



## Anti-Corruption Policy

Thinking Works strives to achieve the highest standards of ethical behavior, and does so by maintaining utmost integrity internally as well as externally in situations under its direct and indirect control.

### Anti-bribery

Thinking Works prohibits bribery in all forms, whether direct or indirect, no matter what the amount, and employees are expected to act with the highest standards of integrity in all business dealings. Our integrity policies reflect the importance of individual accountability, oversight, integrity leadership, and transparency. Among these policies are the prohibition on paying facilitation payments, a rigorous zero-tolerance policy against any involvement in bribery or corruption, robust policies on Gifts, charitable contributions and representatives, and measures to ensure ethical supply chains.

Our company directives provide specific guidelines for the practical application of the Thinking Works Code of Conduct into our day-to-day activities. With a strong set of internal controls and a clear picture of what is expected of our Thinking Works community, we strive to create a culture of integrity reflected in our behavior.

### What is Bribery and Corruption

Bribery is the offer, or receipt of any gift, loan, fee, reward or other advantage to or from any person as in inducement to do something which is dishonest, illegal or a breach of trust. Bribes can take on many different shapes and forms, but typically there will be a “quid pro quo”, meaning that both parties will benefit.

Examples of bribes include;

- The promise or offering of anything of value (whether the value is material or not)
- The offer or receipt of any kickback, loan, fee, reward or other advantage
- The giving of aid or donations
- Corporate hospitality, gifts, cash, vouchers, expenses or promotion

Acts of bribery are intended to encourage individuals to act dishonestly in the performance of their duty.

### Law Enforcement

There is legislation both in Australia (the Criminal Code Act) and the UK (the Bribery Act) that prohibits bribery and corruption and is enforced by the relevant enforcement authorities. Acts of bribery and corruption extend to overseas jurisdictions which may result in prosecution in Australia.

The UK Bribery Act includes failure by a business to prevent a person associated with it from bribing another on their behalf.

This policy directive reinforces the following areas:

- **Bribery and corruption** is prohibited in all business dealings, whether with public officials or private sector business partners. As a rule, facilitation payments are not permitted.
- **Substance-based due diligence** is mandatory prior to the appointment of intermediaries and third party agents. Centralized and transparent approval processes with appropriate controls over performance, is mandatory prior to any remuneration payments.
- **Political and charitable contributions** are subject to detailed internal policy and controls
- **Gifts, entertainment and expenses** policy defines thresholds, approval processes and their documentation. Our company policy on gifts, entertainment and expenses covers both giving and receiving. As a company, we respect a global thresholds and approval processes, taking into consideration local standards in the various regions in which we do business. We also recognize that other companies and customers often have their own code of conduct to abide by, and we are committed to never putting anyone in a position to violate their commitments. Our controlled and transparent approval process for gifts, entertainment and expenses, serves to support our employees so that they can feel confident they are not crossing the line.

In order to determine whether gifts, entertainment or expenses are appropriate, each employee should consider the following criteria:

- **Made for the right reason:** the gift and entertainment should be given as an act of appreciation, friendship or hospitality;
- **No obligation:** the gift, entertainment or reimbursement of expense does not place the recipient under any obligation;
- **No expectations:** expectations are not created in the giver or an associate of the giver or have a higher importance attached to it by the giver than the recipient would place on such a transaction;
- **Made openly:** if made secretly then the purpose will be suspect;
- **No misuse of expenses:** payment or reimbursement of expenses shall not be misused to hide inappropriate gifts or entertainment;
- **Appropriate:** the nature of the gift, entertainment or expense is appropriate and is in line with both general business practice as well as local cultural and ethical standards;

### **GIFT LIMITS AND THRESHOLDS**

<b>RECIPIENT</b>	<b>Limits</b>	<b>Approval Requirement</b>	<b>Pre-Approval authority</b>
Commercial counterparty	AUD100 per gift AND no more than 2 gifts for the same person within a 12-month period	No pre-approval required: Gift valued at < \$100 AUD	Gift valued Over AUD 100: Managing Director
Public Official	AUD100 per gift AND no more than 2 gifts for the same person within a 12-month period	Pre-approval always required	Managing Director

- Agreements with subcontractors and business partners are aligned with Thinking Work's commitment to integrity in the performance of the contract, including commitments not to violate anti-bribery laws. Suppliers must also maintain integrity standards which are satisfactory to Thinking Works and agree to the Thinking Works Supplier Code of Conduct.

**If any staff has any concerns or questions regarding the application of the Anti-Corruption Policy, they should speak directly with their manager or with the Managing Director.**