



2016 Anti-corruption Policy

VERSION 6

Calibre Group Limited
ABN 44 100 255 623

DATE	AUTHOR	APPROVED BY
30-06-16	D Clark	 P Massey, Company Secretary



1 INTRODUCTION

Calibre Group (Calibre) is committed to the highest level of integrity and ethical standards in all business practices. Corruption and bribery in all forms are strictly prohibited by Calibre. Personnel must conduct themselves, at all times, in a manner consistent with Calibre policy, community expectations and in compliance with state, federal and international legislation.

This Anti-Corruption Policy (Policy) has been formally approved by the Board and outlines how Calibre expects its personnel to behave when conducting business both in Australia and internationally. Corruption and bribery in business practices are universally condemned and governments around the world have introduced strict laws and penalties in combating the issue.

The Company has a zero tolerance approach towards any form of bribery, corruption and facilitation payments and any conduct which does not comply with domestic and international law.

The objective of this Policy is to:

- provide a universal standard for business behaviour throughout Calibre;
- support Calibre's business reputation and corporate image within the community;
- ensure that the legislative importance of complying with anti-corruption practices is understood; and
- make directors and personnel aware of the consequences if they breach the policy.

This Policy forms part of a broader business conduct strategy which includes such policies as the Code of Conduct (including improper personal benefits and gifts) and the Policy for dealing in securities, and therefore should be read in conjunction with these measures.

2 WHO THE POLICY APPLIES TO

This Policy applies to:

- all directors and officers of Calibre (including the Managing Director);
- all direct reports to the Managing Director (senior executives);
- all employees, including temporary employees and contractors, of Calibre; (collectively, Personnel); and
- any customers, suppliers and related parties who are involved in any Calibre-related business activities in Australia and overseas.

Responsibility lies with every person covered by this Policy to conduct themselves in accordance with this Policy and the law when engaged in business-related activities and practices.

3 BRIBERY AND CORRUPTION

Calibre absolutely prohibits and has a zero tolerance approach towards:

- any form of bribery or corruption; and
- any conduct which does not comply with domestic and international law.

Calibre is committed to ensuring all Personnel conduct business activities in compliance with this Anti-Corruption Policy and with the law in Australia and internationally.

Calibre is committed to delivering responsible and sustainable business practices and all Personnel must be aware of their obligations when conducting business activities.

In Australia, bribery is prohibited in The Criminal Code 1995 (Cth) (the Code) – specifically, Division 141, Bribery, and Division 70, Bribery of foreign public officials.

Generally, a person is guilty of giving a bribe if:

- a) the person dishonestly:
 - provides a benefit to another person; or
 - causes a benefit to be provided to another person; or
 - offers to provide, or promises to provide, a benefit to another person; or
 - causes an offer of the provision of a benefit, or a promise of the provision of a benefit, to be made to another person; and
- b) the person does so with the intention of influencing a public official (who may be the other person) in the exercise of the official's duties as a public official.

The above also applies to giving a corrupting benefit to a Commonwealth public official. A benefit is defined in the Code as any advantage and is not limited to property.

Division 70, Bribery of a foreign official, extends the same meaning to bribery, with the addition of a person being guilty if the benefit was:

- a) not legitimately due to the other person; and
- b) the person extending the benefit did so with the intention of influencing the foreign public official (who may be the other person) in the exercise of the official's duties as a foreign public official in order to:
 - obtain or retain business; or
 - obtain or retain a business advantage that is not legitimately due to the recipient, or intended recipient, of the business advantage.

Internationally, anti-corruption and bribery legislation is and has been strictly enforced. The UK Bribery Act, US Foreign Corrupt Practices Act and legislation in many Asian countries have wide-ranging effects and penalties for any businesses which operate within their respective jurisdictions.

The UK Bribery Act has extended its corporate reach even further and extends to any company, irrespective of its place of incorporation, which carries on any business in any part of the United Kingdom or its territories.

4 FACILITATION PAYMENTS

A facilitation payment is defined as an unofficial payment to a foreign official of which the value is very minor in nature. Usually, such payments are made to expedite or secure performance of a routine government action, which again, is of a very minor nature, and for which the company or person is entitled to receive the action or service.

Calibre absolutely prohibits and has a zero tolerance approach towards facilitation payments in all circumstances (except in emergencies) and any such payments will be considered a breach of this Anti-Corruption Policy.

5 WHAT TO DO IF YOU SUSPECT THE POLICY HAS BEEN BREACHED

5.1 Internal Procedures

a) Reporting channels

You are encouraged to report to your Manager any genuine behaviour or situation which you believe breaches or potentially breaches this policy, any other policies or the law. All such reports will be confidential.

Alternatively, you can report unacceptable behaviour to your HR Manager.

If you wish to report a breach or potential breach anonymously, you may provide a detailed written report to your HR Manager or via an email address which does not identify you to the [Company Secretary](#).

Managers to whom potential breaches are reported, will discuss the issue with Human Resources who will assess the appropriate action to be taken in response to the report [If you choose to identify yourself, Calibre will inform you of the assessment outcome if it is appropriate and legally allowable].

b) Personnel protection

Calibre is committed to ensuring that you are not disadvantaged or discriminated against for reporting unacceptable behaviour in good faith.

c) Investigations

Preliminary investigations of reported breaches are administered by Human Resources.

If a breach of this Policy is found to have occurred, a formal investigation process is administered by HR and where appropriate, managers or supervisors will be consulted.

In the investigation process, all Personnel are expected to cooperate with the directions of the leader of the investigation. In appropriate circumstances, Calibre may engage third-party investigators.

5.2 Whistleblower Procedures

You may also invoke the procedures for reporting misconduct in accordance with the Company's Whistleblower Policy.

6 CONSEQUENCES OF BREACHING THE CODE

Breaches of the Anti-Corruption Policy and relevant anti-corruption and bribery laws have serious consequences for both the person concerned and Calibre.

Breaches of this Policy are regarded as serious and will be subject to appropriate sanctions.

Any person who is suspected of breaching this Policy may be suspended from attending the workplace on full pay pending the outcome of investigations into the alleged breach.

Any person who is proven to have breached this Policy could face disciplinary action (including suspension or termination of employment).

Calibre reserves the right to inform the appropriate authorities where it is considered that there has been criminal activity or an apparent breach of the law.

7 WHO TO CONTACT

Any Personnel who have queries about this Policy should contact their Manager or HR Manager.

If you have any suggestions to improve the Company's bribery prevention procedures and controls, please raise those suggestions with the [Company Secretary](#).