

# ANTI-BRIBERY & CORRUPTION POLICY:

Doing business the right way

**Coca-Cola Amatil**  
November 2017

## **Policy**

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Approval Date  
Approved By  
Owner  
Version  
Amendments

## **ANTI-BRIBERY & CORRUPTION POLICY**

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4 December 2017  
Board  
Group Managing Director  
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**CCA**  
**COCA-COLA**  
**AMATIL**

# ZERO TOLERANCE FOR BRIBERY & CORRUPTION

At Coca-Cola Amatil our Code of Conduct sets out the behaviours and work practices that we expect from our directors, commissioners, officers, employees, agents, contractors and any other party working with or for us, or on our behalf (our **People**), wherever they are in the world. Our People must always act fairly, honestly, with integrity and in compliance with the law. We are committed to doing business the right way.

**Integral to this is Coca-Cola Amatil's zero tolerance for any bribery or corruption in our business dealings and operations.**

This Anti-Bribery & Corruption Policy (**Policy**) applies at all times and in all countries we do business in, through and with, regardless of whether that country has anti-bribery or corruption laws that are less prescriptive (or non-existent) than this Policy.

A breach of this Policy, even if inadvertent, is bad for business, and will not be tolerated. It may also be against the law. If you are in any doubt about whether something may contravene this Policy, please consult your Legal Team.

## 1 BRIBERY & CORRUPTION

Coca-Cola Amatil prohibits bribery of, and corrupt practices with, domestic and foreign government officials, and private sector / commercial parties – including the offering, receiving, promising, authorising or providing of kickbacks or anything of value to any customer, business partner, vendor or other third party, to induce or reward the improper performance of an activity connected with our business (**Improper Benefit**).

An Improper Benefit is anything of any value that is not legitimately due to a party. "Anything of value" includes cash, gifts, meals, entertainment, property, equipment, business opportunities, Coca-Cola Amatil's products, offers of employment, awarding of contracts and more.

## 2 GIFTS & ENTERTAINMENT

The giving and receiving of gifts or entertainment is common in business, and generally not unlawful. However, doing so may constitute, or may appear to constitute, a bribe if it is done, or appears to have been done, with the intention of obtaining or retaining business, or any improper commercial or other advantage.

Coca-Cola Amatil prohibits our People from both offering or giving, and inviting or receiving, any gift or entertainment that is a bribe or Improper Benefit, either personally or for Coca-Cola Amatil. The receipt of any gift or entertainment must comply with this Policy, and our Policy on Receipt of Gifts & Entertainment from Third Parties which includes being entered and approved in our Gift Register.

If a gift or entertainment is proposed to be given to or received from a public or government official, you must also comply with our Group Executive Approval & Process Framework (GEAPF), which includes a requirement for prior written approval from the Group General Counsel. In limited cases, the Group General Counsel may elect to issue a "blanket approval" for certain routine, recurring interactions, with government officials (for example, providing free product or meals incidental to an official's visit to one of our facilities) rather than requiring their prior review and approval on each occasion.

If, in exceptional circumstances, it is not possible to decline receiving a gift or entertainment that would breach this Policy (for example, as it would cause serious offence due to cultural sensitivities in a particular country), you may accept the gift or entertainment but must immediately report it to the Group General Counsel.

Any political contributions must adhere to the requirements in the Code of Conduct.

## 3 FACILITATION PAYMENTS

Facilitation payments are typically small unofficial payments or commissions requested by, offered to, or made to a public or government official that serve as an incentive for that official to complete a routine action or process (e.g. processing papers, issuing permits etc) that is non-discretionary in nature (i.e. actions the official is already meant to perform). It is intended to smooth the progress or expedite the timing of the action, not necessarily the outcome.

Facilitation payments can be in the form of monetary payments, or other benefits or inducements.

Although small unofficial payments to government officials may be considered customary or even legal in some countries that Coca-Cola Amatil does business in, or our People travel to/from, Coca-Cola Amatil:

- prohibits offering or giving facilitation payments or Improper Benefits to public and government officials, anywhere for any reason;
- requires our People to be mindful when they are making any payments or arrangements – i.e. consider whether the amount requested is proportionate to the goods or services provided, and always ask for a receipt which details the reason for the payment and an itemisation of each cost.

The health, safety and liberty of our People is paramount at Coca-Cola Amatil. If a facilitation payment is demanded and you believe that there is an immediate threat to your health, safety or liberty, and you provide anything of value to protect yourself, you must as soon as you are safe report all details of the incident and benefit to your manager and the Group General Counsel. If the threat is not immediate, consult with your manager and /or the Group General Counsel prior to taking any action. This exception does not extend to threats of commercial harm, such as not being awarded a contract.

## 4 THIRD PARTIES & AGENCIES

If a third party is used to interact with any public or government official or department on behalf of Coca-Cola Amatil:

- due diligence must be conducted on the third party;
- the third party must agree that bribes and facilitation payments are prohibited and that Coca-Cola Amatil has a right to random audit, and this must be reflected in their contractual arrangements with Coca-Cola Amatil;
- you must obtain written documentation from them (including itemised invoices and any government issued receipts) that evidences that no bribe or facilitation payment has been made.

Unusually high commissions, fees or bonuses or other unusual payment terms or structures (such as paying through offshore companies) may be a 'Red Flag' indicating that bribes or facilitation payments are being paid. If you encounter any 'Red Flag' situation, you must report this to your manager or the Legal Team as soon as possible and before entering into or continuing with the relevant business relationship or transaction.

You are prohibited from entering, or continuing, a business relationship with a third party on behalf of Coca-Cola Amatil if we do not have confidence that they will behave in a manner consistent with this Policy.

## 5 RECORD KEEPING

At Coca-Cola Amatil, we require our People to ensure that our accounts and records are accurate, and fully reflective of all transactions (including any offer of, giving or accepting any benefit, payment etc). The following is prohibited:

- Numbered or secret accounts or undisclosed or unrecorded funds or assets;
- False or artificial entries in the books and records; and
- Transactions or payments on behalf of Coca-Cola Amatil with the intention or understanding that any part of such payment is to be used for any purpose other than that described by the documents supporting the

payment.

Integrity in record keeping requires that any amounts paid for services are accurately described and recorded and can be justified in the context of the services being provided, and the skills and experience of the person or third party undertaking the work.

## 6 TRAINING

This Policy is intended to provide a level of awareness of the law, and Coca-Cola Amatil's zero tolerance for bribery or corruption. The obligations of our People under this Policy are intentionally simple: **do not engage in bribery or corruption with anyone in any way, anywhere.**

Mandatory training is available and must be completed – it will assist you to understand your obligations, including through the use of scenario based examples and FAQs.

In any situation where there is a question, ambiguity or uncertainty, please consult the Legal Team prior to taking action.

## 7 SPEAK UP

At Coca-Cola Amatil we are straight forward and open, and we promote a culture of honesty and integrity. If you know of or suspect any breaches of this, or any other policy, we encourage you to speak up through your direct manager or anyone in your reporting chain, HR, the relevant Chief Financial Officer, the Legal Team, or speak up anonymously via the Whistleblower Hotline. Please see also our Whistleblower Protection Policy.

At Coca-Cola Amatil, we pride ourselves on our People feeling safe to speak up. We will not tolerate retaliation, in any form, against someone who speaks up – doing so is prohibited by many laws, our Code of Conduct, the Whistleblower Protection Policy, and this Policy.

## 8 CONSEQUENCES

A breach of anti-bribery and corruption laws is a serious offence, which can result in fines for both Coca-Cola Amatil and anyone found to be involved, and could also lead to imprisonment. Even the appearance of a breach of these laws can have a serious reputational impact on Coca-Cola Amatil, which is bad for business, and bad for one's professional and personal reputation also.

Non-compliance with this Policy and any related procedures is serious, and will result in disciplinary action, including termination and in some instances a report to the police or relevant authorities.

## 9 CONTINUOUS IMPROVEMENT

At Coca-Cola Amatil, we strive for best practice governance in all aspects of our business and relationships, and believe that the journey of continuous improvement is never over. Please contact your local Legal Team if you believe that any aspect of this Policy, or the way we are doing business, can be improved.