Anti-Bribery and Corruption Policy

1. Introduction and Purpose

hummgroup is committed to upholding high standards of business integrity, investor confidence and honesty in all its business dealings.

This Policy is a critical component of **humm**group's delivery on its strategic goal of ensuring trust, integrity, resilience and sets out hummgroup's:

- requirements regarding the management of gifts and benefits;
- responsibilities for employees in observing and upholding the prohibition of bribery, corruption, facilitation of payments and secret commissions; and
- information and guidance on how to recognise, deal with and report bribery and corruption issues.

hummgroup operates a zero-tolerance approach to any form of bribery and corruption, and will treat potential instances of bribery or corrupt behaviour as a threat to hummgroup's reputation and integrity as a business.

It is important for this Policy to be read in conjunction with other **humm**group policies, especially the Code of Conduct and Whistleblower Protection Policy, which provide additional details regarding standards of behaviour that are expected to be adhered to across the organisation.

We will publish this Policy on the **NEST** and on our corporate website: www.shophumm.com/au/.

2. Application of this Policy

This Policy applies to:

- **humm**group and all subsidiary and affiliates over which it exercises control;
- All directors, officers and employees of **humm**group, including temporary or contract staff;
- All business partners, being any person or entity which acts for or on behalf of, or performs services for, **humm**group, including third party agents, consultants and service providers.

This Policy applies to all of **humm**group's business activities and transactions, regardless of where it occurs and whether or not any particular conduct may be regarded as common or customary in a particular place or location. The Board of **humm**group is committed to supporting this Policy.

3. What is bribery and corruption?

Bribery is the offering, promising, giving, accepting or soliciting of an 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,

regulatory or personal advantage and can take the form of gifts, loans, fees, rewards or other advantages.

Corruption is the abuse of entrusted power for private gain.

The relevant laws apply to bribery of government officials as well as bribery in respect of any commercial transaction in the private sector. Merely offering a bribe will usually be sufficient for an offence to be committed.

Bribery can take many forms. The benefit that is offered, given or accepted may be monetary or non-monetary. For instance, it may involve non-cash gifts, political or charitable contributions, loans, reciprocal favours, business or employment opportunities or lavish corporate hospitality.

Bribery may be indirect, for example where a person procures an intermediary or an agent to make an offer which constitutes a bribe to another person.

4. Policy

4.1 Bribes

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

4.2 Gifts, entertainment and hospitality

hummgroup's Code of Conduct Policy prohibits, and **humm**group staff must take reasonable steps to avoid, giving or accepting gifts and entertainment that are intended to, or may, improperly influence them or others, or may be perceived to be improperly influencing others.

All expenditure must be included on expense reports and approved under standard **humm**group procedures. All gifts and entertainment, including gifts or entertainment paid for by cash or personal credit cards which are provided on behalf of hummgroup, must be recorded in the Gift and Entertainment disclosure form on the intranet, in accordance with the Gifts and Entertainment Policy and any necessary approvals obtained.

If you are uncertain whether a gift or entertainment is appropriate, you should consult with the Legal Team, who can assist you and provide guidance. The following guidelines apply at all times, and do not change during traditional gift-giving seasons. Gifts, hospitality and sponsored travel must:

- Be reasonable and of modest value, both in isolation and when considered in the context of other gifts, hospitality and sponsored travel offered to the same recipient on other occasions or over time.
- Be appropriate and consistent with reasonable business practice.

- Be provided only for the purpose of building or maintaining business relationships or normal courtesy and never be offered to influence a decision or for something in return.
- Be permissible under all applicable laws, rules and regulations.
- Not be offered or accepted by anyone involved in hummgroup bidding activity.
- Never consist of cash or cash equivalents (such as gift certificates or loans) or be refundable for cash or cash equivalents by the recipient (this does not apply to awards of gifts given under **humm**group's Reward and Recognition or Service Awards programs).

If you have received or are sending a gift, consult the **humm**group Code of Conduct Policy to determine if you need approval.

All gifts (both received and sent) must be recorded on the Gifts Register.
Click here to declare a gift on the Gifts Register.

5. Facilitation payments and secret commissions

Facilitation payment means payments of nominal amounts to persons in order to ensure or speed up the performance of a Government Official's routine governmental duties or actions.

Government Official means anyone regardless of rank or title who is:

- engaged in public duty in a government agency whether elected or appointed, and at any level of government including national, state or local government entities;
- a member of any legislative, administrative or judicial body;
- an employee of a government agency, regardless of rank including an administrative and/or office worker;
- an officer or employee of a government-owned or government-controlled entity, including state-owned entities that operate in the commercial sector;
- an officer or employee of a public international organisation (such as the United Nations, the World Bank or the International Monetary Fund);
- acting in an official capacity for a government, government agency, or state-owned enterprise.

Secret commissions arise where a person or entity (employee of hummgroup) offers or gives a commission to an agent of another person (e.g. customer/supplier of hummgroup) that is not disclosed by the agent to their principal. Such payments are generally made as an inducement to influence the behaviour or conduct of the principal's business.

hummgroup employees must not make facilitation payments or secret commissions, whether legal or not, and these are strictly prohibited under this Policy.

6. Charitable donations and sponsorships

hummgroup must only make charitable donations that are legal and ethical under local laws. In Australia for example, the organisation must have a deductible gift recipient status with

the Australian Taxation Office. This status makes the organisation entitled to receive income tax deductible gifts and deductible contributions.

All charitable donations and sponsorship arrangements by hummgroup must not be made without the prior approval of the CEO.

7. Conflict of interest and external commitments

Conflict of interest situations and external commitments which are not declared and approved, or which are not properly managed, can give rise to a perception of corrupt conduct. **humm**group's Code of Conduct sets out **humm**group's requirements in relation to seeking approvals in relation to actual, potential or perceived conflict of interest situations as well as external commitments.

8. Consequences for breaches of this Policy

Bribery, corruption, facilitation payments and secret commissions addressed by this Policy are very serious offences.

If **humm**group is found to have taken part in bribery, corruption or any other related improper conduct addressed by this Policy it could face a fine and suffer reputational harm. An individual may be subject to penalties or lengthy terms of imprisonment.

Breach of this Policy will be regarded as serious misconduct, leading to disciplinary action which may include termination of employment.

9. Your responsibilities

You must ensure that you read, understand and comply with this Policy. The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all **humm**group people.

All employees are required to avoid any activity that might lead to or suggest a breach of this Policy. You must notify one of our 'Protected Disclosure Officers'" as soon as possible if you believe or suspect that a conflict with, or breach of, this Policy has occurred or may occur in the future. Any person who breaches this Policy will face disciplinary action, up to and including in termination of employment or engagement. Remember, a bribe does not actually have to take place – just promising to give a bribe or agreeing to receive a bribe is an offence.

10. Reporting violations and suspected misconduct

hummgroup fosters a culture of speaking up to encourage reporting of any suspicion of a bribery and/or corruption matter, or any other concern relating to bribery and corruption without the fear of reprisal. hummgroup has appointed a small number of "Protected

Disclosure Officers" who are well equipped to receive, independently assess and investigate your report or allegation.

hummgroup requests, in order to ensure appropriate escalation and timely investigation of your report, that you make your report to any one of our Protected Disclosure Officers, listed below:
Group General Counsel – Olivia Meo-Groser
Phone: +64 22 674 4208 olivia.meogroser@humm-group.com

Group Company Secretary – Carlie Bangs
Phone: +61 402 908 245 carlie.bangs@humm-group.com

hummgroup staff members who make such reports will be protected from any victimisation or detrimental action in reprisal for the making of a report in accordance with the applicable local Whistleblower Policy.

Reports may also be posted to humm group Limited, Level 14, 255 Pitt St, Sydney NSW 2000 (marked to the attention of any of the Protected Disclosure Officers).

11. Training

hummgroup will undertake appropriate training of its managers and employees likely to be exposed to bribery or corruption. This will include training on how to recognise, manage and report any concerns regarding bribery or corruption. Relevant training will ensure awareness of this Policy and promote a culture of compliance with applicable laws and obligations.

12. Monitoring

The Gifts Register will be reviewed by Legal Team twice a year. Where there are any gifts or entertainment items registered by an employee that appear to go beyond the scope of common courtesies associated with general commercial practice, the Executive to which that employee reports will be notified and be required to review the appropriateness of the gift or entertainment and if found to be not appropriate, implement appropriate consequence management.

13. Policy Amendments or Feedback

This Policy is subject to regular review by **humm**group management.

hummgroup is keen to continually improve the way it operates, so if you would like to provide feedback on this Policy, please speak with a member of the Legal Team. If you have any questions about the content or are not sure about how this might apply to you, please talk to your line manager.

Who owns this Policy?	Approved by	Date
Group Legal, Operational Risk and Compliance	Board Audit & Risk Committee	26 June 2020
Group Legal, Operational Risk and Compliance	Board Audit & Risk Committee	6 February 2023
Group Legal	Group General Counsel *(minor amendment)*	5 May 2026

Appendix 1

Gifts, entertainment and hospitality – Disclosure form (link to form)

Question	Responses/Selections
Has the gift been Received or Provided?	Received / Provided
Details of Gift Provider	• First name • Middle name • Surname • Business Position Or • Organisation name
Details of Gift Receiver	• First name • Middle name • Surname • Business Position Or • Organisation name
Details about the Gift	• When was the Gift provided or received? • What type of Gift is it? o **Gift** (e.g. Gift card, voucher, hamper etc.); o **Entertainment** (e.g. footy or concert tickets); or o **Hospitality** (e.g. accomodation or airfares). • Description of the Gift • Reason for Gift • Dollar value of Gift (either in AUD, NZD, GBP or EUR)
Gift Approval	Depending on the dollar value, the form will provide guidance as to whether the Gift requires approval. An attachment field is included to upload proof of approvals.