Fujitsu Anti-Bribery & Corruption Policy for Australia and New Zealand (including the Gift and Hospitality Policy)

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1 Purpose

The purpose of this Policy is to outline the expectations of Fujitsu globally and in Australia and New Zealand in preventing, detecting, reporting, managing and deterring Bribery and Corruption.

2 Scope

This Policy addresses all potential Bribery or Corruption activities, whether direct or indirect, involving Government Officials or private individuals. It aims to:

- Ensure all Employees and Associated Persons are aware of their responsibilities to avoid, prevent, report, monitor, and mitigate Bribery and Corruption risks.
- Ensure compliance with Anti Bribery & Corruption (ABC) Laws.
- Establish adequate procedures to prevent Bribery, in line with regulatory expectations.
- Mitigate Bribery and Corruption risks in Fujitsu's operations, ensuring proper identification, reporting, assessment, and management of Bribery and Corruption instances.
- Promote awareness of Fujitsu's ABC compliance program.
- Maintain accurate and transparent records to facilitate monitoring, reporting, and prevention.

3 Applicability

This Policy applies to all directors, officers and Employees of Fujitsu Australia Limited or its related entities (**Fujitsu**), including all Employees of Fujitsu or its subsidiaries, and where indicated, Associated Persons.

3.1 Exemptions

Any exemptions to this Policy must be approved by VP Legal & Reputation.

4 Policy Statement

4.1 Prohibition of Bribery, Corruption and Facilitation Payments

Fujitsu strictly prohibits and has zero tolerance[1] towards the actual or attempted use of any form of Bribery, Corruption or Facilitation Payments whether direct or indirect, involving Government Officials or private individuals.

Employees and Associated Persons acting for or on behalf of Fujitsu are prohibited from:

[1] The behaviour is deemed unacceptable regardless of any specific risk to Fujitsu that might arise from the behaviour. Fujitsu does not intend to reduce risks of bribery to zero and instead will focus attention and resources proportionate to identified significant risks.

- engaging in any kind of Bribery, Facilitation Payment, or Corrupt behaviour, including offering, giving, requesting, soliciting, accepting, or agreeing to accept any benefit, whether such conduct is intended to improperly influence an act or omission, or to secure an improver advantage, regardless of whether a benefit is ultimately given or received, the value of the benefit, or whether the conduct involves a Government Official or other person;
- falsifying any book, record or account of Fujitsu or any related documentation to conceal Bribery or Corruption.

This clause does not prohibit legitimate business transactions or payments made in good faith, on arm's-length commercial terms, and for proper business purposes, including payments to subcontractors or service providers working with Fujitsu, where there is no intention to improperly influence a decision or secure an improper advantage.

4.2 Secret Commissions (New Zealand)

Guidance:
Secret commissions laws are primarily concerned with undisclosed benefits given to or received by a person who is acting on behalf of another (for example, an employee, agent, or advisor), where the principal is not aware of or has not consented to the arrangement.

This Policy is not intended to prohibit legitimate commissions, referral fees, or service payments that are transparent, properly documented, disclosed to all relevant parties, and approved in accordance with Fujitsu processes.

Without limiting any other provision of this Policy, Employees and Associated Persons must not, directly or indirectly, give, offer, solicit, receive, or agree to receive any gift, commission, rebate, fee, benefit, or other consideration (Benefit) without the fully informed consent of the relevant principal, where the recipient is acting as an agent in relation to the principal's affairs.

This prohibition applies regardless of whether the Benefit is customary, of nominal value, or provided through an intermediary.

4.3 Objectives

ABC Laws prohibit offering, providing, accepting or receiving bribes, including to/from Government Officials and private individuals, to gain improper advantages or influence actions. Bribes can be Gifts, Hospitality, charitable donations, political contributions and sponsorships, especially when linked to business transactions or regulatory approval.

Expenditures involving Government Officials or influential private individuals pose higher risk. Fujitsu enforces zero tolerance for Bribery and Corruption, as outlined in the Fujitsu Way and the Fujitsu Global Business Standards. Any suspicion of such activity requires decisive action due to the potential for severe reputational and financial damage to Fujitsu.

This Policy outlines how Fujitsu complies with the ABC Laws, and the rules and procedures for Gifts, Hospitality, charitable donations, political contributions, and sponsorships.

These rules and procedures supplement existing Fujitsu policies, including the APAC Travel, Business Expenses & Gift Policy, which must be followed for expense declaration, approval, and reimbursement.

4.4 Commonwealth Fraud and Corruption Control Framework (Australia)

Where Fujitsu provides goods or services to Australian Government entities, this Policy operates to provide consistency with the principles of the Commonwealth Fraud and Corruption Control Framework. In this context, Fujitsu maintains proportionate controls to prevent, detect and respond to fraud and corruption, including in relation to the conduct of third parties acting on its behalf, and will cooperate with Commonwealth clients in addressing suspected fraud or corruption in accordance with applicable contractual and legal obligations.

4.5 Identifying, mitigating and managing Bribery and Corruption risk

Fujitsu manages Bribery and Corruption risks by:

- Conducting risk assessments for Fujitsu of functions and activities that have been identified as sources of potential inappropriate behaviour.
- Addressing factors that could increase or change risk exposure and implementing systems and controls to manage identified risks.
- Documenting risks and controls in the Risk Register according to the ABC compliance program and the Risk Management Framework.
- Regularly monitoring and testing processes and controls to ensure effectiveness and seek continuous improvements.

4.6 Due Diligence

Employee Due Diligence:

Fujitsu manages Bribery and Corruption risks by conducting due diligence screening on all prospective and current Employees and directors to verify their identity, honesty, and integrity. Employment must not be offered as a means to induce improper behaviour. Screening occurs before starting a role and in circumstances which are subject to ongoing Employee due diligence requirements.

Third-Party Due Diligence:

Bribery and Corruption prohibitions apply equally where conduct is carried out through an Associated Person or any other third party, regardless of whether Fujitsu has direct involvement or knowledge at the time.

Fujitsu ensures knowledge of all business partners and representatives by:

- Assessing Bribery and Corruption risks, performing due diligence, and maintaining records for all third parties.
- Conducting ongoing due diligence to address any new risks or changes.
- Including appropriate ABC clauses in third-party contracts.

5 Gifts and Hospitality

Gifts and Hospitality provided to any individual, including Government Officials, related to the promotion, demonstration, or explanation of products or services, or to the execution or performance of a contract, are permissible if they meet the following conditions:

- They are lawful and customary in the region where they are given.
- They are reasonable in value and appropriate to the circumstances.
- They are infrequent and not lavish or extravagant.
- They comply with this Policy.

Acceptable examples include promotional items such as posters, pens, notepads, coffee mugs, or stress toys.

Employees are strictly prohibited from offering, providing, or promising Gifts and/or Hospitality to any individual or Government Official for the purpose of:

- Securing an improper business or other advantage.
- Unjustly influencing any governmental action, inaction, or decision.
- Inducing a Government Official to act or refrain from acting in violation of their lawful duty.

In certain circumstances, as outlined in sections 5.1 – 5.3 and 7 of this Policy, the provision and receipt of Gifts and Hospitality must be approved in advance and recorded in the Gifts and Hospitality Register.

Under no circumstances should Gifts include cash, gift cards, or other cash equivalents. Additionally, Employees must not offer, provide, or promise Gifts and/or Hospitality to any relative, associate, or other guest of the primary recipient. Gifts or Hospitality must not be directly linked to any incentive or course of action that could compromise the giver, receiver, or Fujitsu.

Occasional consumable Gifts, such as gift baskets, may be accepted as long as they are of Nominal Value. It is good practice to share such items among Employees whenever possible.

5.1 Approval Requirements for Sales giving Gifts and Hospitality

For both Gifts and Hospitality provided to any person (Government or not Government) by an Employee in Sales, where the value of the Gifts or Hospitality is more than the Nominal Value, the following approvals are required:

- Up to $500, line management approval;
- Above $500 and up to $1,000, written approval of the host Employee’s Head of Industry;
- Above $1,000 and less than $2,000 requires the written approval by the Head of Sales;

- Above $2,000, written prior approval of the CEO or CFO.

All Significant Hospitality for a Government Official regardless of value must be approved in writing by Head of Compliance, before the offer is made, or expense incurred by Fujitsu Employee.

5.2 Approval Requirements for all Employees giving Gifts and Hospitality other than Sales

5.2.1 For persons who are not Government Officials

For both Gifts and Hospitality provided to persons who are not Government Officials, where the value of the Gifts or Hospitality is more than the Nominal Value, the following prior written approvals are required before the offer is made or expense incurred by an Employee:

- Up to $250, line management approval;
- Above $250 and up to $2,000, prior approval of the VP or 'Head of' of the Employee who makes the submission for approval;
- Above $2,000, prior approval of the CEO or CFO.

5.2.2 For Government Officials

For both Gifts and Hospitality provided to Government Officials, where the value of the Gifts or Hospitality is more than the Nominal Value, the following prior written approvals are required before the offer is made or expense incurred by an Employee:

- Up to $250, line management approval;
- Above $250 and up to $2,000, prior approval of the VP or 'Head of' of the Fujitsu staff who makes the submission for approval and CFO
- Above $2,000, prior approval of the CEO or CFO.

All Significant Hospitality for a Government Official regardless of value must be approved in writing by Head of Compliance before the offer is made or expense incurred by an Employee.

5.3 Prior Approval Requirements for receiving Gifts and Hospitality

For both Gifts and Hospitality, where the value of the Gifts or Hospitality received is more than the Nominal Value, the following prior written approvals are required before the offer is received by an Employee:

- Above $220 for all Sales staff, prior approval of Head of Sales;
- Above $220 for all non-Sales staff, prior approval of the VP or 'Head of' of the relevant Unit.

Any expenses associated with the benefit i.e. taxi fares to and from the airport must be estimated and included in the Gift and Hospitality Form. The form must show any costs associated with accepting the benefit. If there are no associated costs identified in the Gift & Hospitality Form, then these cannot be claimed subsequently.

Any Vendor or Third-Party reward, incentive or bonus program must have Head of Sales and Incentive Review Panel approval prior to any agreement being entered into or provided.

An Employee must receive any required approvals for Hospitality or travel in writing and before attendance or participation. All required approvals in writing must be received for product, Gifts and prizes, within the limits above, as soon as possible after receipt and prior to the use, disposal or consumption of the relevant items.

Any travel or accommodation can only be accepted if approved in advance and in writing prior to acceptance. Only a VP or 'Head of' can approve any domestic travel and any associated accommodation and only the CEO is authorised to approve any overseas travel.

A VP or 'Head of' may also apply additional restrictions in their business unit, providing they do not contradict the above rules.

5.4 Roles and Responsibilities

Role	Responsibilities
Employees	Employees are responsible for: ▪ obtaining prior written approval or submitting a Gift & Hospitality form for approval to their line manager, and Head of Delivery or Support Unit or VP and/or CEO when receiving or providing a Gift or Hospitality from / to a customer, supplier, or third party, as required by section 5 of this Policy; ▪ Following reasonable directions regarding receiving and providing Gifts and/or Hospitality.
Line managers	Line managers are responsible for reviewing and approving Gifts or Hospitality received or provided by their staff. They must not approve the Gift or Hospitality if it conflicts with section 5 of this Policy.
VP or 'Head of' of the Delivery or Support Unit	VPs or 'Head of' are responsible for reviewing and approving Gifts or Hospitality received or provided by their staff. They must not approve the Gift or Hospitality if it conflicts with section 5 of this Policy.
CEO or CFO	CEO and CFO are responsible for reviewing and approving Gifts or Hospitality received or provided by their staff and where required under sections 5.1 – 5.3 and 7 of this Policy. They must not approve the Gift or Hospitality if it conflicts with section 5 of this Policy.
Compliance	Head of Compliance is responsible for promoting this Policy within the workplace and auditing or reviewing the provision of any Gifts and Hospitality at any time. All Significant Hospitality for a Government Official regardless of value must be approved in writing by Head of Compliance before the offer is made or expense incurred by a Fujitsu Employee.
VP Legal & Reputation	VP Legal & Reputation is responsible for approving any exemptions to this Policy (section 3.1).

6 Facilitation Payments

6.1 General Policy

Facilitation Payments are considered a form of bribery and are illegal.

Employees and Associated Persons are required to decline any demand for a Facilitation Payment and are prohibited from making or offering to make a Facilitation Payment except in the limited circumstances described in section 6.2 below.

Fujitsu, and its Employees and Associated Persons must not use a third party to make a Facilitation Payment on behalf of Fujitsu. Fujitsu will not reimburse Employees or third parties for any Facilitation Payment, except as specified in 6.2 below.

Breaches of this Policy are unacceptable and may result in disciplinary action, up to and including dismissal.

6.2 Exception

An Employee may make a payment to a Government Official to avoid an imminent threat to life, body, or rightful freedom. Such payments must be reported to Compliance or Legal as soon as the threat is eliminated. These payments may be reimbursed if deemed appropriate.

6.3 Reporting

Any Employee or Associated Persons must report to Compliance if they:

- receives a demand for a Facilitation Payment; or
- has knowledge or reason to believe that an Employee or a third party working for Fujitsu made or offered to make a Facilitation Payment.

7 Sponsorships, Political and Charitable donations

Employees are prohibited from providing charitable donations, political contributions or sponsorships that may constitute Bribery or are intended, in whole or in part, to:

- secure an improper advantage,
- unjustly influence any action or non-action or decision of a recipient, or
- induce a recipient to act or not to act in violation of his/her lawful duty.

All charitable donations of used or obsolete equipment must be approved in writing by the Head of Office of Purpose prior to be being provided and entered into the Gift and Hospitality Register.

All other charitable donations and political contributions must be approved in writing by the CEO or CFO prior to being provided and entered into the Gift and Hospitality Register.

All sponsorships must be approved in writing by the CEO or CFO prior to being provided. They do not need to be entered into the Gift and Hospitality Register.

8 Record Keeping

Fujitsu maintains transparency and mitigates Bribery and Corruption risks through our policies, standards and procedures relating to:

- Gifts and Hospitality;
- political donations and contributions;
- conflicts of interest;
- corporate expenses;
- Employee due diligence and recruitment;
- donations and sponsorships; and
- third parties.

Employees and Associated Persons must not create, request, accept, or process false, misleading, or incomplete invoices, receipts, or other records from third parties that could conceal or misrepresent the true purpose or beneficiary of a payment or benefit.

Fujitsu maintains appropriate records of financial and non-financial controls and ensure that they are accurate and protected against improper use or loss of integrity.

Gifts and Hospitality above the Nominal Value, whether given or received, must be recorded in the Gift and Hospitality Register with supporting documentation as per the APAC Travel, Business Expenses & Gift Policy. Gifts and Hospitality below the Nominal Value should be recorded in the usual SAP approval process. All Gifts, Hospitality, charitable donations, political contributions and/or sponsoring must be accurately and completely recorded in Fujitsu's books and records. Records related to this Policy must be kept at least seven years from their creation.

If a longer retention period is required by law or other Fujitsu policies, that period will apply. Employees must confirm with the recipient/invitee that accepting Gifts, Hospitality, charitable donations, political contributions, and/or sponsorship complies with local laws and their organisation's policies, processes and regulations. Compliance or an authorised representative may audit or review any Gifts and Hospitality at any time. For Significant Hospitality to Government Officials, it is necessary to obtain and attach the recipient/invitee's confirmation to the expense approval.

9 Training

Fujitsu will provide Employees with up-to-date ABC training on Fujitsu's identified Bribery risks. Employees must complete the training within three months of commencing employment with Fujitsu as part of the induction process and participate in refresher training annually.

10 Whistleblowing

If an Employee or Associated Person becomes aware of any failure to fully comply with this Policy, they are encouraged to inform appropriate personnel including a supervisor, management, Legal, People and Culture or Compliance. The Fujitsu Whistleblower Policy for Australia and New Zealand link is here. Additionally, Fujitsu Alert can be utilised for anonymous reporting, subject to compliance with laws.

Fujitsu will not tolerate any retaliation against Employee or Associated Person for making such report in good faith.

11 Consequences of Non-compliance

All Employees and Associated Persons of Fujitsu have accountability to protect Fujitsu, its reputation, and themselves from the risks arising from Bribery and Corruption.

Failure to comply with this Policy may be regarded as misconduct which may result disciplinary action, including termination of employment or engagement.

A breach of ABC Laws may result in legal or regulatory action including criminal proceedings, significant reputational damage and/or financial loss to Employees, Associated Persons and Fujitsu.

12 Accountabilities

First line of defence	
Lines of business	▪ Proactively identifies, evaluates, owns and manages the Policy requirements in their business. This may involve developing business procedures or guidance to comply with the Policy. ▪ Ensures there are appropriate controls in place to manage any ABC risks. ▪ Undertakes monitoring activities to ensure compliance with this Policy. ▪ Provides their personnel with the appropriate information and training to understand their ABC requirements.
Second line of defence	
Risk Management Committee	▪ Ensure effective internal control of, including the adoption of appropriate ABC risk management and compliance policies and procedures ▪ Review the ABC Policy and process for identifying, evaluating and managing risk ▪ Manage ABC Risk Incidents.
Head of Compliance	▪ Designs and maintains the ABC compliance program. ▪ Monitors and oversees the performance of the ABC controls

Third line of defence	
Audit	Internal Control and Audit is responsible for assessment activity covering all or parts of the following sources for audit requirements, both conducted by Fujitsu resources or conducted by external parties and facilitated by Fujitsu resources: Internal Audits sanctioned by the Audit and Finance Committee.

13 Definitions

The purposes of this Policy:

"**ABC**" means Anti-Bribery and Corruption.

"**ABC Laws**" means anti-bribery and corruption laws in Australia and New Zealand, including the *Criminal Code Act 1995 (Australia)*, *Secret Commissions Act 1910* (*New Zealand), sections 99 to 106 of the Crimes Act 1961 (New Zealand),* and any related regulations, amendments, or legislation that repeals or replaces or consolidates these laws.

"**Associated Persons**" means any individual or entity acting on behalf of Fujitsu, including parties such as agents, business introducers, intermediaries and consultants.

Bribe or Bribery" means the act of offering, promising, giving, accepting or requesting any Gift, fee, reward or other benefit to or from any person as an inducement for an action which is dishonest, illegal or a breach of trust. Bribery can occur directly or indirectly.

"**Corruption**" means an act or omission for an improper or unlawful purpose, which involves the abuse of a position of trust or power.

"Employee" includes:

- Permanent Employees: employed directly through the Group as a regular, maximum term, casual, non-executive director, international assignee or intern.
- Contractors: employed through a preferred recruitment agency.
- Service providers: employed by a Third-Party vendor and have access to Fujitsu's IT network and systems.

"**Facilitation Payment**" means an illegal and unofficial payment made to a Government Official in order to facilitate or expedite the performance of a routine or necessary action to which the payer of the facilitation payment is already entitled. For example, such governmental routines or actions include issuing permits, licenses or other documents, processing visas or work papers, or providing basic utilities. A Facilitation Payment does not include payment of fees to expedite routine government services in accordance with an official and published payment schedule.

"**Gift**" is anything of value offered, given, solicited or received that is free of charge or without payment of its full value. Gifts include without limitation, goods and services.

"Gift and Hospitality Register" means the online Gift and Hospitality register maintained by Fujitsu.

"Government Official" means any individual representing or working for a domestic or foreign government body or entity, entities which are owned (at least 50%) or controlled (directly or indirectly) by a domestic or foreign government and public organisations such as the World Bank or a trade union, or any legislative, administrative or judicial office. This includes any individual standing or nominated as a candidate to be a Government Official.

"Hospitality" is anything of value provided to welcome or entertain a guest of a company. Hospitality includes without limitation, meals, travel and accommodation.

"Nominal Value" means:

- in relation to giving:
- a Government Official a Gift of up to $50 and Hospitability of up to $75; and
- to any person who is not a Government Official giving a Gift of up to $150 and Hospitality of up to $275; and
- in relation to receiving a Gift or Hospitality, $220.

All currency is applicable in the relevant country in which the Gift is offered or received; whichever is lesser in value.

"Significant Hospitality" means any Hospitality involving lodging and/or inter-city and/or foreign travel at the expense of Fujitsu.

14 Policy Owner

VP Legal & Reputation.