
MEDILAND

Pharm Limited

**Anti-Bribery and Corruption
Policy**

Mediland Pharm Limited

1. Overview

- 1.1 Mediland Pharm Limited (ACN 628 420 824) (**Company or Mediland**) is committed to maintain high standards of integrity and to operate in compliance with applicable laws, regulations, and policies. Therefore, it is critical that employees and other persons working with the Company should be committed to complying with all laws that apply to it, including Anti-Bribery and Corruption laws.
- 1.2 Our Anti-Bribery and Corruption Policy (Policy) forms part of the Company's risk management framework, which includes the Company's Risk Appetite, reflects Mediland's values and other associated risk and compliance policies.
- 1.3 The Company recognises that this Policy is critical component of Company's operations, as the Company relies on trust, integrity and honesty in delivering its strategic goals. This Policy will outline the Company's requirements regarding managing of gifts and benefits, which protects you and your reputation and minimises potential negative consequences for you and the Company.

2. Definitions

- 2.1 In this Policy, unless the context otherwise requires:

ASX means ASX Limited (ABN 98 008 624 691) or the financial market conducted by ASX Limited, as the context requires.

Board means the board of directors of the Company.

Bribery is the offering, promising, giving, accepting, or soliciting of any advantage as an inducement for action which is illegal, unethical, or a breach of trust. A bribe is an inducement or reward offered, promised, or provided in order to gain any commercial, contractual or regulatory advantage and can take the form of gifts, loans, fees, rewards or other advantages.

Corruption is the abuse of entrusted power for private gain.

Employee means a person who is an employee, consultant, contractor, officer, or director of the Group (collectively referred to as employees in this Policy)

Group means the Company and its subsidiaries.

Third party means any individual or organisation you come into contact with during the course of your work, and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisers, representatives and officials, politicians and political parties.

3. Who does this Policy apply to?

- 3.1 This Policy applies to all Employees (whether permanent fixed or temporary), contractors, consultants, directors with whom it conducts business.

4. Policy

4.1 Bribes

Mediland employees are not permitted to give, offer, promise, accept, request, or authorise a bribe, whether directly or indirectly.

4.2 Gifts and Hospitality and Entertainment

Gifts, hospitality, and entertainment must never be promised, offered, or provided with the intent of causing the recipient to do something favourable to the Company. Gifts, hospitality, and entertainment amounts must be minor, reasonable, and infrequent.

All expense claims relating to hospitality, gifts or expenses incurred to third parties must be submitted in accordance with the Company's Expense reimbursement policy and the specific reason for the expenditure should be recorded.

Acceptance and approval process

The offer or acceptance of gifts, hospitality and entertainment is permitted where it:

- involves, or is likely to involve a third party paying for travel or accommodation, and that payment is approved by the Managing Director;
- is a legitimate business purpose, which may include developing business relationships;
- is given in an open and transparent manner;
- does not include cash, loans, or cash equivalents (such as gift certificates or vouchers); and,
- complies with the local law and government policies of the country in which the expenditure is made.

Employees should discuss with their respective managers, the fact that they have been offered a gift or benefit before accepting it, in order to determine the appropriate action.

4.3 Facilitation Payments

Facilitation payments are minor unofficial payments made to public officials to expedite or secure the performance of routine government action (for example issuing permits or licences). Facilitation payments are a form of bribery and are prohibited under this Policy.

Secret commissions typically occur where a person or entity (such as an employee of the company) offers or gives a commission to an agent or representative of another person which is not disclosed by that agent or representative to their principal.

Such a payment is made as an inducement to influence the recipient to recommend that their principal or client enters into a transaction with or provides a benefit to the Company, or to engage in such conduct on behalf of their principal.

4.4 Political Donations

Employees must not, on behalf of the Company, make a political donation to any political party, politician or candidate for public office in any country unless the donation has been approved in advance by the Board and complies with the local law and government policies of the jurisdiction where the donation is made.

4.5 Charitable Contributions/donations

Employees must not, on behalf of the Company, make a charitable donation to any charity using Company resources unless the donation has been approved in advance by the Board or, where the amount of the donation is no greater than A\$100, by the Managing Director, and complies with the local law and government policies of the jurisdiction where the donation is made.

5. Responsibilities

5.1 All employees, contractors, consultants, and directors of the Company has responsibility to:

- (a) ensure that you read, understand, and comply with this Policy.
- (b) avoid any activity that might lead to or suggest a breach of this Policy.

Notify any gift, hospitality and entertainment received or being offered. Provide all required supporting documentation of such nature to Mediland's Finance Manager.

6. Record -keeping

6.1 We must keep financial records and appropriate internal controls in place to evidence the business reason for making payments to third parties.

6.2 All invoices, receipts and other supporting documents and records relating to dealings with third parties, such as clients, suppliers, and business contacts, should be prepared and maintained with strict accuracy and completeness.

6.3 No accounts should be kept "off-book" to facilitate or conceal improper payments. It should be noted that is an offence under the Crimes Legislation Amendment (Proceeds of Crimes and Other Measures) Act for a person to make, alter, destroy or conceal an accounting document (including reckless in their conduct which allowed such an act) to facilitate, conceal or disguise the corrupt conduct.

7. How to raise a concern

All Mediland employees have the responsibility to help detect, prevent, and report instances of bribery and corruption as well as any other suspicious activity or wrongdoing in connection with Mediland's business.

If you become aware of an issue or behaviour which you consider to be a Reportable Event, you may report it (confidentially, and anonymously if you wish) via post, email, or telephone to:

- i. the Managing Director (Yeshween Mudaliar) or
- ii. the Company Secretary (Indira Naidu)

Both the Managing Director and the Company Secretary are:

- i. designated to receive reports under the framework of our Whistleblower Policy; and
- ii. responsible for promptly advising the Board or Audit Risk & Governance Committee of any material breaches of this Policy which are reported to them. Our Whistleblower Policy also describes how reports may be made on a confidential and (as an option) anonymous basis and

sets out the protections for Eligible Whistleblowers against reprisal, harassment, or other adverse consequences.

8. Publication and Review of this Policy

- 8.1 This Policy will be available on the Company's website.
- 8.2 The Audit Risk & Governance Committee is committed to continuously reviewing and updating the Company's policies and procedures to ensure they are operating effectively.
- 8.3 Internal control systems and procedures will be subject to regular audits and reviews to provide assurance that they are effective in detecting bribery and corruption. There may be independent reviews undertaken from time to time by Company's External Auditors.
- 8.4 This Policy may be amended by the Board at any time and the amended version will take effect upon publication on the Company's website.