

Anti-Bribery & Corruption Policy

Approver	The combined Risk and Compliance Committee of the AMP Limited Board and the AMP Bank Limited Board
Owner	Chief Risk Officer (CRO)
Manager	Head of Financial Crime Compliance, Privacy and Fraud Risk
Target Audience	All AMP employees, officers, directors, associates, including contractors and sub-contractors, aligned advisers of AMP, and any person that performs services for or on behalf of the Group.
Effective Date	13/11/2024
Next Review Date	1/11/2026
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1. Purpose and scope

The purpose of the Anti-Bribery and Corruption (**ABC**) Policy (the **Policy**) is to ensure a consistent and fit for purpose approach to manage bribery and corruption risk across AMP Limited and all entities within the AMP Group (**AMP**). AMP must have adequate procedures in place to:

- prevent, detect and respond to bribery and corruption risks and events.
- comply with legislative requirements and regulatory guidance in relation to the prevention of bribery; and
- foster a robust corporate culture of ABC within AMP.

AMP has no tolerance for any forms of bribery and corruption at any level of the organisation, including bribery and corruption activities involving Commonwealth and foreign public officials, or private sector bribery involving employees or representatives of commercial organisations.

2. Key regulatory requirements

This Policy aligns with the following:

- The Criminal Code Act 1995 (Cth) (the **Criminal Code Act**), specifically Divisions 12, 70, 141 and 142. The Crimes Legislation Amendment (Combating Foreign Bribery) Act 2024 introduced an offence for companies 'failing to prevent' the act of bribery under Division 70.5(A) if any of the company's associates bribes a foreign public official, or candidate for public office, for the benefit of the company, unless the company can prove it had 'adequate procedures' in place to prevent bribery and corruption.
- The Attorney-General's guidance on adequate procedures to prevent the commission of foreign bribery, August 2024 (the **AG Guidance**). AMP adopts the six key principles under the AG Guidance in designing and implementing adequate procedures of preventing the act of bribery.
- Australian Standard – Fraud and corruption control (AS 8001: 2021) (the **AS Standard**).

Where AMP has any business dealings in jurisdictions other than Australia, then the legislative requirements of those jurisdictions will need to be taken into consideration to the extent they differ from the Australian requirements, AMP has to ensure all requirements are met.

3. Policy requirements

3.1 AMP fosters a robust culture of ABC and integrity throughout the organisation

- Senior management and Boards must lead by example, demonstrating ethical behaviour and a commitment to ABC and set out clear expectations for ethical conduct and hold employees accountable for their actions. This includes continuing to meet the requirements under the Fit & Proper Policy and named persons under regulated licenses.
- AMP must conduct regular training programs to educate employees and, where appropriate, other associates, about this Policy, and the practical application of requirements under this Policy to be commensurate with bribery and corruption risk.
- AMP's *Code of Conduct* must support and reinforce a culture of ABC compliance.

3.2 Bribery and corruption risks are effectively managed with controls commensurate of the inherent risk posed by the activity and/or business relationship

- Bribery and corruptions risks must be identified and assessed periodically, and controls must be designed, implemented, monitored and subject to assurance activities.
- Due diligence must be conducted on existing and potential new business relationships, including AMP associates, charitable donations and sponsorships, to identify bribery and corruption risk exposures.
- Risk assessments must consider AMP non-controlled associates including service providers and subsidiaries.
- Bribery and corruption are risk events, and the *Risk Management Strategy* supports bribery and corruption risk management and complements the requirements set out in this Policy.

3.3 Adequate resourcing

- Business Management (1st Line of defence) and Enterprise Risk Management (**ERM**) must ensure adequate resourcing to perform ABC duties.

3.4 AMP conducts investigation on suspected and actual bribery and corruption events and escalate to senior management accordingly

- Any employee, contractor, or agent who becomes aware of or suspects a bribery or corruption event must report it immediately to their manager or to an 'eligible recipient' (refer to the *Whistleblowing Policy*).
- AMP protects the confidentiality of whistleblowers of bribery and corruption activities in accordance with the *Whistleblowing Policy*.
- Upon receipt of a report, an investigation must be promptly initiated to gather all relevant facts and evidence. In serious cases or where internal resources are insufficient, AMP may engage an external investigator subject to appointment and oversight of the Group Whistleblowing Officer.

3.5 Bribery and corruption events are reported to authorities where applicable

- If the investigation discovers evidence or strong suspicions of bribery, AMP must report the matter to the Australian Federal Police.

3.6 AMP staff maintain transparency to manage sources of undue influence proactively

- Conflicts of Interests must be disclosed and managed in accordance with the *Conflicts Management Policy*.

- Gifts and benefits must be disclosed and managed in accordance with the *Gifts and Benefits Policy*.

3.7 Facilitation payments and political expenditures are prohibited

- Offering or making 'facilitation payments' or political expenditures or donations on behalf of any AMP-related entity are strictly prohibited. Refer to the *Government Affairs Policy* for more details.

3.8 Record Keeping & Retention

- All relevant correspondence, documentation and records relating to ABC related obligations, policies, standards, alerts and investigations are maintained in accordance with AMP's *Retention Guidance*.
- AMP employees must accurately record all expenses incurred by, or on behalf of AMP in accordance with AMP's *Global Expense Policy*.
- AMP staff must not intentionally alter, destroy, conceal or falsify any record to facilitate, conceal or disguise bribery or corruption.

4. Monitoring and Oversight

The Owner of this Policy monitors and oversights compliance with the Policy.

The CRO is accountable for ensuring that AMP complies with the relevant ABC legislation in the jurisdictions which the AMP operates. In addition to this, the CRO (or delegate) must ensure that the Policy is regularly reviewed and updated to ensure it continues to address the bribery and corruption risk that AMP may reasonably face.

Oversight of the Policy is managed through the Financial Crime Compliance Committee (**FCCC**) and escalations to the Group Risk and Compliance Committee (**GRCC**), as required.

5. Non-compliance

Non-compliance with this Policy may result in disciplinary action in accordance with the *Consequence Management Policy*.

6. Roles and Responsibilities

The table below outlines the key roles and their responsibilities as it pertains to this Policy.

Role	Responsibility
All AMP staff and associates	<ul style="list-style-type: none"> – Familiarise themselves with this policy. – Report any bribery and corruption concerns to their manager or to an 'eligible recipient' (refer to the <i>Whistleblowing Policy</i>).
Group Whistleblowing Officer	<ul style="list-style-type: none"> – Manages the investigation of allegations of bribery and corruption that are raised under the <i>Whistleblowing Policy</i>.
Business Management (1st Line of defence)	<ul style="list-style-type: none"> – Responsible for the implementation of this policy and relevant foreign obligations.

Role	Responsibility
	<ul style="list-style-type: none"> – Accountable for conducting BU Risk Assessments and due diligence on new and existing business relationships to identify potential bribery and corruption risks. This includes the AMP Foundation and Strategic Partnering, Sourcing and Property (SPSP). – Assessing potential breaches and reporting non-compliance with the Policy. – Ensure any business benefits, gifts and expenses are accurately and properly recorded and supported by relevant documentation. – Ensure any conflicts of interest are disclosed and recorded in the conflicts of interest register. – Report bribery and corruption events to Senior Management and Boards. – Accountable for fostering a sound risk culture (including ABC) within the BU. – Ensure the business unit is adequately resourced to meet policy requirements.
Business Unit Enterprise Risk Management (BU ERM)	<ul style="list-style-type: none"> – Overseeing bribery and corruption risk events and review and challenge business activities and decisions to assess adherence to risk appetite. – Independent review of related business processes, procedures and controls.
Finance	<ul style="list-style-type: none"> – Ensure financial and accounting records are properly documented and securely maintained.
Financial Crime Compliance (FCC)	<ul style="list-style-type: none"> – Assisting the business units in the interpretation and resolution of ABC related issues and communicating updates in relation to ABC requirements. – Oversight and assurance over ABC obligation management by BUs. – Responsible for developing and maintaining this Policy and supporting artefacts (including the ABC risk assessment methodology). – Collating the enterprise-wide ABC risk assessment.
GRCC	<ul style="list-style-type: none"> – Demonstrate governance and oversight over ABC compliance.
Group Chief Risk Officer (CRO)	<ul style="list-style-type: none"> – Accountable for developing and implementing this Policy to ensure compliance with relevant regulations and applicable laws. – Accountable for ensuring ERM is adequately resourced to meet policy requirements. – Maintaining oversight and monitoring the effectiveness of ABC risk management in accordance with the Risk Management Strategy (RMS). – Report material bribery and corruption breaches and risk events to the relevant Boards, risk committees and management. – Accountable for fostering a sound risk culture (including ABC) within ERM.
Enterprise Risk Management (ERM)	<ul style="list-style-type: none"> – Management and maintenance of the Gifts and Benefits Register and the Conflicts of Interest Register. – From an AMP Ltd perspective (to consider subsidiaries and investments): <ul style="list-style-type: none"> o Responsible for the implementation of the Policy and obligations. o Accountable for conducting Risk Assessments and due diligence on new and existing business relationships to identify potential bribery and corruption risks.

Role	Responsibility
	<ul style="list-style-type: none"> ○ Ensure any business expenses are accurately and properly recorded and supported by relevant documentation.
People, Sustainability & Community	<ul style="list-style-type: none"> – Oversees the development and implementation of the AMP Code of Conduct that reflects the ABC corporate culture. – Manages the investigation of allegations of bribery and corruption in accordance with the Consequence Management Policy (other than those raised through the Whistleblowing channel). – Assesses substantiated allegations as part of the Consequence Management Committee. – Maintain mandatory ABC e-training material for all staff with input from FCC.

7. Definitions

Term	Definition
Advantage	Financial or other advantage can include money or any offer, promise or gift of something of value or advantage, including non-tangible items.
Associate	<p>A person is an 'associate' of AMP if they are:</p> <ul style="list-style-type: none"> – an officer, employee, agent or contractor of AMP; – a subsidiary (within the meaning of the Corporations Act 2001) of AMP; or – controlled (within the meaning of the Corporations Act 2001) by AMP; or – otherwise performs services for or on behalf of AMP.
Bribe/Bribery	Offering, promising, giving, accepting or soliciting of an undue advantage of any value (which could be financial or non-financial), directly or indirectly, and irrespective of location(s), in violation of applicable law, as an inducement or reward for a person acting or refraining from acting in relation to the performance of that person's duties.
Corruption	Dishonest activity in which a person associated with an organisation (e.g. director, executive, manager, employee or contractor) acts contrary to the interests of the organisation and abuses their position of trust in order to achieve personal advantage or advantage for another person or organisation. This can also involve corrupt conduct by the organisation, or a person purporting to act on behalf of and in the interests of the organisation, in order to secure some form of improper advantage for the organisation either directly or indirectly.
Facilitation payments	A payment of minor value offered to a public official to expedite or secure routine government actions.
Foreign Public Official	<p>A foreign public official means:</p> <ol style="list-style-type: none"> a) an employee or official of a foreign government body; or b) an individual who performs work for a foreign government body under a contract; or c) an individual who holds or performs the duties of an appointment, office or position under a law of a foreign country or of part of a foreign country; or d) an individual who holds or performs the duties of an appointment, office or position created by custom or convention of a foreign country or of part of a foreign country; or

Term	Definition
	<ul style="list-style-type: none"> e) an individual who is otherwise in the service of a foreign government body (including service as a member of a military force or police force); or f) a member of the executive, judiciary or magistracy of a foreign country or of part of a foreign country; or g) an employee of a public international organisation; or h) an individual who performs work for a public international organisation under a contract; or i) an individual who holds or performs the duties of an office or position in a public international organisation; or j) an individual who is otherwise in the service of a public international organisation; or k) a member or officer of the legislature of a foreign country or of part of a foreign country; or l) an individual who: <ul style="list-style-type: none"> o is an authorised intermediary of a foreign public official covered by any of the above paragraphs; or o holds himself or herself out to be the authorised intermediary of a foreign public official covered by any of the above paragraphs.
Non-controlled associates	<ul style="list-style-type: none"> – Associates that are not controlled by AMP but perform services for AMP. This includes non-controlled subsidiaries, third party service providers and agents.
Political Expenditure	<ul style="list-style-type: none"> – Expenditure relating to political parties, individuals, organisations, lobby groups or candidates for office, including political donations that may pose specific Bribery and Corruption risk. (i.e., the actual or perceived purpose is to improperly influence a Public Official.
Senior Management and Boards	<ul style="list-style-type: none"> – Senior Management and Boards include the Board of Directors, Chief Executive Officer and ExCo, to the extent that they represent AMP in any dealings and negotiations with third parties.

8. Superseded version

Document Name	Effective Date of superseded document
Anti-Bribery & Corruption Policy	1 March 2023