

Anti-bribery and Corruption Policy

Purpose

Jumbo Interactive Limited and its subsidiaries (**Jumbo**) encourages a culture of acting lawfully, ethically and responsibly in its behaviour and business practices.

Jumbo's Core Values are the guiding principles that underpin our vision, culture and overall philosophy. Essentially, our Core Values help to define our ways of working, what we care about, what we promise our employees, and how we set our priorities. Our Core Values are that we:

- are open and respectful
- are adaptable
- take ownership
- create possibilities; and
- exist for our customers.

Our Core Value that **We are open and respectful** includes that we believe in working together with integrity and acceptance. Our Core Value that **We take ownership** includes that we lead with honesty, consistency and fairness.

This Policy has been designed to provide all Workplace Participants with information and assistance on how to recognise and handle instances of Bribery and Corruption during their employment.

This Policy enables Jumbo to detect and respond to Bribery and Corruption and forms part of our risk management framework. This Policy works in conjunction with our Whistleblower Policy, Code of Conduct and Conflict of Interest Policy, and covers all activity undertaken by a Workplace Participant during the course of, or in connection to, their employment or engagement with Jumbo.

The purpose of this Policy is to provide guidance on what can, and should, be reported and to detail the process for doing so, to ensure all Workplace Participants feel supported and safe to express any concerns they may have. Not all gifts and hospitality are prohibited and this Policy is designed to offer information as to what will be considered acceptable in this regard.

All Workplace Participants are required to avoid any activity that might lead to, or suggest a breach of, this Policy.

Jumbo will not tolerate Bribery or Corruption.

1. Definitions

Authorised Recipient means any of the following persons within Jumbo:

- Jumbo's General Counsel;
- a member of Jumbo's Executive Leadership Team (ELT), which is comprised of the Chief Executive Officer, Chief Financial Officer, Chief Commercial Officer, Chief Technology Officer, Chief People Officer, Head of Operations - UK and President - Stride.

Bribery (and Bribe) involves the giving, promising, accepting, or offering to provide 'benefit' to another, with the intention of influencing that person in the exercise of their duties. The 'benefit' to someone can be monetary or non-monetary (i.e. reciprocal favours, business opportunities, corporate hospitality) and can be offered on a recurring basis. Bribery is deemed to include Facilitation Payments.

Corruption (and being Corrupt) is the abuse of trust or power for private gain.

Facilitation Payments are payments made to expedite performance (i.e. payments made to perform a function that someone (such as a government official) is already bound to perform, to expedite that performance) or any form of secret commission.

Third Party means an external party a Workplace Participant may come into contact with during the course of employment, with whom Jumbo has, or plans to have, a business relationship with. This may include potential clients, agents, suppliers and business contacts not employed by Jumbo.

Workplace Participants means all officers, employees and contractors of Jumbo.

2. Application of this Policy

This Policy applies to all Workplace Participants. Further, it applies globally. If a Workplace Participant is working, or travelling for work, outside of Australia both the Workplace Participant, and Jumbo, may be subject to local anti-Bribery and Corruption laws.

This Policy must be followed regardless of whether the country the Workplace Participant has travelled to has specific anti-Bribery and Corruption laws. Where a country has Bribery and Corruption laws that are of a lesser standard than this Policy, then this Policy will prevail.

Many laws, such as the *Australian Criminal Code*, the *US Foreign Corrupt Practices Act*, and the *UK Bribery Act* have applications both in Australia and internationally.

3. Accessibility of this Policy

This Policy is to be made available on Jumbo's external website for people outside Jumbo to access, and Jumbo's intranet for Workplace Participants to access.

It will be communicated to all Workplace Participants annually through ongoing education and training for Workplace Participants, and those who may be Authorised



Recipients, to assist with understanding about how to recognise and deal with conduct constituting Bribery and Corruption.

A written copy of the Policy will also be made available upon request.

4. Prohibited acts

Workplace Participants are prohibited from:

- Engaging in any act of Bribery or Corruption;
- Making political donations on behalf of Jumbo; and
- Carrying out dishonest accounting practices or concealing financial activity.

5. Bribery

Bribery can take many forms and can be direct or indirect (i.e. an offer made to someone via an agent or contact would be considered indirect Bribery).

There are financial penalties for Bribery offences, and these can be significant for individuals, as well as for the companies they work for. Individuals can also face imprisonment in some jurisdictions and business can suffer reputational harm from being associated with Bribery, which may impact their ability to do business.

6. Anti-Money Laundering / Counter Terrorism Financing

Jumbo has policies and procedures in place for compliance with anti-money laundering and counter terrorism financing, as part of our general risk management policies. For its Australian operations, Jumbo reports suspicious transactions over \$10,000 AUD to the Australian Transaction Reports and Analysis Centre (AUSTRAC).

7. Gifts – receiving, providing and reporting

A gift, benefit, entertainment or hospitality (**Gift**) received or provided by a Workplace Participant in connection with their role at Jumbo may be acceptable or unacceptable.

Acceptable and Unacceptable Gifts

Acceptable Gifts are those:

- Made for the right reason (i.e. given as an act of appreciation or common courtesy associated with general relationship building only, rather than being given in circumstances where it could create a business obligation or unduly influence the recipient);
- That do not place any obligation or expectation on the recipient or could be construed as an attempt to improperly influence the recipient;
- Given openly and transparently;



- Of reasonable value (i.e. small and in accordance with general business practices); and
- Which are lawful (i.e. comply with relevant laws).

Examples of acceptable Gifts:

- Work-related conferences, including invitations to speak at professional events (this may involve flights and accommodation);
- Working lunches; and
- Documented gifts if it is \$100 or more, in the Gift and Entertainment Register, and approved by the Workplace Participant's manager.

Examples of Gifts which are never acceptable:

- Cash or cash equivalent (gift certificates);
- Quid pro quo (a benefit offered for something in return. This would include accepting attendance to hospitality that would result in unduly influencing the recipient); and
- Travel and accommodation, unless it is on client related business or for a work-related conference / function.

Approval of Gifts

If a Workplace Recipient receives from, or proposes to provide to, a Third Party a Gift valued at \$100AUD or more, the Workplace Participant must ascertain the current market value of a gift/benefit in Australian dollars (GST exclusive) by appropriately researching the estimated value (for example, checking the value of a bottle of wine online).

Any Gifts valued at \$100AUD or more that are:

- received by a Workplace Participant; or
- proposed to be provided to a Third Party by a Workplace Participant,

must be reported by the Workplace Participant and approved in accordance with the following actions and timeframes:

Responsible Party	Action	Timeframe
Workplace Participant	Provide details of the gift/benefit for the Gift and Entertainment Register	Where receiving the Gift: Within 5 Business Days of receiving the Gift Where proposing to provide the Gift: no later than 5 Business Days prior to the proposed date of providing the Gift
Managers	Approve/decline/donate or return the gift/benefit	Within 5 Business Days of receiving notice from the Employee
General Counsel	Responsible for maintaining the Gift and Entertainment Register	As needed

Where a Gift is received by a Workplace Participant, if deemed appropriate, the Gift may be donated, divided up amongst Workplace Participants, or returned. This will be reflected in the Gift and Entertainment Register.

Where a Gift proposed to be provided by a Workplace Participant to a Third Party is deemed inappropriate, the Manager will decline the request. This will be reflected in the Gift and Entertainment Register.

Failure to comply with reporting and approval obligations

Deliberately undervaluing a Gift or providing incomplete or inaccurate information in the Gift and Entertainment Register will be considered misconduct. If the Workplace Participant is in doubt as to the value, they should discuss with their manager to ensure transparency.

Any Gifts offered or accepted in contravention of this Policy must be reported to the Workplace Participant’s manager or to an Eligible Recipient immediately. Any breaches of this Policy will be considered serious and may result in disciplinary action or, in certain circumstances, termination of employment.

8. Dealing with Third Parties

It is important that Jumbo’s engagements with Third Parties do not adversely affect us.

If any Workplace Participants learn of any Third Parties that are engaged in, or accused of engaging in, improper business practices, require payments in cash, or request additional fees to “facilitate” services, the Workplace Recipient must report this to the Authorised Recipients immediately.

9. Political contributions

Political contributions or donations are not permitted by Jumbo and must not be made by Workplace Participants on behalf of Jumbo.

10. Charitable contributions

Workplace Participants are entitled to support causes and charities of their choice however, they must be careful and ensure that those contributions could not be perceived as a Bribe or other Corrupt conduct and do not otherwise breach any of Jumbo's Policies.

In the event a Workplace Participant is concerned that a client or another Workplace Participant has offered or is providing a donation, and that donation may be unlawful, the Workplace Participant must notify an Authorised Recipient.

Jumbo may choose to make charitable donations that are lawful and ethical to organisations that have deductible gift recipient status with the Australian Taxation Office.

11. Record Keeping

All expenditure by Workplace Participants, including expenditure on Gifts, must be included in expense reports and approved.

Accounts are not permitted to be kept "Off the Books" to facilitate or conceal improper payments, and regular internal audits will be conducted of all payments made. All Workplace Participants must ensure that all accounts, invoices, and other records are prepared and maintained with strict accuracy.

12. Consequences of Bribery and Corruption

Jumbo has zero tolerance for and strictly prohibits Bribery and Corruption. Consequences of a Workplace Participant engaging in Bribery or Corruption in contravention of applicable laws can include:

- For Jumbo: substantial criminal and civil fines, sanctions, loss of licenses and authorisations to operate and significant reputational damage; and
- For the offending Workplace Participant: substantial criminal and civil fines or imprisonment.

13. Reporting Breaches

Jumbo relies on its Workplace Participants to maintain its reputation and it is expected that any Workplace Participant who becomes aware of an actual or suspected breach of



this Policy will report it to an Authorised Recipient as soon as practicable. Failure to do so could result in disciplinary action being taken.

If a Workplace Participant isn't comfortable raising concerns with an Authorised Recipient, please refer to the Whistleblower Policy for alternative reporting options, including anonymous reporting.

14. Disciplinary action

This Policy contains instructions and directions that Workplace Participants must comply with. In the event that Jumbo discovers a breach of this Policy by a Workplace Participant, that Workplace Participant may be subjected to disciplinary action up to and including the termination of their employment or engagement.

This Policy is not intended to create contractually binding obligations upon Jumbo, or to form part of any agreement or contract. The requirement to comply with this Policy is a lawful and reasonable direction.

This Policy (and any other Jumbo policy or procedure) may be varied from time to time by Jumbo in its discretion.

15. Review

This Policy will be periodically reviewed to check that it is operating effectively and whether any changes are required.

Revision and authorisation

Approval date	Replaces version dated	Sponsor	Approved by	Next review date
28/11/2024	30/11/2023	General Counsel	Board	28/11/2025