

Anti-bribery & Anti-Corruption Policy

Document Owner: TPG Telecom
Approved by: TPG Telecom Board
Document Custodian: Group Compliance

Version Number: Final V3.0

Date Created: 1 April 2022
Date Approved: 30 June 2022
Effective Date: 30 June 2022
Next Review Date: 30 June 2024

Contents

1.	Purpose	3
2.	Scope	3
3.	Roles and Responsibilities	3
4.	Policy Requirements	4
4.1.	Bribery	4
4.2.	Gifts and hospitality	4
4.3.	Gifting of Telecommunication services and devices	5
4.4.	Donations.....	5
4.5.	Sponsorships	5
4.6.	Procurement	6
4.7.	Lobbying	6
5.	Reporting Bribery and Corruption.....	6
6.	Record keeping	6
7.	Definitions.....	6
8.	Policy Review	8
9.	References	8
10.	Document Control	8

1. Purpose

TPG Telecom’s involvement in activities which are prohibited by Bribery and Corruption laws could lead to serious penalties for TPG Telecom and our people. It may also result in substantial reputational damage, and impact our relationships with customers, partners, and the communities in which we operate.

TPG Telecom strictly prohibits the actual or attempted use of Bribery and any form of corruption. This policy outlines the expectations and key aspects of TPG Telecom’s Anti-Bribery and Corruption (**ABC**) program to prevent Bribery and corruption within our operations.

2. Scope

This Policy applies to all the entities that make up the corporate group of TPG Telecom Limited (ASX: TPG) and applies to all people at TPG Telecom. When we say “you” or “our people” we mean all directors, officers, employees, contractors, and any other associated persons.

3. Roles and Responsibilities

The table below provides an overview of roles and responsibilities for identifying, mitigating, and managing ABC risks.

<p>All People</p>	<p>All people are expected to act with honesty and integrity in line with the requirements of the TPG Telecom Code of Conduct and this policy.</p> <p>Any breach of this policy may be regarded as misconduct and may result in disciplinary actions. Individuals can also be held personally liable by government authorities for violations of applicable ABC laws.</p>
<p>Senior Management</p>	<p>All senior managers are responsible for:</p> <ul style="list-style-type: none"> - Fostering a culture based on integrity and ethical business practices; - Undertaking ABC risk assessments to identify Bribery and Corruption risks their business unit or function may reasonably face, giving consideration to the nature of our operations, our suppliers, partners, customer types, transactions and business processes, and the geographic location / jurisdiction of its business activities; - Undertaking ABC risk assessments during a product, process, system or location change; - Recording any ABC risks identified in accordance with the Enterprise Risk Management Framework and processes; and - Meeting ABC policy awareness training requirements and those of employees within your area of responsibility.

Group Compliance	<p>Group Compliance is responsible for:</p> <ul style="list-style-type: none"> - Assisting management to implement appropriate systems, controls, processes and procedures to mitigate and manage each business unit's ABC risks, as identified through the risk assessment; - Conducting regular monitoring and testing of ABC processes and controls to evaluate their effectiveness and identifying opportunities for continuous improvement; - Overseeing the ABC program and policy and raising awareness of the requirements of the policy; and - Monitoring the Gifts and Hospitality register to ensure ongoing compliance with this policy.
-------------------------	--

4. Policy Requirements

4.1. Bribery

You must not give, offer, request, or accept a benefit (i.e. anything of value) to or from any person, including a Public Official, to influence an act or decision to gain a business or personal benefit or advantage. You must not engage in Bribery even if the offer is made through a Third Party or agent or considered to be part of the local business customs of a country.

A thing of value may be a financial or a non-financial benefit, whether in cash or in-kind and may include gifts and entertainment, forgiveness of a debt, loans, travel or hospitality, medical care, expenses, favours, business, and/or employment opportunities (permanent or temporary).

Examples of bribery include facilitation payments, secret commissions, offering a benefit to members of the media in exchange for favourable coverage (aside from paid advertising), creating or using a false document for corrupt purposes and engaging in intimidation for corrupt purposes.

The only exception is payments made under duress where an individual's personal safety is at risk. In these situations, both the Legal and Group Compliance teams must be notified immediately.

4.2. Gifts and hospitality

You must not accept, solicit, or give any form of gift or hospitality from or to any person doing business with TPG Telecom if the gift or hospitality could influence (whether actual or perceived) the recipient's decision making and/or result in a conflict of interest.

Gifts and hospitality may be accepted and given in the normal course of business only if there is no business or personal advantage to be gained. All gifts and hospitality received and given over the value of 300AUD/ 10,000PHP (regardless of if approved or declined) must be registered on the 'Gifts and Hospitality Register' accessed via the TPG Telecom Intranet and approved by the relevant General Manager or Executive. Any gift of cash, or cash equivalents for example, gift cards, travel vouchers and cheques must not be accepted or given.

You must not accept or give gifts and hospitality from / to any participants in the lead up to or during a tender process.

Providing gifts such as devices, handsets, or SIMs to members of the media (such as journalists, bloggers, publishers, editors) is prohibited. Providing trial devices and services is permitted as part of an organised business trial/marketing campaign.

Subject to any prohibited conduct under this Policy, providing hospitality to Public Officials is permitted where appropriate and is subject to the local laws and rules governing the Public Official. Ceremonial gifts of nominal value are permitted.

Contact Group Compliance if you are unsure whether gift or hospitality is appropriate.

Note: Gifts and hospitality provided by TPG Telecom to employees are not governed by this policy. Refer to the Expenses policy.

4.3. Gifting of Telecommunication services and devices

4.3.1 Test and Demonstration Devices, Handsets and SIMs

All testing, promotional and demonstration devices provided by suppliers to our people remain the property of the supplier or TPG Telecom and you must not retain or trade in devices or handsets for personal use or gain. If the supplier offers you the device, handset, SIM or other electronic equipment to retain for personal use, you must follow the process outlined for gifts and hospitality in 4.2.

The provision of trial devices and telecommunication services to business customers is permitted and should follow the procedures established by the business unit for the testing plan including defining the test period and recovery of device at end of test period.

The offer of a device, handset, SIM, or service to a customer for promotional and marketing purposes is not governed by this policy and the processes are managed by the Marketing team.

4.3.2 Zero-billed lines

Zero-billed SIMs or 'open-lines' are permitted for legitimate business purposes, such as offering the opportunity for TPG Telecom's network to be experienced or in relation to a specific project. This requires careful consideration and due process to ensure that the practice does not pose a risk of actual or perceived Bribery.

4.4. Donations

4.4.1 Charitable Contributions & Donations

TPG Telecom supports a range of charitable causes. Charitable contributions & donations must be made through TPG Telecom Foundation (Foundation), and all donations must comply with the Foundation's requirements.

4.4.2 Political Donations

The giving of donations or financial contributions (cash or cash equivalent) to political parties or individuals on behalf of TPG Telecom is prohibited.

4.5. Sponsorships

TPG Telecom provides sponsorships to achieve specific business and brand objectives. Sponsorships must be provided with transparency and approved by the delegated authority. Sponsorships must not be used as a bribe, e.g. for the purpose of influencing an individual or Public Official or which may be perceived as improper. Consult with Group Compliance before entering sponsorship arrangements with groups and communities associated with Public Officials or government bodies.

You must not offer a sponsorship to any participants in the lead up to or during a tender process.

4.6. Procurement

TPG Telecom is committed to ensuring all our interactions with suppliers and vendors are always transparent. You must never accept or request anything from a supplier that will influence business decision-making processes or be perceived as inappropriate.

Suppliers must not be requested to sponsor or fund an internal TPG Telecom event.

Conflicts of interest arising in the lead up to or during a tender process must be declared by participants. This is governed by the TPG Telecom Procurement policy.

4.7. Lobbying

A lobbyist must only be appointed following the completion of the supplier qualification and screening process and robust and documented due diligence. The due diligence must cover the ethical practices of that potential lobbyist, and any potential conflicts of interest, to ascertain any links to Public Officials and assess potential risks.

All lobbyists may only be appointed by written contract and by approval from the Group Executive Legal and External Affairs.

5. Reporting Bribery and Corruption

All people are expected to promptly report suspected or actual incidents of Bribery and corruption or breaches of this policy. We take all allegations of Bribery, corruption, and related matters seriously and implement the relevant investigation processes.

Any concerns or allegations can be reported via the channels below:

- Your line manager or Senior Management (i.e., member of the Executive Leadership Team or Senior Leadership Team).
- Group Compliance, Internal Audit or the General Manager, Risk & Audit.
- The independent whistleblowing hotline. Details can be found in the TPG Telecom Whistleblowing Policy.

6. Record keeping

Appropriate business records such as documentation, written approvals, invoices, receipts etc. must be maintained to support and account for gifts and hospitality, donations, sponsorships, and related expenses.

7. Definitions

“Anti-Bribery Laws” refers to all laws relevant to bribery and corruption including but not limited to the Australian Commonwealth Criminal Code Act.

“Bribery” means giving or receiving, or agreeing to give or receive, an undue reward, which could be financial or any other type of reward, to influence the behaviour of someone in business or government to improperly obtain or retain an advantage.

“Charitable Contribution & Donations” mean small or large amounts of resources (time, financial, property or human) provided voluntarily to support education, health & wellness, indigent care, the environment and/or other public interest causes. This includes donations to registered charities (charitable contributions) or a non-charitable organization (donation) provided without agreement or intent to receive a tangible benefit in exchange. If funding is provided to a registered charity, then the funding is a Charitable Contribution regardless of whether TPG Telecom may receive some tangible benefit in exchange.

“Charitable Organisation” means an organisation recognized as a charity under local law or regulation (e.g. United Way or the Red Cross, e.g. a registered charity (or a charity that is exempt from registration under local law).

“Facilitation Payments” are unofficial payments to induce officials to perform or expedite routine functions that they are otherwise obliged to perform. These are often paid in addition to a scheduled official fee and usually involve relatively small sums of money.

“Gift” means anything of value given to/received from a Third Party. Some examples would be branded items (calendars, pens), a bottle of wine, a handset / phone (that is not being used for testing or demonstration), a hamper or festival treats, event tickets with or without a host attending such event.

“Hospitality” has a broad definition and is always accompanied (hosted by or provided to a Third Party) and is for the purpose of corporate relationship building. It includes meals (breakfast, lunch, or dinner), events (e.g., tickets to a sporting event, a concert, or a conference), drinks, or any other similar situation.

“Lobbying” means TPG Telecom’s use of a Third Party to voice, on TPG Telecom’s behalf, TPG Telecom’s opinions, policy position so regulatory proposals (formally or informally), with Government Officials. Sometimes known as ‘advocacy’. This definition also includes those companies who ‘fact find’ or ‘arrange meetings’ on our behalf with Government Officials which assist or are complimentary to lobbying activities conducted by TPG Telecom employee.

“Government Official or Public Official” means any officer (whether elected or appointed) or employee of a government department who holds a legislative, judicial or administrative position of any kind, even on a non-permanent basis. This also includes members of any royal family; any person who performs public functions in any branch of the national, local or municipal / regional government; or any person who exercises a public function for any public agency or public enterprise, or private entity controlled by the State, such as employees of state-owned or state-controlled enterprises or working in state-owned media; members or political parties or candidates for political office. It also includes any official or agent of a public international organisation, such as the UN or the World Bank.

“Sponsorships” refer to support for a Third-Party event or initiative by providing financial, property and / or other resources, in return for certain commercial benefits, e.g.: to promote TPG Telecom’s products, brands or corporate interests or in exchange for some tangible benefit. If such funding is provided to a Charitable Organisation, then the funding is a Charitable Contribution regardless of whether TPG Telecom may receive some commercial benefit in exchange.

“Third Party” means any external entity or individual, who is not a Government Official, which provides goods or services to TPG Telecom in exchange for remuneration or commercial benefits. Sometimes Third Parties act on our behalf with Government Officials in any branch of the national, local or municipal / regional government. Examples include, but are not limited to, applications for “right-to-dig” permits, visa applications, retail permits, tax petitions, etc. Such Third Parties are considered to be Higher-Risk Third Parties due to their acting on our behalf with Government Officials.

“Zero-billed lines” are lines which TPG Telecom provides to third parties / individuals and does not bill for, or provides a 100% discount on the bill– i.e.: provides free services such as airtime, data, messaging and any other free TPG Telecom products and services such as Cloud Hosting, IoT etc. They are also called “freelines”, “VIP lines” or “open lines” in some locations.

8. Policy Review

This Policy will be reviewed every two years by Group Compliance and endorsed by the Board Audit and Risk Committee (ARC).

9. References

Associated Documents and Policies	<ul style="list-style-type: none"> • Code of Conduct • Whistleblowing Policy • Supplier Code of Conduct • Expenses Policy • Delegation of Authority
External References & Regulatory Obligations	<ul style="list-style-type: none"> • s 70.2 of the Schedule to the Criminal Code. • Divisions 141 and 142 of the Criminal Code.

10. Document Control

Version	Date	Pages Affected	Description	Prepared by	Reviewed by	Approved by
V3.0	30 June 2022	Whole document	Complete review and update of the policy	Senior Compliance Manager	GM Risk & Audit	Board
V2.0	30 June 2020			GM Risk & Audit	Sean Crowley, Deputy CFO	Board