



Fils Investments Ltd

ANTI-BRIBERY & ANTI-CORRUPTION

REFERENCE

1.0

EFFECTIVE DATE

March 2020

1. PURPOSE AND SCOPE

To ensure all employees, directors (executive and non-executive), officers, contractors and consultants are aware of certain types of activities which may constitute corruption, a bribe or an act of bribery and are aware that any such activities are prohibited. Fils Investments takes a “zero tolerance” approach to acts of bribery and corruption.

Every employee (and contractor) has a responsibility to act ethically and legally in every situation they face at Fils Investments and to ensure they comply with our Values to avoid disciplinary action which could include termination of employment.

Bribery means knowingly giving or receiving, or agreeing to give or receive, an undue reward, whether financial or non-financial, to influence the behaviour of someone in government or business either in their personal or official capacity, to obtain commercial advantage. Examples include giving improper payments or benefits to public officials or paying secret commissions to an agent. A bribe does not have to be actually given – the intent to give a bribe is sufficient to be deemed a bribe.

Bribery includes indirect bribery, which occurs where a third party, whether an individual or an organisation, commits an act of bribery when acting on Fils Investments’s behalf. Examples of third parties include agents, distributors, service providers, joint venture partners, and anyone acting in a fiduciary capacity.

Corruption is the willingness to act dishonestly in return for money or personal gain.

2. WHY IS THIS IMPORTANT?

Many countries have or are in the process of implementing legislation that aims to prevent Bribery and Corruption. The penalties for failing to comply with these laws are significant and can affect you and Fils Investments. The consequences can include:

- Serious civil and criminal penalties including fines for Fils Investments;
- individual liability for employees and executives (including fines); and
- operational costs and reputational damage.



3. POLICY GUIDELINES

3.1 GENERAL

All acts of Bribery and Corruption are strictly prohibited. This includes payments made on behalf of Fils Investments by a third party.

Government authorities can prosecute companies and individuals for actions that occur anywhere in the world through various laws, including the UK Bribery Act 2010, the US Foreign Corrupt Practices Act and Anti-Kickback Statute, and the Australian Criminal Code Act. This means all employees and other persons engaged by Fils Investments must be vigilant about ensuring that no acts of Bribery or Corruption occur, in any part of the business, in any part of the world.

Fils Investments is liable for the actions of employees and others engaged by the company who act or are perceived to act on behalf of the company. You must therefore be alert to any suspicious behaviour or events and report them immediately to your local Compliance Manager.

3.2 CHARITABLE AND POLITICAL CONTRIBUTIONS

Charitable contributions may be made on behalf of Fils Investments subject to the appropriate approval and only for bona fide charitable purposes i.e. for which no tangible benefit is received or is expected to be received by Fils Investments.

Political contributions of any nature are strictly prohibited.

3.3 MEALS, ENTERTAINMENT AND GIFTS

Before accepting or giving any meal, entertainment or gift, employees should find a written approval from a Director.

3.4 GENERAL GUIDELINES

Do	Don't
Understand local customs for the giving or receiving of gifts, entertainment or benefits, tips, and fees.	Don't accept gift vouchers with monetary value or cash.
Use sensible judgment in deciding what is reasonable and seek guidance and approval before accepting or giving a gift or entertainment where unsure.	Don't give or receive a gift or a favour that you would feel uncomfortable explaining to your work colleagues, your family, or the media.
Be familiar with all laws and regulations relating to Bribery and Corruption.	Do not allow any third parties to pay travel or accommodation expenses for you.
Seek approval from Compliance before engaging on behalf of Fils Investments with government officials regarding political activities, unless such engagement is expressly required by your role	Never use your position in Fils Investments to try to influence any other person (inside or outside Fils Investments) to make political contributions or provide support to any political parties or politicians.



(e.g. Government Relations functions).	
Keep in mind Fils Investments's reputation, and how the public would perceive your actions, when accepting gifts, or engaging with government officials.	Don't differentiate between the giving or receiving of gifts and hospitality directly or via an intermediary.
Inform Compliance immediately if you suspect any Bribery or Corruption may be occurring (for example: third parties requesting a cash payment separate from the official Fils Investments invoice etc).	Don't use or allow to be used any Fils Investments assets or resources (for example: work time, telephones, communications services, or meeting rooms for any political campaign, political party, political candidate, or any of their affiliated organizations).
Inform Compliance of any requests from customers to alter invoices (i.e. requests for deflated invoices for customs purposes).	

3.5 REPORTING

If you think you are aware of a potentially unethical activity, have a doubt about a certain incident, or are uncertain whether something could be construed as a bribe, you should contact your local Compliance Manager for guidance.

3.6 ONGOING TRAINING

Fils Investments's online training course on Anti-Bribery and Anti-Corruption must be completed by all employees, directors (executive and non-executive) and officers within 90 days of their commencement with Fils Investments. In addition, from time to time, mandatory face-to-face training will be delivered to employees most likely to be exposed to Bribery and Corruption about how to recognise and deal with it.

3.7 PERIODIC REVIEW OF POLICY

This Policy will be periodically reviewed to ensure it is operating effectively and remains up to date with relevant information. If there are any material changes to the Policy, it will be relaunched through Policy Hub for review by all employees, directors (executive and non-executive) and officers.

3.8 MATERIAL BREACH OF POLICY

Any material breach of this Policy will be communicated to the Board's Regulatory and Compliance Committee.

4. RESPONSIBILITY AND ACCOUNTABILITY

Compliance Manager