

Fraud and Corruption Control Policy

Agora Association is committed to creating and maintaining a culture of corporate compliance and ethical behaviour in which employees and board members are responsible and accountable, behave with honesty and integrity and are able to raise concerns regarding unethical, unlawful or undesirable conduct, without fear of reprisal.

Agora Association does not tolerate dishonest or fraudulent behaviour and is committed to preventing, detecting and responding to such behaviour in the performance of its operations. Fraud and corrupt conduct identification and reporting is the responsibility of board members of the Agora Association including those acting for or providing services to the Agora Association.

- Fraud is a dishonest and intentional activity committed to secure an unfair or unlawful gain, regardless of whether or not deception is used.
- Corruption is a dishonest and intentional activity in which an individual acts against the interests of the Agora Association and abuses their position of trust in order to achieve personal gain for themselves, another person or entity.
- Fraud and corruption includes the misappropriation of assets, the manipulation of reporting and the abuse of position for personal gain.

Fraud and/or corruption, including bribery, in all forms are behaviours that are contrary to Agora Association's values and culture. Agora Association is actively committed to preventing fraud and corrupt conduct throughout the organisation. Agora Association has developed this fraud and corruption prevention policy as part of its overall risk management framework. This requires not only responsibility for personal behaviour but also support for others to embrace ethical practices and take appropriate actions to prevent and minimise fraud and corruption risks and to report any incidents to the Agora Association should it arise and be identified.

Individuals who become aware of potential fraudulent and/or corrupt behaviours should report these inappropriate behaviours as soon as possible to their manager and/or through existing internal issue resolution and reporting channels. Where a manager receives a report they must inform the board members of the Agora Association. If an employee does not feel able to use the existing reporting channels due to the nature and/or seriousness of the inappropriate behaviour, then they may raise the matter directly with the internal audit board members.

Managers are responsible for:

ensuring that employees in their team are aware of and comply with:

- This policy and related policies and procedures; and
- The Agora Association internal controls and limits of authority.

Employees are responsible for:

- Complying with this policy, related policies and the Agora Association internal controls including limits of authority;
- Raising concerns regarding improper conduct or inappropriate behaviour with their manager or through other reporting channels made available by the Agora Association; and

- Cooperating with any investigations related to suspected breaches of this policy.

The Agora Association will determine the most appropriate approach for the investigation process. Employees and managers must not initiate their own investigation.

All reports of suspected fraudulent activity will be dealt with having regard to applicable laws. Investigations into suspected fraudulent activity will be undertaken on the assumption of the innocence of the person implicated. All reports of improper conduct will be thoroughly investigated with the objective of locating evidence that either substantiates or refutes the claims made.

This policy applies to:

- All activities of the Agora Association
- Any external party involved in providing goods or services, to the Agora Association, such as contractors, consultants, outsourced service providers and suppliers.

This document was adopted at the meeting of the Board of Directors of the Agora Association held on April 15, 2020.