records that accurately and thoroughly reflect the parties, payment arrangements and purpose of all transactions.

4.2 Prohibitions for Associated Persons

Associated Persons are prohibited from:

- engaging or encouraging any form of Bribery, Facilitation Payment or Corruption, irrespective of if a Benefit is provided or received by another person (or Public Officials) or the value of the said Benefit;
- falsifying any book, record or account of G'day Group or related documentation concealing Bribery or Corruption; and
- making political donations in the form of cash (or money/transfer) on behalf of G'day Group. Any related expenditure must be approved in accordance with the Delegation of Authority Policy and by an Executive (or Board, where applicable).

4.3 Identifying, managing and mitigating Anti-Bribery and Anti-Corruption

G'day Group identifies, manages and mitigates risks of Bribery and Corruption by taking the following actions:

- undertaking AB&C risk assessments where concerns have been raised;
- ensuring that commercial contracts are documented, duly executed and made in accordance with the Delegation of Authority Policy;
- implementing appropriate systems and resources to manage AB&C risks;
- making record of and providing systems to escalate concerns of Bribery or Corruption incidents;
- monitoring and evaluating effectiveness of AB&C measures and identify opportunities for continuous improvement;
- complying with relevant laws including the *Competition and Consumer Act 2010* (Cth) (**Competition and Consumer Act**); and

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- promoting and selling its products and services in a way that is ethical, honest and fair.

5 ESCALATION OF CONCERNS AND WHISTLEBLOWING

G'day Group is committed to fostering an environment where Associated Persons can raise concerns about any actual or suspected misconduct or affairs with Improper Purposes. Persons should review the Whistleblower Policy or the *Corporations Act 2001* (Cth) to identify disclosable matters.

Principle channels to report Bribery and Corruption concerns at the earliest opportunity or upon a concern being discovered:

Management Directly to a Manager, Executive or G'day Group representative.

Compliance Manager Directly in writing or verbally to the Compliance Manager.

Stopline In writing via post to ATT: G'day Group's c/o Stopline, PO Box 403, Diamond Creek VIC 3089

Email to makeareport@stopline.com.au;

Online submission to
<https://discoveryholidayparks.stoplينerreport.com/>;

Via telephone to 1300 30 45 50 between 8:00am and 6:00pm AEST Monday to Friday

Any conversations or written concerns of a Bribery and/or Corruption will be dealt with without fear of reprisal. Associated Persons should be aware that expressing concern will be dealt with confidentially. G'day Group acknowledges there may be circumstances where there is a legislative requirement to report.

6 DUE DILIGENCE

6.1 Worker due diligence

G'day Group undertakes appropriate due diligence screenings with the objective of ensuring that employees and directors are true to identity and act with honesty. Such screenings aid to identify that Workers and directors have not (or have not been):

- convicted of, or indicted or otherwise charged by any government entity for, the commission of fraud or a criminal offence in connection with obtaining, attempting to obtain, or performing a contract or subcontract;

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- in violation of export or import control laws and customs laws;
- in violation of human trafficking or child labour laws; commission of embezzlement, theft, forgery, Bribery, public Corruption, falsification or improper destruction of records, making false statements, tax evasion, violating criminal tax laws, or receiving stolen property; and/or
- disqualified, debarred, suspended, or otherwise declared ineligible by any government entity.

6.2 Third Party due diligence

It is important for G'day Group that we know who we are conducting business relations with.

7 GIFTS, BENEFITS AND DONATIONS

7.1 Gifts, Benefits and hospitality

Gifts and Benefits should only be accepted bona fide where reasonable and appropriate and with no intention of influencing, obtaining or retaining a personal advantage, reward or in explicit or implicit exchange for favours or Benefits. All applicable legislation should be complied with.

7.2 Political and charitable donations

We only make charitable donations that are legal and ethical under applicable laws and industry practices. No donation must be offered or made without the prior written approval of an Executive or the Board (where appropriate) and in accordance with the Delegation of Authority Policy.

8 ROLES AND RESPONSIBILITIES

Board of Directors (‘Board’)

Approving any material changes to this policy.

Compliance Manager (Chief Financial Officer)

Reporting to the Board on any known breaches or material issues regarding AB&C matters. Overseeing the compliance and education of this policy.

Audit and Risk Committee

Reviewing concerns reported in relation to AB&C and endorsing this policy.

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Executive	Ongoing oversight regarding AB&C risks and compliance of this policy within respective business unit.
Senior Management	Escalating any Bribery or Corruption concerns to the Compliance Manger, as appropriate at the earliest opportunity.
Associated Persons	Ensuring compliance with the principle of a zero appetite towards Bribery, Corruption and Facilitation payments. Being aware of and responding to AB&C risks and incidents as outlined in this policy.
Legal	Developing and reviewing this policy and associated materials or controls to comply with AB&C legislative requirements.

9 NON-COMPLIANCE OF POLICY

All Associated Persons of G'day Group have accountability to protect our reputation and themselves from the risks arising from Bribery and Corruption. All reasonable steps should be undertaken to comply with this policy.

Associated Persons must also recognise that a breach of AB&C legislation may result in regulatory action including criminal or civil proceedings and the revocation of licences, significant reputational damage and/or financial loss - to Workers and G'day Group as a whole.

G'day Group will cooperate with authorities if any legal, regulatory or criminal investigations are brought in relation to alleged violation of AB&C laws. This includes in relation to any investigation of, or proceedings relating to, Associated Persons.

A breach of this policy may be regarded as misconduct, which may result in disciplinary action (up to and including termination of employment).

10 MONITORING AND REVIEW

Any material changes to this policy must be endorsed by the Audit and Risk Committee and subsequently approved by the Board. The Legal team is responsible for conducting review and recommending changes to this policy. This policy is reviewed and updated biennially unless required prior by change in business practices or legislation.

This policy will be provided to, and accessible to, Associated Persons as reasonably practicable. Workers will be educated and made aware of this policy through internal training systems.

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11 RELATED AND SUPPORTING DOCUMENTS

Governing Legislation

- *Corporations Act 2001* (Cth)
- *Criminal Code Act 1995* (Cth)
- *Modern Slavery Act 2018* (Cth)
- *Anti-Money Laundering and Counter Terrorism Financing Act 2006* (Cth)

Supporting Documents

- Code of Conduct
- Diversity and Inclusion Policy
- Human Rights Policy
- Modern Slavery Policy
- Supplier Code of Conduct
- Whistleblower Policy
- Delegation of Authority Policy

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