Anti-Bribery & Corruption Policy

Effective Date: 19/12/2025
Last Review Date: 12/09/2025

Insignia® Financial

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1. Overview

1.1 Purpose and Objectives

This Anti-Bribery and Corruption Policy (AB&C Policy or the Policy) establishes mandatory requirements to ensure the IFL Group complies with all applicable legal and regulatory obligations related to bribery and corruption. It enables the Group to actively prevent, detect and respond to bribery and corruption risks across all jurisdictions in which it operates.

By setting a zero-appetite stance on bribery and corruption, the AB&C Policy forms the foundation for a robust framework that safeguards the Group's integrity and ethical conduct.

1.2 Policy Framework

The AB&C Policy operates within a broader governance framework designed to uphold the Group's ethical standards and legal compliance. This framework ensures a coordinated approach to identifying, managing and mitigating bribery and corruption risks.

Together with the policies set out in section 5.2, the AB&C Policy forms a cohesive framework that supports the Group's zero-appetite stance on bribery and corruption. They provide the necessary controls, guidance and accountability mechanisms to uphold compliance and foster a culture of transparency and ethical conduct.

1.3 Scope and Application

This Policy applies to the IFL Group (thereafter "Group") and all employees, including casual, temporary and contracted employees, as well as executives and non-executive directors, any independent Board committee members, company officers, Responsible Persons (where applicable), Responsible Managers (where applicable), and any third parties acting on behalf of the Group including authorised representatives (together, Our People).

2 Policy Requirements

The AB&C Policy is based on the following principles:

- The Group upholds a zero-appetite approach to bribery and corruption in any form.
- The Group complies with all applicable Anti-Bribery and Corruption (AB&C) legal and regulatory obligations in every jurisdiction it operates.
- The Group recognises that bribery and corruption are serious offences with significant legal and reputational consequences.
- Senior management is committed to fostering a culture of integrity and accountability.

2.1 Zero Appetite Policy

The Group has zero appetite toward bribery and corruption.

Our People acting for and on behalf of IFL are prohibited from:

- Offering, giving, soliciting or receiving bribes or facilitation payments;
- Engaging in corrupt conduct, whether directly or indirectly, including through third parties;
- Any activity that may be perceived as an attempt to improperly influence a decision or gain an unfair advantage; and
- Making political donations including in the form of cash/money on behalf of the Group.

To uphold this commitment:

- All business dealings must be **transparent, properly documented** and conducted with integrity.
- Our People must **report any suspected or actual breaches** of this Policy through the appropriate channels, including the Group's Whistleblower Protection mechanisms.
- The Group will **investigate all allegations** of bribery and corruption and take disciplinary or legal action where appropriate.
- **No exceptions or exemptions** will be made under any circumstances, even if refusing to engage in bribery results in the loss of business opportunities.

This zero-appetite stance reflects the Group's commitment to ethical conduct, compliance with applicable laws and the protection of our reputation and stakeholders.

2.2 Anti-Bribery & Corruption Risk Assessment

The Group will conduct a comprehensive, enterprise-wide bribery and corruption risk assessment **at least once every three years**, or more frequently if significant changes occur in the business, regulatory environment, or risk profile. This assessment will systematically identify, evaluate and prioritise bribery and corruption risks across all operations, jurisdictions and business relationships. It will focus on high-risk areas, consider both internal and external risk factors, and inform the design and effectiveness of the Group's anti-bribery controls. The outcomes of each assessment will be documented, reviewed by senior management, and used to continuously improve the Group's anti-bribery and corruption framework.

2.3 Due Diligence

2.3.1 Employees

The Group must identify and manage bribery and corruption risks associated with all prospective and current employees (inclusive of directors and contingent workers). To uphold this commitment, the Group will conduct due diligence screening:

- **Prior to employment** commencement, to verify identity, integrity, and suitability for the role; and
- **On an ongoing basis**, where required under the AML/CTF Program or where risk triggers arise.

Screening must align with the Group's Employee Due Diligence procedures and include checks for criminal history, conflicts of interest, and other relevant risk indicators. The Group will not engage or retain individuals where there is credible evidence of involvement in bribery, corruption, or other serious misconduct.

Additionally, the Group must not offer or provide employment opportunities, whether paid or unpaid, permanent or temporary, as an inducement to any individual to act improperly or to obtain or retain a business advantage. Our People are expected to act with integrity and in accordance with the Group's Code of Conduct and Anti-Bribery and Corruption obligations.

2.3.2 Third Parties

The Group must know who we are doing business with and who is acting on our behalf. Third parties include any individual or entity such as suppliers, service providers, distributors, advisers, government bodies, and business partners in joint ventures or acquisitions engaged in commercial or contractual relationships with the Group.

To manage bribery and corruption risks associated with third parties, the Group will:

- **Assess and document AB&C risk** for all prospective and existing third parties using a risk-based approach;
- **Conduct appropriate due diligence** prior to engagement and on an ongoing basis to identify any changes that may affect AB&C risk;
- **Maintain accurate records** of third-party assessments and engagements, including the nature of the relationship, scope of services provided, duration of engagement, and any associated compliance or risk management activities;
- **Ensure contracts contain enforceable AB&C clauses**, including rights to audit, termination for breach, and obligations to comply with relevant laws and Group policies; and
- **Avoid engaging third parties** where there is credible evidence of unethical conduct or elevated AB&C risk that cannot be mitigated.

All third-party relationships must reflect the Group's zero-appetite stance on bribery and corruption and support our commitment to ethical and transparent business practices.

2.3.3 Record Keeping

The Group promotes transparency and mitigates bribery and corruption risks through a suite of integrated policies and standards.

The requirements under these documents are designed to ensure ethical conduct, prevent improper influence, and maintain the integrity of our operations. The Group maintains accurate and secure records of both financial and non-financial activities, safeguarding them against misuse or loss of integrity.

2.4 "Speaking up" and Reporting

The Group encourages a culture of openness, integrity and accountability. We are committed to ensuring that all employees, contractors and third parties feel safe and supported to speak up about any concerns related to actual or suspected bribery, corruption, or other forms of misconduct.

Anyone who becomes aware of conduct that may breach this Policy is expected to report it. Speaking up is a vital part of protecting our people, our business and our reputation. Everyone at IFL has a role to play in upholding our values and ensuring we operate with integrity.

Reporting Bribery and Corruption at IFL: Available Channels	
People Leaders	Directly to your people leader, senior management or executive
See it, Say it Form	Lodge any concerns with the IFL Speak Up Office. You can choose to be anonymous through this channel. Form available on HQ.
Financial Crime Compliance	Group AB&C Officer (GM Financial Crime)
External whistleblower Service	Telephone (7am – midnight AEST, Business Days) [redacted] Online Portal (24/7) [redacted]

2.5 Training and Awareness

The Group is committed to equipping employees with the knowledge and tools necessary to identify, prevent, and respond to bribery and corruption risks. All employees must complete an annual Anti-Bribery and Corruption awareness training, which forms part of the annual mandatory learning approach.

The Financial Crime team is responsible for developing, maintaining and delivering AB&C training content via the Group's electronic learning platform. Business units should consider whether further training is also required due to elevated risk exposure. Development of tailored training must be done in consultation with the Financial Crime team.

3 Roles and Responsibilities

Role	Responsibilities
Board	• The Daintree TopCo Pty Ltd Board and the Board of each subsidiary in the Group are responsible for reviewing and approving the Policy, in accordance with section 2: Policy Requirements, as outlined in the Policy and Document Governance Policy.
Chief Risk Officer	• Report to the Chief Executive Officer, Group Audit, Risk & Compliance Committee and the Daintree TopCo Pty Ltd Board and the Board of each subsidiary on any breaches or material issues regarding AB&C matters.
Group AB&C Officer (GM – Financial Crime)	**As the Policy Owner, responsible for:** **Framework Implementation & Oversight** • Lead the design and execution of the Group's AB&C Policy ensuring alignment with the Group AB&C Policy and Standard. **Culture of Compliance** • Actively promote a culture of integrity and compliance by regularly communicating the Group's commitment to preventing bribery and corruption. **Advisory & Guidance** • Provide expert advice and practical guidance on AB&C controls, frameworks and emerging issues to relevant stakeholders across the Group. **Policy & Standards Compliance** • Ensure that AB&C systems and practices within the Business Units comply with the principles outlined in the Group AB&C Policy. **Reporting & Escalation** • Promptly report and escalate AB&C-related matters to appropriate stakeholders, including the Chief Risk Officer, and governance bodies such as the Management Forums, Boards and Committees (as relevant). **Review & Continuous Improvement** • Facilitate the periodic review and update of the AB&C Policy, in collaboration with relevant stakeholders, to reflect evolving risks and regulatory expectations.
Business Unit – Executives	• Ongoing oversight regarding bribery and corruption risks as they affect the relevant business unit accountabilities and ensuring implementation and compliance with principles set out in this Policy.
Business Unit – People Leaders	**Employee Support & Empowerment** • Provide ongoing support to employees to help them understand and meet the requirements of the Group's AB&C Policy. **Escalation of Concerns** • Promptly escalate any AB&C-related concerns to Financial Crime and/or Speak Up Office, as appropriate.

	Reporting Allegations • Immediately escalate all allegations of bribery or corruption raised by employees to the Speak Up Office or Financial Crime to ensure timely and appropriate handling.
Line 1	• Provide support to their respective Business Unit to implement and embed the Policy requirements. • Provide support for implementation and embedment of the Policy through appropriate changes to accountabilities, processes, systems, monitoring and controls.
Our People	• Understand and recognise their individual responsibilities and obligations with regard to managing bribery and corruption in accordance with the Policy and Framework. • Complete the required mandatory training to ensure they have a sound awareness and understanding of this Policy. • Identify and report any AB&C concerns to their People Leader.
Member Office	• Consult on and review any changes to this Policy, specifically to ensure the RSELs' fiduciary obligations are complied with, specifically Members Best Financial Interests and Member Outcomes and any other regulatory and legislative obligations are appropriately considered. • Endorse any Non-material changes to this Policy • Consult on applicable exceptions or exemptions.
Office of the Responsible Entity (ORE)	• Consult on and review changes to documents relevant to the REs, to ensure appropriate consideration is given to the fiduciary obligations. • Endorse any Non-material changes to this Policy. • Consult on applicable exceptions or exemptions.
Risk management – Line 2	• Consult on, review, approve and oversee changes to Policy from a risk, governance and/or a domain expertise perspective as relevant. • Provide support for implementation and embedment of the Policy through appropriate changes to accountabilities, processes, systems, monitoring and controls. • Provide reporting on Policy requirements as appropriate to Management Forums.
Policy Governance Team	• Oversight of the requirements of the AB&C Policy and other documents and provision of appropriate tools, guidance, insight, and reporting.
Internal Audit/3LoA	• Conduct an audit of documents in accordance with an approved audit plan for Other Entities and IFL, where required.

4 Policy Breaches

4.1 Consequences of Non-Compliance

Non-compliance with this Policy may result in disciplinary action in line with the Code of Conduct and Consequence Management Framework. A breach of this Policy may be a breach of legislation or regulatory obligation. All breaches will be managed in accordance with the Incidents and Breaches Standard.

5 Policy Management Information

5.1 Relevant Legislative and Regulatory Requirements

This Policy supports compliance with:

- Criminal Code Act 1995 – Division 70 & 141
- Combatting Foreign Bribery Act 2024
- Proceeds of Crime Act 2002
- Corporations Act 2001
- Income Tax Assessment Act 1997

5.2 Related documents

Related document	Explanation
Code of Conduct	Establishes the ethical principles and standards of behaviour expected of all employees, contractors, and representatives. It underpins the Group's commitment to integrity and lawful conduct.
Risk Management Policy and Strategy	Defines the Group's approach to risk identification, assessment, and mitigation, including bribery and corruption risks. It ensures these risks are integrated into the enterprise-wide Risk Management Framework.
Conflict Management Policy	Provides guidance on identifying and managing situations where personal interests could improperly influence professional decisions, helping to prevent corrupt practices.
Gifts and Entertainment Standard	Sets clear boundaries around the offering and acceptance of gifts, hospitality, and entertainment to prevent undue influence or the appearance of impropriety.
Group Whistleblower Policy	Encourages the reporting of unethical or unlawful behaviour, including bribery and corruption, and ensures protection for individuals who raise concerns in good faith.

6 Appendices

6.1 Key Terms and Definitions

For the purposes of this Policy and related documents, the following definitions apply:

Term	Definition
Policy Template	Refers to approved template for the development of Policies.
AFS Licensee(s) or AFSL(s)	An Australian Financial Services Licensee that holds an Australian Financial Services licence issued by ASIC, which authorises AFS Licensees to: • provide financial product advice to clients; • deal in a financial product; • make a market for a financial product; • operate a registered scheme; • provide a custodial or depository service; or • provide traditional trustee company services.
Australian Prudential Regulatory Authority (APRA)	Independent statutory authority responsible for prudential supervision of financial institutions.
Australian Securities and Investments Commission (ASIC)	Australia's corporate, markets and financial services regulator.
Board	A board of directors of Daintree TopCo Pty Ltd or any entity controlled by or a Related Party of Daintree TopCo Pty Ltd or any of its subsidiaries, or any specific board or boards suggested by the context.
Business Units/ Functions/ entities	Reference to divisions, divisional areas, business line, region or entities within the Group.
Customer	A person to whom a designated service is provided, or is to be provided, by a reporting entity. This includes a Member of a superannuation fund.
Group	References to Daintree TopCo Pty Ltd (ABN 50 686 666 642) and its subsidiaries.
IFL or Insignia Financial	Daintree TopCo Pty Ltd (ABN 50 686 666 642) and its subsidiaries.
Insignia Super Trustee(s) or RSE Licensee(s) or RSEL(s)	A registrable superannuation entity (RSE) that holds a licence, granted by APRA, is a constitutional corporation, body corporate, or group of individual trustees. An RSE Licensee is an AFS Licensee. RSE Licensees within the Group include NULIS Nominees (Australia) Limited, IOOF Investment Management Limited, OnePath Custodians Pty Limited, and Oasis Fund Management Limited.
Licensee	AFS License and ACL Licence Holder.
Member	A member (including any beneficiary) of a Registerable Superannuation Entity.
Member Office (MO)	The MO advocates for members and supports the Registrable Superannuation Entity Licensees (RSELs) to discharge their fiduciary and regulatory obligations.

	The primary role of the Member Office on behalf of the RSELs is to challenge, oversee and monitor the service providers, provide guidance, and advocate for best outcomes for members, including members best financial interests.
Office of Responsible Entity (ORE)	The ORE assists and supports the Responsible Entities (**RE**)/ Service Operators of IDPS (**SO**) in ensuring they comply and fulfil their fiduciary and regulatory obligations in relation to operating the Schemes and IDPSs.
Other Entities	Reference to the collective entities comprising of the Registrable Superannuation Entity Licensees (**RSELs**), Responsible Entities (**REs**), IDPS Operators, Asset Management entities, Service Providers, Advice Licensees, and any other Australian Financial Services (**AFS**) **Licensee**.
Our People	Reference to the collective of all employees including casual, temporary, and contracted employees as well as executives and non-executive directors, any independent board committee members that are not directors and any third parties acting on behalf of the group.
Out of Cycle Review	A review that occurs outside of the review cycle, triggered by internal and/or external events such as updates to regulations, internal feedback or improvements identified by audits.
Policy Approver	The Policy Approver has final authority for approvals associated with the relevant document.
Policy Author/Contact	Policy Authors support Policy Owners in their responsibilities through coordination of the activities associated with the document governance lifecycle requirements.
Policy Owner	Policy Owners hold all responsibility for the development, maintenance and reporting requirements of their document through all stages of the document governance lifecycle.
Responsible Entity/ Entities (REs)	A responsible entity, being the company named in ASIC's record of the scheme's registration as the responsible entity of the investment scheme in accordance with s601EB of the Corporations Act. An RE is an AFS Licensee.
Review Cycle	The review cycle requires document owners to review documents on a minimum 3-yearly cycle (or triennial), also referred to as 'Scheduled Reviews'.
Registrable Superannuation Entity(s) or RSE(s) or Super Fund(s)	A registrable superannuation entity, which is a regulated superannuation fund or an approved deposit fund or a pooled superannuation trust but does not include a self-managed superannuation fund.
Service Providers	An institution/vendor providing outsourced services to any one entity of the Group. The outsourced service provider may be a Related Party or a third party. Outsourced services may include services such as, IT service, custodial service, superannuation administration services, etc.
Three Lines of Accountability (3LoA)	The governance model applied by the Group in governing risk management activities across the Group.