

1. PURPOSE

Redox acknowledges the serious criminal and civil penalties that may be incurred and the reputational damage that may be done if Redox is involved in bribery, fraud, or corruption. This procedure is designed to outline to all Redox team members the standards of behaviour that are to be adhered to, to ensure our workplace is free of bribery, fraud, and corruption.

This procedure details Redox team member's responsibilities in this regard and establishes a reporting mechanism that can be monitored by Management to ensure that there is no perception of inappropriate behaviour or otherwise any behaviour that may give rise to an actual or potential conflict of interest.

2. SCOPE

This procedure applies to Redox, its subsidiaries and entities controlled by Redox. It also applies to all Redox team members, being Redox's officers, employees, agents, or contractors and includes persons who otherwise perform services for or on behalf of Redox.

This procedure outlines the processes to be taken if you are offered a gift or bribe or should you feel that a fellow Redox team member is suspected of giving or taking forms of bribery or of fraudulent behaviour to gain illegal or personal illicit advantage.

3. REFERENCES

- a. Procedures
 - i. [Employee Assistance Program \(EAP\) \(2549\)](#)
 - ii. [Code of Conduct Policy \(2558\)](#)
- b. Other
 - i. Contract of Employment - Termination of Employment for Misconduct Clause
 - ii. Criminal Code Act 1995 (Cth)

4. DEFINITIONS

- a. Bribery - is improperly offering, giving, or receiving of something of value to a public official or someone in business, either directly or indirectly, to obtain or retain business or an advantage or to induce or reward improper conduct or an improper decision. Both the giver and the receiver are committing bribery.
- b. EAP – refers to the employee assistance program.
- c. Fraud - a deception deliberately practiced to secure unfair or unlawful personal gain.
 - i. Gifts and Entertainment - can take many forms and depending upon the intention of the party giving or receiving such items they may be perceived as a bribe or have fraudulent intentions. It includes anything that could be or be seen to be of the benefit to the recipient (as distinct from a benefit to Redox) it could include such things as:
 - ii. Tangible goods such as food, liquor, sporting goods, mobile phones, collectables etc.
 - iii. Lunches and Dinners

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- iv. Pleasure trips or accommodation
- v. Tickets to sporting or cultural events
- vi. Travel to/from an event
- vii. Services
- viii. Special privileges
- ix. Special payments or fees.

This list is not exhaustive and is intended to act as a guide; these items should only be received or offered if they comply with the requirements of this procedure below.

- d. **Material Incidents** - any incident that significantly either financially or non-financially affects or has the potential to affect the interest or reputation of Redox or Redox shareholders, board or investors or an incident that can lead to serious criminal or civil penalties.
- e. **Public Official** - any government or public official in Australia or any other country, including but not limited to:
 - i. a person currently or formerly holding a legislative, executive, administrative or judicial office (whether appointed or elected).
 - ii. an employee, official or contractor of, or person acting in an official function or capacity for a government or public body (including a military or police force), a government-owned or government-controlled enterprise (including a state-owned enterprise), or a public international organisation.
 - iii. a political party, party official or candidate for political office.
 - iv. a person holding an appointment, position or office created by custom or convention, such as some tribal leaders or members of a royal family.
 - v. an authorised intermediary or agent of a person covered by any of the above; or
 - vi. close relatives or persons closely associated with any of the above.
- f. **Significant Change of Circumstances** – means any material change to the personal circumstances of an employee or an employee's spouse after an employee's commencement of employment with Redox, such as but not limited to, any legal proceedings being commenced against them, any bankruptcy proceedings commenced against them, any arrest, criminal conviction, or other serious legal or financial problems they encounter.

5. PROCEDURE

5.1. RESPONSIBILITIES AND AUTHORITY

In accordance with Redox Code of Conduct Policy (2558), Redox team members are prohibited from giving or receiving, and it is the responsibility of all Redox team members to ensure they do not give or receive, whether directly or indirectly, bribes, secret commissions, or any other improper advantage for business or financial gains. No Redox team member may offer, give, or receive any gift or payment which is, or may be construed as being a bribe or fraudulent behaviour.

Redox team members may exercise their personal right to make political or charitable donations or sponsorships. However, Redox team members must not make political or charitable donations or sponsorships on behalf of Redox without the prior approval of the Managing Director or the Chair of the Board of Directors, as this could be perceived as an attempt to gain an improper business advantage.

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It is every Redox team member's responsibility to report to management any concerns about bribery or fraud, or items or actions concerning gifts that they feel are not in Redox's best interest.

It is the responsibility of all supervisors to ensure their staff always abide by this procedure, and to report any suspicions to Management or to the Human Resource Manager for further action.

It is the responsibility of Management and the Human Resource Manager to ensure a thorough investigation takes place should a Redox team member be suspected of being involved in fraudulent behaviour or taking bribes.

5.2. OFFERING, GIVING AND RECEIVING OF GIFTS AND ENTERTAINMENT

If a gift is received by a Redox team member it must be given to the Redox pool for donation to the Christmas function. If it is a gift to Redox in general, then it should be displayed within the confines of the business.

Cash or direct financial benefit (including e.g., gift vouchers, prepaid cards) must never be offered or accepted.

Redox team members must not offer, provide, or receive any gifts or entertainment in connection with the business or in the course of their employment or engagement that:

- i. is or could be interpreted as an inducement or bribe or would cause embarrassment to Redox if disclosed to the public.
- ii. may give rise to the appearance of attempting to secure favourable treatment.
- iii. creates a sense of obligation.
- iv. is more than token value or exceeds common courtesies consistent with accepted business practice; and
- v. they know or suspect the recipient cannot accept pursuant to law or to any duties that they owe others (such as their principal).

Subject to the above requirements:

- vi. This policy is not intended to apply to lunches, dinners and seminars which are for a genuine business purpose.
- vii. Gifts or entertainment may be received from or offered to clients and suppliers, but only where it is appropriate in the circumstances and must be noted in the Gifts and Entertainment Register.
- viii. Gifts that are given to our customers or suppliers, such as a Christmas gift, which are given to more than one customer or supplier, and which are open to scrutiny and appropriate in the circumstances are allowed to be given to customers or suppliers.

Gifts or entertainment offered must never be considered in business decisions which may affect the provider. All decisions must be made objectively based on what is in the best interests of Redox and its clients.

5.3. FACILITATION PAYMENTS

Facilitation payments are payments or other benefits of a minor nature, given to a public official for the purposes of expediting or securing the performance of a routine government action of a minor nature (i.e., customs clearance).

Although facilitation payments are not unlawful in some countries like Australia and the United States, where properly recorded, the practice is strictly forbidden at Redox. Redox employees shall not make any facilitation payments whatsoever.

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5.4. GIFTS AND ENTERTAINMENT REGISTER

Any items received by Redox team members or given to suppliers or customers need to be registered in the Gifts and Entertainment Register which is located on the Human Resources Directory.

If any item is given or received as a gift, the following details must be e-mailed to the Human Resource Manager specifying the following details:

- a. Date received/given
- b. Person receiving gift/entertainment
- c. Person giving gift/entertainment
- d. Item description
- e. Name of Customer/Supplier
- f. Reported to immediate supervisor (Supervisors name)

5.5. IDENTIFICATION OF ILLEGAL TRANSACTIONS

If any demand for, or offer of, a bribe is identified it must be rejected and reported immediately to Management for further investigation.

Employees and managers alike who may likely be exposed to bribery, fraud, or corruption risks, will be periodically trained on how to recognise, and deal with bribery, corruption and fraud.

5.6. ACCOUNTING PRACTICES

Redox accounting records and supporting documents must accurately describe and reflect the nature of the underlying transactions. No undisclosed or unrecorded account, fund or asset will be established or maintained.

5.7. TERMINATION OF EMPLOYMENT

If an employee is found to have accepted a bribe, has behaved in a fraudulent manner, or has otherwise breached this procedure, they can have their employment terminated without notice as this is seen as a serious and wilful misconduct. All cases must be approved by the Human Resource Manager before an employee can be dismissed without notice.

5.8. REPORTING

- a. Any Redox team member that observes any incident where they believe another Redox team member has engaged in bribery, corruption, or fraudulent acts, must immediately report the incident to their supervisor or the Human Resource Manager, or through the Whistleblower Procedure.
- b. All Redox team members must self-report any Significant Change of Circumstances to the Human Resource Manager. All Redox team members who report a Significant Change of Circumstances, will be referred to our EAP and must adhere to any other request or guidelines provided by the Human Resource Manager.
- c. The Board has ultimate oversight of this procedure. Subject to de-identification for the purpose of complying with any confidentiality obligations, it is the responsibility of the Human Resource Manager to report all Material Incidents of bribery, fraud, and corruption to the Board. The Board will be provided with additional information about any Material Incidents reported under this procedure as and when appropriate.
- d. This procedure will be periodically reviewed to check that it is operating effectively and whether any changes are required to the procedure

6. DOCUMENTATION

- a. Form(s)
 - i. [Gifts And Entertainment Register \(21224\)](#)

7. PROCEDURE RESPONSIBILITY

- a. Refer Review/Approval Status.

8. SUMMARY OF CHANGES

- 1. 08-Oct-07 Initial issue.
- 2. 30-Sep-13 Minor grammatical and font changes
- 3. 05-Feb-18 Amended Procedure Template format and date format in Section 8.
- 4. 18-Jun-19 Updated Redebiz Procedure template format.
- 5. 26-Apr-21 Amendments to Sections 1, 4 & 5.4; addition of Section 5.7 after review by Governance Committee; Updated Redebiz Procedure Template format.
- 6. 26-Oct-21 Review, and amendments made throughout the document in accordance with HSF suggestions.
- 7. 27-Feb-23 Amendments to sections 1-4, 5.6, 5.7, 6.
- 8. 26-Jun-23 Added reference to Code of Conduct Policy 2558.
- 9. 23-Apr-24 Added section 5.3 Facilitation Payments.