

# COMPANY ANTI-CORRUPTION POLICY

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For more information on this  
anti-corruption policy,  
please contact:

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While prepared to the best of our ability, this document is a general guide only. It does not cover every law or situation that applies to Voconiq, or all of the circumstances Voconiq may find itself in.

This document should not be considered to be legal advice.

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## GENERAL INFORMATION

Voconiq operates in multiple states within Australia, and a range of countries around the world. We find ourselves subject to and regulated by more than one set of laws, and existing in multiple societies that have different norms, standards, and ethical views. Having multiple groups of norms and standards for our staff depending on their current location could become confusing.

Therefore, we have created a set of organisation-wide, plain language anti-corruption policies for our staff, contractors, and suppliers to adhere to. **This policy establishes Voconiq's global standards regarding the prevention of corruption.**

This anti-corruption policy is one of the ways that we put our values into practice. Voconiq holds itself to high standards that relate to how we operate as a business; the impact that we have on the world, society, and communities; and how we treat people on an individual level (both within and outside of our organisation).

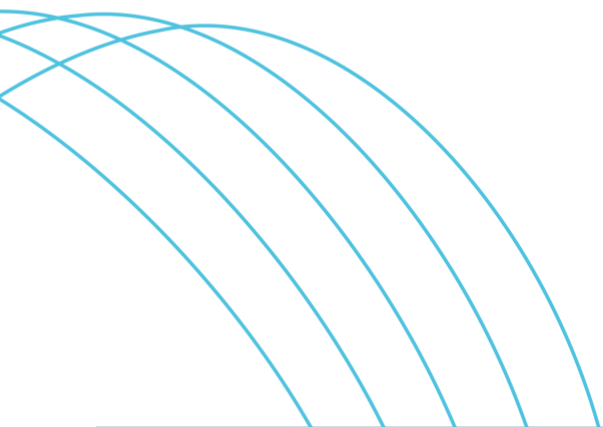
Primarily, this document is built around the notion that we will uphold the highest possible standards of ethical business conduct. Our commitment to these high standards also allows us to perform better as a business – by maintaining an excellent reputation for treating others well (people, society, the environment, etc.), we will be able to attract the best new hires, produce excellent and trustworthy products, and attract loyal customers.

It is important that you read this document and follow it both in spirit and letter, bearing in mind that we all have a responsibility to incorporate this framework into our conduct and work.

Importantly though, however expressed, this anti-corruption policy does not override the legislation that applies to Voconiq in the regions in which it operates. If local laws or regulations have stricter requirements, those laws supersede the requirements stated in this policy.

If you have a question or ever think that these standards, our company, or culture may be falling short of our commitment, don't be silent – we want and need to hear from you. In these instances, please contact any Ethics Officer listed above, or line manager whom you feel most comfortable speaking with.

***“...however expressed, this anti-corruption policy does not override the legislation that applies to Voconiq in the regions in which it operates. If local laws or regulations have stricter requirements, those laws supersede the requirements stated in this policy.”***



# **The Voconiq Company Anti-Corruption Policy**

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## SOME DEFINITIONS TO BEGIN

The Voconiq Company Anti-Corruption Policies below are a plain language guide to our anti-corruption practices and standards.

They do not reflect an exact wording of the laws relevant to you in your country, so if you need clarification, or want to know if there is an exemption due to a particular circumstance, please check with our ethics officers **Naomi Boughen** and **Ashleigh Kelly**.

Within this document, the following definitions apply:

**Voconiq, "the company", "we", "us" or "our"** refers to Reflexivity Pty Ltd ACN 631 143 578 trading as Voconiq.

**Staff or member of staff** means all officers and employees of Voconiq, persons acting in honorary or voluntary capacity for, or at Voconiq, along with the founders and board members. It also extends to members of our extended workforce (temps, vendors, and independent contractors) and others who may be temporarily assigned to perform work for Voconiq, including interns.

**Australian Criminal Code Act 1995** refers to an Australian Law, The Criminal Code Act that was amended in 1999 to prohibit bribery of foreign public officials.

**Bribery** refers to providing, offering or arranging a benefit when that benefit is not legitimately due, with the intention to influence a FPO, in their official duties, with the motive to gain or retain business or business advantage (definition from Section 70 of the Criminal Code 1995).

**Facilitation Payments** refers to small unofficial payments made to secure or speed up a routine government action which an FPO would normally provide.

**Foreign Public Official (FPO)** refers to an elected or appointed executive, administrative, legislative or judicial officer or employee of a country, state, territory or political subdivision thereof; an officer or employee of a public international organisation; or an officer or employee of a public enterprise or public body, including officer or employees of State owned or controlled entities.

In addition "**Public Official**" includes any person who performs a public function or exercises public authority by employment or contract, for any branch of the national, state, local or municipal government or any country or territory. "Foreign Public Official" also includes employees or officers of political parties as well as candidates for political office.

**Negligible or De Minimis Value**, when applied to a gift, means an insignificant or nominal item or benefit, the value of which is so small that it could not be reasonably expected to influence the recipient's behaviour, action or decision-making in any way. Negligible or De Minimis Value does not refer to a specific value and can be subject to local laws, regulations and customs. It is always advisable to seek local guidance on whether a gift or other benefit is Negligible or De Minimis Value before it is offered or provided.

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**OECD Guidelines for Multinational Enterprises** refers to The OECD Guidelines that were updated in May 2011 and are not legally binding. Australia is a signatory to the guidelines and the government is committed to promoting the use of the Guidelines and their effective and consistent implementation. The guidelines provide principles and standards for responsible business conduct in a variety of areas including combatting bribery, bribe solicitation and extortion.

**Undue benefit** is a benefit that is not legitimately due to the person who receives it.

## WHO MUST FOLLOW OUR ANTI-CORRUPTION POLICIES?

This anti-corruption code applies to all Voconiq staff, members of our extended workforce (temps, vendors, independent contractors, sub-contractors) and others who may be temporarily assigned to perform work for Voconiq (including interns, consultants, volunteers and associate firms). All such individuals are expected to follow this policy in connection with their work for us.

Where conduct by a member of staff member falls below the standards outlined in these policies, such failure may amount to misconduct or serious misconduct and will be dealt with in accordance with the Contractual Agreement. Where the breach could provide reasonable grounds for terminating a staff member's employment, all legislative reporting obligations must be complied with.

Failure of a member of our extended workforce or other covered service provider to follow the standards outlined in these policies can result in termination of their relationship with Voconiq.

The balance of this anti-corruption policy discusses the standards and principles with which staff members must comply.

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## POLICY RELATED QUESTIONS OR CONCERNS

If you have a **question or concern**, we would like to and need to hear it. You can contact your manager, an Ethics Officer listed above, or any founder or line manager that you feel comfortable talking to. You can also submit a question or raise a concern of a suspected violation of our anti-corruption policy or any other Voconiq policy via phone message (1800 232 836) or by emailing us ([info@voconiq.com](mailto:info@voconiq.com)) or through our website contact form available at [www.voconiq.com](http://www.voconiq.com).

If you would like to submit your concern **anonymously**, please contact us via our website contact form available at the bottom of ([www.voconiq.com](http://www.voconiq.com)) using a public computer or device and a pseudonym (omitting your own identifiable details). Public computers can often be found and accessed at library facilities.

If you believe a **violation of law** has occurred, you can always raise that through any of our contact methods above, or with a government agency. If you have a **misconduct concern about the CEO**, a direct report to the CEO, or a senior member of staff, you may also notify the Board of Directors. To notify the Board of Directors, please mail your concern to:

Voconiq  
Attn: Workplace Concern  
Voconiq, 310 Edward St  
Brisbane, QLD, Australia, 4000

You may report your concerns to the Board of Directors anonymously. However, the Board of Directors encourages you to provide your name and contact information so that we may contact you directly if necessary.

### No Retaliation

Voconiq prohibits retaliation against any worker here at Voconiq who reports or participates in an investigation of a possible violation of our codes, policies, or the law. If you believe you are being retaliated against, please contact our Ethics Officers.

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## GOAL OF THESE POLICIES

- Foster an ethical culture throughout our company.
- To prevent Voconiq from participating in bribery and corrupt practices.
- Protect the company's interests, assets and reputation.
- Provide a transparent and coordinated approach to dealing with suspected fraud and corrupt activities.
- Encourage, support and protect persons who report suspected fraud and corruption.

## GUIDELINES

### Bribery

These Guidelines are based on the OECD Guidelines for Multinational Enterprises (<https://mneguidelines.oecd.org/mneguidelines/>).

- All Voconiq employees, contractors and consultants will not offer, promise or give any undue advantage to FPOs or any other party.
  - All Voconiq employees, contractors and consultants will not request, agree to or accept undue benefits from FPOs or any other party.
  - Voconiq will not use third parties such as agents and other intermediaries, consultants, representatives, distributors, consortia, contractors and suppliers and joint venture partners for channelling undue benefits to FPOs, or to employees of their business partners or to their relatives or business associates.
  - Voconiq prohibits the use of facilitation payments, which are generally illegal in the countries where they are made.
  - Voconiq will only provide gifts of a Negligible or De Minimis Value and a gift will not be offered if it would be deemed to be providing an undue benefit, or could be construed as part of an attempt to seek an undue advantage.
  - Voconiq employees who receive gifts will report such gifts to their manager and adhere to any company Reportable Gifts Policies.
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## Fraud and Corruption Risk

- Voconiq will consider Fraud and Corruption including Bribery of FPOs as part of their larger risk assessments and will feed these considerations into the company-wide Risk Register. Organisational units are also expected to consider Fraud and Corruption Risks as part of their own risk assessment.
  - Anti-corruption clauses are included in all contracts, sub-contracts, consulting engagements or other agreements executed by Voconiq.
  - All Voconiq employees will be provided with a copy of the Voconiq Code of Ethics and Policies and shall agree to abide by it as a condition of employment.
  - Financial controls and processes utilised by Voconiq will ensure clear lines of accountability and transparency and follow the requirements of all applicable legislation.
  - Voconiq will undertake reference checks on new business partners and use a Risk Assessment to assess fraud risk in making decisions on a) which projects to undertake and b) assess the degree of due diligence and ongoing monitoring required to manage that risk.
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## Reporting and disclosure

- All Voconiq employees, contractors and consultants, where they are made aware of or suspect fraudulent or corrupt activities including the bribery of an FPO, must report these suspicions immediately to their supervisor. If the person reporting does not believe the matter has been handled appropriately by their supervisor, they are should follow the questions or concerns process detailed above on Page 9.
  - The following illustrates some situations that must be reported:
    - Credible information that a third party Voconiq is doing business with, or intends to do business with, has been accused of engaging in improper practices;
    - A third party insists on receiving commission or fee payment before committing to a contract;
    - Requests for fees to facilitate access to a third party or to obtain the services of a third party;
    - Requests for payments to be made into anonymous bank account;
    - Unusual requests for payment in cash;
    - Requests for payment to be made to a country or location different to where the service provider is based or is working;
    - Employment or advantage to a friend or relative is suggested;
    - Invoices for services that were not requested or don't have appropriate supporting documentation;
    - Requests for unusual bonuses, one-time success fees or other extraordinary payments.
  - Voconiq will assess and investigate all allegations of fraud or corruption, and where official misconduct is suspected, these matters will be referred to the relevant authorities or governing bodies.
  - All staff who are involved in or become aware of an investigation into possible fraud or corruption must keep the details and results of any investigation confidential.
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## RESPONSIBILITIES

### Senior Management

Senior management are responsible within their organisational area to ensure:

- controls and procedures are in place to prevent and detect any fraudulent or corrupt activities;
- that they can identify and assess the risk of fraud and corruption;
- staff are aware of the company's policy on fraud and corruption management, and their obligations for ethical conduct in their duties; and
- encouragement of prompt reporting of any suspicions of fraud or corrupt activities.

### All staff

Staff have a responsibility to undertake their duties ethically and in accordance with their contracts and Voconiq's Code of Ethics and policies. Any staff member who suspects fraud or corrupt activity has a responsibility to report it.

## LEGISLATIVE REFERENCES

Helpful Australian legislation that is relevant to informing these policies:

[Crime and Corruption Act 2001](#)

[Public Interest Disclosure Act 2010](#)

[Public Sector Ethics Act 1994](#)





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