

# Anti-Bribery and Corruption Policy

AF Legal Group Ltd (AFL)



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### Policy statement:

The actual or attempted use of any form of bribery or corruption either directly or indirectly on AFL's behalf to advance its business interests or those of its associates is strictly prohibited.

## **1. General**

### **1.1 Application of Policy**

This document is applicable to all AFL staff employed or engaged by AF Legal Group Ltd and its related bodies corporate ("AFL"). AFL staff includes AFL employees and all other members of staff including agency workers, consultants and independent contractors, secondees, as well as to any employees, contractors, consultants, directors and officers of any entity over which AFL has effective control and to which the Risk Management Framework applies ("AFL staff").

Where AFL enters a joint venture, it is expected that an equivalent policy is implemented in these entities.

### **1.2 Responsibility of ensuring adherence to the policy**

The National Executive Team have primary responsibility for ensuring their staff and associated businesses for which they have responsibility apply and comply with this and all associated policies.

All AFL staff are required to read, understand and comply with this policy and to follow the reporting requirements set out in this policy (Section 8) or in any associated policies.

### **1.3. Enquiries**

Any questions relating to this or any associated policies should be referred in the first instance to the Chief Executive Officer (CEO) or a state Head of Family Law.

If there is doubt as to the propriety of a situation or proposed act, you should consult with National Executive Team at the earliest opportunity.

### **1.4. Review of this policy**

This policy will be reviewed annually by the CEO and AFL Company Secretary to check that it is operating effectively and whether any changes are required to the Policy.

### **1.5. Associated policies and related documents**

Other AFL related Firmwide policies, include Whistleblower policy

Local policies and procedures designed to meet requirements for specific jurisdictions or businesses may also supplement this policy where required.

## **2. Policy Statement**

The actual or attempted use of any form of bribery or corruption either directly or indirectly on AFL's behalf to advance its business interests or those of its associates is strictly prohibited.

AFL's involvement in activities which involve bribery and corruption is a key conduct risk faced by AFL, as it may have a negative impact on AFL's clients or counterparties or the fair or effective operation of markets in which AFL operates. This policy is a key control to manage this risk.

Bribery and corruption can have a significant, adverse impact on AFL's reputation for integrity as well as on communities where they occur.

AFL is committed to operating within the laws of any jurisdiction in which AFL does business and moreover to operate in a way that is consistent with the legal profession obligations and AFL's own Core Values. In addition, this ensures that we safeguard AFL's reputation and consumer and business confidence.

Bribery and corruption are incompatible with the Code of Conduct and the probity and integrity expected of all AFL staff.

This policy sets out requirements and must be read in conjunction with the AFL Risk Management Framework and any associated policies, procedures, or local variations (together "associated policies"). In

the event of a discrepancy or conflict between this policy and associated policies, the more restrictive requirements will apply.

Failure to comply with the requirements in this or any associated policy may result in disciplinary action, up to and including termination of employment or other contractual arrangements.

### **3. Bribery and Corruption Defined**

#### **3.1 What is Bribery and Corruption?**

For the purposes of this policy:

- A “bribe” is anything of value given, offered, promised, accepted, requested or authorised (in each case, directly or indirectly) with the intent that a person who is trusted or expected to act in good faith or with impartiality, performs that function improperly or in order to obtain or retain an advantage in the course of business.
- “Anything of value” includes cash, gifts, hospitality, expenses, reciprocal favours, business or employment opportunities, political or charitable contributions and a range of other direct or indirect benefits.
- “Corruption” is the misuse of public office or power for private gain; or misuse of private power in relation to business outside the realm of government.

Acts of bribery or corruption involve the undue influence of an individual in the performance of their duty, whether in the public or private sector.

Indirect benefits can be bribes.

AFL staff must be alert to the possibility that a benefit given or offered to an associate, such as a relative or business partner, or channelled through an agent or other intermediary, may be a bribe. Recklessness or “wilful blindness” to such incidences is likely to be in contravention of applicable laws and/or regulations and will amount to a breach under this policy.

#### **3.2 Facilitation payments**

Facilitation payments are payments made directly to a government official or employee for their personal benefit, to expedite or secure the performance of governmental action by a governmental agency (e.g., to facilitate the expedition of applications, minor licences, etc.).

#### **3.3 Other conduct**

Other behaviour which could constitute bribery and corruption includes political or charitable contributions/donations, sponsorship, offsetting arrangements and “revolving doors” arrangements, where such behaviour seeks to improperly influence an individual or organisation. Refer to the relevant policies listed in Section 9 for further details.

### **4. Types of Bribery and Corruption**

#### **4.1 Political and Commercial Corruption**

There are two types of corruption: political corruption and commercial (or corporate) corruption.

Political corruption is the dysfunction of a political system or institution in which government officials, political officials or employees seek illegitimate personal gain through actions such as bribery, extortion, cronyism, patronage and embezzlement.

Commercial corruption occurs when bribes are requested by, or offered to agencies, institutions or individuals to win a contract or gain some other commercial benefit or advantage.

Acts of bribery or corruption commonly, but not always, involve public or government officials, their associates or anyone who is entrusted with power and/or information. Such persons could include (but are not limited to):

- A public official, whether domestic or foreign;
- A political candidate, political party, or party official;
- A representative of a government-owned or controlled organisation;
- An employee or representative of a public international organisation;
- Any other person(s) performing a function of a public nature; or
- Any third parties referred to in Section 4.2 below.

Throughout AFL's business dealings, opportunities for the act of bribery or corruption will usually present itself in one of two forms: when dealing with third parties; or when providing or receiving gifts and/or entertainment.

#### **4.2 Dealing With and Through Third Parties**

Where third parties are engaged to perform services for or on behalf of AFL, their behaviour and actions are likely to reflect on AFL, and in some cases AFL will be potentially liable for the acts of those third parties. Third parties performing services on or behalf of AFL must not give, offer, promise, accept, request or authorise a bribe, whether directly or indirectly.

For the purposes of this policy, third parties include intermediaries, agents, representatives, officials, external consultants (political or otherwise), brokers (introducing or otherwise), distributors, vendors, suppliers, contractors, JV/ consortia partners, lobbyists/activists or any other third party acting for or on behalf of, or providing services to AFL.

It is important that any business engaging a third party to act for, or on behalf of AFL, takes appropriate steps to ensure their actions and behaviour will not reflect poorly on AFL or expose AFL to potential criminal or other regulatory liability. Amongst other things, this means that sufficient due diligence must be undertaken on third parties to ensure that they are suitable to be associated with AFL, and that appropriate controls are implemented, designed to prevent and detect bribery and corruption.

For example, particular care must be taken with respect to arrangements with consultants, agents or third parties, who assist in securing business, arrange introductions to key business and government decision-makers, act according to local customs which are incompatible with this policy.

Contractual warranties, enhanced due diligence, communications, training, monitoring and auditing (e.g., expense reimbursements, especially for gifts and entertainment) should all be considered to ensure the third parties we engage will not bribe or perform a corrupt act on AFL's behalf or for which AFL may be responsible or otherwise liable under anti-bribery or anti-corruption legislation.

#### **4.3 Gifts and Entertainment**

AFL staff must take reasonable steps to avoid, giving or accepting gifts and entertainment that are intended to, or may, improperly influence them or others, or may be perceived to be improperly influencing others.

All expenditure must be included on expense reports and approved under standard AFL procedures. All gifts and entertainment, including gifts or entertainment paid for by cash or personal credit cards which are provided on behalf of AFL, must be recorded in the Gift and Entertainment disclosure form, with any necessary approvals obtained.

If you are uncertain whether a gift or entertainment is appropriate, you should consult with the CEO who can assist you and provide guidance.

## **5. Prohibition on Bribery and Corruption**

AFL staff must not give, offer, promise, accept, request or authorise a bribe, whether directly or indirectly.

Bribery and corruption are illegal under the laws in which AFL operates and may expose AFL and the individual AFL staff member to criminal penalties, including unlimited fines and imprisonment.

Bribery and corruption are also incompatible with the Code of Conduct expected of AFL and AFL staff, and the general probity expected of all AFL staff.

AFL strictly prohibits the use of facilitation payments, regardless of whether such payments are legal or common practice in a particular jurisdiction. This prohibition also applies to third parties acting on AFL's behalf and it is important that this is clearly communicated to any such third party prior to their engagement.

Payments made through official government agency channels which are not for the direct personal benefit of an individual government official or employee (for example, a priority processing fee for a visa as part of a government agency's official tariff) are not examples of bribes, and are not prohibited for the purposes of this policy.

## **6. Acceptable Conduct**

AFL acknowledges when conducting normal business, staff will from time to time entertain clients, be entertained by service providers, or offer gifts of nominal value in appreciation of work performed. Such activities are acceptable within the boundaries of this and other related policies.

Reasonable expenditure on AFL-branded gifts, meals and entertainment is permitted where the expenditure:

- is for the purpose of general relationship building;
- cannot reasonably be construed as an attempt to improperly influence the performance of a relevant function;
- complies with all applicable laws and regulations; and
- is otherwise lawful in the jurisdiction in which the expenditure is made and from which it is paid.

AFL has specific policies regarding political contributions and charitable donations. In certain cases these remittances are permissible, but must also be assessed and considered against the Anti-Bribery and Corruption policies outlined in this document.

It is not possible to be prescriptive as to the types of expenditures that are acceptable. Much will depend on the particular circumstances surrounding the proposed expenditure, its timing and value, including its relative value where it is received. It is a matter that must be approached conservatively. There may also be specific rules relating to government departments, public bodies, private sector organisations and tender processes with which AFL is involved.

## **7. Steps taken by AFL to Prevent Bribery and Corruption**

### **7.1 Obligation to prevent bribery and corruption**

AFL is obliged by law to have procedures in place to prevent bribery and corruption.

### **7.2 Requirement to Assess Bribery and Corruption Risk**

Each AFL business must perform a risk assessment exercise to identify and address bribery and corruption risk.

Such risk assessment should be comprehensive, conducted on a periodic basis and identify AFL staff and third parties who are considered to be higher risk (i.e., operate in a high-risk jurisdiction or industry susceptible to corruption or bribery, and perform a number of “higher risk activities”). These activities include (but are not limited to): winning or maintaining business or licences; procurement; and involvement in offering and receiving both financial and non-financial benefits, such as donations, gifts and entertainment, research and financial product allocations.

### **7.3 Requirement to Apply Adequate Controls and Conduct Training**

Each AFL business must apply controls tailored to manage the risks identified through its risk assessment process.

These controls should include appropriate training to ensure AFL staff understand the particular bribery and corruption risks inherent within their business areas.

## **8. Reporting Bribery and Corruption**

AFL staff must report suspected or actual instances of bribery or other corrupt practices to the CEO, state Head of Family Law or report anonymously by posting an unsigned letter addressed to Attention: Risk Management Officer, c/- AF Legal Pty Ltd, Level 3, 411 Collins Street, Melbourne VIC 3000, at the earliest opportunity.

AFL staff members who make such reports will be protected from any victimisation or detrimental action in reprisal for the making of a report in accordance with the applicable local Whistleblower policy.

Material breaches of this policy must be reported to the Board.

## **9. Breach of Policy**

A breach of this policy may result in disciplinary action (including termination of employment or engagement).

All staff members are personally responsible for protecting AFL, its reputation and themselves from the risks arising from Bribery and Corruption. Personal penalties apply where individuals fail to comply with Anti-Bribery and Corruption laws, including financial penalties and imprisonment.

AFL will cooperate with authorities if any legal, regulatory or criminal investigations or proceedings are brought in relation to alleged violation of Anti-Bribery and Corruption laws. This includes in relation to any investigation of, or proceedings relating to, staff members.

Steps should be taken to continue to enhance processes and controls in response to mitigating the re-occurrence of incidents of Bribery and/or Corruption.

**Owned By:** Managing Director

**Approved By:** Board of AF Legal Group

**Last Updated:** 1 September 2021