



Anti-Bribery and Corruption Policy

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1. Introduction

1.1 Policy Statement

Monash IVF Group representatives must act within the law and not engage in corrupt practices or acts of bribery.

Corrupt acts expose Monash IVF Group, its employees and clinical partners to the risks of prosecution, fines and imprisonment, as well as endangering Monash IVF Group's reputation. Ethical conduct requires maintaining honesty and fairness in dealing with fellow Individuals. This document describes the standards of ethical conduct and behaviour required of all Individuals. Where these standards are not met, then appropriate disciplinary action may be taken.

Monash IVF Group will apply a zero-tolerance approach to acts of bribery and/or corruption by any Individual or third-party representative.

1.2 Scope

This policy applies to all directors of Monash IVF Group and Monash IVF Group's employees, (including full-time, part-time and casual employees, temporary and permanent employees, employees on leave and apprentices), clinical partners and all other people performing work for Monash IVF Group (including joint ventures, labour hire individuals, work experience students and volunteers), who are collectively referred to as "Individuals".

2. Responsibilities for all Individuals

2.1 Definitions

"Bribery" is the offer, promise, giving, demanding or acceptance of an advantage as an inducement for an action that is illegal, unethical or a breach of trust.

"Corruption" is the misuse of public office or power for private gain, or the misuse of entrusted power for private gain.

2.2 Responsibilities

Acts of bribery or corruption are designed to influence the Individual in the performance of their duty and incline them to act dishonestly. The person being bribed is generally someone who will be able to obtain, retain or direct business.

Individuals must not give, offer, promise, accept, request or authorise a bribe whether directly or indirectly, on behalf of, or for the benefit of, Monash IVF Group.

Individuals must not accept any payment of commission or any other gratuity in return for any favour or favourable treatment by any client. Any gift received over the value of \$250 must be approved the CEO and / or Char of the Board.

Offering a bribe to a government official and the receipt of a bribe by a government official is prohibited under Australian law and the laws of most countries. Australia is a signatory to the OECD Convention Combating Bribery of Foreign Public Officials in International Business Transactions and has enacted legislation prohibiting the offering of anything of value to foreign public officials which enables it to prosecute its citizens and corporations for the bribery of public officials in other countries.

A contravention of anti-bribery legislation has serious consequences, such as imprisonment or fines.

Bribes can take many different forms, but typically involve corrupt intent. There will usually be a quid pro quo-both parties will benefit. A bribe could be:

- a) the direct or indirect promise, offering or authorisation of anything of value (for example, cash payments, gifts, travel, hospitality, reimbursement of expenses);
- b) the offer or receipt of any kickback, loan, fee reward or other advantage; or the giving of aid, donations or voting designed to exert improper influence (for example, political contribution, charitable contributions or social benefits).

Other than in the course of ordinary business, you should not make any payments or payments in kind (gifts, favours, etc.) to influence individuals to award business opportunities to the Company or make business decisions in the Company's favour.

3. Prevention of Bribery and Corruption

3.1 Risk Assessment

Effective risk assessment lies at the very core of the success or failure of this policy. Risk identification pinpoints the specific areas in which Monash IVF Group faces bribery and corruption risks, and allows Monash IVF Group to better evaluate and mitigate these risks, and thereby protect itself.

3.2 Accurate Books and Record-Keeping

Monash IVF Group books and records must be transparent and correctly record both the amount and a written description of any transaction within its business unit as well as for all third-party representatives working on Monash IVF Group's behalf. False, misleading or inaccurate records of any kind could potentially damage Monash IVF Group.

3.3 Effective monitoring and Internal Control

If bribery and corruption risks are identified in the risk assessment, an effective system of internal control and monitoring of Monash IVF Group's transactions must be introduced to mitigate these risks on an ongoing basis. Responsible officers will report to the Board on annual basis on any matters identified as Risks and controls.

4. Reporting

All Individuals have a responsibility to help detect, prevent and report instances of bribery, suspicious activity or wrongdoing. Monash IVF Group is committed to providing a confidential system for reporting any suspicious activity.

If you are concerned that a corrupt act of some kind is being considered or carried out, within Monash IVF Group, employees can report to:

- a) Their immediate General / Regional Manager; or
 - b) if the Employee feels unable to raise the Reportable Conduct with their General / Regional Manager,
 - c) The Whistle blower Protection Officer as listed in the Whistle blower Policy.
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5. Honesty and Integrity

Individuals must act with integrity and honesty in all internal and external dealings. Dishonest, misleading, and deceptive or fraudulent behaviour or conduct is not tolerated. Misuse of Monash IVF Group's assets for personal gain or financial advantage is not tolerated. Any Individual who deliberately chooses to ignore or cover up the improper conduct of any other person may be considered to have assisted in committing an offence and may result in the taking of disciplinary action, up to and including termination (including summary termination).

6. Breach of policy

A breach of this policy may result in disciplinary action against an Individual, which may include the termination of employment or engagement either with notice or summarily. In the context of conduct expected by Monash IVF of its employees, it is equally wrong to request, compel, permit or assist another Individual to breach this policy and such

conduct may also result in disciplinary action, which may include the termination of employment or engagement with Monash IVF Group.

Material breaches of this Policy must be escalated immediately to the Chair of the Board.

7. Contract and variation

This policy does not impose any contractual obligations on Monash IVF Group. This policy does not form any part of an employee's contract of employment or the terms or conditions of an employee's employment. Monash IVF Group may, from time to time, amend, revoke or vary this policy in its absolute discretion.

7.1 Amendment of policy

This Anti-Bribery & Corruption Policy can only be amended with the approval of the Board.

7.2 Adoption of Policy and Board review

This Anti-Bribery & Corruption was adopted by the Board on 29 January 2021 and takes effect from that date and replaces any previous policy in this regard. The Board will review this Anti-Bribery policy periodically at its discretion. The Company Secretary will communicate any amendments to employees and doctors as appropriate.

7.3 Contact Point

If you have any questions about this policy, please contact Peggy North, Chief People & Culture Office.