



Anti-Bribery and Corruption Policy

November 2021

Policy details

Compliance Policies and Procedures	
Chapter	ASX Requirements
Section	ASX Listing Requirements
Document	Anti-Bribery and Corruption Policy
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Next review	Periodically to ensure that it is operating effectively and whether any changes are required

Version history

Date	Author(s)	Notes
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1.0 Introduction

1.1 Policy background

Newmark Property Group Pty Ltd and each of its subsidiaries (**Newmark**) is committed to the highest standards of conduct, ethical behaviour and full compliance with the law in all aspects of its business.

Newmark has zero tolerance for bribery or corruption. No one will be penalised, or be subject to other adverse consequences, for refusing to pay bribes or engage in other corrupt conduct even if it may result in Newmark losing business.

The purpose of this policy is to support Newmark's values, as espoused in its Code of Conduct.

1.2 Scope and effect of this Policy

This Policy applies to all directors, officers and employees of Newmark and its related bodies corporate, and to all consultants, contractors, agents and associates that are effectively controlled by Newmark or act on its behalf (**Group Personnel**). It applies to all of Newmark's commercial dealings, operations, and activities.

1.3 Legal context

Newmark has adopted this Anti-Bribery and Corruption Policy (the **Policy**) to promote full compliance with the anti-bribery laws that apply to its business in or outside of Australia, including the *Criminal Code Act 1995* (Cth) and the statutes that apply in the Australian States and Territories.

1.4 Consequences of breaching this Policy

Any director, officer and employee that engages in bribery and other corrupt conduct will breach this Policy, and engage in potentially criminal offences, which may result in legal proceedings and investigations by the relevant government authorities.

All reported incidents will be taken seriously, reviewed and thoroughly investigated. Depending on the circumstances, the incident may be referred to regulatory and/or law enforcement agencies.

A breach of this Policy may be regarded as serious misconduct, leading to disciplinary action that may result in termination of employment. A breach of this Policy may also expose you and Newmark to criminal and/or civil penalties, substantial fines, exclusion from tendering for contracts, loss of business and reputational damage.

2.0 Procedures

2.1 Prohibitions against bribery and corruption

Newmark has zero tolerance for bribery or corrupt conduct in connection with its business.

You must not:

- (a) **Engage in bribery:** The act of offering, promising, authorising, providing, soliciting or receiving a benefit with the intention of influencing a public official or person in the private sector in the performance of their duties, to obtain business or a business advantage that is not legitimately due. This includes the provision of a benefit for an improper purpose through an agent or third party. A benefit can be range of things, including money, favours, gifts, travel, entertainment, loans, political and charitable contributions, business opportunities;
- (b) **Make facilitation payments:** The payment of a nominal amount or other inducement to a public official, either directly or indirectly, to secure or expedite the performance of a routine



action or function that the public official is already obliged to perform. For example, payments made in order to expedite government approval for an activity, or fees or payments to obtain the connection of utility services;

- (c) **Offer, promise, pay, give, solicit or accept secret commissions:** Where a person or entity offers or gives a commission to an agent or representative of another person (the **Principal**) that is not disclosed by that agent or representative to the Principal. The commission is made as an inducement for the agent or representative to influence the conduct of the Principal's business. For example, if an employee of Newmark made a payment to an agent of a prospective contractual partner in return for that agent facilitating that Newmark receives favourable commercial terms in the contractual agreement, and that agent did not disclose the payment to the contractual partner, that payment would constitute a secret commission. Newmark should conduct a due diligence review of agents prior to any engagement;
- (d) **Engage in money laundering:** The process by which a person or entity conceals the existence of an illegal source of income and then disguises that income to make it appear legitimate. For example, a supplier insisting that Newmark make payments in return for services rendered in Australia into an offshore bank account to conceal the fact that they are rendering the services without the requisite licence to do so;
- (e) Offer or accept gifts, entertainment or hospitality otherwise than in accordance with the requirements set out in this Policy; and
- (f) Engage with third parties without following the due diligence and contractual controls requirements set out in this Policy.

2.2 Political donations

You must not make donations to political parties, elected politicians, political campaigns, candidates in an election, government departments, administrative bodies or any public official on behalf of Newmark. This includes requesting or directing another person to make a political donation on behalf of Newmark.

It is prohibited to use Newmark funds for other political purposes (such as lobbying) without the express written approval of the Compliance Officer.

2.3 Charitable or political donations

Newmark may make charitable donations that are legal and ethical under local laws and practices. The, Compliance Officer must approve all charitable donations made on Newmark's behalf.

Newmark personnel can make charitable donations in their personal capacity. However, such charitable donations are not permitted where they are made in order to seek a business or business advantage.

2.4 Gifts, entertainment and hospitality

You must not offer or accept gifts, entertainment, hospitality or sponsored travel unless all of the following conditions are met:

- (a) it is given for the purpose of general relationship building only;
- (b) it is not intended, and cannot reasonably be construed, as an attempt to improperly influence the recipient's performance of a role or function;
- (c) it complies with the local laws and regulations of the jurisdiction in which it is made;
- (d) it is given in an open and transparent manner;
- (e) it does not include cash, loans or cash equivalents (such as gift certificates or vouchers);



- (f) it is properly recorded in Newmark 's books and records; and
- (g) the item costs less than AUD\$250.

Gifts that do not fall specifically within the above guidelines require advance consultation with and approval from your line manager. If Newmark personnel feel that their line manager is not the most appropriate contact in the situation, they should instead contact the Compliance Officer.

Gifts, entertainment or hospitality given or received that are valued at over AUD\$250 must be declared and a register will be kept by the Compliance Officer.

Gifts, entertainment or hospitality that have a combined total value of over AUD\$500 per year from or to the same person or entity are not permitted. This limit may be exceeded with approval from the Joint Managing Director.

Gifts should not be given or received just before a business decision is to be made (such as prior to the award of or tender for a contract).

2.5 Documentation and record-keeping

The Finance Department must record all financial transactions accurately, completely and fairly in accordance with Newmark's internal accounting controls. Books and records must record, in reasonable detail, the parties, payment arrangements and purpose of all transactions and disposition of assets.

All invoices, agreements, receipts and expenditure approvals relating to financial transactions must be accompanied by supporting documents that describe the transaction or accounts.

2.6 Training

All Newmark personnel must complete period anti-bribery and corruption training as directed by the Compliance Officer. The training will cover, amongst other things, obligations and procedures under this Policy, how to recognise, deal with and report actual or suspected bribery or corruption.

The Compliance Officer will keep records of Newmark personnel that have received training on the Policy.

2.7 Reporting

You must immediately report any actual or suspected breaches of this Policy by any person acting for or representing Newmark to the Compliance Officer. You may choose to make a report confidentially and anonymously in accordance with the Whistleblower Policy. Please refer to the Whistleblower Policy for more details.

The Compliance Officer must investigate all reported, actual or suspected breaches of this Policy.

Any Newmark personnel that breach this Policy or that do not report actual or suspected breaches will face disciplinary action. Newmark personnel that breach this Policy may also be subject to legal proceedings and other governmental investigations.

3.0 Responsibilities

It is the responsibility of all Newmark personnel to ensure that they understand and comply with this Policy.

If you are uncertain about any aspect of this Policy, or the appropriate course of action to take in a certain situation relevant to the Policy, you should contact the Compliance Officer.



4.0 Review

This Policy will be reviewed by the Compliance Officer periodically to ensure that it is operating effectively and whether any changes are required.

Material changes or changes to this Policy required by law will be recommended to the Audit, Risk and Compliance Committee for review and approval and to the Board for final approval.



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