

ANTI-BRIBERY & CORRUPTION POLICY

Generation Development Group Limited
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1. Overview

In line with our core values of Clarity, Innovation and Integrity, Generation Development Group Limited and its related bodies corporate (“GDG”, “we”, “our”, “us”) are committed to conducting business with honesty, integrity and in full compliance with the laws and regulations of the jurisdictions in which its businesses operate including applicable anti-bribery and anti-corruption laws. GDG takes a zero-tolerance approach to bribery and corruption.

This Policy outlines our approach to identifying, managing and preventing bribery and corruption in our business dealings and business relationships.

This Policy is intended to:

- clearly articulate GDG’s processes and measures designed to mitigate corruption risks and prevent bribery in relation to GDG’s business.
- provide GDG shareholders, customers and other stakeholders with assurance that GDG, its directors, officers, employees, contractors and consultants conduct themselves with ethics, honesty and integrity.
- apply to any dealings with foreign public sector officials or agencies, domestic public sector officials or agencies and private sector organisations.

This Policy applies to all directors, officers, employees, contractors and consultants of GDG and its related bodies corporate and is to be read in conjunction with other relevant Group policies including:

- Code of Conduct
- Whistleblower Policy
- AML/CTF Program
- Delegations of Authority
- Conflicts of Interest Policy
- Fit and Proper Policy
- Gifts and Entertainment Policy
- Business Travel, Expenses and Credit Card Policy
- Outsourced Providers Policy
- Soft Dollar and Trading Policy

Guidance should be sought from GDG’s legal department (“Legal”) in the event of any uncertainty regarding the application of this Policy.

2. Applicable Laws

The list below summarises the applicable regulatory and legislative requirements that must be met as they relate to anti-bribery and corruption:

- Criminal Code Act 1995 (Cth) (“Criminal Code”), Division 70 (bribery of foreign public officials).
- Criminal Code, Division 141 (bribery of Commonwealth public officials).
- Income Tax Assessment Act 1997 (Cth).
- Australian State and Territory Crimes Acts.

- Other specific legislation regarding bribery.

Penalties for non-compliance by individuals, or by GDG, may be severe and could include civil or criminal liability, reputational harm and/or enforcement actions.

3. What is Bribery and Corruption?

Broadly speaking, bribery and corruption relate to a misuse of position and/or influence in return for an improper advantage or benefit. They can occur in both the public and private sectors.

Bribery is the act of offering, promising, giving, accepting or soliciting a benefit to:

- induce the improper performance of a function or activity; or
- improperly influencing a person in order to obtain or retain business or an advantage.

The benefit may be monetary or non-monetary. It can take many forms including kickbacks, facilitation payments, secret commissions, cash payments, donations, grants, sponsorships, promotions, offers of employment and/or work experience, gifts, entertainment, sponsored travel, discounts, fee waivers, cash equivalents (vouchers etc.) contractual rights or interest, equity, travel, preferential treatment in the provision of access to business opportunities, grants, loans, real estate, using connections or position as a bribe, improper travel per diems, and commissions.

Whether the recipient of the bribe works in the public or private sector is irrelevant. Likewise, whether the bribe is accepted or ultimately paid is irrelevant. Merely offering the bribe (whether directly or through any other person) will be considered an act of bribery.

Corruption is the abuse or misuse of an entrusted power for private gain, whether it be in the public or private sector. Corruption involves the demanding or accepting of anything of value by such a person, as a condition to conferring business or any other improper advantage whether directly or indirectly.

Corruption can occur on different scales. For example, it could vary from small favours between any number of people (petty corruption), to corruption that affects the government on a large scale (grand corruption), or to corruption that is so prevalent that it is part of the everyday structure of society, including corruption as one of the symptoms of organised crime. Corruption undermines people's trust in communities, political and economic systems, institutions and leaders.

Bribery and corruption is illegal and is strictly prohibited under this Policy. This prohibition extends to bribes offered, solicited or accepted:

- to obtain or retain business, influence a business decision or to secure any other advantage for GDG or any other person; or
- for the personal benefit of a GDG director, officer, employee, contractor or consultant or for the benefit of that person's family, friends, associates or acquaintances.

4. Responsibilities

GDG and each of its directors, officers, employees, contractors and consultants must not:

- offer, promise, give or authorise the provision of a bribe either directly or indirectly to any party, including via an intermediary or third party.
- solicit, accept, agree to receive or attempt to obtain a bribe, either directly or indirectly, from any party in relation to GDG's business.
- engage in, facilitate or conceal corruption or corrupt practices.
- offer, promise, give, solicit, authorise, receive or accept, directly or indirectly, gifts, entertainment, sponsorship or any other benefit or activity (including involvement in, or arranging for, the making of facilitation payments) that could improperly influence, or be perceived to improperly influence, any person in order to obtain, or retain, business or any advantage of any kind for GDG or for any other person.
- make any political, charitable or other donation on GDG's behalf without relevant approval and as a means of improperly influencing any person in order to obtain, or retain, business or any advantage of any kind for GDG or for any other person.
- depending on the nature of the supplier and the materiality of the arrangement, commence a business relationship (including with suppliers or agents) unless appropriate and documented due diligence is undertaken to ensure the integrity, reputation, credentials and qualifications of the other party.
- benefit from an undeclared interest in a third party where the director, officer, employee, consultant or contractor influenced GDG to enter into a relationship with the third party.
- continue a business relationship (including with suppliers or agents) if ongoing monitoring indicates to GDG that the other party is or will behave in a manner inconsistent with this Policy.
- engage in any kind of dishonest accounting or falsification of financial or other records to conceal illicit payments.

GDG and each of its directors, officers, employees, contractors and consultants must:

- record potential conflicts, benefits, gifts and entertainment in accordance with GDG's Conflicts of Interest Policy and Gifts and Entertainment Policy or other relevant Group and related bodies corporate policies. This may include any ownership or financial interests held in a third party with whom GDG has a business relationship. All records must be complete and accurate, and able to be substantiated with documents if required.
- only make a donation on behalf of GDG to a political party, elected member, group, candidate, associated entity or third-party campaigner, whether domestic or international, where this has been first approved by the CEO and recorded in the Conflicts of Interest Register.
- avoid any conflict of interest involved in any selection, award or administration of a contract.

- immediately escalate any concerns regarding an offer, promise, request, representation, transaction, business relationship or another person's behaviour or conduct to Legal if they consider that the conduct could give rise to a bribery or corruption risk or could materially impact GDG's reputation. Where anonymity is required, persons are encouraged to report matters to GDG via the avenues set out in the Whistleblower Policy.

5. Training

GDG will implement a training and awareness program designed to promote compliance with this Policy.

6. Breach of Policy

Any breaches of this Policy will be thoroughly investigated by Legal which may give rise to disciplinary action including remuneration consequences, suspension and/or dismissal. Material breaches of this Policy will be brought to the attention of the Board of GDG. A breach of this Policy may also result in legal or regulatory action, including criminal proceedings or financial penalties against GDG directors, officers, employees, contractors or consultants and/or GDG itself.

7. Review of Policy

This policy will be reviewed on a regular basis to ensure it remains relevant and appropriate. At a minimum, a formal review will be completed and approved by the Company Secretary annually.

8. Document Control

Document owner:	GDG Company Secretary
Approved by:	GDG Board of Directors
Approval Date:	12 August 2025
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Next Review Date:	August 2026
Version:	1.0