

Fraud, Bribery and Corruption Prevention Policy

1 Purpose

Fleetwood Limited (**Fleetwood**) is committed to conducting its business ethically, honestly and with integrity, as set out in its Code of Conduct.

Fleetwood does not engage in or tolerate corrupt business practices and is committed to maintaining and implementing appropriate measures to prevent bribery and corruption by Fleetwood, and any person representing Fleetwood (including its directors, officers, employees, contractors, subcontractors, agents and any other party representing it or under its operational control (**Employees and Representatives, or “you”**)).

The purpose of this Policy is to:

- explain what conduct is expected of Fleetwood and its Employees and Representatives in connection with preventing fraud, bribery and corruption; and
- provide information and guidance on how to recognise and deal with potentially corrupt conduct (or know who to ask for assistance), to help you to comply with this Policy and your legal obligations.

2 Who Does This Policy Apply to?

This Policy applies to Fleetwood and each of its subsidiaries and their Employees and Representatives.

Adherence to this Policy is mandatory. Employees who breach this Policy may face disciplinary action including dismissal.

3 What is Fraud?

Fraud is dishonest activity causing actual or potential financial loss to any person or entity including theft, and where deception is used at the time, or immediately before or after the activity. It includes destruction, concealment and falsification of documents and the improper use of information or position for personal financial gain. Examples of fraud may include, but are not limited to:

- Diversion of cash (accounts payable and receivable schemes)
- Falsifying expense claims or false invoicing
- Deliberately misleading financial performance reporting
- Theft, unauthorised use or misuse of assets, secret commissions, records and confidential information
- Unauthorised use of a credit card
- Technology enabled fraud including theft of intellectual property, transfer of funds from a Fleetwood bank account to a third party or forgery / manipulation of data through unauthorised access or introduction malicious software by an employee or a third party
- Ransom, being an extortionate demand for funds based on a claim of information theft or malicious software on computer systems.

4 What is Bribery & Corruption?

Anti-bribery and corruption laws (**ABC Laws**) are laws prohibiting bribery and corruption in various jurisdictions that may apply to the activities of Fleetwood, its business partners, joint venturers or third parties operating on its behalf. These laws are broad and prohibit corrupt conduct in relation to both public activities (involving domestic and/or foreign public and government officials) and private activities (involving only private entities).



Bribery is offering, promising, giving or accepting anything of value with the intention of influencing the person in relation to their business, duty or affairs and/or encouraging the misuse of their authority. This includes but is not limited to foreign and domestic public officials.

Corruption means dishonest and intentional activity involving the abuse of position or trust to get an advantage or benefit not legitimately due (whether a personal advantage or for any person or for an advantage for Fleetwood). It includes bribery but captures a broader category of unethical or dishonest conduct.

Corrupt conduct may include,

- Any conduct that either directly or indirectly adversely affects or could adversely affect the honest or impartial exercise of any public official's powers of their duties or functions, or
- Conspiring with another person (whether or not a public official) to engage in the above conduct or in corrupt conduct including a public official.

The definition of a public official is broad and includes individuals engaged in assisting any federal agency or a service provider under a Commonwealth contract.

The National Anti-Corruption Commission has the power to investigate any person who acts in a way that might cause a public official to carry out their role in a dishonest or biased way, or conspires with another person, to engage in such conduct.

Bribery or corrupt conduct can take many forms and is often disguised. Examples of common types of bribery or corrupt conduct include, but are not limited to:

- cash or cash equivalent such as shares, gift cards, discounts, kickbacks etc.;
- extravagant gifts, entertainment or hospitality;
- benefits and 'perks' including employment, education, training, etc.;
- paying disguised agents fees (secret commissions);
- "facilitation payments" also known as "grease payments" (that is, a small payment or other inducement provided to a public or government official in order to secure or expedite a routine function that the official is ordinarily obliged to perform already e.g., the grant of a licence);
- political/charitable contributions;
- uncompensated use of Fleetwood services or facilities;
- Submitting inflated tenders or false invoices;
- Making a payment or providing a benefit for committing IT fraud, the introduction of malicious software or performing a malicious act on behalf of an external unauthorised person or entity;
- another advantage not legitimately due (whether financial or not) or anything else of value.

It helps to bear in mind that:

- Bribery may be indirect, for example, involving an intermediary or agent of the person giving or accepting the bribe.
- Bribes need not involve large sums of money and in fact, a bribery offence can occur even if no money is exchanged at all.
- The offence of bribery can occur even if the bribe is 'unsuccessful' (eg, the outcome sought/conduct sought to be induced does not occur)

False accounting - It is a criminal offence to intentionally or recklessly falsify any accounting document in order to conceal or disguise the giving or receiving of an amount or benefit that is not legitimately due.



Facilitation payments, also referred to as “kickbacks” or “expedition fees”, are payments of a minor value made to domestic or foreign public or government officials, to expedite or secure the performance of a routine government action by a government agency. These payments can be made either directly or by third parties. In Australia, facilitation payments may in some cases serve as a defence to the offence of bribery of a foreign public official. Notwithstanding this, Fleetwood prohibits political donations and does not tolerate facilitation payments or gifts of any kind to public or government officials, no matter what level of government.

5 Employee Responsibility - Complying with this Policy and ABC Laws

Fleetwood Employees and Representatives are responsible for managing fraud, bribery and corruption risk through the identification, assessment and treatment of risks. You can play a critical role in preventing and detecting fraud, bribery and corruption and helping minimise the likelihood of fraud occurring at Fleetwood.

You must:

- **Understand** what fraud, bribery and corruption are by reading this Policy and completing any further related training offered by Fleetwood.
- **Be aware** of your responsibilities and adhere to Fleetwood’s Code of Conduct and other policies.
- **Be transparent** in your position against fraudulent, corrupt or unethical conduct.
- **Never:**
 - offer, request, or receive bribes of any kind to or from any person;
 - help, encourage, conspire with, or ask another person to offer a bribe; or
 - make, arrange, or direct the making of a facilitation payment.
- **Be vigilant** of signs of potential fraud or corrupt conduct (signs that corrupt conduct may be occurring include an employee’s resistance to taking annual leave or a person living beyond their means).
- **Maintain accurate records** of dealings with third parties.
- **Report suspicious behaviour** and fraud or corruption vulnerabilities as soon as possible to your line manager or supervisor, or in accordance with Fleetwood’s Whistleblower Policy.
- **Always act in the best interests of Fleetwood** and not abuse your position for personal gain.
- **Co-operate** with any investigation and assessment of suspected fraud, bribery or corruption incidents.

If you have any doubts about whether an activity, decision or action constitutes fraud or is otherwise inappropriate, you should contact the General Counsel & Company Secretary by emailing companysecretary@fleetwood.com.au.

Anonymous disclosures can be made by using one of the reporting channels specified in Fleetwood’s Speak Up Policy.

6 Reporting Fraud, Bribery and Corruption (Escalation Procedures)

Fleetwood is committed to providing an environment in which all Employees feel comfortable reporting incidents of fraud, bribery and corruption. Fleetwood is committed to supporting people who report fraud and/or bribery and/or corruption or suspicions of fraud and/or bribery and/or corruption in good faith, regardless of whether any wrongdoing was identified.

If an Employee is aware of or suspects suspicious activities, they should escalate the issue via one of the following channels as soon as possible:

- **To their Line Manager:** Report to the relevant line Manager and escalate to the General Counsel & Company Secretary for assessment and response.



- **To the General Counsel & Company Secretary &/or Chief Financial Officer:** If an Employee does not feel comfortable making a report to their Line Manager (for example where the Line Manager is suspected of involvement in the fraudulent activity), they can raise the matter directly with the General Counsel & Company Secretary and/or Chief Financial Officer.

If an Employee is not comfortable with reporting through Line Management, they are encouraged to report the incident in accordance with Fleetwood's Speak Up Policy.

7 Investigation and Assessment of Incidents

The General Counsel & Company Secretary will assess any reported or detected incident of fraud, bribery or corruption, and will recommend a course of action and develop a management plan in consultation confidentially with the Chief Financial Officer and/or Executive General Manager – People, Safety & Communications. Employees and Representatives should provide all relevant information to assist with the assessment where possible.

The General Counsel & Company Secretary will record all reports and maintain a list of suspected fraud, bribery or corruption, and identify any relevant evidence regarding the incident(s).

The General Counsel & Company Secretary will notify the Chief Executive Officer, the Chair of the Risk Committee and the Chair of the Audit Committee of any breaches of this Policy as soon as practicable.

Fraud, bribery or corruption incidents that are reported in accordance with the Speak Up Policy will be managed in accordance with the terms of that Policy.

8 Responding to Fraud, Bribery and Corruption

As far as it is possible and subject to legal and regulatory obligations, Fleetwood will endeavour to maintain the confidentiality of Employees and Representatives, who report suspicious activity in good faith, in order to protect those people from reprisals or victimisation. There may be circumstances where the law enforcement agencies or regulators will be notified of the fraudulent conduct.

Fleetwood, where permitted by law, will seek the recovery of money or property stolen or fraudulently misappropriated, through:

- Relevant provisions of the proceeds of crime legislation in the jurisdiction in which the offence was committed, and / or
- Civil remedies in the relevant jurisdiction in which fraudulent activity was undertaken.

9 Breaches of this Policy

Failure to comply with this Policy may result in substantial fines and penalties being imposed upon Fleetwood and may expose Fleetwood and its Employees and Representatives to civil or criminal liability or other financial or reputational damage.

Anyone who breaches this Policy may face disciplinary action up to and including dismissal. Depending on the circumstances, Fleetwood may also refer matters to regulatory and law enforcement agencies and will seek the recovery of money or property stolen or fraudulently misappropriated.

10 Review

This Policy (and any material changes) is approved by the Fleetwood Board. Non-material changes may be approved by the Chief Executive Officer.



The General Counsel and Company Secretary is the Policy Owner and is required to review the Policy:

- When applicable and appropriate, including when there are changes in business practice, legislation and compliance obligations; and
- At least once every three years

