

ANTI-BRIBERY & CORRUPTION POLICY



Governs	Globally
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1. Purpose

The purpose of this policy is to set out the key principles and requirements underlying Mint Innovation Limited and its subsidiaries (together referred to as “**Mint**” or the “**Company**” in this policy) culture of zero tolerance to bribery, corruption, fraud, and facilitation payments across all areas and levels of our business, and the related obligations of our people.

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2. Scope & Application

This policy applies to all directors, officers, employees, secondees, contractors, advisers, agents or representatives of Mint (collectively “**Mint Representatives**”). It is a requirement of anyone working with Mint, including any third parties we engage to act on our behalf, that they understand and follow this policy, and do not act in any way to promote or allow bribery, corruption and/or fraud to occur.

Authorised Officers include the CEO, Company Secretary, Board, and Global President.

3. Key Principles

- Mint has zero tolerance to bribery, corruption and fraud.
- The giving, receiving, offering or promising of a bribe or facilitation payment by any Mint Representative is expressly prohibited.
- Business activities must be transparent, and sufficiently documented.
- Mint has a Protected Disclosures Policy & Guidelines which outlines a process for reporting suspected wrongdoing.

- Appropriate due diligence must be conducted, documented, and communicated with those with whom we do business.

4. Zero Tolerance

Bribery: Bribery is the offer, promise or giving of anything of value in order to improperly influence a person's actions or decisions to gain or retain a business benefit. Examples of bribery include, but are not limited to:

- Offering a government official tickets to a major sporting event in exchange for awarding a contract to Mint;
- Providing cash or gifts to a supplier's employee to secure favourable pricing or terms;
- Promising employment to a relative of a potential client in return for business; or
- Making facilitation payments to speed up the processing of permits or licences.

Corruption: Corruption is the misuse of entrusted power or office, whether in the public or private sector, for private gain. Examples of corruption include, but are not limited to:

- Using one's position within Mint to award contracts to a company owned by a family member, without proper disclosure or tender process;
- Diverting company resources for personal use or benefit; or
- Manipulating procurement processes to favour a particular bidder in exchange for personal gain.

Fraud: Fraud is the deliberate practice of deception in order to receive unfair, unjustified or unlawful gain. For the purposes of the policy this includes all forms of dishonesty. Examples of fraud include, but are not limited to:

- Submitting false expense claims for reimbursement;
- Falsifying financial records to conceal losses or inflate profits;
- Creating fictitious suppliers or employees to divert company funds; or
- Altering or forging documents to mislead auditors or regulators.

Mint has a zero tolerance approach to bribery, corruption and fraud. Accordingly, no Mint Representative shall, either directly or indirectly through third parties:

- Offer, promise or give a financial or other advantage to a customer, supplier or any other third party with the intention of inducing or rewarding them to secure an improper business benefit;
- Seek, accept, request or agree to receive a financial or other advantage from a customer, supplier or any other third party with the intention of inducing or rewarding them to secure an improper business benefit; or
- Attempt to induce an individual, or a local or foreign official to act illegally or improperly.

Bribery, corruption and fraud can take many forms including, the provision or acceptance of cash payments, facilitation payments, political contributions, charitable contributions, social benefits, gifts, travel, hospitality and rebates or reimbursements.

Bribery of public officials, companies, and private individuals of any country is equally prohibited by this policy.

All Mint Representatives are expected to be aware of, and comply with this policy and immediately report, actual or suspected violations to Mint's Legal Department. Managers are expected to oversee their direct reports' understanding and compliance with this policy and applicable Anti-Bribery and Anti-Corruption Laws. Violations of this policy by any Mint Representatives may result in disciplinary action up to termination of employment as well as the potential for prosecution, fines or imprisonment in accordance with applicable laws. Any third-party representatives who violate this policy may face termination of contracts and business relations with Mint.

5. Facilitation Payments

While typically small, facilitation payments (i.e. unofficial payments) made to secure or expedite a routine government action by a government official constitute a bribe under applicable laws, regardless of whether they are a “way of doing business” in a particular country. A kickback is payment for awarding business given to a person in a position of power or influence for having assisted the supplier in relation to awarding of the business. Mint considers facilitation payments and kickbacks to be bribes in the broader sense, and therefore must not be made or accepted by a Mint Representative.

By contrast, expediting payments made to a government agency itself (not to an individual) that have been officially authorized (such as an official fee to expedite passport renewal) are not facilitation payments and, accordingly, are permissible.

Mint Representatives who are asked to make a payment on behalf of Mint must be mindful of what the payment is for, and whether the amount requested is proportionate to the goods and services being provided. The People Operations Team should be consulted where there is doubt whether certain payments constitute facilitation payments or kickbacks.

Any request for a facilitation payment or a kickback must be reported to the People Operations Team.

6. Political and Charitable Donations

Political donations shall not be made to political parties, candidates, or to any political cause or election fund.

Charitable donations shall not be made for purposes of gaining commercial advantage. All charitable donations must be reported to the Finance team for annual reporting.

7. Gifts and Entertainment

In the course of our business, you may be offered gifts, or be offered or provided with entertainment.

Where a gift is given, or entertainment offered or provided, in circumstances where it is clearly designed to influence a decision to allocate work or similar, then it is prohibited under this policy. Gifts or entertainment must not be accepted in circumstances where Mint is in an active tender process involving the provider of the gift or entertainment.

Where a gift is provided as part of a culturally acceptable practice (for example koha), with no obligation attached, then it may be accepted, but should be recorded and approved where applicable.

Where entertainment is offered or provided as part of conducting business consistent with common courtesies associated with normal commercial practice, with no obligation attached, the entertainment may be accepted. No gifts, hospitality or entertainment may be provided with the intent to obtain an improper business advantage for Mint. Reasonable hospitality is only permitted if incidental to a legitimate business meeting.

Gifts, hospitality and entertainment may only be provided or accepted if they are of a reasonable value, made for a legitimate business purpose, are not prohibited by applicable laws and comply with this Policy. Some countries may prohibit or strictly limit the value of gifts, hospitality or entertainment that may be provided, and those restrictions must be honoured.

Gift thresholds apply as follows:

- Board and Executives: up to AUD/NZD \$500
- Employees: up to AUD/NZD \$200

All gifts and entertainment exceeding these thresholds must be recorded in the Gifts and Hospitality Register and approved by an Authorised Officer.

8. Money Laundering & Financial Crime

Mint is committed to preventing its operations from being used to facilitate money laundering, terrorism financing, or other forms of financial crime.

We strictly prohibit any activities that involve:

- Concealing, converting, transferring, or acquiring property or funds known to be derived from criminal activity.
- Structuring financial transactions to evade legal reporting requirements.
- Engaging with third parties known or suspected to be involved in criminal or terrorist activity.

All Mint Representatives must report any suspicious financial behaviour, including irregular payment requests, unusually complex financial structures, or third parties unwilling to provide basic due diligence documentation to an Authorised Officer immediately.

Mint will maintain appropriate financial controls, training, and reporting procedures to ensure compliance with applicable anti-money laundering legislation across the jurisdictions in which we operate.

9. Mergers, Acquisitions & Third-Party Due Diligence

As Mint continues to grow and operate globally, we recognise the increased risk of exposure to bribery or corruption through third-party engagements and corporate transactions.

To mitigate this risk, Mint will:

- Conduct proportionate anti-bribery and corruption due diligence on all material third-party engagements, including joint venture partners, consultants, and agents.
- Include contractual anti-bribery compliance clauses in all supplier and partner agreements where appropriate.
- Integrate anti-bribery risk assessment into any proposed merger, acquisition, or strategic investment process, including a review of the target's historical compliance, risk exposure, and internal controls.

No new business relationship or transaction may proceed without appropriate due diligence, and where risks are identified, additional approvals or monitoring may be required.

10. New Countries and Business Ventures

As Mint grows, we continue to explore new markets and partnerships that help scale our technology and impact. With every new opportunity comes a responsibility to uphold our standards of integrity.

Before entering a new country, investment, or business venture, Mint will assess and document potential bribery and corruption risks as part of our due diligence process. This includes evaluating the transparency of local regulations, the practices of potential partners, and our ability to manage any identified risks effectively.

Our goal is to ensure that every new market or partnership reflects Mint's commitment to ethical business, sustainable growth, and responsible innovation.

11. Compliance

All employees must complete anti-bribery and corruption training upon joining and every two years thereafter. Any known or suspected instances of non-compliance should be discussed with your manager or People Operations Team or an Authorised Representative. Alternatively, anyone who is aware of a breach of this policy can take action in accordance with Mint's Protected Disclosures Policy & Guidelines.

Mint will conduct random annual audits of expense claims, company credit card use and petty cash transactions.

Authorised Officers must report any material breaches to the Chair of the Audit & Risk Committee in a timely manner. An annual Anti-Bribery Compliance Summary must be provided to the Audit & Risk Committee.

The Board is responsible for maintaining oversight of this policy, including reviewing compliance, receiving reports of significant breaches, and ensuring the policy is reviewed annually by the Audit & Risk Committee.

12. Reporting and Investigation

You must immediately report all suspected incidents of bribery, fraud and corruption that you become aware of. Mint has a Protected Disclosures Policy & Guidelines which outlines a process for reporting suspected wrongdoing.

All relevant individuals must cooperate with and not impede any investigation of suspected bribery, fraud or corruption.

13. Breaches

At Mint, we take any form of bribery, fraud, corruption, or other serious misconduct seriously. These are not only a breach of our values, they can also amount to criminal offences under laws in the countries we operate. Breaches can expose both Mint and individuals involved to severe consequences, including substantial fines, personal liability, imprisonment, and lasting reputational harm.

Any breach of this policy will be treated as serious misconduct and may lead to disciplinary action, including termination of employment or engagement. If a team member or representative is found to have breached anti-bribery or anti-corruption laws, they may also face criminal or civil penalties.

Mint's insurance policies are unlikely provide coverage to conduct involving a breach of this policy. Everyone has a responsibility to cooperate fully and honestly with any investigation into suspected breaches of this policy. Failing to do so is, in itself, a breach.

14. Legislation

This policy is designed to align with the requirements of major anti-bribery and corruption legislation including the US Foreign Corrupt Practices Act (FCPA), the UK Bribery Act (UKBA), the New Zealand Crimes Act (1961), and Australian *Criminal Code Act 1995* (Cth).

15. Need more information?

Refer to the Code of Conduct and the Protected Disclosures Policy & Guidelines for further information.

Contact the People Operations team or an Authorised Representative if further information is required.