



SEEK Limited ACN 080 075 314

## SEEK Anti Bribery and Corruption Policy

March 2022

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### 1. Purpose of this Policy

At SEEK we are committed to conducting business in an honest, ethical and accountable way. Our people build trust and support each other to succeed. We comply with all applicable anti-bribery and anti-corruption laws. These laws apply in all countries in which SEEK operates. Laws such as the US Foreign Corrupt Practices Act, the Australian Criminal Code Act and the UK Bribery Act apply both in the home country and abroad.

Bribery and related improper conduct are serious criminal offences which may expose both SEEK and the individuals involved. Significant reputational damage may be done if SEEK is involved in bribery or corruption. Breaching this Policy would be regarded as serious misconduct, leading to disciplinary action which may include termination of employment.

SEEK has assessed that it faces a range of Bribery and related improper conduct risks arising from its operations and the nature of its business and has adopted controls responsive to such risks. The purpose of this Policy is to:

- provide information on how to recognise and respond to Bribery and other improper conduct
- explain the responsibilities of employees and others covered by this Policy to observe the prohibition on Bribery and related improper conduct
- set out SEEK's requirements in relation to giving or receiving gifts, hospitality and entertainment to or from external parties including Government Officials.

### 2. Scope and application of this Policy

This Policy applies to all SEEK Employees (including permanent, fixed term, temporary and contracted employees) and directors and to agents and intermediaries that represent SEEK or act on its behalf. SEEK means SEEK Limited and its controlled entities.

The prohibitions in this Policy extend to using personal funds to conduct the activities governed by the Policy.

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## **3. Policy**

### **3.1. Bribery and corruption**

Bribery occurs when someone provides, offers or promises, directly or indirectly, a benefit or anything of value (including non-monetary benefits like gifts) to another person, with the intention of improperly influencing someone in business or a Government Official, in order to obtain or retain business or a business advantage that is not legitimately due. Bribery also occurs when someone dishonestly requests or receives a benefit or anything of value, with the intention that they or someone else will be improperly influenced in the exercise of their duties.

SEEK Employees must not commit or be involved in Bribery or corruption. Particular attention should be given to risks of Bribery and corruption during negotiations or purchasing decisions and in dealings involving Government Officials. SEEK employees must resist any offers of, or requests for, bribes and report such incidents in accordance with section 4 of this Policy.

### **3.2. Facilitation payments**

Facilitation payments are unofficial payments that are not required by law, but that are made to Government Officials to ensure or speed up the performance of routine governmental actions.

SEEK does not make facilitation payments or permit external parties such as agents to make facilitation payments on its behalf.

### **3.3. Gifts, hospitality and entertainment**

SEEK acknowledges that hospitality and entertainment of moderate value can strengthen business relationships and may be common business practice. Accepting and offering modest gifts may also reflect a customary acknowledgement of a business relationship.

The offering or acceptance of gifts, hospitality or entertainment may give rise to undue influence. During a tender, contract negotiation or business decision this can create a conflict of interest and may improperly influence decision making.

SEEK prohibits the offering or acceptance of gifts, hospitality or entertainment where this may give rise to undue influence. To address this risk, Local External Gift & Entertainment Guidelines set financial and other conditions for each business or region. Gifts, hospitality and entertainment may be provided or accepted if this falls within the financial limits and conditions in the Local Gift & Entertainment Guidelines. If the value of a gift, hospitality or entertainment exceeds the financial limits, prior written approval must be obtained and entered in the local Gifts and Entertainment Register.

### **3.4. Political donations**

Dealings with politicians and Government Officials which relate to SEEK and its business activities must be conducted at arm's length and with the utmost professionalism to avoid any perception of attempting to gain an advantage.

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SEEK does not make political donations (either in cash or in-kind) directly or indirectly to any political party, political party official, election committee, political candidate or Government Official.

SEEK may make a payment for attendance at a political event or conference. There are some paid business engagement forums held by major political parties that SEEK Employees may attend. These require pre-approval by the SEEK Chief Executive Officer and disclosure as required by law.

SEEK respects the rights of SEEK Employees to participate in a personal capacity in the political process and make personal political contributions.

### **3.5. Charitable donations and sponsorships**

SEEK makes donations and provides sponsorships through approved corporate programs, for example matching donations in the Small Change program.

A donation requested by a customer or supplier to a third party, such as a charity, may be perceived as an indirect benefit for that person intended to obtain or retain business or an undue advantage for SEEK. Some charities can be used as a screen for illegal activity and it can be difficult to know if a charity or cause is legitimate.

SEEK Employees must not make donations using SEEK funds or on behalf of SEEK. Any exception to this prohibition will be for low value donations for limited purposes as outlined in the Local External Gifts and Entertainment Policy.

### **3.6. Secret commissions, kick-backs and other improper payments**

A secret commission is an undue benefit which arises, for example, when an agent or employee of a supplier to SEEK or a SEEK customer receives a commission which they do not disclose to their principal or management in order to improperly use their position to obtain or retain business for SEEK or provide better terms for SEEK. These are often referred to as 'kick-backs'.

This Policy and the law in most countries prohibit SEEK Employees from offering, authorising or providing secret commissions to any Government Official or private individual or entity and from requesting or receiving secret commissions.

### **3.7. Agents and intermediaries**

SEEK may be liable under anti-bribery and other laws if its agent or intermediary offers or gives a benefit to another person to obtain an improper advantage for SEEK.

This Policy applies to the actions of and payments by agents and intermediaries engaged by SEEK who represent SEEK and act on its behalf.

SEEK Employees must conduct due diligence to consider ABC risks before engaging any agent, intermediary or other third party that will represent SEEK or act on its behalf. If any issues of concern or 'red flags' are identified by this due diligence, the Local Compliance Officer must be immediately informed. The Local Compliance Officer will then determine if it is appropriate for the agent or intermediary to be retained, or if a more detailed investigation is required.

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SEEK Employees must also maintain oversight of the services provided by any agents and intermediaries they engage and report any suspicious or inappropriate behaviour or transactions.

### **3.8. Maintain accurate records and working within SEEK's systems**

SEEK maintains internal accounting controls and finance systems. These accurately reflect transactions with external parties, identifying the parties, the payment arrangements and the purpose of all transactions.

SEEK Employees must conduct and record transactions with external parties accurately and within SEEK's financial systems. No accounts may be kept "off the books".

## **4. Reporting violations and suspected wrongdoing**

Bribery and other improper conduct addressed in this Policy are serious issues. SEEK strongly encourages SEEK Employees and others to immediately speak up about potential violations and suspected wrongdoings. The ways to do this and the protections for a person who reports a concern about a potential violation or suspected wrongdoing are explained in the [SEEK Whistleblower Protection Policy](#). Potential violations and suspected wrongdoings may also be reported to the Local Compliance Officer.

## **5. Responsibility for the Policy and training**

The SEEK Company Secretary is the Compliance Officer for SEEK (**SEEK Compliance Officer**) and is responsible for this Policy. The SEEK Compliance Officer will monitor the implementation of this Policy and will review on a periodic basis whether the Policy is operating effectively and addressing the ABC risks relevant to SEEK. The SEEK Compliance Officer will also arrange for training on how to recognise and deal with Bribery and other improper conduct. All SEEK Employees are required to undertake online anti-bribery and corruption training upon induction and every 2 years.

In addition to the SEEK Compliance Officer, each operating business or region will have a designated employee as the local Compliance Officer for that business or region (**Local Compliance Officer**). The SEEK Compliance Officer is the Local Compliance Officer for Australia and New Zealand. The Local Compliance Officer is responsible for application of this Policy, implementation of local External Gifts and Entertainment Guidelines, delivery of training and monitoring compliance with this Policy.

## **6. Definitions**

**ABC** means anti-bribery and corruption.

**Government Official** means anyone regardless of rank or title who is:

- engaged in public duty in a government agency whether elected or appointed, and at any level of government including national, state or local government entities;
- an employee, official or contractor of a government body including an administrative or office worker;
- a politician, judge, or member of parliament;

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- an officer, employee or representative of a government-owned or government-controlled entity, including state-owned entities that operate in the commercial sector;
  - a person performing the duties of an office or position created under a law of a country or by the custom or convention of a country or region;
  - a political party, party official or candidate for public office; or
  - an officer or employee of a public international organisation (such as the United Nations, the World Bank or the International Monetary Fund).

**Bribery** means when someone provides, offers or promises, directly or indirectly, a benefit or anything of value to another person, with the intention of improperly influencing someone in business or a Government Official, in order to obtain or retain business or a business advantage that is not legitimately due. Bribery also means when someone dishonestly requests or receives a benefit or anything of value, directly or indirectly, with the intention that they or someone else will be improperly influenced in the exercise of their duties.

While a bribe may involve a monetary payment or offer, it covers anything of value such as:

- cash or cash equivalents (eg gift vouchers or loans);
- some gifts, hospitality, entertainment and travel;
- charitable or political donations;
- offers of employment;
- the provision of favours (eg discounted or 'free' SEEK product or use of SEEK's services, facilities or property); or
- anything else that is of value to the recipient.

## 7. Questions

Questions about this Policy may be directed to the SEEK Company Secretary [companysecretary@seek.com.au](mailto:companysecretary@seek.com.au) or the Local Compliance Officer: SEEK Asia: [corpGovernance@seekasia.com](mailto:corpGovernance@seekasia.com) Catho: [compliance@catho.com](mailto:compliance@catho.com) OCC: [compliance@occ.com.mx](mailto:compliance@occ.com.mx) JobAdder: [compliance@jobadder.com](mailto:compliance@jobadder.com)

## 8. Relationship to other policies

This Policy should be read in conjunction with the following policies:

- Local External Gift & Entertainment Guidelines as applies to the business
- SEEK Whistleblower Protection Policy
- Code of Conduct as applies to the business

**This Policy was approved by the SEEK Board.**