



ANTI-BRIBERY & ANTI-CORRUPTION POLICY

Version 2.0



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1 PURPOSE

This Policy details the commitment of the Nuix group of companies (“**Nuix**”, “**we**”) to conducting its business with honesty and integrity, and in compliance with applicable anti-bribery and anti-corruption laws. These laws include the applicable sections of the Criminal Code (Australia), U.S Foreign Corrupt Practices Act (“FCPA”) and UK Bribery Act.

2 SCOPE

This Policy applies to all persons and third parties working for Nuix, or on Nuix’s behalf in any capacity anywhere in the world. These persons and third parties include employees, officers, directors, contractors, agency workers, external consultants, resellers, sponsors, business partners and vendors. This Policy does not form part of any employment contract, and we can amend it at any time.

3 OUR STANCE

Bribery or corruption, in any form, is strictly prohibited. We take a zero-tolerance approach to all forms of bribery and corruption. We are committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever we operate and implementing and enforcing effective systems to counter bribery and corruption.

Any involvement in bribery or corruption, either directly or indirectly, will result in disciplinary action. Such action may include termination of employment or engagement.

This Policy should be read in conjunction with these adjacent policies, processes and procedures:

- Gifts Register Procedure
- Conflict of Interest Procedure
- General Travel and Expenses Policy
- High Risk Country Sales Procedure
- Third Party Risk Assessment Procedure
- Export Controls and Sanctions Procedure
- Supplier Code of Conduct
- Procurement Procedure
- Procurement Procedure
- Charitable Contributions Procedure

The Policy should also be read in conjunction with the Whistleblower Policy.

4 BRIBERY & CORRUPTION

Employees and any third parties performing services for or on behalf of Nuix must never directly or indirectly:

- Offer, promise, or provide bribes or corrupt payments to gain a business advantage;
- Accept or solicit bribes or payments from individuals or organisations seeking to influence decisions;
- Provide gifts, entertainment, or hospitality that could influence a business decision;
- Make facilitation payments to expedite routine government actions; or
- Engage in fraudulent activities or misrepresentation.

5 COMPLIANCE WITH LAWS & REGULATIONS

We expect all Employees and third parties to be familiar with and comply with the anti-bribery and anti-corruption laws and regulations of the jurisdictions in which we operate. This includes the following key principles:



- Legality: Adhere to the local laws and regulations of the country or region in which Nuix operates.
- International Standards: Follow relevant international treaties, such as the OECD Convention on Combating Bribery of Foreign Public Officials and the United Nations Convention against Corruption.
- Anti-Corruption Framework: Implement best practices as outlined by organisations like the World Bank, the International Chamber of Commerce, and other relevant bodies.

6 GIFTS & HOSPITALITY

Gifts and hospitality offered or received must:

- Be for a genuine business purpose;
- Not be intended to influence;
- Be of a reasonable value (and in any event, not exceed the amount specified in the Gifts and Hospitality Procedure);
- Not create an actual or perceived conflict of interest;
- comply with the General Travel & Expenses Policy; and
- Be permissible under applicable laws and regulations.

For more information, please refer to:

- the Gifts Register Procedure;
- the Conflicts of Interest Procedure; and
- the General Travel & Expenses Policy.

7 FACILITATION PAYMENTS

Facilitation payments are prohibited by Nuix. You must not offer or make a facilitation payment. The only exception is if a payment is necessary to prevent perceived or actual harm to personal safety.

Facilitation payments must be reported to legal@nuix.com as soon as practically possible after the transaction.

8 THIRD PARTIES & DUE DILIGENCE

Any third parties we work with must act in a manner which is consistent with our values and this Policy. Nuix prohibits bribery or corruption by or through third parties.

Key requirements:

- Screening must be performed for all prospective employees, officers, and external workers / contractors prior to commencement of employment. Existing employees may be subject to periodic re-screening.
- Due diligence checks must be completed prior to entry into or renewing any business relationship with a third party. Enhanced due diligence may be required for third party relationships assessed as higher risk. Higher risk relationships are likely to include third parties:
 - Acting for or on behalf of Nuix;
 - Providing specialist sales / tender support; or
 - Operating in jurisdictions assessed as having a higher inherent bribery risk exposure.
- Due diligence must be performed for all third parties involved with Nuix's end to end supply chain.



- Where possible, contracts or agreements with third parties should include appropriate anti-bribery and corruption clauses.

For more information, please refer to:

- the High-Risk Country Sales Procedure;
- the Third-Party Risk Assessment Procedure;
- the Export Controls and Sanctions Procedure;
- the Supplier Code of Conduct; and
- the Procurement Procedure.

9 MONITORING AND ENFORCEMENT

Identifying and assessing the Group's bribery and corruption risks allows for the effective design of the anti-bribery and corruption compliance program and controls. Bribery and corruption risks are assessed, rated, and documented through:

- An annual risk workshop and controls assessment; and
- Considering bribery and corruption risks when entering new business relationships or changes to jurisdictions in which Nuix does business.

10 POLITICAL DONATIONS, CHARITABLE DONATIONS & SPONSORSHIPS

Political donations are not permissible as per the Travel and General Expenses Policy.

Charitable donations and sponsorships must be transparent, documented and not intended to improperly influence or gain an unfair advantage. Charitable donations and sponsorships must be made by Nuix and approved by the CEO or CFO.

For more information, please refer to Charitable Contributions Procedure.

SPEAKING UP

We encourage all employees and third parties to report any concerns or suspicions of bribery or corruption.

Please notify legal@nuix.com if you are offered a bribe or are asked to make one, or if you believe or suspect that any bribery, corruption or other breach of this Policy has occurred or may occur.

Reports can be made anonymously through our Whistleblowing program and hotline. Please refer to the Whistleblower Policy.

We are committed to ensuring that no employee or contractor suffers any adverse treatment because of their refusal to take part in bribery or corruption, or because they have reported in good faith actual or suspected bribery or corruption. Accordingly, Nuix prohibits any form of discipline, reprisal, intimidation or retaliation for reporting a violation of this Policy or cooperating in related investigations.

11 BOOKS AND RECORDS

Accurate accounting and record keeping is an important anti-bribery and anti-corruption control.

- Accurate, transparent, complete, and accessible records of all transactions, payments and expenses must be retained with supporting receipts.
- Record of due diligence checks and contractual agreements must be retained.

Accounts and transactions must not be kept 'off-book' to conceal improper payments.



12 TRAINING AND AWARENESS

All Employees and third parties will receive training on this policy, including how to identify, prevent, and address potential bribery and corruption risks. Training will be conducted annually, and employees will be kept up to date on any changes to relevant laws and regulations.

Adopted by the Board on 27 June 2025 and effective as of that date.



ANNEX 1 - PROHIBITED ACTIONS & RED FLAGS

It is prohibited to:

- Give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that a business or personal advantage will be received, or to reward an advantage already given.
- Accept a payment, gift or hospitality from a third party that you know, or suspect is offered with the expectation that it will provide a business or personal advantage for them or anyone else in return.
- Accept hospitality from a third party that is excessive or extravagant under the circumstances
- Offer or accept a gift to or from government officials or representatives, or politicians or political parties or any candidates for public office, or their immediate family members.
- Make donations or contributions (e.g. via sponsorships or charitable donations) as subterfuge for bribery.
- Threaten or retaliate against another individual who has refused to commit a bribery offence or who has raised concerns.
- Use confidential information or abuse a position of trust.

Red flags include, but may not be limited to:

- You become aware that a third party engages in, or has been accused of engaging in, improper or illegal business practices.
- You learn that a third party has a reputation for paying bribes, or requiring that bribes are paid to them, or has a reputation for having a "special relationship" with foreign government officials.
- A third party insists on receiving a commission or fee payment before committing to sign a contract with us, or before carrying out a government function or process for us.
- A third party requests payment in cash and/or refuses to sign a formal agreement, or to provide an invoice or receipt for a payment made.
- A third party request that a payment is made to a country or geographic location different from where they reside or conduct business.
- A third party requests an unexpected additional fee or commission to "facilitate" a service.
- A third party demands entertainment or gifts before commencing or continuing contractual negotiations or the provision of services.
- A third party requests that you provide employment or some other advantage to a friend or relative.
- You receive an invoice from a third party that appears to be non-standard or customised or only describes work in a generic way.
- A third party insists on the use of side letters or refuses to put agreed terms in writing.
- You notice that we have been invoiced for a commission or fee payment that appears large given the service stated to have been provided.
- A third party requests or requires the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to us.
- You are offered a generous gift or hospitality by a third party.



ANNEX 2 – KEY DEFINITIONS

Term	Description
Bribery	Bribery is directly or indirectly offering, promising, giving, or accepting any form of advantage or benefit to influence someone in performing their duties, obtaining or retaining business, or gaining any business or personal advantage.
Advantage	An advantage includes money, gifts, loans, fees, hospitality, services, discounts and the award of a contract or anything else of value.
Corruption	Corruption is the abuse of entrusted power or position for private gain.
Facilitation payments / kickbacks	<p>Facilitation payments, also known as "back-handers" or "grease payments", are typically small, unofficial payments made to secure or expedite a routine or necessary government action of a minor nature (for example: a payment to a government official to speed up the connection of utilities or the clearance of perishable goods).</p> <p>Kickbacks and facilitation payments are notoriously a problem and are typically payments made in return for a business or personal favour or advantage. Nuix prohibits facilitation payments.</p>
Gifts & Hospitality	Items or benefits given or received as a gesture of goodwill appreciation, including tickets to events.
Third Party	Any individual, person or organisation engaged to perform services for or on behalf of Nuix and may include actual and potential clients, customers, suppliers, distributors, business contacts, agents, intermediaries, resellers, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

ANNEX 3 – POLICY HOUSEKEEPING

Term	Description
Responsibility for this procedure	<p>The Board of Directors has overall responsibility for this Policy.</p> <p>The Legal Department has primary and day-to-day responsibility for this Policy and monitoring its use and effectiveness and dealing with any queries about it.</p> <p>Management at all levels are responsible for ensuring those reporting to them understand and comply with this Policy. Senior management is responsible for fostering an ethical culture, ensuring this policy is implemented, and providing the necessary resources for its enforcement.</p>
Your responsibilities	<p>You must ensure that you read, understand and comply with this Policy.</p> <p>You must submit all expense claims relating to hospitality, gifts or payments to third parties in accordance with our Travel & General Expenses Policy and record the reason for the expense. Ensure you always get a receipt which details the reason for the payment.</p> <p>You must ensure that risk-based, appropriate and proportionate due diligence is performed prior to engaging third parties who act for or on behalf of Nuix.</p> <p>All accounts, invoices, and other records relating to dealings with third parties should be accurate and complete.</p> <p>Please contact legal@nuix.com if:</p> <ul style="list-style-type: none"> • You require further information; or • You believe or suspect that a breach or suspected breach of this Policy has occurred
Breaches of this Policy	<p>If you become aware of any violation of this Policy, you must promptly contact legal@nuix.com as soon as possible. Nuix will investigate all concerns regarding the potential violation and will determine whether an actual violation has taken place and what action should be taken.</p> <p>Nuix prohibits any form of discipline, reprisal, intimidation or retaliation for reporting a violation of this Policy or cooperating in related investigations.</p>
Amendments of this Policy	<p>This Policy will be reviewed periodically to ensure its continued effectiveness and compliance with any changes in laws, regulations, or business practices. Any amendments to this Policy will be communicated to all employees and relevant stakeholders.</p>
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