

BLACKMORES GROUP

ANTI-BRIBERY & CORRUPTION POLICY

1. INTRODUCTION

At Blackmores:

We are honest, trustworthy and committed to the highest standards of personal, professional and business behaviour.

Blackmores has a zero tolerance for bribery and corruption. Our Anti-Bribery and Corruption Policy ('Policy') sets out the behaviours expected from you, as a Blackmore employee, in line with this commitment.

These behaviours are based on Blackmores' values: Passion for Natural Health, Integrity, Respect, Leadership and Social responsibility (our PIRLS) as set out in our Code of Conduct.

Put simply, acting with integrity means:

I will...	I will not...
<ul style="list-style-type: none"> • strive to always act ethically and honestly in my everyday work interactions. 	<ul style="list-style-type: none"> • do anything that compromises my own duty to act ethically and honestly as an employee of the Blackmores Group • do anything that may compromise another person's duty to act ethically and honestly in accordance with their employment or official role.

What to do if you're unsure, or have questions

Sometimes it's clear what you should do. Sometimes it isn't.

This Policy is intended to guide you in making ethical decisions. If you've read through this Policy and are still unsure what to do, you have several options:

1	2	3	4
Your manager Go to your Direct Line Manager first if you can.	Human Resources Go to your Human Resources Manager.	Company Secretary and Country Manager Go to the Company Secretary, or if you are in Team Asia, your Country Manager.	Legal and Compliance Go to the Legal Counsel or Head of Compliance.

2. PURPOSE

This Policy replaces the:

- The Anti-Bribery and Anti-Corruption Policy; and
- The Gift and Hospitality Policy.

References to either or both of these policies in letters of employment, policies, processes and other documents of the Blackmores Group are replaced by reference to this Policy.

The purpose of this document is to set clear standards for how we behave at Blackmores that will promote ethical business practices and prevent Bribery and corruption within the Blackmores Group.

Doing this also helps protect our employees and the Group from any appearance or suggestion of unethical behaviour.

- **Bribery** is the act of offering someone money or something valuable in order to persuade them to do something for you that is dishonest, illegal, unethical or goes against the responsibilities of their employment.
- **Corruption** is the misuse of power for personal gain. For example, a politician, police officer or civil servant misusing their position to benefit themselves.

In some situations, **conflicts of interest** can lead to corruption. Conflicts of interest can come about when a person is in a position to benefit from actions or decisions they make as part of their job or other official capacity.

As an employee, if you are in a situation where your duties or responsibilities may conflict or appear to conflict with your personal interests, you need to disclose the conflict to your manager and remove yourself from any decision making process which may involve or appear to involve your personal interests.

Particular care needs to be taken when **giving or receiving gifts, or other benefits such as entertainment and hospitality** to prevent bribery and corruption or the appearance of bribery and corruption.

In summary, employees are not to give or accept gifts or other benefits (such as hospitality or entertainment) that may compromise, or appear to compromise, their integrity and objectivity in performing their duties, or cause, or appear to cause a conflict of interest.

3. WHO THIS POLICY COVERS

This Policy applies to all employees of the Blackmores Group.

If you work for the Blackmores Group, you are required to comply with this Policy. It applies whether you work full-time, part-time, permanent or contract – whatever your job, wherever you work.

If you are a manager, you are accountable for ensuring the employees who report to you act in an accordance with this Policy.

We also ask our employees and managers to encourage others we work with (our partners, sub-contractors and suppliers) to comply with this Policy.

This Policy also applies to any third party individual, company or other entity acting on the behalf of the Blackmores Group. For the purposes of this Policy only, they are included in the definition of ‘Employee’.

4. DEFINITIONS

In this Policy references to:

‘Blackmores’ or the **‘Blackmores Group’** means Blackmores Limited and each of its related companies or entities, both current and in the future comprising ‘the Blackmores Group’. Where used in this Policy, a reference to ‘Blackmores’ or ‘the Blackmores Group’ may be to all companies or entities in the Blackmores Group or any one or more of the companies or entities as may be applicable in the context.

‘Bribe’ means any item of value or an advantage which is intended to change a person’s behaviour so that they act:

- illegally;
- unethically;
- contrary to any duties they owe to their employer; or
- otherwise in breach of trust.

A ‘Bribe’ can take many different forms. For example, the acts below would be Bribes if they were intended to influence conduct:

- Directly or indirectly promising, offering or authorizing anything of value;
- Offering or receiving any kickback, loan, reward or other advantage;
- Giving aid, a donation or voting.

‘Bribery’ means **giving** a Bribe and/or **receiving** a Bribe. As a giver, it includes offering, promising, authorising or giving a Bribe directly or indirectly. As a receiver, it includes demanding, requesting, receiving, accepting, authorising, soliciting, or agreeing to accept, receive or take a Bribe directly or indirectly.

‘Corruption’ means the abuse of power or position for personal or private gain.

'Company Secretary' means the Company Secretary of Blackmores Limited.

'Direct Line Manager' means the person within the Blackmores Group to whom an Employee directly reports, or other relevant manager whose approval must be obtained under the Blackmores Group Delegation of Authority Policy

'Employee' or 'Employees' means any person employed as a permanent, casual or fixed term contract employee by Blackmores. For the purposes of this Policy only, this definition also includes:

- a contractor or subcontractor or their employee working for Blackmores;
- an employee of a labour hire company who has been assigned to work at Blackmores;
- an apprentice or trainee at Blackmores;
- a student gaining work experience at Blackmores;
- any other third party individual or company acting on behalf of Blackmores including any consultant, agent, distributor or joint venture partner.

'Facilitation Payment' means any payment to a foreign official, political party or party official to facilitate, secure or expedite the performance of a routine or necessary action (for example, to speed up the issuing of a license or permit).

'Head of Compliance' means the Head of Compliance of Blackmores Limited.

'Human Resources Manager' means the Human Resources Manager responsible for your business unit or your market.

'Head of Tax' means the Head of Tax of Blackmores Limited.

'Legal Counsel' means Legal Counsel of Blackmores Limited

'the PIRLS' mean the values of the Blackmores Group being:

- P**assion for Natural Health
- I**ntegrity
- R**espect
- L**eadership
- S**ocial Responsibility

'Prize or Reward' means anything given as a reward to the winner of a competition, in recognition of an outstanding achievement or as part of a legally permitted initiative to promote sales.

'Workplace' means a place where work is carried out for Blackmores and includes any place where an Employee goes, or is likely to be, while working for Blackmores.

5. ANTI-BRIBERY

We never give or take Bribes. This includes facilitation payments – even if legal under local law.

I will...	I will not...
<ul style="list-style-type: none"> • talk to my Direct Line Manager (and/or my Human Resource Manager) if in doubt about a payment or gift I have been asked to make. • report any requests for Bribes or facilitation payments straight away to my Direct Line Manager, and my Country Manager, Executive Team member for my business unit or the Company Secretary. 	<ul style="list-style-type: none"> • take or offer Bribes – ever. This includes authorising, offering, promising or giving a Bribe and/or demanding, requesting, receiving, accepting or agreeing to accept a Bribe. • ask anyone else to do these things for me. • make ‘facilitation’ payments (payments to an official, political party or party official to facilitate doing business).

6. GIFTS, HOSPITALITY AND ENTERTAINMENT

We take care when giving or accepting gifts, hospitality and entertainment.

Gift giving, hospitality and entertainment can help build our corporate image, provide useful opportunities for us to showcase our products and services and strengthen business relationships. They are an established and integral part of conducting business in most countries.

While we recognise their importance we take care to always act legally, ethically and transparently when giving or accepting gifts, hospitality and entertainment.

As a Blackmores Employee, you need to follow our Policy, when it comes to giving or accepting gifts, hospitality and entertainment. You are able to offer gifts, hospitality and entertainment to business partners, customers and government officials, provided these requirements are met. (**Note** that a value threshold of **AUD\$100** is also applied and the value will impact the course of action).

I will...	I will not...
<p>When giving</p> <ul style="list-style-type: none"> • ensure any gift, hospitality or entertainment I give is reasonable, proportionate and nominal in value (worth AUD \$100 or less per person and per occasion). • receive prior approval from my Direct Line Manager before giving a gift, hospitality or entertainment. (The Direct Line Manager may be required to report it to a government authority within a specified timeframe). • obtain the customer's approval prior to giving a gift, hospitality or entertainment to any of that customer's employees. • follow Blackmore's requirements for giving gifts, hospitality and entertainment, set out below. <p>Note that gifts, hospitality or entertainment valued over AUD\$100 per person may only be given with prior approval from the Company Secretary or your Country Manager.</p> <p>When accepting</p> <ul style="list-style-type: none"> • notify my Direct Line Manager via email as soon as possible after I receive a gift, hospitality or entertainment worth AUD\$100 or less. • where possible, obtain prior approval from the Company Secretary or Country Manager before accepting a gift, hospitality or entertainment that is valued over AUD\$100. • ensure I follow the required process for reporting and recording gifts, hospitality and entertainment. <p>Note that if prior approval is not possible, and refusing the gift, hospitality or entertainment would be impolite, rude or otherwise damaging to the business relationship or the Blackmores Group reputation, you may accept the gift, hospitality or entertainment.</p> <p>In this case, it must be reported via email to the Company Secretary or your Country Manager as soon as possible. Any gift should then be delivered to Country Manager or Company Secretary.</p>	<p>When giving</p> <ul style="list-style-type: none"> • give a gift of cash, or a cash equivalent (including cheque, money orders, gift vouchers or a gift certificate). <p>When accepting</p> <ul style="list-style-type: none"> • accept a gift of cash, or a cash equivalent (including cheque, money orders, gift vouchers or a gift certificate); • accept gifts on a recurring basis or broken down into parts of less than AUD\$100 • accept a gift, hospitality or entertainment over AUD\$100 unless it would be impolite, rude or otherwise damaging to the business relationship, or the Blackmores Group reputation to refuse it. In such a case, I will report it via email to the Company Secretary or my Country Manager as soon as possible. If a gift has been received, I will deliver the gift to Country Manager or Company Secretary.

Ask yourself - does it meet all Blackmore's requirements?

Before giving or accepting a gift, hospitality or entertainment, make sure you can mentally answer 'yes' to all these questions.



Is it under AUD\$100 in value and considered common business practice for this location?

For example: a Blackmores cap, calendar, pen or bag, box of chocolates or seasonal produce, or item or book representing local country specific culture.



Is it legal?

For example, some countries ban or limit certain products as gifts, or gifts to government officials.



Is it in line with our values and appropriate for our brand and reputation?

(For example, inappropriate entertainment or hospitality at inappropriate venues cannot be given or accepted).



Is it clear that it is being given to show appreciation or as common courtesy?

(For example, it's not for personal gain, is not intended to place the recipient under any obligation, or to induce, facilitate, expedite or influence any business decision.)



Is it being made openly and transparently?

(For example, it's not interpreted, or intended to give the impression of being a Bribe, secret commission or facilitation payment and is accurately documented in the Blackmores Group books and records).



Is it being made without the expectation of anything in return?

(For example, no expectations are created, with no special favours and no special arrangements suggested, promised or expected.)

You are not permitted to accept accommodation and/or interstate or overseas travel as a gift or other benefit. Before incurring any travel and associated expenses you will need to obtain your Direct Line Manager's approval. You should also follow all Blackmores policies which deal with the associated costs and expenses.

Reporting and recording gifts, entertainment and hospitality

As soon as possible after you receive a gift, entertainment, hospitality **over AUD\$100**, you need to report it via email to the Company Secretary or Country Manager. It will need to be recorded in the Blackmores Group Gift, Entertainment and Hospitality Register maintained by the Company Secretary or the Country Managers.

The Company Secretary or Country Manager is responsible for ensuring any gift valued over AUD\$100 is either used for a charitable purpose, or where this is not appropriate (such as a ceremonial statue or gift of cultural significance) they are to be put on display in a Blackmores Group location.

Gifts accepted when hosting business events or overseas delegations

Depending on your job role, you may be in a position where you accept, on behalf of Blackmores:

- a ceremonial gift from another organisation, or
- a gift/benefit given in gratitude when hosting business events or overseas delegations, where refusal would be unreasonable and unnecessarily offensive.

If you accept a ceremonial gift or gift of appreciation for hosting on behalf of Blackmores it remains the property of the Blackmores Group and is to be displayed as directed by your Human Resources Manager.

Donation of gifts

In demonstration of our value of Social Responsibility, you are strongly encouraged to donate any gifts you receive to the staff social club where they will be used by the business, raffled at Blackmores Group staff functions and the funds donated to charity, or donated directly to a charity. To donate your gift, deliver it to the Company Secretary, the Executive Team member for your business unit, or the relevant Country Manager.

7. POLITICAL DONATIONS, CHARITABLE DONATIONS AND SPONSORSHIPS

We foster open and honest relationships with governments and support local charities and community groups.

I will...	I will not...
<ul style="list-style-type: none"> • ensure any political donation, charitable donation or sponsorship is made in accordance with local laws and Blackmores Sponsorship Donations Policy • obtain prior approval from my Direct Line Manager and the Head of Tax before pledging any Blackmores Group funds for charity auction items. 	<ul style="list-style-type: none"> • make a direct or indirect contribution to a political party, organisation or individual engaged in politics as a way of gaining improper advantage • use a political donation, charitable donation or sponsorship as a cover for a Bribe.

Any charity auction items purchased with Blackmores Group funds are the property of the Blackmores Group and must be recorded by the Company Secretary or Country Manager in the Blackmores Group Gift, Entertainment and Hospitality Register.

8. PRODUCT SAMPLES

We give away product samples to allow others to experience their benefits directly.

Blackmores Group product samples may be provided to consumers, customers and/or staff of customers if:

- the purpose of the sampling is to enable them to try the product/s;
- the requirements relating to gifts have been satisfied in relation to the product samples;
- providing samples of the product is permitted under local regulations; and
- the quantity of samples given are within reasonable limits.

9. PRIZES AND REWARDS

We take care offering prizes and rewards and ensure they are legal, pre-approved and appropriate.

Offering prizes and rewards can be a highly effective way of motivating sales and recognising and rewarding high achievers. At Blackmores we sometimes reward our own employees with prizes or rewards of a cash equivalent (e.g. vouchers, cheques, money orders or credit). We also offer prizes or rewards to our customers' employees (for example, pharmacy or health food store assistants). We also run competitions that offer a prize as a way to encourage people to try our products.

While we recognise their importance we take care to always act legally, ethically and transparently when offering prizes or rewards.

As a Blackmores employee, you need to follow our Policy, including obtaining the necessary approvals from your Direct Line Manager, when it comes to offering prizes and rewards.

I will...	I will not...
<ul style="list-style-type: none"> • obtain the prior written approval of the customer before offering the customer's employees the opportunity to win a prize or reward. • only give prizes or rewards to recognise outstanding achievement or as part a legal sales promotion. • only offer a cash equivalent prize or reward (for example, a voucher, cheque, money order or credit) if I have obtained prior written approval from my Direct Line Manager • make sure I meet all legal requirements for prizes and rewards (for example, legal requirements for running competitions). 	<ul style="list-style-type: none"> • provide money in coins or notes as a prize or reward - ever.

Reporting and recording prizes and rewards

All prizes and rewards need to be recorded fully, truthfully and accurately in the Blackmores Group books and records and treated as required under applicable tax laws.

10. DISTRIBUTORS AND OTHERS WHO ACT FOR US

We recognise our business reputation relies on us holding anyone who acts for us to the same Code of Conduct and standards of ethical behaviour we set for ourselves.

Distributors of Blackmores products and other third parties who act on our behalf are expected to follow the Blackmores Group Code of Conduct, this Policy and any other relevant policies and procedures, at all times.

If you are a Blackmores manager, following these steps before you engage a third party will help safeguard our reputation:

1. Evaluate the business need for using the services of a third party and obtain all necessary approvals in accordance with the Blackmores Group Delegation of Authority Policy.
2. Evaluate the background, experience and reputation of the third party.
3. Understand the services being provided and arrangements for compensation and payment.
4. Provide the third party with the Blackmores Group Code of Conduct, this Policy and other relevant policies and documents and obtain the third party's written agreement to adhering to these requirements.
5. Clearly document the respective commitments and expectations of the Blackmores Group and the third party in a legally binding agreement which has been reviewed by the Legal Counsel or outside legal counsel and signed by both parties.
6. Ensure all compensation and payments to the third party are fully, truthfully and accurately recorded in the Blackmores Group books and records and treated in accordance with all applicable tax laws; and
7. Take reasonable steps to monitor the transactions of the third party and conduct regular reviews of performance and compliance.

11. RECORD KEEPING, ACCOUNTING AND PAYMENT PRACTICES

If you are a manager, you need to ensure that books, records and overall financial reporting are complete, truthful, accurate and transparent, comply with all applicable laws, and meet the standards required for good corporate governance.

Employees need to ensure all expense claims relating to gifts, hospitality, entertainment, product samples, prizes and rewards are submitted in accordance with the Group Expense Policy and Group Travel Policy and specifically record the reason for the expenditure.

All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, including but not limited to customers, suppliers and business contacts, must be prepared and maintained with strict accuracy and completeness. No accounts are to be kept "off-book" to facilitate or conceal improper payments.

Employees should consult the lead finance person for their business unit or country if they have any questions regarding the requirements in this section 11.

What happens if this Policy is breached?

We take failure to follow the standards and requirements set out in this Policy seriously.

If you are found to be in breach of this Policy you will face consequences ranging from a verbal warning through to termination of employment, as appropriate. An Employee, or any third party acting on behalf of Blackmores, who breaches this Policy may also be subject to criminal and/or or civil actions. This can result in fines, penalties, and in certain circumstances imprisonment.

Certain acts of Bribery and corruption committed in one country may result in prosecution locally in the country in which the act/s occur as well as in other jurisdictions.

Blackmores reserves the right to recover any moneys from an Employee where an Employee has personally benefited as a result of, or arising from, a breach of this Policy.

How to raise a concern about a breach

Everyone who works at Blackmores shares a responsibility to safeguard our reputation.

If you know of, or suspect, a breach of this Policy, you need to speak up.

You are required to report it to your Human Resources Manager, your Country Manager, the Company Secretary, or the Head of Compliance immediately. If you don't, you too will be considered in breach of this Policy.

All reports received will be investigated under the direction of the Company Secretary. External enforcement agencies may be notified if a report involves a potential infringement of government legislation or other regulatory requirements.

Your confidentiality will be protected

If you raise a concern, your identity and the information you provide will only be shared on a 'need to know' basis. To the extent possible, investigations will be conducted confidentially.

If you wish to remain anonymous, say so when reporting your concern. Anonymous reports may be difficult to investigate, especially if relevant information is missing. For this reason, if you wish to remain anonymous it is important you provide as much information as possible at the time you raise your concern.

If you act in good faith, you will be supported

Blackmores is committed to ensuring that employees who in good faith report an actual or suspected breach of this Policy are protected from any retaliation in the workplace.

As a manager, more is expected of you

We rely on our managers to role model behaviour, explain what is required of employees and to monitor and ensure compliance with this Policy and our Code of Conduct.

- As a manager you need to ensure your direct reports are educated and trained to protect them from unknowingly committing any act of Bribery or Corruption or being subject to the suspicion of doing so.
- If one of your direct reports is found in breach of this Policy or our Code of Conduct, you may, as their manager, also be subject to disciplinary action (up to and including termination).
- Managers who engage distributors or other third party representatives are accountable for ensuring they follow this Policy and our Code of Conduct- see the steps set out in section 10.
- Managers need to ensure they follow our requirements for record keeping, accounting and payment practices - see section 11.
- Managers who know, suspect or receive reports that this Policy has been breached are to immediately notify the Company Secretary.
- Country Managers need to take all necessary steps to maintain an effective system of internal control and monitoring to prevent Bribery and Corruption.

Any questions about Policy, reporting and investigating should be directed to the Company Secretary or the Head of Compliance.

No Waiver

A delay or failure to enforce a provision of this Policy does not constitute a waiver of Blackmores' right/s to do so.

Interpretation

The headings in this Policy are for reference only and are not intended to limit the meaning or application of the matters stated under the headings.

Amendment

This Policy may be amended or replaced from time to time. The latest version of this Policy can be found on the company intranet or obtained from your Human Resources Manager.

Blackmores Limited
Australia's Leading Natural Health Company

ACN 009 713 437

20 Jubilee Avenue
Warriewood NSW 2102, Australia
Phone: +61 2 9910 5000
Fax: + 61 2 9910 5555

blackmores.com.au