

Compliance Management Policy

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AGL Energy Limited
ABN: 74 115 061 375
Level 24, 200 George St
Sydney NSW 2000
Locked Bag 1837
St Leonards NSW 2065
t: 02 9921 2999
f: 02 9921 2552
agl.com.au

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1. Policy Statement

Maintaining a strong and proactive compliance culture is critical to achieving AGL's strategic, operational and commercial objectives and is key to driving responsible conduct and behaviour throughout the organisation.

The purpose of this Policy is to:

- set out AGL's commitment to maintain a culture of compliance and ethical behaviour that is underpinned by its purpose, values and the AGL Code of Conduct;
- describe AGL's approach to meeting this commitment; and
- clearly articulate the responsibilities of all AGL personnel in relation to compliance management.

This Policy is supported by the AGL Compliance Management Standard ('the Compliance Standard') which describes the structures, requirements, processes, and roles and responsibilities necessary for AGL to meet its compliance objectives and to manage its compliance risks. The Policy and Standard assist in ensuring that AGL's business operations operate within its Risk Appetite Statement, including the following statement specific to the management of AGL's compliance obligations:

- AGL has no appetite for knowingly, deliberately or recklessly breaching any of AGL's compliance obligations (requirements and commitments).

AGL's approach to compliance management is aligned with the International Standard ISO 37301:2021 Compliance Management Systems. This Policy and the Compliance Management Standard are key components of AGL's Compliance Management System which is described in section 5.

2. Scope

This Policy applies to AGL, its directors and its employees, including employees working on fixed term contracts and other contracted labour (collectively referred as 'Employees').

3. AGL Compliance Context

AGL is an integrated energy company, listed on the Australian Securities Exchange. AGL's core operations include the following:

- **Integrated Energy:** responsible for operating AGL's power generation portfolio and other key assets, including coal, gas and renewable generation facilities, natural gas storage and production facilities, and development projects. Integrated Energy manages price risk associated with procuring electricity and gas for AGL's customers, manages AGL's obligations in relation to renewable energy schemes, and controls the dispatch of AGL's owned and contracted generation assets, third party gas agreements and associated portfolio of energy hedging products.
- **Customer Markets:** responsible for the retailing of electricity, gas, telecommunications (broadband, mobile and voice), solar and energy efficiency products and services to residential, small and large business customers.



AGL also has interests in a number of investments that, together with its core business segments, contribute to the achievement of our Purpose and Business Strategy.

As a publicly listed company, and given the broad nature of our business, AGL operates in a highly regulated environment and is subject to a wide range of compliance obligations. Accordingly, the compliance risk inherent in AGL's external and internal operating environments is complex and diverse.

AGL's compliance requirements (things we must do by law) and compliance commitments (things that we choose to do) include, but are not limited to:

- laws and regulations;
- permits, licenses and other forms of authorisations;
- orders, rules and guidance issued by regulatory agencies;
- relevant industry codes and compulsory standards;
- judgements of courts and administrative tribunals;
- AGL's own organisational requirements including policies and procedures; and
- obligations arising under contractual arrangements with third parties.

Penalties for non-compliance can include fines, increased regulatory oversight and external reporting requirements, increased regulation, enforceable undertakings, stop work orders and suspension or withdrawal of operating licences. In some instances, non-compliance could result in individual penalties, as well as penalties for AGL. Non-compliance can also damage AGL's reputation with external stakeholders.

4. Compliance Management Principles

In order to deliver on AGL's commitment to a culture of compliance and ethical behaviour and appropriate compliance management, our compliance management principles include:

- *Maintaining a positive compliance culture:* compliance management activities are underpinned by strong leadership, clear accountabilities, sufficient resourcing, and active Employee engagement in the Compliance Management System.
- *Prioritising the management of obligations based on their risk:* AGL's approach to compliance management is underpinned by its risk management approach. Compliance obligations are risk assessed, with actions taken to prevent, detect or mitigate non-compliance that are proportionate to the assessed risk.
- *Maintaining a consistent, proactive and enterprise approach to compliance management focused on continuous improvement:* AGL's compliance management approach is conducted in a proactive, structured and consistent manner across the organisation, supporting efficient and effective compliance management and integration with AGL's broader risk management framework assurance and general governance functions. AGL seeks to continuously improve the management of its compliance obligations across all its business operations.



5. Compliance Management Approach

AGL is committed to maintaining and improving its Compliance Management System to meet its commitment to a positive compliance culture and the compliance management principles set out in section 4 of this Policy. Key elements of AGL's Compliance Management Approach, which are further outlined within AGL's Compliance Management Standard, include the following:

Compliance Awareness and Management

All Employees must actively identify and fulfill their compliance obligations in their day to day activities, with each Business Unit accountable for managing key compliance risks and ensuring that Employees understand and are aware of their compliance obligations.

Reporting and Complaints Handling

AGL actively encourages the proactive reporting and remediation of compliance related complaints, breaches, incidents and issues through established compliance and breach reporting and complaints handling processes. All Employees must observe breach reporting and complaint handling processes.

AGL has a Whistleblower Policy in place, which provides further guidance and support for reporting such matters. AGL will not tolerate any detrimental conduct against any person who makes such a report.

Communication with External Parties

To the extent possible and in accordance with compliance reporting obligations, AGL will cooperate with regulators in relation to inquiries concerning AGL's Compliance Management System. Employees who have the responsibility for managing relevant regulator relationships or who are authorised to communicate with regulators are responsible for determining AGL's approach to these communications.

Compliance Awareness – Education and Training

AGL recognizes that education and training are fundamental to aid the understanding of AGL's compliance obligations.

GRCI have oversight of AGL's enterprise compliance training program which has the primary aim of providing Employees with the necessary competencies to understand their compliance obligations and perform their roles effectively.

With the support of the business and GRCI, it is incumbent on Employees to ensure that they have the necessary competencies to perform their roles.

Compliance Resourcing

Relevant and adequate resources will be maintained by the business to ensure that obligations and compliance risks are effectively managed across the business.

6. Key Accountabilities

AGL's Compliance Management System is based on the three lines of defence risk management model which is further articulated in AGL's Risk Management Policy. The key accountabilities in AGL's Compliance Management System are detailed below:



AGL Board

The Board is responsible for approving and monitoring the implementation of policies governing AGL's systems of internal compliance, risk management and control. To assist it in discharging its responsibilities the Board has established the Audit and Risk Management Committee (ARMC).

AGL Audit & Risk Management Committee (ARMC)

The ARMC has been established to, among other things:

- review, and recommend to the Board approval of the Policy for managing compliance risk at AGL;
- monitor the effectiveness of AGL's compliance policies and procedures; and
- monitor, and discuss with management, progress in responding to inquiries from regulatory authorities.

The ARMC operates and reports within the terms of the ARMC Charter endorsed by the Board.

Chief Executive Officer and Executive Team

The Chief Executive Officer (CEO) is responsible for managing AGL in accordance with the strategy, business plans and policies approved by the Board, including this Policy.

This includes a responsibility for managing the implementation of AGL's Compliance Management System and promoting a positive and proactive compliance culture within AGL.

The Executive Team is accountable to the CEO for:

- identifying, assessing, managing, reporting, reviewing and monitoring of compliance issues; and
- ensuring that there are systems in place to maintain adherence to this Policy.
- As the Compliance Function Owner for their respective business units, the Executive Team member leads, oversees and facilitates key compliance processes within their Business Unit to ensure Compliance Obligations are complied with.

Group Risk, Compliance & Insurance

GRCI has carriage of the AGL wide compliance function. GRCI reports to the Company Secretary and is independent from business operations in terms of its reporting line. GRCI's responsibilities include, but are not limited to:

- facilitating the identification, monitoring and reporting on AGL Tier 1 Risks, which includes consideration of compliance risks;
- promoting and facilitating a standardised approach to effective compliance management, including ongoing review and improvement of AGL's Compliance Management System;
- assisting the business to identify, understand and manage compliance risk;

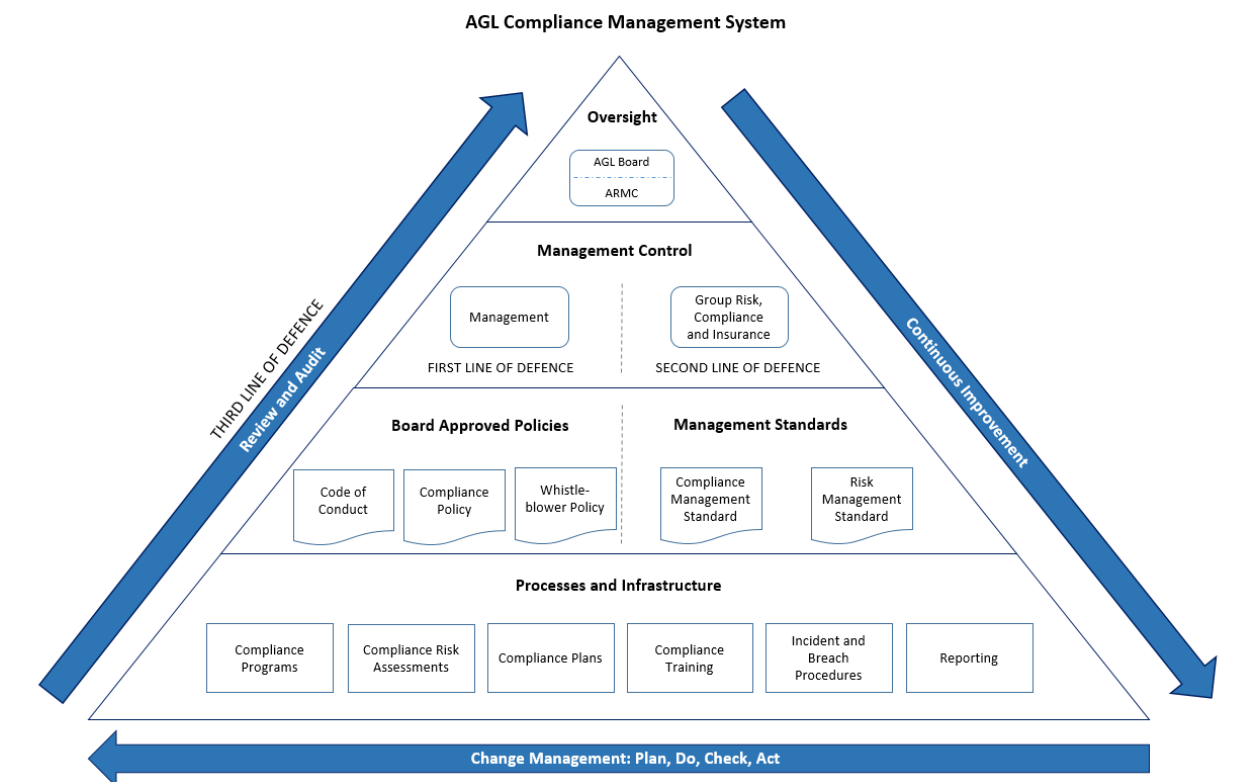
- providing input and oversight over AGL’s compliance training program with the aim of providing Employees the necessary competencies to understand their compliance obligations and perform their roles effectively;
- facilitating the integration of AGL’s approved processes for managing risk and compliance within the business; and
- reporting to the ARMC at agreed intervals on material risks and material compliance obligations.

Group Audit

In accordance with its charter, Group Audit provides independent, objective assurance and consulting services to the ARMC and senior management designed to support and assist, both directly and indirectly, AGL to achieve its strategic objectives in an efficient and effective manner and within an acceptable level of risk.

Group Audit is responsible for developing a flexible, risk-based Internal Audit Plan, using an appropriate risk-based methodology.

Group Audit reviews are designed to assess whether activities appropriately mitigate risk and are in compliance with AGL policies and procedures, which are designed to comply with industry standards, legislation and regulations.





7. Non-Compliance with AGL's Obligations

AGL Employees must not knowingly, deliberately or recklessly breach AGL's compliance obligations, or act unethically in the course of performing, or advancing, AGL's business. To do so may result in disciplinary actions or the termination of employment.

8. Review and Administration of the Policy

The Policy is administered by GRCI and has been approved by the AGL Board of Directors ('Board').

The Policy is to be reviewed every two years or in circumstances where there has been a material change to the Compliance Management System, with all changes requiring the approval of the Board. Further, every five years a decision will be made on whether to engage an external independent party to review the Compliance Management System.