

## Purpose

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This document covers all persons employed by Tuas Limited and any subsidiary of Tuas Limited.

This Policy provides a framework of ethical standards and behavioural expectations for directors, officers, employees, contractors, and subcontractors in their business dealings as representatives of Tuas.

We are committed to proper business conduct and practices. We will comply with all Applicable Laws against any bribery and corruption, including reporting of such behaviours to the authorities. Acts of bribery and corruption can have serious business consequences and are likely to result in the Company and its employees suffering prosecution by an authority, payment of fines and/or bad publicity, which can lead to reputation, brand damage and ultimately loss of revenue.

## Policy

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### 1. Bribery and Corruption

- 1.1 Employees are expected to refrain from engaging in any activity that may compromise the Company through bribery or corrupt practices.
- 1.2 Bribery can take many forms. 'Anything of value' includes but is not limited to cash, gifts, travel, Hospitality, loans, charitable donations, favours, or job opportunities.
- 1.3 Offers or promises of Bribery are prohibited, even if the payment is not made or is refused. Bribery does not have to be successful to be illegal, for example, even if the person/s does nothing in return. If you pay or promise something of value to a person/s in exchange for a benefit not arising from the normal course of business, it is Bribery.
- 1.4 There is no minimum amount for something to be considered Bribery. Even small payments can be Bribery.
- 1.5 Acts of Corruption can be committed at any level of an entity be it petty, grand, or systematic acts.

### 2. Interaction with Government Officials

- 2.1 Corrupt payments to Government Officials are prohibited. This includes paying expenses for Government Officials' travel, accommodation, gifts, meals, and entertainment in connection with business for the Company.

### 3. Acceptance and offers of Hospitality, gifts and entertainment

- 3.1 Employees are expected to take all suitable measures to avoid or deal appropriately with any situation in which you may have or be seen to have a conflict arising out of your relationship with others within or beyond the Company. Should an actual or potential conflict of interest arise, employees must notify a senior manager, Company Secretary, or Chief Executive Officer as appropriate.
- 3.2 Employees must not use their position to obtain a personal gain or benefit from suppliers or business associates or those seeking to do business with the Company. This would include any financial or other interest or undertaking that could directly or indirectly compromise the performance of your duties.
- 3.3 Employees must not offer or attempt to offer an incentive to any supplier or business associate of the Company or receive any incentive where such incentive could be classified as Bribery.

- 3.4 Modest gifts or reasonable entertainment may be received from business partners or associates of the Company provided such gifts or entertainment would not be regarded as excessive in the circumstances and would not influence an employee’s judgment or conduct. The Company considers any such gifts received by an individual as being received in favour of the Company. Any such gifts are to be provided to Human Resources by the recipient so that the Company can allocate these fairly to staff.
- 3.5 Provision of entertainment or invitations to events are allowed through normal marketing activities conducted by the Company’s marketing department. These activities are sanctioned by the Company and are not directed to a company or individual or associated with any deal.
- 3.6 Any proposals for charity donations and sponsorship must be approved by the CEO prior to any commitment being made to the recipient organisation.
- 3.7 Acceptance of Hospitality from suppliers and business associates is not permissible without the Department Executive’s written approval.
- 3.8 Acceptance and offers of Hospitality, gifts, and entertainment to benefit Government Officials is prohibited.
- 3.9 Where there is uncertainty about the acceptability of Hospitality, a gift, or entertainment in meeting the criteria set out in this Policy or any referred document, Employees are to withhold from accepting or making such an offer and seek clarification from their Department Executive.

**4. Consequences of prohibited behaviour**

- 4.1 If an Employee is reported to have offered a bribe, acted corruptly with respect to a Government Official or has received a valuable gift, then the matter will be investigated.
- 4.2 On conclusion of the investigation, if the prohibited conduct is substantiated, then:
  - (a) The Employee’s employment with the Company may be terminated; and
  - (b) The Company, where required, will report the incident to the relevant authorities for investigation which may lead to prosecution.

**5. Reporting Concerns**

- 5.1 Any person who wishes to raise concerns regarding related matters, should do so by contacting the Whistle-blower Officer or any member of the Executive Team can be contacted as a Whistle-blower Officer for an initial report.

**Definitions**

Term	Definition
"Tuas", "we", "our" and "Company"	Means Tuas Limited and any subsidiary company.
Employee	Any person engaged with the business through an employment contract, collective employment agreement, as a contractor, subcontractor, and directors and officers.
Applicable Laws	Refers to all laws relevant to bribery and corruption including but not limited to the following International and Domestic based laws: <b>Australia</b> Criminal Code 2002 (ACT) Competition and Consumer Act 2010 (Cth) Corporations Act 2001 (Cth) Criminal Code Act 1995 (Cth) Crimes Act 1900 (NSW) Criminal Code Act (NT) Criminal Code Act 1899 (QLD) Criminal Law Consolidation Act 1935 (SA)

	<p>Criminal Code Act 1924 (TAS)  Criminal Code Act 1924 (TAS)  Crimes Act 1958 (VIC)  Criminal Code Compilation Act 1913 (WA)  <b>New Zealand</b>  Crimes Act 1961  Secret Commissions Act 1910  <b>Singapore</b>  Prevention of Corruption Act 1960  <b>Philippines</b>  Anti- Graft and Corruption Practices Act No. 3019  <b>United Kingdom</b>  Bribery Act 2010  <b>United States of America</b>  Foreign Corrupt Practices Act of 1977  <b>International</b>  International Anti-Corruption Coordination Centre  United Nations Convention Against Corruption</p>
Bribery	<p>Means to offer, promise, pay, authorise, provision or give a benefit or anything of value to anyone, directly or indirectly, to:</p> <ul style="list-style-type: none"> <li>(a) obtain an improper benefit; or</li> <li>(b) influence the performance of a person’s duty; or</li> <li>(c) encourage misuse of a person’s authority,</li> </ul> <p>to obtain or retain business for the Company or its partners.</p>
Corruption	<p>Means,</p> <ul style="list-style-type: none"> <li>(a) dishonest or fraudulent conduct; or</li> <li>(b) misuse or abuse of power or office; or</li> <li>(c) misuse or abuse of discretion; or</li> <li>(d) request or acceptance of bribery; or</li> <li>(e) act of extorting or blackmailing; or</li> <li>(f) influence peddling or networking; or</li> <li>(g) act of favouritism, nepotism or clientelism,</li> </ul> <p>by an official or person in power for personal financial or non-financial gain.</p>
Investigative Organisation	<p>Includes Federal, State and Territory Police force, State based Corruption Commissions and the International Anti-Corruption Coordination Centre.</p>
Government Official	<p>Includes:</p> <ul style="list-style-type: none"> <li>(a) Employees of a government entity;</li> <li>(b) Elected officials;</li> <li>(c) Members of parliament;</li> <li>(d) Private persons acting on behalf of a government entity;</li> <li>(e) Candidates for political office;</li> <li>(f) Political party officials;</li> <li>(g) A doctor or lawyer employed by a state agency or state-owned enterprise;</li> <li>(h) A consultant for a Government Official;</li> <li>(i) An employee of a company owned or controlled by the government;</li> <li>(j) A teacher employed by a city or town.</li> </ul>
Hospitality	<p>Includes the purchase of all forms of food and beverages. Excludes food and beverages that are provided at the Company’s, supplier’s or business associate’s office location. For example, during a lunch meeting, at reception, or on site Company event.</p>