

Paradigm Biopharmaceutical Anti Bribery and Corruption Policy

Policy Statement

Paradigm Biopharmaceuticals Limited, together with its' subsidiaries (collectively referred to in this policy as PAR), is an organisation committed to ethical business practices. The PAR Board of Directors and the Executive Leadership Team are committed to conducting business with honesty and integrity and as such, a zero-tolerance approach to Bribery and Corruption is taken by the organisation. Any breach of this policy will be treated as a serious matter and will result in disciplinary action, up to and including termination of employment.

Scope

This policy includes all PAR entities and employees who are employed by PAR. This company wide policy does not override specific laws and regulations in the local jurisdictions PAR operates in.

Laws and Regulations

PAR conducts its business in an honest and ethical manner and is committed to acting professionally, fairly and with integrity in all its business dealings, wherever PAR operates.

Bribery and Corruption are serious criminal matters where penalties for the company and individuals (which could include fines and or imprisonment) can be severe. PAR complies in full with the laws and regulations of those countries it operates in. There is legislation in Australia (the Criminal Code Act 1995) and the United States (Foreign Corrupt Practices Act 15 U.S.C) that prohibit Bribery and Corruption. Acts of Bribery and or Corruption may result in prosecution in Australia and other jurisdictions.

What is Bribery and Corruption?

Bribery is the offer, promise, giving, demanding or acceptance of an advantage as an inducement for an action which is illegal, unethical or a breach of trust. Bribes can take on many different shapes and forms, but typically there will be a benefit to both parties, or a party's designate. A bribe could be:

- The direct, or indirect promise, offering, or authorisation of anything of value (whether the value is material or not);
- The offer or receipt of any kickback, loan, fee, reward or any other advantage; or
- The giving of aid, donations or voting, designed to exert improper influence.

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Paradigm Biopharmaceuticals (Ireland) Limited
Trinity House, Charleston Road
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Who may be guilty of Bribery and Corruption?

In the eyes of the law, bribery and corruption can be committed by:

- An employee, officer or director of a company; or
- Any person acting on behalf of another (i.e. a third party representative); or
- Organisations which authorise, permit or facilitate others to commit such acts.

Key Risk Areas for Bribery & Corruption

Gifts, Entertainment and Hospitality

Gifts, entertainment and hospitality include the receipt or offer of gifts, meals or tokens of appreciation and gratitude, or invitations to events, functions, or other social gatherings, in connection with matters related to our business. These activities are acceptable if they fall within reasonable bounds of value and occurrence and do not influence or are not perceived to influence objective business judgements.

If a PAR employee receives any gift, entertainment, or hospitality from a 3rd party they should consider:

- What is the intent behind the offer?
- Is there a legitimate business purpose for the activity?
- Is the value of the activity likely to be considered reasonable?

If the intent is not strongly linked with a legitimate business purpose, and / or the value of the activity is likely to not be considered reasonable, in these circumstances the offer should be declined. For the purpose of this policy a gift that exceeds value of \$400AUD per person is not considered reasonable and the offer of the gift should be declined by the employee. If PAR employees are unclear on the status of an offer of a gift or entertainment by a supplier they can seek the advice of the PAR CFO.

Gifts Register

Employees must declare all gifts, entertainment or hospitality awards that are **offered by PAR or received by PAR** greater than \$100AUD on the PAR gift register. Employees should discuss with their manager, prior to accepting any gift, entertainment or hospitality award to determine the appropriate action.

Employees should enter the gift on the gift register within 5 working days of the offer being made. Managers should approve, decline, return the gift within 5 working days of the offer being entered onto the gift register.

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Facilitation Payments

A facilitation payment is a payment made to a Government Official to secure or expedite the performance of a routine or necessary action (for example, the issue of a permit or license) to which the payer of the facilitation payment is entitled.

To comply with the Anti Bribery and Corruption PAR employees should ensure they **do not**:

- Give, promise to give, or offer, a payment, gift or hospitality with the intention of influencing, inducing or rewarding improper performance;
- Give, promise to give, or offer a payment, gift or hospitality to a government official, agent or representative to facilitate or expedite a routine procedure;
- Accept a payment from a third party that is known or suspected of being offered with the expectation that it will obtain a business advantage for them which will be obtained through improper performance by PAR or its employees;
- Accept a gift or hospitality from a third party if it is known or suspected that it is offered or provided with the intention of influencing improper performance by PAR or its employees in return;
- Engage in an activity that might lead to a breach of this policy.

Reporting Concerns

All PAR employees have a responsibility to detect, prevent and report any concerns around any potential instances of Bribery and Corruption (and concerns about other issues or suspicious activity or potential wrongdoing connected with the PAR business). Concerns around the conduct of any PAR employee with respect to Anti Bribery and Corruption can be raised with an employee's manager, PAR CFO or in line with the PAR Whistleblower Policy.

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