

Fraud, Anti-Bribery and Corruption Policy

Policy Statement

Woolworths Group Limited and each of its related corporate bodies (Woolworths Group) is committed to conducting business in an honest and ethical manner, and maintaining a high standard of integrity. We are committed to acting fairly and honestly in all dealings with our customers, teams, partners and our communities.

Purpose

As a business we pride ourselves on the quality of relationships we have with the organisations and people we do business with, and the difference we make creating better experiences together for a better tomorrow. Our business is diverse and involves partners, suppliers and stakeholders inside and outside of Australia. One of our core values is 'we do the right thing', including the way we interact with our Partners and other stakeholders.

Our Fraud, Anti-Bribery and Corruption Policy ("FABC Policy") addresses the key principles that must be adhered to in regard to Fraud, Bribery and Corruption, Facilitation Payments, Charitable Donations, and Investigation and Reporting. This FABC Policy forms part of Woolworths Group's wider policy framework, which includes Woolworths Group's Code of Conduct, Political Donations Policy, Gifts & Entertainment Policy, Procurement Policy, Responsible Sourcing Policy, Respectful Workplace Policy, Conflict of Interest Policy, Speak Up Policies, Health and Safety Policy, Travel Policies, Group Risk Management Policy, Enterprise Risk Management Framework and other policies, frameworks and standards that apply.

Scope

This FABC Policy applies in all countries of operation and to all Woolworths Group "Team Members" (which includes permanent, fixed-term or temporary, contractors and directors whether executive and non-executive, collectively referred to as Team Members), and "Partners" (which includes all vendors, suppliers, service supplier agencies, consultants, agents and third parties) who work for or with Woolworths Group Limited and any of its related entities anywhere in the world in all countries of operation. This policy sets out the expectations and standards required.

This policy applies globally to all Woolworths Group Team Members and Partners. If travelling or based outside of Australia, Woolworths Group Team Members are subject to the laws of the country they are in. However, the principles of this FABC Policy must be followed regardless of whether that country has specific fraud, anti-bribery and corruption laws. Where a country has fraud, anti-bribery and corruption laws which are of a lesser standard to this FABC Policy, this FABC Policy prevails.

Principles

- We want our relationships with Partners to be a positive point of difference for Woolworths Group and to be a reflection of our core values.
- We are committed to complying with laws and regulations addressing fraud, bribery and corruption in each country in which we conduct business.
- Fraud, bribery and corruption are serious criminal offences that can have a significant impact on the individuals involved, our brand, reputation and profits.
- Individuals must not knowingly commit, be a party to, or be otherwise involved in fraud, bribery and corruption.
- We will not do business with any organisation that engages in fraudulent or corrupt activity.

Fraud

What is fraud?

- Fraud is dishonest activity that leads to obtaining a personal benefit or causing a loss through deception.
- Fraud can be committed by an individual against Woolworths Group, our customers, or other external parties.
- It can include forgery, money laundering, irregular payments or commissions, misuse of company or customer information, theft or misappropriation of cash or stock, company credit card or asset misuse and falsifying accounting records.

What are your obligations?

- Team Members must immediately disclose any personal financial interest in a contract made for or on behalf of Woolworths Group, or with Woolworths Group, to the **Fraud, Anti-Bribery & Corruption Officer (FABC Officer)** and relevant **Group ExCo Member**. Any such personal financial interest should be logged in the FAB&C Register in line with the designated tools and systems.
- If Team Members become aware of potentially fraudulent activities they should follow the reporting process outlined in the Investigation and Reporting section below.
- Team Members are expected to operate with integrity and comply with Woolworths Group's policies and procedures addressing the handling of goods, financial accounts, payments and information with respect to record keeping. Team Members are expected to undertake e-learning and provide relevant attestations as required.

Bribery and Corruption

What is bribery and corruption?

- Bribery is the offering, promising, authorising, giving, accepting or soliciting of a bribe to influence someone in government or business either in their personal or official capacity, to obtain or retain a business or personal advantage.
- Bribes are benefits of any kind offered, promised or provided to gain any business, commercial, contractual, regulatory or personal advantage and can take the form of gifts, loans, fees, rewards, hospitality, offers of employment or other advantages. A bribe may not always be of a large value and is not limited to the payment of money. It could be a lunch or an invitation to a sporting event.
- Corruption is the abuse of entrusted power for private gain.
- “Government or Public Officials” include employees, officials or contractors of government bodies (including military and police) or government-controlled companies, members of the executive, legislature or judiciary, statutory officeholders, public international organisations employees and contractors, and politicians (including candidates for office).
- Bribery and corruption are serious offences and can result in criminal and civil penalties.

What are your obligations?

- Team Members and Partners who work for or with Woolworths Group should never give, offer or accept bribes, to persuade someone to act in Woolworths Group’s favour, their favour or for the benefit of a third party, including business partners, family or friends.
- Organisations and individuals doing business with Woolworths Group (including Partners) should never offer a bribe, improper payment or gift to a Woolworths Group Team Member or anyone working for or on behalf of Woolworths Group.
- Team Members may engage with governments, regulators, NGOs and industry associations across the world in the ordinary course of business and in compliance with the Gifts & Entertainment Policy, Political Donations Policy, and other relevant policies. If there is any doubt, obtain prior written approval from the **FABC Officer** and/or relevant **Group ExCo Member**.
- If a Team Member is offered a bribe it is expected that they decline the offer and report the matter to their line manager, Culture & People, or through our confidential whistleblower service Speak Up (see the Investigation and Reporting section below).

Facilitation Payments

- “Facilitation Payments” are low value payments to Government or Public Officials to speed up or facilitate routine governmental actions of a minor nature.
- Woolworths Group prohibits the payment of Facilitation Payments.
- Team Members are permitted to utilise legitimate fast-track processes to expedite routine government action of a minor nature which are permitted by law in the relevant jurisdiction, such as for visas. All such payments (excluding payments to expedite visas) must be logged in the FAB&C Register utilising the designated tools and systems, as soon as practicable and in any event within 5 business days, with a receipt detailing the value, date and circumstances of the payment.
- If there is any doubt as to whether a payment is permissible, obtain **prior written approval** from the **FABC Officer** and/or relevant **Group ExCo Member**.
- Team Members must never make payments in cash or payments that are unofficial, improper or irregular, either directly or indirectly to Government or Public Officials in order to secure a permit, licence or accelerate any other decision from any Australian or foreign government agency. If there is any doubt, obtain **prior written approval** from **Group Head, Government Relations and Industry Affairs or Head, Corporate Affairs (NZ)**.
- Partners must never make payments on behalf of Woolworths Group in cash or payments that are unofficial, improper or irregular, either directly or indirectly to Government or Public officials, including any government agency.

Charitable Donations

- “Charitable Donations” are support and contributions made to charitable organisations, whether in-kind services, knowledge, time or direct financial donations.
- Woolworths Group can only make Charitable Donations that are legal and ethical under local laws and practices. In Australia, this could include an organisation that has deductible gift recipient (DGR) status with the Australian Taxation Office, such as a charity, but may also include a national or state based organisation or local community group that does not have DGR status but provides services to the communities that it serves and the Charitable Donation is made by Woolworths in furthering the work of that organisation or community group in a community in which the Woolworths Group operates.
- Team Members and Partners must be careful to ensure that Charitable Donations are not used to facilitate or conceal bribery.
- Please see the latest Gifts & Entertainment Policy of Woolworths Group for more details.

Gifts, Entertainment and Political Donations

- Please see the latest Gifts and Entertainment Policy and Political Donations Policy for more details.

Investigation and Reporting

- The Head of Group Security & Resilience is appointed as the FABC Officer. Their role is to provide oversight and advise the business so that fraud, bribery and corruption risks are identified, assessed and all instances of impropriety are investigated.
- We will always review, investigate and take action where fraud, bribery or corruption is identified, reporting matters to the appropriate authorities as required.
- Each business must establish and maintain a register to record relevant matters set out in this Policy which is designated as the “FAB&C Register” and provide the FABC Officer, Chief Risk Officer, Group Risk and Group Compliance access to this register.
- We have established multiple channels to report suspected incidents of fraud, bribery or corruption.
- Team Members are expected to promptly raise issues of suspected breaches to either:
 - their line manager;
 - Culture & People; or
 - through our whistleblower service, Speak Up.

Culture & People - Team Member

- Australia People Advisory or BIG W Employee Services - 1800 008 584 (option 5) Or speak to your Culture & People Partner
- NZ Team Services - 0800 735 477 Or speak to your Culture & People Partner
- Asia Please speak to your Culture & People Partner

Speak Up - Team Member

- Australia 1800 334 319
- New Zealand 0800 393 76736
- Hong Kong 800-96-0016
- China 400-6-612-693
- India 000-117; at the prompt dial (844) 476-9151
- Thailand 1800-013-018

Online: WoolworthsSpeakUp.ethicspoint.com

- Third parties (including Partners) are expected to promptly raise issues of suspected breaches of this FABC Policy through our confidential whistleblower service Speak Up.

Speak Up - Third Parties

- Australia 1800 772 173
- New Zealand 0800 393 76736
- Hong Kong 800-96-0016
- China 400-6-612-693
- Thailand 1800-013-018

Online: WoolworthsSpeakUp.ethicspoint.com

- The Speak Up service is a confidential service for team members to report misconduct. Speak Up is extended to our vendors, contractors, associates and members of the public to report fraudulent or corrupt activity. For more details see the Woolworths Group Speak Up Policies available [here](#) in multiple languages

Compliance and Breach of policy

- Compliance with this FABC Policy is mandatory.
- Those within scope of this Policy are responsible for complying with this FABC Policy and all applicable laws and regulations worldwide.
- Team Members must also take reasonable steps to ensure that contracted Partners are aware of and comply with the FABC Policy.
- Any identified conflict between the FABC Policy and the law is to be referred to the Anti-Bribery & Corruption Officer as soon as practicable.
- In dealing with our Partners, Government or Public Officials, and other third parties and associates, it is important to emphasise and explain these requirements as a condition of our continued relationship with them. This policy document is available and may be provided to anyone you work with.
- Any breach of this FABC Policy by a Team Member may result in disciplinary action, termination of employment or criminal prosecution and may have serious consequences for all parties involved.
- Refer also to the latest Woolworths Group Code of Conduct for more detail.

Definitions

An overview of the terms used in this FABC Policy are set out below:

Term	Description
Bribe	A benefit of any kind offered, promised or provided to gain any business, commercial, contractual, regulatory or personal advantage and can take the form of gifts, loans, fees, rewards, hospitality, offers of employment or other advantages. A bribe may not always be of a large value and is not
Bribery	The offering, promising, authorising, giving, accepting or soliciting of a bribe to influence someone in government or business either in their personal or official capacity, to obtain or retain a business or personal advantage.
Charitable Donation	Support and contributions made to charitable organisations, whether in-kind services, knowledge, time or direct financial donations.
Corruption	The abuse of entrusted power for private gain.
Facilitation Payment	Low value payments to Government or Public Officials to speed up or facilitate routine governmental actions of a minor nature.
Fraud	Dishonest activity that leads to obtaining a personal benefit or causing a loss through deception. It can include forgery, money laundering, irregular payments or commissions, misuse of company or customer information, theft or misappropriation of cash or stock, company credit card or asset misuse and falsifying accounting records.
Government or Public Official	Includes employees, officials or contractors of government bodies (including military and police) or government-controlled companies, members of the executive, legislature or judiciary, statutory officeholders, public international organisations employees and contractors, and politicians (including candidates for office).
Partner	Includes Woolworths Group vendors, suppliers, service supplier agencies, agents and other third parties.
Team Member	Includes Woolworths Group employees (whether permanent, fixed-term or temporary), all directors (whether executive or non-executive) and contractors.

Relevant Policies	Code of Conduct Respectful Workplace Policy Conflicts of Interest Policy Political Donations Policy Gifts and Entertainment Policy Procurement Policy Responsible Sourcing Policy Health and Safety Policy Speak Up Policies Travel Policy Group Risk Management Policy and Enterprise Risk Management Framework Other relevant policies, frameworks and standards
Policy Changes	This policy supersedes previous versions. This policy may be

	rescinded, changed or replaced at any time at the absolute discretion of Chief Risk Officer and authorised delegates. This policy does not form part of any team member's contract of employment.
Version	1.0
Date effective:	December 2020
Policy Owner:	Chief Risk Officer