



# Channel

Infrastructure NZ



# Anti-bribery and Corruption Policy

The Policy is reviewed at least on a bi-annual basis by the Audit, Risk and Finance Committee, or earlier if determined by the Committee, the Board or by management.

Any change to this Policy requires the approval of the Board

Policy Owner: General Counsel and Company Secretary

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## 1. Purpose

The purpose of this Policy is to set out the key principles and requirements underlying Channel Infrastructure NZ Limited (“Channel Infrastructure”) and its subsidiaries’ culture of zero tolerance to bribery, corruption and facilitation payments across all areas and levels of our business, and the related obligations of our people.

This Policy should be read in conjunction with the Channel Infrastructure Code of Conduct.

## 2. Who this policy applies to

This Policy applies to all directors, officers, employees, secondees, contractors, advisers, agents or representatives of Channel Infrastructure and its subsidiaries (collectively ‘Channel Representatives’).

This Policy extends beyond Channel Infrastructure’s responsibility to comply with bribery and corruption laws globally, and is part of Channel Infrastructure’s culture. It is a requirement of anyone working with Channel Infrastructure, including any third parties we engage to act on our behalf, that they understand and follow this policy, and do not act in any way to promote or allow corruption to occur

## 3. Key principles

We recognise that bribery and corruption has an adverse effect on communities. Bribery and corruption impede economic growth, undermine accountability, democratic processes, basic human freedoms, impoverishing states and distort competition. In light of this:

- Channel Infrastructure has zero tolerance to bribery and corruption.
- The giving, receiving, offering or promising of a bribe, kickback or facilitation payment by any Channel Representative is expressly prohibited.
- The Corporate Lead Team is committed to promoting a culture of compliance with our zero tolerance policy.
- Business activities must be transparent, and sufficiently documented.
- Channel Infrastructure has a Whistleblowing Policy which outlines a process for reporting suspected wrongdoing.
- Appropriate due diligence must be conducted, documented, and communicated with those with whom we do business.

## 4. Zero tolerance

Bribery can include an offer, promise or giving of anything of value in order to improperly influence a person’s actions or decisions to gain or retain a business benefit. Bribery and corruption can take many forms including, the provision or acceptance of cash payments, facilitation payments, kickbacks, political contributions, charitable contributions, social benefits, gifts, travel, hospitality and rebates or reimbursements. Channel Infrastructure has a zero tolerance approach to Bribery and Corruption. Accordingly, no Channel Representative shall, either directly or indirectly through third parties:

- offer, promise or give to; or
- seek, accept, request or agree to receive a financial or other advantage from a customer, supplier or any other third party with the intention of inducing or rewarding them to secure an improper business benefit.

Bribery of public officials, companies, and private individuals of any country is equally prohibited this Policy.

## 5. Facilitation payments and kickbacks

Facilitation payments are typically small, unofficial payments made to secure or expedite a routine government action by a government official. Channel Infrastructure considers these to be ‘bribes’ in the broader sense, and they are not permitted, regardless of whether they are a “way of doing business” in a particular country. A kickback is payment for awarding business given to a person in a position of power or influence for having assisted the supplier in relation to awarding of the business.

Facilitation payments or Kickbacks of any kind must not be made or accepted by a Channel Representative.

Channel Representatives who are asked to make a payment on behalf of Channel Infrastructure must be mindful of what the payment is for, and whether the amount requested is proportionate to the goods and services being provided. Your Corporate Lead Team member should be consulted where there is doubt whether certain payments constitute Facilitation payments.

Any request for a facilitation payment or a kickback must be reported to your Corporate Lead Team member.

## 6. Political and charitable donations

Political donations shall not be made to political parties, candidates, or to any political cause or election fund.

Charitable donations shall not be made for purposes of gaining commercial advantage. All charitable donations must be reported to the Finance team for annual reporting.

## 7. Gifts and entertainment

In the course of our business, you may be offered gifts, or be offered or provided with entertainment. Where a gift is given, or entertainment offered or provided, in circumstances where it is clearly designed to influence a decision to allocate work or similar, then it is prohibited under this policy.

Where a gift is provided as part of a culturally acceptable practice, with no obligation attached, then it may be accepted, but must be declared.

Where entertainment is offered or provided as part of conducting business, with no obligation attached, the entertainment may be accepted, but must be declared.

You must declare all gifts or entertainment you are provided with to your manager, including the value of the same. Gifts or entertainment which are below the threshold value of NZ\$50 are not required to be declared.

## 8. Compliance

Any known or suspected instances of non-compliance should be discussed with your manager, your Corporate Lead Team member, or the General Counsel. Alternatively, any employee who is aware of a breach of this policy can take action in accordance with Channel Infrastructure's Whistleblowing Policy.