

Fraud, Bribery & Corruption Policy

Purpose

At Woolworths, we are committed to conducting business in an honest and ethical manner, maintaining a high standard of integrity, and acting fairly and honestly in all dealings with our customers, Team Members, Partners and communities.

We pride ourselves on the quality of relationships with the organisations and people we do business with, and the difference we make creating better experiences together for a better tomorrow.

One of our core values is 'we do the right thing' and this includes the way we interact with our Partners and other stakeholders. This *Fraud, Bribery and Corruption Policy* outlines the key principles, expectations, and standards required to prevent, detect, monitor and respond to fraud, bribery and corruption.

Scope

This Policy applies to all Woolworths Group Team Members (which includes permanent, fixed-term or temporary, contractors and directors (whether executive and non-executive), and Partners (which includes vendors, suppliers, service supplier agencies, consultants, agents and third parties) who work for or with Woolworths Group and its controlled entities anywhere in the world.

If travelling or based outside of Australia, Woolworths Group Team Members are subject to the laws of the country they are in. This Policy prevails where a country's fraud, anti-bribery or corruption laws are of a lesser standard than those outlined in this Policy.

Principles

- We are committed to creating a culture of preventing fraud, bribery, and corruption, and promoting the value of 'we do the right thing' in all our operations.
- We are committed to complying with laws and regulations addressing fraud, bribery and corruption in each country in which we conduct business.
- Team Members must not knowingly commit, be a party to, or be otherwise involved in fraud, bribery and/or corruption. Fraud, bribery and corruption are serious criminal offences that can have a significant impact on the individuals involved, our brand, reputation and financial performance.
- Relationships with our Partners should be a reflection of our core values.
- We will not knowingly do business with any organisation that engages in fraudulent or corrupt activity.

Fraud

Fraud is dishonest conduct that leads to obtaining a personal benefit or causing a loss through deception. It 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, falsifying accounting records and scams.

Team Member and Partner Obligations

Team Members and Partners 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 also expected to undertake Licence to Operate (LTO) e-learning on fraud, bribery and corruption, and provide relevant attestations as required.

If a Team Member becomes aware of potentially fraudulent activities, they should follow the reporting process outlined in this Policy.

Bribery and Corruption

Bribery is the offering, promising, authorising, giving, accepting or soliciting of an undue advantage of any value, directly or indirectly, to influence a person 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, charitable or political donations, loans, fees, rewards, hospitality, offers of employment or other advantages. A bribe may not always be large in value and is not limited to the payment of money. It could be lunch or an invitation to a sporting event.

Corruption involves the misuse of power or dishonest conduct for personal gain by individuals or public officials in any position of trust. It can take several forms, including abuse of position, where cash or gifts are exchanged to secure favourable contracts or terms, bypass safety inspections, circumvent the competitive tender process or gain preferential access to permits and rights.

Bribery and corruption are serious offences that can result in criminal and civil penalties. In some jurisdictions, reporting these offences to the relevant authorities is mandatory.

Team Member and Partner 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 own 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 Team Member or anyone working for or on behalf of Woolworths Group.

Team Members may engage with governments, regulators, non-government organisations (NGOs) and industry associations in the course of their work. If a Team Member suspects corrupt behaviour by a party they are dealing with, they should report it in accordance with the section 'Investigation and Reporting' below.

If a Team Member is offered or asked to provide a bribe they are expected to decline it and report the matter in accordance with the section 'Investigation and Reporting' below.

If a Team Member is offered a gift or entertainment, they must follow the process set out in the [Gifts and Entertainment Policy](#).

Facilitation Payments

Facilitation Payments are low value payments to Government or Public Officials made via non-legitimate or unofficial channels to speed up or facilitate governmental actions of a minor nature. Such officials include employees or contractors of government bodies (including military and police) or government-controlled companies, agencies, members of the executive, legislature or judiciary, statutory officeholders, public international organisations employees and contractors, and politicians (including candidates for office).

Woolworths Group prohibits the payment of Facilitation Payments. Team Members are permitted to utilise legitimate fast-track processes to expedite government action of a minor nature where permitted by law in the relevant jurisdiction, such as for visa applications. Receipts for these payments must always be retained and recorded in line with [Corporate Purchasing Card Policy](#) and [Expense Management for Team Members in SuccessFactors Procedure](#).

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.

Partners must not make payments on behalf of Woolworths Group in cash, nor make payments that are unofficial, improper or irregular, either directly or indirectly to Government or Public officials, including any government agency.

If there is any doubt as to whether a payment is permissible, obtain prior written approval from the FBC Officer and/or relevant Group ExCo Member.

Charitable Donations

Charitable Donations are 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, and in line with Woolworths Group's values and the [Gifts and Entertainment Policy](#).

In Australia, charitable organisations 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. Team Members and Partners must be careful to make sure that charitable donations are not used to facilitate or conceal bribery.

Please see the [Gifts and Entertainment Policy](#) for more information.

Investigation and Reporting

Woolworths' Head of Group Security & Investigations is appointed as the FBC Officer. Their role is to provide oversight and advise the Group so that fraud, bribery and corruption risks are identified, assessed, and breaches are investigated, and where appropriate report any incidents to the relevant ExCo and/or Risk Committee.

Woolworths Group is committed to fostering a culture where Team Members and Partners feel safe to report concerns. To support this, we provide multiple reporting channels, including our confidential and independent 'Speak Up' service.

If a Team Member or Partner suspect or witness fraud, bribery, or corruption, they should report it to one of the following:

- **Their Leader**
- **The People Team:**
 - Australia: Contact Team Matters by raising a [Webform](#) through WorkJam or Me@Woolies.
 - New Zealand: Contact Team Services by raising a service request through Me@Woolies [here](#).
 - International: Speak to their Team Experience Partner.
- **Speak Up:** Speak Up is our independent (external) and confidential avenue for reporting breaches or misconduct. Team Members may contact Speak Up via: <https://woolworthsgroup.com.au/SpeakUp>.
- **Contact the FBC Officer** at FBCOfficer@woolworths.com.au.

Woolworths Group will assess all allegations of fraud, bribery and corruption as soon as practicable after a matter has been reported. Where appropriate, we will investigate and take action, including informing the appropriate authorities as required.

Consequences of breaching this Policy

A breach of this Policy by a Team Member may result in disciplinary action, which may include termination of employment or engagement. Team Members should also be aware that breaches of this Policy may also be a breach of the law and result in criminal prosecution.

A breach of this Policy by a Partner may result in Woolworths Group terminating its relationship.

Monitoring and Review

A formal review of this Policy will be conducted at least every three years or when circumstances dictate; for example, to align with changes in regulations or to address emerging issues. This ensures that our procedures remain effective, fit for purpose, and robust to prevent fraud, bribery and corruption. To achieve this, we will continuously monitor the Policy's implementation and conduct regular reviews of our internal controls that mitigate fraud, bribery and corruption risks. Any significant changes to this Policy require the approval of the Woolworths Group Board.

Definitions

Term	Definition
Charitable Donation	contributions to charities, including in-kind services, knowledge, time or direct financial contributions
Conflict of Interest	includes any of the following: - an 'actual' conflict of interest, where a Team Member has a personal interest that actually conflicts with their work duties or responsibilities - a 'potential' conflict of interest, where a Team Member has a personal interest that might influence how they perform their work duties or responsibilities in the future - a 'perceived' conflict of interest, where it might appear to others that a Team Member's personal interests could improperly influence how they perform their work duties or responsibilities
Gifts	physical items of value, such as products, gift cards, branded / promotional merchandise, gratuities, and Partner-paid trips
Government or Public Official	Ministers of Parliament (or any of their staff), government agency employees, regulators and other political stakeholders. This includes officials from Australia, New Zealand or any foreign government official in which we undertake business operations
Leader	team leaders, managers and supervisors
Partner	external stakeholders, businesses, consultants or individuals with whom we have an existing business relationship (either because we receive or provide goods or services). They may include: current or prospective clients, customers, vendors, suppliers, consultants, contractors or unions
Team Member	Employees whether permanent, temporary, casual, contractors, board members, interns and executive and non-executive directors
Woolworth Group	Woolworths Group Limited and its wholly owned and controlled entities

Related Documents

Policies:

- Code of Conduct
- Conflict of Interest
- Gifts and Entertainment Policy
- Human Rights Policy (formerly Responsible Sourcing Policy)
- Political Donations Policy
- Corporate Purchasing Card Policy
- Expense Management for Team Members in SuccessFactors
- Speak Up Policies

Obligations

- Anti-Bribery & Corruption Laws in relevant jurisdictions
- *Criminal Code Act 1995* (Cth)
- *Crimes Legislation Amendment (Combatting Foreign Bribery) Act 2024*
- Relevant State and Territory Crimes Act which address FABC offences.
- *Corporations Act 2001* (Cth)
- Other relevant legislation.

Policy Governance

Policy Changes	This Policy supersedes previous versions. This Policy may be changed at any time, and does not form part of any Team Member's contract of employment. Version 2 Details of Changes • Clarification of "Fraud", "Bribery & Corruption" and "Facilitation Payment" • Update of section "reporting channels" and "related documents" • Include new sections of "Monitoring and Review" and "Definitions" • Reformatting for readability • Alignment of style and language to be consistent with other policies
Date effective:	April 2026
Next review date:	April 2029
Policy Owner:	Chief Risk Officer
Policy Number:	COM - FNC - 002