

Anti-Bribery and Corruption Policy

NGE Capital Limited
ABN 31 112 618 238

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(NGE or Company)

Anti-Bribery and Corruption Policy

1. Purpose and acknowledgement

The purpose of this policy is to set out the principles, rules and guidance by which NGE's staff and representatives can uphold the Company's values and its position regarding bribery and gifts set out in the Code of Conduct.

This policy acknowledges that serious criminal and civil penalties may be incurred and severe reputational damage may be done if the Company is involved in bribery or corruption.

2. Scope

This policy applies to all of NGE's employees and representatives.

This policy does not form part of any employee's contract of employment and may be amended at any time.

Any breach of this Policy will result in disciplinary action which may include dismissal or contract termination. Where a breach of this Policy may be a crime the matter will be referred to the relevant authorities for investigation.

3. Definitions

- 3.1. **Bribery(kickback/facilitation payment):** Offering, giving or promising an improper benefit, directly or indirectly with the intention of influencing or rewarding the behaviour of someone to obtain or retain a commercial advantage. Bribes can take the form of money, gifts, loans, fees, hospitality, services, discounts, the award of a contract or any other advantage or benefit.
- 3.2. **Donations:** money or in-kind contributions given towards humanitarian needs
- 3.3. **Gifts:** are benefits of any kind (except money or easily transferred into money) given to someone as a sign of appreciation or friendship without expectation of receiving anything in return.
- 3.4. **Grants:** money or in-kind contributions given for a specific purpose
- 3.5. **Hospitality/entertainment:** provisions of refreshments, meals accommodation or attendance at concerts, theatre or sporting events
- 3.6. **Sponsorship:** is an agreement under which NGE will make a payment (in cash or in-kind) to a third party for the enhancement of the image or reputation of NGE

4. Policy

- 4.1. All forms of Bribery are prohibited
- 4.2. NGE will only make ethical Donations. All Donations require prior Board approval.
- 4.3. NGE will only make Grants or undertake Sponsorship in the context of a marketing plan approved by the Board.
- 4.4. Gifts may only be made or accepted where they do not go beyond common business courtesy (\$500 threshold). Gifts must never be made or accepted where this may give rise to a perception that a business transaction has been influenced by the gift.

4.5. Hospitality and entertainment may only be offered or received as part of a legitimate business activity within the boundaries of reason and moderation. Hospitality and entertainment may never be offered or accepted where this may give rise to a perception that a business transaction has been influenced by the provision of the hospitality or entertainment.

5. Reporting of possible breaches of this Policy. Anyone wishing to report a possible breach of this policy are encouraged to use the options set out in the Whistleblower Policy.

6. Policy review

6.1. This Policy will be reviewed, at the minimum, annually and revised by the Board as required.