

# Anti-bribery and Corruption Policy



Origin is committed to its Purpose, Values and Behaviours together with its Code of Conduct, which guide Origin personnel to perform their roles in line with ethical standards and applicable legal requirements.

## Purpose

Origin has zero appetite for unacceptable behaviour in relation to bribery and corrupt business practices, and will comply with the laws of the jurisdictions in which we operate.

To achieve this, this policy sets out:

- the activities and payments that are prohibited;
- the responsibilities of Origin Personnel in upholding the prohibition against Bribery and Corruption;
- the requirements for managing Gifts and Hospitality, and dealing with Public Officials, and third parties including Agents and Representatives; and
- guidance on how to recognise and raise a concern relating to unacceptable behaviour.

Capitalised terms used in this policy are defined in the Glossary attached to this policy.

## Who the policy applies to

This policy applies to:

- all Directors of Origin;
- all employees of the Origin Group, whether full or part time or casual; and
- all persons working for the Origin Group under a contract or a consultancy agreement, as opposed to an employment contract, (each an “Origin Personnel”).

This policy applies to all Origin Personnel and to all activities anywhere in the world.

This policy is supported by Origin’s internal Anti-Bribery and Corruption Guidelines.

## Bribery and Corruption

Origin Personnel are prohibited from being involved in Bribery and Corruption, in any form, anywhere in the world.

This means that Origin Personnel must not:

- offer, pay, solicit or accept bribes or other improper payments or benefits in any form;
- engage in fraudulent or corrupt business practices for the benefit of Origin, themselves or another party;
- pay any Secret Commissions to those acting in an agency or fiduciary capacity; and
- make Facilitation Payments.

If Origin Personnel receive an offer for, or are asked to provide, any benefit prohibited by this policy, they must refuse the offer or request and notify the relevant Executive Leadership Team member and the Company Secretary as soon as practicable.

Where possible, meetings involving Public Officials should be attended by two or more Origin Personnel.

Where a payment is made to protect against perceived or actual immediate danger to personal safety or liberty, it must be reported at the first available opportunity to the relevant Executive Leadership Team member and the Company Secretary.

Business units and corporate functions must consider bribery and corruption risks within their business areas and assess and manage these risks in accordance with the requirements of Origin’s Risk Management Directive.

## Third Parties including Agents and Representatives

Appropriate controls must be implemented to help ensure contracted third parties including Agents and Representatives, meet the requirements of this policy. These include but are not limited to:

- formally communicating Origin's Code of Conduct and associated policies;
- undertaking an appropriate risk-based approach to due diligence on the background, associations, reputation and qualifications. This includes due diligence and consideration of the third party's familial and other related party relationships with Public Officials;
- incorporating appropriate anti-bribery and corruption clauses in agreements and contracts, including audit rights and termination rights in the event of a failure to comply with Origin's requirements; and
- implementing appropriate oversight over the work and activities undertaken by the third party.

Where Origin intends to appoint a third party, Agent or Representative who will engage with Public Officials, approval by the Executive General Manager, Corporate Affairs or General Manager, Government Engagement must be obtained. The fees paid to a third party, Agent or Representative must be reasonable and commensurate with the scope of service provided and on arm's length commercial terms.

## Gifts and Hospitality

Origin prohibits the giving or receiving of Gifts or Hospitality in connection with Origin operations which go beyond the common courtesies of general commercial practice.

Origin prohibits the receiving or giving of Gifts or Hospitality in circumstances that may be regarded as:

- compromising personal judgment or the judgment of others;
- unduly influencing Origin Personnel or anyone else, creating a personal obligation or an obligation for someone else;
- giving rise to a conflict of interest;
- damaging Origin's reputation or relationships;
- inappropriate (in terms of value), illegal or immoral;
- indicating favouritism or prejudice towards a particular person or group; or
- conflicting in any way with Origin's Purpose, Values and Behaviours.

In all circumstances, Origin prohibits:

- Gifts or Hospitality if offered in the form of physical cash or equivalents; or
- any efforts made by others (including suppliers, customers or clients) to unfairly or inappropriately influence any decision making process in order to achieve an unfair advantage or benefit.

Origin also prohibits Gifts<sup>1</sup> or excessive Hospitality<sup>2</sup>, being offered to, or accepted from Public Officials. If there is an appropriate business reason to do so, prior approval is required from the relevant Executive Leadership Team member.

An exclusion to the above requirement may apply for legitimate relationship building activities with joint venture partners, where partners may include Public Officials. In such instances, you should follow additional guidance from your business unit or corporate function acting in their capacity as joint venture partner.

All gifts over A\$200 or Hospitality over A\$200 per person per event (or a lower country-specific limit) in value must be recorded in Origin's online Gifts and Hospitality Register and approved by the relevant Executive Leadership Team member.

Where possible, prior Executive Leadership Team member approval for Hospitality exceeding A\$200 per person per event (or a lower country-specific limit) is preferred with the exception of business meals reflecting common courtesy, having regard to the jurisdiction, value and seniority of the attendees.

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<sup>1</sup> Gifts may be accepted if they are low value (under A\$50) and received occasionally as part of common cultural courtesies.

<sup>2</sup> 'Excessive Hospitality' is defined as Hospitality valued at greater than A\$200 per person per event or where Hospitality is provided or received on a frequent basis.

## Travel and Accommodation

Origin will only provide payment of travel and/or accommodation to a third party where there is an appropriate business reason to do so, and with the prior approval of the relevant Executive Leadership Team member.

Origin prohibits Origin Personnel from accepting travel and accommodation offered by a third party for any reason.

The payment, directly or indirectly, of travel and accommodation for Public Officials is prohibited unless approved in advance by the Executive General Manager, Corporate Affairs. Approval can only be given by the Executive General Manager, Corporate Affairs if all the following are satisfied:

- the payment is for reasonable and bona fide expenditure properly incurred;
- the travel is directly related to the promotion, demonstration or explanation of Origin's businesses, or directly related to the performance of a contract with a government or government owned organisation;
- the payment relates to travel undertaken by a Public Official to/from a facility in which Origin has an interest;
- the travel is in connection with the execution or performance of the Public Official's regulatory functions; and
- for health and safety reasons, Origin organises and facilitates the travel arrangements to the facility.

## Political Donations and Payments

Origin does not make direct political donations to political parties.

Origin Personnel may only attend a function or event organised by a political party that requires financial contribution or payment, if the function or event is relevant to Origin's activities and any amount payable is not disproportionately above the value of the event. Attendance at any of those events requires prior approval of the Executive General Manager, Corporate Affairs or General Manager, Government Engagement.

Origin reports all amounts paid to any politician, Public Official or political party for any reason and irrespective of size, even if those amounts may not constitute donations requiring disclosure under the Australian Electoral Commission's disclosure scheme.

## Charitable Donations and Sponsorships

All Origin Charitable Donations and sponsorships must be approved in accordance with Origin's Delegation of Authority Directive. The payment of a donation by physical cash is prohibited. This does not include donations and grants made to, or by, the Origin Energy Foundation, or any of its activities in accordance with its charitable purposes.

## Joint Ventures

Where Origin has the right to require joint ventures to implement particular policies, Origin must have the joint venture adopt the requirements of this policy.

For joint ventures where Origin does not have this right, Origin will seek to influence the joint venture to either adopt the principles or comply with this policy.

Where a new joint venture is proposed, appropriate due diligence in consideration of bribery and corruption risk must be undertaken before committing. Contracts relating to the establishment of the joint venture must include suitable anti-bribery and corruption clauses and audit rights in addition to the requirement to comply with this policy.

## Record Keeping

An accurate and auditable record of all expenses incurred by Origin Personnel, including all gifts, entertainment and payments must be maintained in accordance with generally accepted accounting principles. A record that may distort or disguise the true nature of any expense or transaction is prohibited.

## How to Raise a Concern

Origin Personnel must be alert to activities that may result in a breach of this policy. If Origin Personnel suspect or know of a breach of this policy, they are required to report the matter immediately in accordance with [Origin's Whistleblower Policy](#) or Escalating a Concern Procedure.

## Access to this policy

Anyone can access this policy via the [Origin website](#).

Origin staff will be made aware of the application of this policy through mandatory Code of Conduct training. High risk roles will also receive additional training on a periodic basis.

## Reporting and review

The Board or a Board Committee will be informed of any material breaches of this policy.

This policy and any supporting procedures will be monitored and reviewed at least every two years so that it remains effective and appropriate for Origin's circumstances.

## Compliance

Any breach of this policy will be regarded as serious misconduct and may result in dismissal. It may also expose an individual to civil or criminal legal liability and could result in imprisonment or significant financial penalties.

## Glossary

Term	Definition
Agent or Representative	A person or entity which will, through its scope of activities, act for or represent Origin in Origin's business dealings with public sector and/or private sector third parties
Bribery	This is a specific act of corruption that involves offering, promising, giving, accepting or soliciting of an advantage as an inducement for action which is illegal, unethical or in breach of trust. A bribe can be made directly or indirectly (for example via a third party or intermediary).
Charitable Donations	A financial payment provided voluntarily to a charitable organisation to support a cause or initiative with no expectation of commercial gain in return.
Corruption	Any dishonest activity in which a person acts contrary to the interests of Origin and abuses his or her position of trust in order to achieve some personal gain or advantage for himself or herself or for another person or entity.
Facilitation Payment	A payment or other inducement provided to a Public Official to secure or expedite a Routine Government Action that the Company is entitled to under law and in the ordinary course of business. These are generally relatively minor payments, by way of a gratuity, made to lower level officials or employees. It is irrelevant whether the payment is or is not intended to distort or influence a proper decision-making process.
Fraud or fraudulent business activity	Dishonest and/or deceptive activity causing actual or potential loss, either financial or non-financial.
Gifts	Gifts can include payment, payments in kind such as goods or services, favours, travel and accommodation, and other benefits.
Hospitality	Hospitality can include meals and entertainment such as theatre, sporting and other similar activities
Public Official	<ul style="list-style-type: none"> <li>• an official or employee of a government or government owned enterprise, government agency, statutory authority or regulatory authority;</li> <li>• an official or employee of a political party or a political candidate;</li> <li>• any official or employee of an international public organisation such as the United Nations, World Bank or International Monetary Fund;</li> <li>• a member of the judiciary;</li> <li>• an individual who holds or performs the duties of an appointment, office or position created by custom or convention, including some members of royal families and some tribal leaders;</li> <li>• a person who is, or holds themselves out to be, an authorised intermediary of a public official;</li> <li>• police officers, customs and tax officials, employees of state-owned enterprises, and political party officials; and</li> <li>• a relative or associate of a public official (as described in the other parts of this definition).</li> </ul>
Routine Government Action	<p>An action that is ordinarily performed by the Public Official in question and may include but not limited to the following:</p> <ul style="list-style-type: none"> <li>• granting a permit, licence or other document that qualifies a person to do business in the country;</li> <li>• processing government papers such as visas or work permits;</li> <li>• providing police protection or mail collection or delivery;</li> <li>• scheduling inspections associated with contract performance or transit of goods;</li> </ul>

Term	Definition
	<ul style="list-style-type: none"> <li>• providing telecommunication services, power or water;</li> <li>• loading and unloading cargo; and</li> <li>• protecting perishable products or commodities from deterioration.</li> </ul>
Secret Commissions	<p>Benefits that are given, offered, received or solicited by an agent or representative of another person or entity, where that benefit is:</p> <ul style="list-style-type: none"> <li>• not disclosed to the principal; and</li> <li>• given, offered, received or solicited as an inducement or reward for providing or having provided a favour, or the receipt of which would tend to influence the provision of a favour.</li> </ul>