

## 1. PURPOSE

Sky Network Television Ltd (**Sky**) is committed to conducting business with honesty and integrity and ensuring high ethical standards are demonstrated in our actions and business relationships. To help achieve this, Sky takes a zero-tolerance approach to bribery and corruption.

The purpose of this Anti-Bribery and Corruption Policy is to set the minimum standards of conduct expected for Sky to ensure that it complies with all relevant anti-bribery and corruption legislation in all jurisdictions in which it operates or has dealings. This policy forms part of Sky's risk management framework.

## 2. SCOPE

This policy applies to all directors (together, the **Board**), employees, contractors and consultants or any other person who represents Sky or is engaged to carry out work for Sky and its subsidiaries, including partners and suppliers.

This policy extends beyond Sky's responsibility to comply with bribery and corruption laws globally, to ensure that any third parties we engage to act on our behalf do the same.

This policy has been developed to align with Sky's values and should be read in conjunction with the Code of Ethics and the Protected Disclosures Policy.

## 3. KEY PRINCIPLES

- Sky takes a zero-tolerance approach and prohibits all forms of bribery and corruption. This prohibition applies to dealings with private and public businesses and individuals, as well as public officials.
- All business activities must be conducted with honesty and integrity, and in compliance with anti-bribery and corruption laws.
- The giving, receiving, accepting, offering or promising of a bribe or facilitation payment, either directly or indirectly, is expressly prohibited.
- Engaging in or facilitating corruption or corrupt practices is expressly prohibited.
- The payment of secret commissions to those acting in an agency or fiduciary capacity is expressly prohibited.
- Participating in procurement decisions which involve counterparties with whom there is a conflict of interest is expressly prohibited.
- Gifts, entertainment, sponsored travel and donations (charitable or otherwise) must not be provided or accepted in circumstances which could be interpreted as creating an obligation, or where an employee's impartiality could be affected or be perceived to influence a business decision, including during any periods of contract negotiations. The Code of Ethics provides further details as to the receipt of gifts and entertainment.
- Unless approved by the Board political donations are prohibited. Attendance at any political fundraising event must be approved by the Chief Executive Officer.
- Training and awareness about our zero tolerance for bribery and corruption is undertaken across Sky.
- Sky management is committed to promoting a culture of compliance with our zero-tolerance policy.
- Business activities must be transparent, and sufficiently documented.
- Sky has a Protected Disclosures Policy which outlines the process for reporting suspected wrongdoing.
- Appropriate due diligence must be conducted, documented, and communicated with those who we do business with, in order to satisfy Sky that the third-party agent understands and will comply with this policy.
- It is expected non-wholly owned subsidiaries and applicable joint venture/alliances will adapt their rules and guidelines as much as possible to be consistent with this policy.

## 4. WHAT IS BRIBERY AND CORRUPTION?

**Bribery** is the offering, promising, giving, accepting or soliciting anything of value in order to improperly influence a person's actions or decisions to gain or retain a business benefit or personal advantage.

**Corruption** is the abuse or misuse of entrusted power or office, whether in the public or private sector, for private gain. Examples include money laundering, embezzlement, secret commissions, falsification of records and corruption of justice.

Bribery and corruption can take many forms, including the provision or acceptance of cash payments, **facilitation payments, kickbacks**, political donations, charitable donations, social benefits, gifts, koha, travel, hospitality/entertainment and rebates or reimbursements.

**Facilitation payments** are typically small, unofficial payments made to secure or expedite a routine government action by a government official, such as payments relating to the issue of a permit or licence, or the provision of utility services. Regardless of whether legal or not in a country, whether they are a "way of doing business" in a country, and even if nominal in amount, facilitation payments are prohibited under this policy.

A **kickback** is a payment for awarding business given to a person in a position of power or influence for having assisted the supplier in relation to the awarding of the business.

## 5. COMMUNICATION, TRAINING AND IMPLEMENTATION

Sky will provide training to employees on this policy as part of the employee induction program. Training sessions will also be provided when there is a material change to the policy.

The Chief Executive Officer and Sky management are responsible for ensuring that the minimum standards contained in this policy are communicated and embedded operationally Sky, as applicable.

Sky management are responsible for implementing any additional policies, processes or guidelines that they consider appropriate to ensure the minimum standards in this policy are met given the nature and type of transactions undertaken by their division.

Employees are responsible for understanding and complying with the minimum standards in this policy, including:

- attending and participating in relevant training sessions;
- locating and reading policy communications that are issued;
- promptly reporting suspected or actual incidences of bribery, corruption or facilitation payments using the process for reporting suspected wrongdoing outlined in the Protected Disclosures Policy; and
- co-operating fully and assisting with any investigation.

## 6. COMPLIANCE

Compliance with this policy is required at all times. Failure to comply with the anti-bribery and corruption standards set out in this policy exposes Sky to significant legal and regulatory action, reputational damage and financial loss (including serious criminal and civil penalties). Those who are involved in or have facilitated bribery and/or corruption activities or failed to take reasonable steps to prevent and/or report those activities, could face personal criminal action, civil action and/or dismissal.

Breaches of this policy must be reported to the Chief Executive Officer.

The Board will be informed of any material incidents of bribery or corruption.

## 7. REVIEW

The Board will review this policy annually or more frequently if there is a change to the anti-bribery and corruption obligations or if there are other requirements that impact the risk management framework. This policy was reviewed and approved by the Board on 22 August 2023.