

# Anti-Bribery and Corruption Policy

---

Helloworld Travel Limited

ABN 60 091 214 998

Approved and effective: 22 August 2025

## Introduction

This Policy sets out Helloworld's zero-tolerance toward bribery and corruption and is always committed to conducting its business with honesty, integrity and the highest standards of personal and professional ethical behaviour.

This policy applies to all Helloworld Directors (executive and non-executive), employees and contractors (Helloworld personnel).

## What is Bribery and Corruption:

**Bribery** is the offer, payment or provision of a benefit to someone to influence the performance of a person's duty and/or to encourage misuse of his or her authority. The offering, promising, requesting, agreeing to receive. This need not be financial.

**Corruption** means the misuse or abuse of public or private office or power for personal gain.

**Third parties** mean any individual or organisation engaged by Helloworld, including business partners, actual and potential customers, all suppliers, distributors, business contacts, consultants, contractors, sponsors, advisors, government and public bodies, including their advisors, representatives and officials, politicians and political parties.

Bribery and corruption, as defined above can take on many forms, but typically both parties to the bribe or corrupt practice will benefit. It does not matter whether the bribe is:

- received or given directly or indirectly through a third party; or
- at the benefit of the recipient or another person.

A bribe may exist where the *intention to influence a person improperly or corruptly in the exercise of their duty*. Examples of forms of bribes are:

- money (or cash equivalent such as gift cards, etc);
- extravagant gifts, entertainment or hospitality (including free or discounted upgrades, accommodation or other product);
- unwarranted allowances / expenses or kickbacks;
- uncompensated use of company services or facilities; or
- an advantage (whether financial or not).

An offer, promise, payment or authorisation may be direct or indirect. *For example:* Helloworld will be deemed liable even if it or an employee attempts to "funnel" a payment indirectly to a public official by using an unrelated third party as a conduit.

If you are not sure whether such conduct, behaviour or practices are acceptable you must check with your manager.

## Who does the Anti-Bribery and Corruption policy apply to?

The Anti-Bribery and Corruption policy applies to employees and Directors of Helloworld and associated entities of Helloworld (together 'Helloworld') and independent contractors, (unless otherwise specified).

## Laws and regulations

Helloworld operates under laws which make any form of bribery illegal, including giving or receiving bribes, “*facilitation payments*” (defined below) and bribery of foreign public officials. Bribery and corruption are criminal offences and as such, penalties are severe for the company and employees individually. Each State and Territory has legislation criminalising bribery of both public and private individuals. The Commonwealth also criminalises the bribery of Commonwealth public officials (under the Criminal Code). The penalties for domestic bribery range from – up to 7 years (NSW) to up to 21 years (TAS), these may be imposed on individuals and companies are liable to significant fines and be disqualified from tendering for public contracts and face irreparable damage to our reputation. Therefore, we take our legal responsibilities very seriously.

Helloworld complies fully with the laws and regulations of the countries in which we operate. There is legislation in many countries, including Australia (the *Criminal Code Act 1995*), the United Kingdom (*Bribery Act 2010*; *Modern Slavery Act 2015* and the United States (*Foreign Corrupt Practices Act 15 U.S.C*) (all have extra-territorial reach) prohibiting bribery, corruption and slavery. Comparable laws exist in and apply to other jurisdictions in which we operate. Acts of bribery and corruption committed overseas may well result in a prosecution at home and in the other jurisdictions.

## Gifts, hospitality and promotional activity

This policy does not intend to prohibit reasonable and proportionate hospitality and promotional or other similar business expenditure. However, all gifts and hospitality must be for a genuine purpose, reasonable and given in the ordinary course of business. Gifts and/or hospitality can never be given or received where there is an intention to influence, induce or reward improper performance.

### Consider the following factors when giving or receiving any gifts and / or hospitality:

- Is it made with the intention of influencing, inducing or rewarding a third party in order to gain any advantage through improper performance, or in explicit or implicit exchange for favours or benefits?
- Does it comply with local law?
- Have you disclosed it in the Gift Register or received approval from your manager in advance (where it is possible to do so or as soon as possible afterwards)?
- Does it include any cash or cash equivalent? (such as gift certificates or vouchers)
- Gifts and/or hospitality should not be offered to, or accepted from, public or government officials or representatives, or politicians or political parties, without the prior approval of the CEO or CFO and never where there is an intention to influence a person corruptly or improperly in the exercise of their duty or where you are aware there is a substantial risk that the person will be improperly influenced in the circumstances.

## SCENARIOS WHICH ARE GENERALLY ACCEPTABLE AND DO NOT RAISE BRIBERY OR CORRUPTION CONCERNS:-

Where it is an accepted part of your role (you should ask the CFO if you are unsure about this) you can offer and accept a reasonable amount of moderate hospitality for the purposes of business development, having regard to the points listed above.

Helloworld understands that the practice of giving business gifts varies between countries and regions and what may be normal and acceptable in one region may not be in



another. The general test is whether in all circumstances the gift or hospitality is **reasonable, proportionate and justifiable**. The **intention** behind the gift or hospitality must always be considered and it can never be for the purpose of influencing a person corruptly or improperly in the exercise of their duty.

All Helloworld employees, Directors and employees of subsidiary companies and entities of Helloworld who give or are in receipt of a gift or hospitality that is valued at more than the amounts set out in the table below, or a number of gifts of any value from a single party, must **discuss the appropriateness of the gift or hospitality** with their manager who will consult with the CFO, before giving or receiving it. Where there is any concern about the appropriateness of the gift or hospitality, it must be reported to the CFO. The values in the table below are irrelevant if the gift or hospitality is considered to be a bribe. Irrespective of the value, all gifts or hospitality must be for a **genuine purpose, reasonable and given in the ordinary course of business**. Gifts and/or hospitality can **never** be given or received where there is an **intention to influence, induce or reward improper performance, regardless of their value**.

<b>Country</b>	<b>Amount (per person)</b>
Australia	AUD150
New Zealand	NZD150

### **What is not acceptable?**

It is not acceptable for you (or someone on your behalf) to:

- give, promise to give, offer a payment, gift or hospitality with the **intention of influencing, inducing or rewarding improper performance**;
- give, promise to give, offer a payment, gift or hospitality to a government official, agent or representative to “facilitate” or expedite a routine procedure (where the payment is not a legitimate payment pursuant to local **written** law);
- accept a payment from a third party that you *know* or suspect is offered with the expectation that it will obtain a business advantage for them which will be obtained through improper performance by you or us;
- accept a gift or hospitality from a third party if you know or suspect that it is offered or provided with the **intention of influencing improper performance** by you or the company in return;
- threaten or retaliate against an employee who has refused to commit a bribery offence or who has raised concerns under this policy; or
- engage in any activity that might lead to a breach of this policy.

### **Facilitation payments**

“Facilitation payments” or “kickbacks”, whether legal or not in a country, are **prohibited** under this policy.

“Facilitation payments” are typically small, unofficial payments made to secure or expedite a routine government action by a government official.

In Australia and the USA “facilitation payments” may be a defence to the prohibition on paying bribes to foreign public officials, but “facilitation payments” are prohibited under the UK *Bribery Act 2010*. Because the UK Act can apply to conduct that occurs outside the UK, “facilitation payments”, regardless of where they are given or received, are prohibited under this policy. All employees and Directors of Helloworld, employees of the subsidiary companies and associated entities of Helloworld, must adhere to this policy.

If you are not sure whether your payment is acceptable you must first check with the CFO.

The type of “facilitation payments” most likely to be prosecuted include large or repeated payments, facilitation payments that are planned for or accepted as part of a standard way of conducting business, indications of an element of active corruption of the official in the way the offence was committed, and circumstances where a commercial organisation has a clear and appropriate policy setting out procedures an individual should follow if “facilitation payments” are requested and these procedures have not been correctly followed.

“Kickbacks” are typically payments made in return for a business favour or advantage.

All employees and Directors of Helloworld, employees of the subsidiary companies and associated entities of Helloworld, must avoid any activity that might lead to, or suggest, that a “facilitation payment” or “kickback” will be made or accepted the company. Please report any concerns regarding “facilitation payments” or “kickbacks” to the CFO immediately.

### **Dealing with public officials and government entities**

Dealing with public officials poses a particularly high risk in relation to bribery due to strict rules and regulations in many countries.

Public officials include those in government departments, but also employees of government owned or controlled commercial enterprises (also known as State Owned Entities or Government Owned Corporations), international organisations, political parties and political candidates and any person acting in an official capacity on behalf of a foreign government or an instrumentality.

Corrupting a public official is a serious offence. Therefore, the provision of money or anything else of value, no matter how small, to any public official for the purpose of influencing them in their official capacity is prohibited. Even if you do not intend to influence a public official, if you are aware there is a substantial risk that a public official may be improperly influenced in the circumstances, you cannot take the risk, the conduct is still prohibited. Prior written approval from the CEO or CFO is required in relation to gifts and hospitality in the public sector.



## **Dealing with third parties**

Helloworld could be deemed liable for the acts of third parties who act on our behalf. Because anti-bribery laws prohibit “indirect” as well as “direct” payments and offers, Helloworld and you may be liable for the conduct of a third party where you should have known of such unlawful conduct by the party. Turning a “blind eye” or ignoring “red flags” that something may be wrong does not exonerate Helloworld or you from criminal liability.

Helloworld is obligated to take adequate steps to prevent bribery.

Do not do business with a third party who refuses to cooperate in due diligence, or where the due diligence raises concerns regarding the anti-bribery risk unless you receive consent from the CEO and CFO to do so. Where there are concerns regarding the anti-bribery risk and the CEO and CFO have given their consent, arrangements with these third parties must be subject to clear contractual terms, including specific provisions requiring them to comply with minimum standards and procedures in relation to bribery and corruption.

## **Your responsibilities**

All employees and Directors of Helloworld, employees of the subsidiary companies and associated entities of Helloworld must ensure that they read, understand and comply with this policy. Any breach of this policy may result in disciplinary action, which could result in jail, penalties, fines, criminal convictions and dismissal. Remember, a bribe does not actually have to take place – just promising to give a bribe or agreeing to receive one is prohibited.

Helloworld reserves the right to terminate contractual relationship with or any third party if they breach this policy.

## **Record keeping**

You must ensure all expense claims relating to hospitality, gifts or expenses incurred to third parties are submitted in accordance with the appropriate Expense Policy and Helloworlds' Code of Ethics and Conduct, which can all be found on the intranet.

## **Reporting concerns**

All employees and Directors of Helloworld, employees of the subsidiary companies and associated entities of Helloworld have a responsibility to detect, prevent and report instances not only of bribery and corruption, but also of any other suspicious activity or wrongdoing. You are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible time. If you are unsure whether a particular act constitutes bribery or corruption, or if you have any other queries, these should be raised with your local CFO, Global Risk and Audit or with Legal Services in Australia.

## **Monitoring and review**

The Board and Executive Management Team will conduct periodic reviews of the bribery risk faced by Helloworld. This policy and procedures will be updated and amended as required.

