Anti-Bribery Policy

nib holdings limited ABN 51 125 633 856 and all related entities within the nib Group (“the nib Group”) or (“nib”).

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1. Scope

The Board of Directors of nib holdings limited (the Board) has adopted this Anti-Bribery Policy. The Anti-Bribery Policy applies to all directors, the senior executive team, officers and employees, contractors and consultants of all entities within the nib Group ("**Employees**"). This policy applies to related entities within the nib Group, as applicable and subject to the entity complying with its regulatory and licensing obligations. nib Group related entities may adopt business specific policies to support compliance with applicable regulatory obligations.

2. Policy Statement

nib is committed to being a strong and ethical competitor in both the local and global market. nib has zero appetite for, and maintains a zero-tolerance approach to bribery, corruption and any form of unethical or unfair business practices. This Policy has been established to prevent, detect and respond to bribery, corruption and inappropriate influence in all business dealings. Our commitment aligns with nib's Code of Conduct, Supplier Code of Conduct, Risk Appetite Statement, and our values, ensuring that all activities are conducted with the highest standards of fairness, honesty, and transparency. This Policy has been drafted in line with International Standard ISO 37001 – Anti-bribery management systems.

3. Leadership and commitment

The Board and Executive Management are responsible for setting the tone from the top, providing adequate resources and ensuring effective implementation of this Policy.

Under the guidance of the Chief Risk Officer (**CRO**), the Compliance & Governance team oversees compliance, monitoring, training and continuous improvement of nib's anti-bribery management system as outlined in this Policy and the Compliance Management Framework.

4. What is bribery

nib strictly prohibits any form of bribery or conduct that improperly influences, or seeks to influence any individual or entity in the public or private sector to act (or omit to act) in a manner inconsistent with the honest and proper performance of their role or function. This includes the payment of secret commissions to those acting in an agency or fiduciary capacity.

Generally, bribery means the act of offering, promising, accepting, providing or causing the offering or provision of a benefit that is not legitimately due to a person acting in an official or representative capacity for the purpose of obtaining or retaining business or a commercial advantage. A bribe can be financial or non-financial.

A bribe may take many forms, including but not limited to:

- a direct or indirect promise, offering of or authorisation of anything of value;
- an offer of a kickback, loan, fee, reward or other advantage;
- the payment of any travel or travel-related expenses to a government official or business partner;

- gifts, entertainment or charitable contributions to a business partner on behalf of or that could benefit a government official or his or her relative;
- payment of fees to a government official who provides services as a speaker, consultant or advisor;
- payment to a government official or employee, or other intermediary to facilitate or accelerate the performance of a routine non-discretionary government action;
- payment of secret or undisclosed commissions or other gift or consideration; or
- facilitation or 'grease' payments intended to expedite routine, non-discretionary government actions (which are illegal under the UK Bribery Act and strongly discouraged under Australian Law).

Acts of bribery are designed to improperly influence individuals to act dishonestly or in breach of their duty or position of trust, and are inconsistent with nib's commitment to lawful, transparent and ethical behaviour.

4.1. Bribery Laws and Enforcement

Bribery is a serious criminal offence under both Australian and international laws. Penalties can be severe for both nib and individual Employees including substantial fines, imprisonment, loss of regulatory licences and disqualification from managing corporations. Accusations of bribery can also lead to serious reputational damage to nib and undermine stakeholder confidence.

Acts of bribery may expose nib, and all related individuals and entities outlined in Section 1 of this Policy to prosecution both in Australia and in other jurisdictions as many countries assert extraterritorial reach over bribery and corruption offences.

Most jurisdictions have laws prohibiting the making of offers, payments or gift giving which are designed to exert improper influence on the beneficiary. In Australia, the *Criminal Code Act 1995* criminalises the bribery of Commonwealth public officials. Bribery is also prohibited in each Australian state and territory. In New Zealand, the *Crimes Act 1961* and the *Secret Commissions Act 1910* regulate the law around bribery. There is also legislation in many countries, including the United States (the *Foreign Corrupt Practices Act* and *Anti-Kickback Statute)*, Ireland (the *Criminal Justice (Corruption Offences) Act 2018*) and the United Kingdom (the *Bribery Act 2010*) that prohibits bribery.

A breach or suspected breach of applicable laws will be regarded by nib as serious misconduct and will be managed in accordance with nib's Performance Management & Discipline Policy. A substantiated breach of this Policy may result in disciplinary action up to and including termination of employment, and may also be reported to relevant authorities, including law enforcement authorities.

5. Gifts, Entertainment, Benefits and Hospitality

nib recognises that the exchange of modest gifts, entertainment, benefits or hospitality can be a legitimate part of building a business relationship. However, such exchanges must never improperly influence, or appear to influence, the outcome of any business decision or create a conflict of interest.

All Employees, directors, contractors and representatives must exercise sound judgement and uphold the highest standards of integrity, transparency and accountability when giving or receiving any gift, entertainment, benefit or hospitality.

5.1. What is a gift?

A “gift, entertainment, benefit or hospitality” includes any item, service, favour, discount, loan, travel, accommodation, entertainment, meal, event ticket, voucher, or other thing of value, offered or received in connection with nib’s business activities.

5.2. Prohibition and Principles

nib strictly prohibits the giving or receiving of gifts, entertainment, benefits, or hospitality that could be perceived as a bribe, inducement, or reward for preferential treatment.

Any offer that could reasonably be seen to influence or compromise the integrity of a business decision must be declined.

Gifts and hospitality must be:

- Modest, infrequent, transparent, and culturally appropriate;
- Permitted by law and the recipient’s policies; and
- Proportionate to legitimate business purposes.

Cash or cash equivalents (including gift cards or vouchers) must never be offered or accepted.

Travel or accommodation should not be offered or accepted unless pre-approved and directly related to a legitimate business event or engagement.

5.3. Gifts Register and Approval Process

Any gift, entertainment, benefit, or hospitality over AUD/NZD $200 (or equivalent) must be declared, assessed, and recorded in the nib Gift Register prior to acceptance or offering.

If in doubt, ask your manager, business unit head or the CRO.

Gifts and hospitality registers will be periodically reviewed by Compliance & Governance to monitor trends, ensure proportionality, and detect potential conflicts of interest.

5.4. Transparency and Accountability

Employees must consult their manager, business unit head, Compliance & Governance team or CRO whenever they are uncertain about the appropriateness of a gift or offer.

The giving or receiving of any item that could reasonably be perceived as an attempt to gain an improper advantage must be refused and reported immediately in line with nib’s Incident Management Procedure.

Failure to disclose or improper acceptance of gifts may constitute misconduct and lead to disciplinary action in accordance with the Performance Management Disciple Policy and Procedure.

5.5. Exclusions

This Policy does not apply to:

- Promotional gifts or prizes offered to policyholders as part of approved marketing or customer campaigns; or
- Employee rewards or recognition programs formally approved by the Company

6. Donations

The Board of nib holdings limited has delegated authority to the Managing Director & Group Chief Executive Officer to make political donations within the authority approved by the Board. The Board of nib nz limited (**nib nz**) has delegated authority to the nib nz Chief Executive Officer to make political donations within the authority approved by the nib nz Board. No employee, other than the Managing Director & Group Chief Executive Officer or nib nz Chief Executive Officer, is authorised to make a political donation on behalf of nib.

All charitable donations and sponsorships must be made in accordance with local laws and the delegations of authority.

7. Bribery risk assessment

nib recognises that exposure to bribery and corruption risk varies across business activities, jurisdictions, and relationships. To manage this risk effectively, nib undertakes periodic bribery and corruption risk assessments as part of its broader Risk Management Framework in accordance with APRA Prudential Standard CPS 220 and relevant ASIC expectations.

Risk assessments should consider:

- The nature and complexity of nib's operations and markets (including offshore jurisdictions);
- Interactions with third parties, including partners, intermediaries, brokers, consultants, and government officials;
- Business functions that involve procurement, sales, claims handling, underwriting, reinsurance, or sponsorship;
- Use of agents or introducers who act on behalf of nib;
- Gifts, hospitality, donations, and entertainment activities; and
- Regulatory and enforcement developments in relevant jurisdictions.

The bribery risk assessment process supports nib's commitment to continuous improvement and helps ensure that bribery and corruption risks are identified, monitored, and effectively controlled in alignment with nib's overall governance, risk and compliance frameworks.

8. Due diligence

nib applies a risk-based due diligence process to identify, assess, and manage bribery and corruption risks associated with employees, business partners, and third parties prior to engagement and where appropriate, throughout the relationship.

Where a bribery risk assessment determines that the level of risk is greater than low, nib must conduct appropriate due diligence before entering, renewing, or materially changing any engagement or contractual relationship.

Due diligence aims to confirm the integrity, ethical standing, and compliance history of partners and/or individuals. The scope and depth of the assessment are dependent on the level of risk and the nature of the relationship.

Due diligence may include:

- Verification of legal ownership, beneficial control, and corporate structure;
- Sanctions, watchlist, and adverse media screening;
- Identification of potential or actual conflicts of interest;
- Assessment of reputation, past conduct, and prior compliance history (including criminal, regulatory, or civil actions);
- Review of anti-bribery and corruption controls within the third party's organisation; and/or
- Assessment of any use of intermediaries, consultants, or subcontractors.

For higher-risk relationships, enhanced due diligence may be required.

Due diligence must be:

- Documented, retained, and reviewed in accordance with this Policy, the Information Retention Policy and Compliance Management Framework; and
- Reassessed periodically or where there is a change in ownership, scope, jurisdiction, or risk profile.

9. Financial and non-financial controls

All payments, invoices, and transactions must be actioned in line with the Accounts Payable Policy, Procurement Policy, or relevant business unit process (for example, claims or policy refunds). They must be:

- Accurately recorded;
- Properly authorised and supported by documentation; and
- Subject to delegations of authority, segregation of duties and independent review.

Off-the-books accounts or falsified records are strictly prohibited.

10. Record keeping

All relevant documents including risk assessments, due diligence records, approvals, registers, and any applicable investigation outcomes must be accurate, complete, and retained for the relevant statutory period as outlined in the Information Retention Policy.

11. How to raise a concern

The nib Group encourages open communication and relies on its Employees to help maintain and grow its culture of honest and ethical behaviour.

All Employees are responsible for adhering to this policy and to help prevent and report instances of bribery and other suspicious activities. It is expected Employees who become aware of known, suspected or potential causes of bribery or other suspicious activities will report such instances.

Where an Employee suspects an instance of bribery or any other suspicious activity, the matter must be reported through nib's internal incident reporting process in line with the Incident Management Procedure or where anonymity is preferred, the Whistleblower reporting service. Please refer to nib's Whistleblower Policy, or the Whistleblower Insite page, for further details.

Reports will be investigated fairly and confidentially, and no person will suffer retaliation for raising a genuine concern in good faith.

12. Reporting

The Board of nib holdings limited will be informed of any reported incidents involving bribery or corruption.

As per section 4.1, nib may also report any serious misconduct to relevant authorities, including law enforcement authorities.

13. Training and awareness

Mandatory anti-bribery training is provided to all relevant employees and contractors as part of the onboarding process and periodically thereafter. Further information is provided to Employees via nib's compliance training program and related policies such as nib's Code of Conduct and Supplier Code of Conduct.

This Policy is communicated to all employees and is also available on nib's website.

14. Further Information

If you require further information, assistance, or are uncertain about the application of this Policy or the law, contact the Chief Risk Officer (CRO).

15. Related documents

Please refer to the Policy Centre for all below listed Policies and Procedures.

- Risk Management Strategy
- Risk Appetite Statement
- Risk and Control Self-Assessment Policy
- Anti-Money Laundering Policy
- Compliance Management Framework
- Conflict of Interest Policy
- Incident Management Procedure
- Whistleblower Policy
- Performance Management Disciple Policy
- Performance Management Disciple Procedure
- Code of Conduct
- Supplier Code of Conduct
- Information Retention Policy
- Delegations of Authority
- Accounts Payable Policy
- Procurement Policy

- Anti-Bribery & Corruption (ABC) Policy (incl. Gift Policy) Ireland

16. Review of the policy

This policy will be reviewed every two years to ensure it is operating effectively, and remains consistent with relevant legislative requirements, as well as the changing nature of the organisation.

Policy Owner:	Chief Risk Officer
Approved By:	The Boards of nib holdings limited and nib health funds limited
Last Updated:	2 December 2025