



# ClearView Wealth Limited

ABN 83 106 248 248

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ClearView Group  
Anti-Bribery and Corruption Policy

# Anti-Bribery and Corruption (AB&C) Policy

## Document Control & Version History

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## Record of Amendments, Authorisations & Issues

<b>Version</b>	<b>Revision Date</b>	<b>Drafted by</b>	<b>Nature of Amendment</b>	<b>Approval Required</b>
1.0	June 202	Group Risk and Compliance	Original	BRCC
2.0	November 2022	Group Risk and Compliance	Minor updates	BRCC Chairs
3.0	June 2023	Chief People Officer & Company Secretariat	No amendments Format update	Board Noted
4.0	December 2023	Group Risk and Compliance	Immaterial updates	BRCC / CLN BRCC

## 1. Purpose

- 1.1 The purpose of this policy is to set out expectations and requirements for the management of anti-bribery and corruption (AB&C) and support adherence to the requirements of all applicable AB&C obligations.
- 1.2 In this Anti-Bribery and Corruption Policy (the Policy), references to 'we', 'our', 'us' and 'ClearView' are to ClearView Wealth Limited (CWL) and its subsidiaries.

## 2. The Policy

- 2.1 ClearView is committed to standards of integrity and to operating fairly, honestly and in compliance with our obligations to ensure that we comply with all applicable Australian anti-bribery and anti-corruption laws and regulations. ClearView has zero tolerance for activities which constitute Bribery, Corruption and / or Facilitation Payments.
- 2.2 This Policy sets out how ClearView intends to detect, prevent and respond to behaviour which may breach anti-bribery and corruption laws and regulations in order to ensure compliance and mitigate the potential for enforcement actions, adverse court actions, significant reputational damage and significant financial loss to ClearView.
- 2.3 The Policy applies to ClearView, its Directors (Executive and non-Executive), Employees and Third Parties acting for or on behalf of ClearView. The Policy covers any activity undertaken or behaviour during the course of, or in connection with, employment or acting on behalf of ClearView.
- 2.4 The ClearView Executive Leadership Team (ELT) has primary responsibility for ensuring their respective Business Functions apply and adhere to this Policy. All Employees are required to read, understand and comply with this Policy and to follow the reporting requirements set out in this Policy (see section 8) or any associated policies.
- 2.5 The Policy will be reviewed on an annual basis or whenever there has been a change to the law or a change in our operations and that may have an impact on the Policy.

## 3. Breach of Policy

- 3.1 Employees, Directors and Third Parties must also recognise that:
  - A breach of AB&C laws may result in legal or regulatory action including criminal proceedings and the revocation of licences, significant reputational damage and/or financial loss - to Employees and ClearView as a whole.
  - ClearView may be liable for the failure to prevent the Bribery of a Public Official or another person by an Employee or a Third Party acting for or on behalf of Clearview if the Employee or a Third Party bribes for the profit or gain of ClearView.
  - Employees who are Directors may also be exposed to personal liability for breaches of AB&C laws.
  - All Employees are personally responsible for protecting ClearView, its reputation and themselves from the risks arising from Bribery and Corruption. Personal penalties can apply where individuals fail to comply with AB&C laws, including financial penalties and imprisonment.

- ClearView will cooperate with authorities if any legal, regulatory or criminal investigations or proceedings are brought in relation to alleged violation of AB&C laws. This includes in relation to any investigation of, or proceedings relating to, Employees or Third Parties.

### Escalation

- 3.2 Potential or confirmed breaches of the obligations outlined in this Policy must be escalated as set out in the Breach & Incident Management Policy.
- 3.3 Material breaches of this policy must be reported to the Board.

## 4. Definitions

In this Policy:

- 4.1 *AB&C* means Anti-Bribery and Corruption.
- 4.2 *Bribe* or *Bribery* means the offer, promise, giving, requesting, authorising or receiving of anything of value (whether a financial or other advantage) directly or indirectly to another person(s) with the intention of influencing or rewarding improper performance.
- 'Another person' can include, but is not limited to: a Public Official, Third Party, supplier, customer, etc.
- Bribery can include either 'active bribery', in which a person offers or gives something of value to influence performance or obtain an unfair advantage, or 'passive bribery', in which a person receives, attempts to receive, or requests something of value in exchange for improper performance (Division 70, section 141 of the Criminal Code Act 1995 (Cth) and Part 4A of the Criminal Act 1900 (NSW).
- 4.3 *Corruption* means any conduct of any person that adversely affects, or that could adversely affect, either directly or indirectly, the honest or impartial exercise of official functions by any Public Official, any group or body of Public Officials or any public authority subject to Government control Division 70, section 141 of the Criminal Code Act 1995 (Cth) and Part 4A of the Criminal Act 1900 (NSW).
- 4.4 *Eligible Whistleblowers* has the same meaning as the definition in ClearView's Whistleblower Policy. The Whistleblower Policy is available on the Clear View Intranet & Website.
- 4.5 *Employee* means for the purposes of this Policy:
- Permanent employees that are employed directly by ClearView as a regular maximum term or casual;
  - Contractors that are employed through a recruitment agency or other company or organization; or
  - Service providers that are employed by a Third Party and have access to ClearView's IT network and systems.
- 4.6 *Facilitation Payment* means a payment of minor value paid to a Public Official via unofficial channels to expedite or secure the performance of a routine government action of a minor nature (Division 70 and section 141 of the Criminal Code Act 1995 (Cth)).

- 4.7 *Public Official* means a Public Official that is an elected or appointed official, employee or representative of a government (which includes the executive, legislative, administrative, military, or judicial branches of a government; a political party; or a government-owned government-controlled, or government-funded corporation, institution or charity) at any level, and may include:
- 4.7.1 Government regulators and persons acting in an official capacity on behalf of government regulators;
  - 4.7.2 Employees of self-regulatory organisations in the financial services industry (even if the self-regulatory organisation is not government-sponsored);
  - 4.7.3 Officials or public office candidates of any political party;
  - 4.7.4 Officers, directors or employees of organisations with government ownership or control (as defined below), including:
    - a) Sovereign wealth funds;
    - b) Public pension funds;
    - c) State owned or controlled organisations, such as hospitals, financial institutions, utility companies and other corporations;
  - 4.7.5 Officers, directors or employees of educational institutions that are established or operated by a federal, state, or local government entity.  
(Division 70, section 141 of the Criminal Code Act 1995 (Cth))
- 4.8 *Government ownership or control* means a single government or its instrumentality, which:
- Owns at least 50% of an entity; or
  - Exercises actual management or control of an entity, irrespective of its ownership percentage.
- 4.9 *Third Party* means any external party with whom ClearView has, or plans to establish, some form of business relationship. A Third Party may include, but is not limited to:
- Suppliers/vendors;
  - Agents, brokers, advisers, dealer groups (i.e., any type of external third party or intermediary involved in facilitating or selling ClearView products);
  - Asset or fund managers and custodians;
  - Loyalty partnerships/alliances;
  - Merger and acquisition targets, joint ventures and partnerships; and
  - Any person who performs services for or on behalf of ClearView (and does not meet the Employee definition).

This Third-Party definition excludes individuals and organisations who are authorised representatives of ClearView under the Corporations Act and customers of ClearView who are not additionally engaged in any of the above capacities.

## 5. Policy Statement

- 5.1 The actual or attempted use of any form of Bribery, Corruption and / or Facilitation Payment either directly or indirectly on ClearView's behalf to advance its business interests or those of its associates is prohibited.

- 5.2 The possibility of Clearview's involvement in activities which involve Bribery and Corruption is a key conduct risk faced by ClearView, as it may have a negative impact on ClearView's staff, policyholders, members / beneficiaries, unitholders and or reputation.
- 5.3 ClearView is committed to operating within:
- All applicable AB&C laws and regulations relevant to ClearView, which at a minimum includes the Australian Criminal Code Act 1995 (Cth);
  - Reporting and accounting obligations imposed by regulators and/or enforcement agencies.
- 5.4 Bribery and Corruption are incompatible with the ClearView Code of Conduct and the probity and integrity expected of all Employees and Directors.

## 6. Policy Requirements

### Facilitation Payments

- 6.1 The making of 'facilitation payments' either directly or indirectly through agents, contractors or intermediaries by Employees, Directors and Third Parties acting for or on behalf of ClearView is prohibited.

### Gifts

- 6.2 ClearView's Gift Policy prohibits ClearView and Employees from soliciting, accepting or offering any form of benefit, service, hospitality or payment that might lead the recipient to believe that they are going to inappropriately benefit or create a perception of inappropriate influence or inappropriate benefit.
- 6.3 All expenditure must be included on an Expense Claim Form and approved by the person with the relevant delegated authority. Gifts and entertainment, including gifts or entertainment paid for by cash or personal credit cards which are provided on behalf of ClearView, must be, in accordance with the requirements of the Gift Policy, recorded in the ClearView Gifts and Entertainment Register.
- 6.4 If you are uncertain whether a gift or entertainment is appropriate, you should consult with Group Risk and Compliance (GRC), who can assist you and provide guidance.

### Charitable Contributions, Sponsorship and Political Donations

- 6.5 The Political Activities and Donations Policy prohibits ClearView from making political donations. Directors, Employees or Third parties must not make or offer any charitable contribution, donation or sponsorship (including, for example, community investment projects) on behalf of Clearview without prior approval from the person with relevant delegated authority.

## Identifying, mitigating and managing Bribery and Corruption

- 6.6 With the assistance of GRC, each ClearView business function should consider, as part of its management discussions and/or Risk & Control Self-Assessment (RCSA) exercise the identification and addressment of Bribery and Corruption risk. This risk assessment should be comprehensive, conducted on a periodic basis and identify Employees and third parties who are considered to be higher risk (i.e., operate in a high-risk jurisdiction or industry susceptible to corruption or bribery, and perform a number of “higher risk activities”). These activities include (but are not limited to): winning or maintaining business or licences; procurement; and involvement in offering and receiving both financial and non-financial benefits, such as donations, gifts and entertainment, research and financial product allocations.
- 6.7 Each ClearView business function will establish systems, controls, processes and procedures to identify and manage the risks identified through its risk assessment process.
- 6.8 Where relevant ClearView business functions will make a record of Bribery and Corruption risks (e.g. recorded under internal fraud risk) and associated controls where relevant in the Intelligence Bank system.
- 6.9 Each ClearView business function will provide assurance by way of attestation, confirming AB&C processes and controls are operating effectively and develop and implement action plans, where this is not the case.
- 6.10 In addition, the relevant Clearview Divisions have established internal controls to meet their obligations set out in the respective ClearView policies where they apply, in relation to:
- Gifts, entertainment, political donations;
  - Conflicts of interest;
  - Corporate expenses;
  - Employee due diligence;
  - Charitable donations, sponsorships and other corporate activities; and
  - Third parties.
- 6.11 ClearView ensures its financial dealings are transparent and are sufficiently documented with respect to ClearView’s regulatory and legal obligations through mandatory record-keeping and disclosure to ASIC. Such mandatory record-keeping and disclosure is evidenced through ClearView’s compliance attestations, the operation of risk registers, and formal reporting to ASIC.

## 7. Third Parties

- 7.1 Per section 5.3, ClearView may be potentially liable for the acts of Third Parties engaged to perform services for or on ClearView’s behalf.
- 7.2 Due diligence must be undertaken on Third Parties to ensure that they are suitable to be associated with ClearView, and that appropriate controls are implemented, designed to prevent and detect Bribery and Corruption (see section 8 of this Policy).
- 7.3 Contractual warranties, enhanced due diligence, communications, training, monitoring and auditing (e.g., expense reimbursements, especially for gifts and entertainment) should all be considered to ensure the Third Parties we engage will not Bribe or perform a corrupt act on ClearView’s behalf or for which ClearView may be responsible or otherwise liable under anti-bribery or anti-corruption legislation.

- 7.4 ClearView must keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.
- 7.5 All accounts, invoices, memoranda and other documents and records relating to dealings with Third Parties should be prepared and maintained with strict accuracy and completeness. No accounts must be kept "off-book" to facilitate or conceal improper payments. Noting it is an offence under the Crimes Legislation Amendment (Proceeds of Crime and Other Measures) Act 2016 for a person to make, alter, destroy or conceal an accounting document (including being reckless in their conduct which allowed such an act) to facilitate, conceal or disguise the corrupt conduct.

## 8. Reporting AB&C Matters

### How to raise a concern regarding an AB&C matter

- 8.1 Directors and Employees must report any Bribery and/or Corruption incident (or suspicion of a Bribery and/or Corruption incident), or other concerns relating to AB&C. Reports should be made:
- Using the Incident Identification Process set out in the Incident Management Policy [Note under the policy Dealer Group Bribery and/or Corruption Incidents are to be notified in accordance with the Dealer Group Breach and Incident Procedure]; or
  - Where the person is an Eligible Whistleblower in accordance with the ClearView Whistleblower Policy.
- 8.2 Employees who wish to raise a concern or report a Bribery and/or Corruption incident may be worried about possible repercussions. ClearView encourages openness and will support anyone who raises genuine concerns in good faith under this Policy, even if they turn out to be mistaken.
- 8.3 ClearView is committed to ensuring no one suffers detrimental treatment as a result of refusing to take part in conduct that may constitute Bribery or Corruption or raises a genuine concern in respect of any such conduct.
- 8.4 Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a Bribery and/or Corruption incident. Eligible Whistleblowers who are subjected to such treatment should inform the Whistleblower Officer or any other relevant person immediately in accordance with the requirements of the ClearView Whistleblower Policy.

## 9. Due Diligence

### Employee Due Diligence

- 9.1 We will identify and manage any Bribery and Corruption risks in relation to all prospective and existing Employees and Directors by undertaking appropriate due diligence screening with the objective of ensuring their identity, honesty and integrity.
- 9.2 We will undertake due diligence screening on all Employees (in accordance with the ClearView Recruitment Policy) and Directors (in accordance with the ClearView Board Renewal Policy):



- Prior to their commencement of their role with ClearView; and
- In circumstances which are subject to ongoing Employee due diligence requirements.

### **Third Party Due Diligence**

- 9.3 ClearView will ensure we know who we are doing business with and who is conducting business on our behalf complying with requirements of the ClearView Outsourcing Policy and the procedures for Onboarding and Monitoring a Service Provider.
- 9.4 In relation to Third Parties ClearView will:
- 9.4.1 As part of its outsourcing process assess Third Party Bribery and Corruption risk, undertake appropriate due diligence on, and maintain records relating to prospective and existing Third Parties;
- 9.4.2 As part of the outsourcing process undertake ongoing (periodic) due diligence on existing Third Parties in order to ensure that any new information or relevant changes which may impact Bribery and Corruption risks can be considered; and
- 9.4.3 Ensure that contracts with Third Parties contain as appropriate AB&C clauses.

## **10. Training and Awareness**

- 10.1 All Employees, Directors and Third Parties are required to have a general awareness of Bribery and Corruption risks, and their responsibilities related to managing these risks.
- 10.2 To achieve this outcome ClearView is to provide an ongoing AB&C training program to Employees and Directors which includes information on when and how to seek advice and how to report any concerns or suspicions of Bribery and Corruption. ClearView will maintain records of AB&C training completion and monitor training completion rate.
- 10.3 ClearView will consider whether further targeted training is also appropriate for Employees, and Directors in light of:
- a) The activities of ClearView's operations;
  - b) Any identified Bribery and/or Corruption incidents, or other concerns arising in relation to AB&C;
  - c) The assessment that a Third Party represents a heightened level of Bribery and Corruption risk.
- 10.4 ClearView will develop and conduct targeted training, as necessary.

## **11. Accountabilities**

The accountabilities for the Policy are set out in Annexure 1.

## 12. Related Internal Documents

This policy must be read in conjunction with the following ClearView policies:

- Incident Management Policy
- Breach Management Policy
- ClearView Code of Conduct
- Conflicts Management and Related Party Transaction Policy
- Gift & Hospitality Policy
- Political Activities and Donations Policy
- ClearView Risk Management Framework

## Annexure 1: Roles and Responsibilities

Role	Responsibility
<b>All Staff</b>	<ul style="list-style-type: none"> <li>Ensuring you comply with the principle of a zero appetite towards Bribery, Corruption and Facilitation Payments.</li> </ul>
	<ul style="list-style-type: none"> <li>Understanding the process for reporting AB&amp;C matters.</li> </ul>
	<ul style="list-style-type: none"> <li>Being aware of and responding to AB&amp;C incidents, and reporting them internally to Executive Management, the Group Risk and Compliance team and/or in accordance with Whistleblower or AB&amp;C escalation and reporting processes.</li> </ul>
	<ul style="list-style-type: none"> <li>Meeting the requirements relating to AB&amp;C Policy procedures and record keeping.</li> </ul>
	<ul style="list-style-type: none"> <li>Completing your mandatory AB&amp;C Training, post-training assessment and/or attestation.</li> </ul>
<b>Executive Leadership Team (ELT)</b>	<ul style="list-style-type: none"> <li>Implementing and complying with the principles set out in the Policy.</li> </ul>
	<ul style="list-style-type: none"> <li>Supporting your staff in meeting the requirements of the Policy.</li> </ul>
	<ul style="list-style-type: none"> <li>Escalating any AB&amp;C-related concerns to the ClearView Group Risk and Compliance team as appropriate.</li> </ul>
<b>Group Risk and Compliance</b>	<ul style="list-style-type: none"> <li>Overseeing the design and implementation of ClearView's AB&amp;C Management Framework.</li> </ul>
	<ul style="list-style-type: none"> <li>Promoting a culture of compliance with the AB&amp;C obligations through periodically communicating ClearView's commitment to the prevention of Bribery and Corruption.</li> </ul>
	<ul style="list-style-type: none"> <li>Monitoring and undertaking assurance over Bribery and Corruption compliance risks</li> </ul>
	<ul style="list-style-type: none"> <li>Accepting and/or approving AB&amp;C escalations.</li> </ul>
	<ul style="list-style-type: none"> <li>Providing support and guidance to Executive Management and Employees in relation to the AB&amp;C Framework</li> </ul>
	<ul style="list-style-type: none"> <li>Ensuring that ClearView's AB&amp;C management systems comply with the principles set out in the Policy.</li> </ul>
	<ul style="list-style-type: none"> <li>Reporting and escalating AB&amp;C matters to the appropriate stakeholders (including the Chief Risk Officer) and relevant governance forums.</li> </ul>
	<ul style="list-style-type: none"> <li>Providing a monitoring and assurance function over compliance with the principles set out in the Policy</li> </ul>
	<ul style="list-style-type: none"> <li>Providing advice and guidance on AB&amp;C controls/ frameworks and issues relating to AB&amp;C</li> </ul>
	<ul style="list-style-type: none"> <li>Ensuring the Policy is periodically reviewed and updated.</li> </ul>
<b>Legal</b>	<ul style="list-style-type: none"> <li>Advising on AB&amp;C laws and regulations</li> </ul>
<b>Internal Audit</b>	<ul style="list-style-type: none"> <li>Independently evaluate and opine on the adequacy and effectiveness of the AB&amp;C Management Framework</li> </ul>
<b>ClearView Board</b>	<ul style="list-style-type: none"> <li>Sets the risk appetite for ClearView</li> </ul>
<b>BRCC</b>	<ul style="list-style-type: none"> <li>Approving the Policy, and any material changes to it.</li> <li>Noting any AB&amp;C issues that have been escalated and may be out of appetite and approving any action plan.</li> </ul>