

SENEX ENERGY LIMITED

ABN 50 008 942 827

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

9 December 2019

1.0 Purpose

Consistent with Senex's value of "*integrity in everything we do*", and the Senex Code of Conduct, Senex is committed to conducting its operations and business activities ethically and in accordance with all applicable laws and regulations.

The purpose of this Anti-Bribery and Anti-Corruption Policy (**Policy**) is to:

- a) set out responsibilities in respect of prohibitions on bribery and corruption;
- b) minimise the risk of bribery or corruption in connection with Senex's activities; and
- c) provide guidance on how to deal with actual or suspected instances of bribery or corruption.

2.0 Application of Policy

This Policy applies to Senex and its related entities, and their respective directors, officers, agents, secondees and employees and contractors, consultants or any other party acting on behalf of a Senex company (**Senex Personnel**). All Senex Personnel are required to be familiar, and comply, with this Policy.

Senex acknowledges that, in addition to potential reputational damage, bribery and corruption can carry severe civil and criminal penalties for Senex and Senex Personnel, both in Australia and in other jurisdictions. Failure to comply with this Policy may also have significant consequences including possible disciplinary action or termination of employment.

Senex Personnel should also refer to the Senex Code of Conduct and Conflicts of Interest Policy in conjunction with this Policy. If you have any questions concerning this Policy, including its application, please contact the Senex Legal Team.

3.0 Definitions used in this Policy

For the purposes of this Policy:

bribery involves the provision, offer, or promise of a benefit to someone to influence the performance of a person's duty and/or to encourage misuse of their authority;

benefit is interpreted broadly and includes any advantage, not just money or property, and by way of example includes secret commissions;

corruption is the abuse of entrusted power for personal gain;

public official includes:

- a) member or officer of the legislature, executive or judiciary of government;
- b) member or officer of government;
- c) an employee or official of a government body or agency;
- d) a person who performs official duties of an office or position under a law of a country or State or by custom or convention (for example, a tribal leader);
- e) an individual who is or holds themselves out to be an authorised intermediary or representative of government or a public official;
- f) a party official or candidate for public office; or
- g) other politically exposed persons (for example, persons who are or have been entrusted with a prominent function by a state owned enterprise or an international organisation),

and in this context government includes a foreign government.

Conduct will be considered **bribery or corruption** under this Policy whether it is carried out directly or indirectly or, for example, via or to an intermediary or agent.

4.0 Prohibition on bribery and corruption

Senex Personnel are not permitted to engage in any conduct that constitutes bribery or corruption (whether or not it involves a public official).

Without limiting that, Senex Personnel must not:

- a) provide, offer or promise a benefit not legitimately due to a person as an inducement or reward for doing, or not doing, something or with the intention of influencing the person to show favour;
- b) accept, request or authorise a benefit from a person as an inducement or reward for doing, or not doing, something regarding the affairs of that person or an entity associated with that person;
- c) provide, offer or promise a benefit not legitimately due to a public official to influence official acts or decisions or otherwise obtain a business advantage; or
- d) make a facilitation payments (such as an unofficial payment to a public official, even if it is minor) to expedite or secure a government action unless permitted by law to do so.

5.0 Gifts and Entertainment

Refer to Senex's Gifts and Entertainment Policy in relation to giving or receiving of gifts of involvement in corporate hospitality. The Board has delegated the review and operation of the Gifts and Entertainment Policy to the Managing Director.

6.0 Donations and Sponsorships

Senex may make political donations or other contributions to political parties where permitted by law and strictly in accordance with this Policy and Senex's delegation of authority.

Charitable donations and sponsorship arrangements entered into by Senex or its related entities should be for causes approved in accordance with Senex's delegation of authority and must not create adverse reputational risks.

The Senex Personnel must:

- a) ensure donations and contributions are for a proper purpose and that the payments are adequately transparent; and
- b) keep proper records of donations and contributions which they make; and
- c) ensure the payment is disclosed to the Senex manager/supervisor to whom they report and as required for proper accounting purposes.

Attendance at political meetings and functions in a professional capacity is permitted where there is a legitimate business purpose. Records of attendance (and the cost of attendance) must be kept by the Senex Personnel attending and disclosed to the Senex manager/supervisor to whom they report.

In terms of disclosure of gifts or donations in the case of directors or the Chief Executive, disclosure would be to the Chairman or Company Secretary.

7.0 Engaging with third party contractors, agents and intermediaries

Senex engages with a broad range of third parties in a variety of circumstances including agents, consultants, contractors and other representatives (**Representatives**).

Representatives that pose particular risk to Senex in the context of this Policy include those that are involved in negotiating business arrangements or transactions with the public or private sector on Senex's behalf (eg bidding for tenders, negotiating supply contracts, arranging leases or licences or lobbying).

Senex may be liable for Representatives' improper actions in some circumstances.

It is important that due consideration be given to the following, that:

- a) arrangements with a Representative contain relevant anti-bribery/corruption provisions;
- b) the standards of conduct set out in this Policy are clearly communicated to the Representative;
- c) sufficient due diligence is performed on the Representative. If any concerns or 'red flags' arise as a result of this due diligence, the Senex Legal Team must be notified to determine whether a more detailed investigation is necessary;
- d) the fees payable to a Representative must be reasonable, must not involve an undue reward and not provide an incentive to act improperly;
- e) success based or percentage-based fees are not negotiated or paid without the express prior approval of the CEO, CFO and/or Company Secretary;
- f) where it is identified that arrangements with a Representative may pose a particular corruption and bribery risk, those arrangements must be documented in writing and:
 - i. contain anti-bribery/corruption provisions;
 - ii. include the right for Senex to conduct performance monitoring and regular audits; and
 - iii. the arrangement must be approved by the CEO, CFO and/or Company Secretary.

8.0 Raising concerns

Senex Personnel should report suspected or actual breaches of this Policy or any bribery or corruption laws to the Company Secretary or in accordance with the Whistleblower Policy. Any breaches of this Policy will be investigated pursuant to the Whistleblower Policy.

In addition, the Chairman, Managing Director or Company Secretary will advise the Board if they become aware of any issue in relation to any part of the subject matter of this Policy.

9.0 Review

This Policy will be reviewed periodically by the Board to ensure the Policy is operating effectively and to identify any changes required.



David Pegg
Company Secretary
Senex Energy Limited

DOCUMENT HISTORY

This Policy is a Board approved document.

Revision date	Comments
9 December 2019	Adopted (approved at 18 November 2019 Board meeting)