

Anti-Bribery & Corruption Policy

1. Purpose

The purpose of this policy is to establish controls to ensure compliance with all applicable anti-bribery and corruption regulations, and to ensure that TALi Digital Limited's business is conducted in a socially responsible manner.

2. Policy Statement

Bribery is the offering, promising, giving, accepting or soliciting of an advantage as an inducement for action which is illegal or a breach of trust. A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage.

It is the policy of TALi Digital Limited to conduct all business in an honest and ethical manner. To take a zero-tolerance approach to bribery and corruption, and be committed to acting professionally, fairly and with integrity in all aspects of business dealings and relationships by implementing and enforcing effective systems to counter bribery.

TALi Digital Limited will uphold all laws relevant to countering bribery and corruption within Australia.

3. Scope

Who is covered by the policy?

In this policy, third party means any individual or organisation TALi Digital Limited comes into contact with during the course of professional relationships, and includes actual and potential customers, business contracts, agents, and government and public bodies.

This policy applies to all employees and contractors engaged by TALi Digital Limited, collectively referred to as personnel.

This Policy covers;

- Bribes
- Gifts and hospitality
- Charitable contribution

Bribes

Personnel must not engage in any form of bribery, either directly or indirectly.

Gifts and hospitality

Personnel must not offer or give any gift or hospitality;

- Which could be regarded as illegal or improper, or which violates the recipient's policies or
- to any public employee or government officials or representatives.

Employees may not accept any gift or hospitality from any business associates unless previously authorised by one of the directors.

Charitable Contributions

Charitable support and donations are acceptable (and indeed are encouraged), whether of knowledge, time, or direct financial contributions. However, personnel must be careful to ensure that charitable contributions are not used as a scheme to conceal bribery.

4. Responsibilities

All personnel must read, understand and comply with this policy. The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for TALi Digital Limited.

All employees are required to avoid any activity that might lead to, or suggest, a breach of this policy. You must notify management as soon as possible if you believe or suspect that a conflict with or breach of this policy has occurred or may occur in the future.

Personnel who breach this policy will face disciplinary action, which could result in dismissal for gross misconduct. TALi and the group reserve the right to terminate our contractual relationship with other workers if they breach this policy.

5. How to raise concern

Personnel are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. If there are any questions or concerns whether a particular act constitutes bribery or corruption they should be raised with senior management.

6. What to do if you are a victim of bribery or corruption

It is important to advise management as soon as possible if you are offered a bribe by a third party, are asked to make one, suspect that this may happen in the future, or believe that you are a victim of another form of unlawful activity.

7. Protection

Personnel who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. TALi's aim is to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.

TALi is committed to ensuring no one suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or other corruption offence has taken place or may take place in the future.

8. Communication of the policy

All personnel will be asked to formally accept conformance to this policy on an annual basis. TALi's zero tolerance approach to bribery and corruption, must be communicated to all suppliers, contractors and business partners at the outset of any business relationship and as appropriate thereafter.

9. Who is responsible for the policy?

The directors of TALi Digital Limited have overall responsibility for ensuring this policy complies without legal and ethical obligations, and that all personnel comply with it.

The Chief Executive Officer (CEO) has primary and day-to-day responsibility for implementing this policy, and for monitoring its use and effectiveness and dealing with queries on its interpretation.

10. Monitoring and Review

The CEO will monitor the effectiveness and review the implementation of this policy, regularly considering its suitability, adequacy and effectiveness. Any improvements identified will be made as soon as possible. Internal control systems and procedures will be subject to regular audits to provide assurance that they are effective in countering bribery and corruption.

All personnel are responsible for the success of this policy and should ensure they use it to disclose any suspected danger of wrongdoing.

