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Anti-Bribery & Anti-Corruption Policy

ROUSE

25 June 2026

Policy statement

Rouse's policy is to conduct all our business transparently, honestly and ethically. Rouse's Board of Directors takes a zero-tolerance approach to bribery and corruption. We are committed to acting professionally, fairly and with integrity in all our business dealings and relationships.

We will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate. In addition, we are committed to ensuring that our compliance programme meets international best practice and that we implement and enforce effective systems to counter bribery and corruption.

Purpose

The purpose of this Anti-Bribery and Anti-Corruption (ABAC) policy is to:

- Set out Rouse's responsibilities, and of those working for us, in observing and upholding our position on bribery and corruption.

- Provide information and guidance to those working for us (including firms in the Rouse Network, agents we instruct on behalf of our clients and suppliers) on how to recognise and deal with bribery and corruption issues and to share our expectations.

Scope

This ABAC policy applies to (i) all individuals working at any level within the Group, including Principals, senior managers, officers, directors, employees (whether permanent, fixed-term, casual or temporary), contractors, trainees, seconded staff, home-workers, volunteers, interns or any person associated with us, or any of our subsidiaries, our associated entities or their employees, wherever located (collectively referred to as "**employees**" in this policy) and (ii) any supplier (as defined below) instructed by us.

This ABAC policy applies in all jurisdictions where we operate or in which we instruct agents. Where local customs, standards, laws or other local policies apply that are stricter than the provisions of this policy, **the stricter local provisions must be complied with.** However, if our ABAC policy stipulates stricter provisions than local customs, standards, laws or other local policies, **the stricter provisions of this ABAC policy apply.**

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1. Definitions

Bribery and corruption occur when someone offers, pays, seeks or accepts a payment, gift, favour, financial or other advantages to influence a business outcome improperly, to induce or reward improper conduct or to gain any illicit commercial, contractual, regulatory or personal advantage. It can be direct or indirect through third parties.

A facilitation payment is a small bribe made to officials to secure or expedite the performance of a routine or necessary action by a public official.

Lobbying attempts to influence policy decisions to favour a company's business interests.

A **personal conflict of interest** occurs when an individual's private or personal interests have the potential to influence the way they perform their professional duties at their job. A personal conflict of interest may be financial or non-financial in nature.

Public officials are officials of any government or other public body, agency or legal entity (e.g., police officers, prosecutors, judges, officials from tax authorities, etc.).

Sponsorship is providing money or in-kind contributions in exchange for advertising.

A supplier is a person working on behalf of Rouse, to carry out work for us or for our clients, or providing any goods or services to Rouse. They may be lawyers, patent agents, trade mark agents, accountants, auditors, consultants, investigators or any other independent agent.

A third party is any external individual or organisation encountered by employees while working for Rouse. This includes, but is not limited to, actual and potential clients, suppliers, business contacts, intermediaries, associations, government and public bodies, intergovernmental organisations, intellectual property offices, patent offices or trade mark offices, law enforcement forces, administrative departments including officials, administrators, officers, agents, advisers and representatives as well as politicians and political parties.

2. Key Principles

The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for us or under our direction.

- You must ensure that you read, understand and comply with this ABAC policy. You must always avoid any activity that might lead to, or suggest, a breach of this policy.

- If you are an employee, you must notify your Local Compliance Champion and the General Counsel as soon as possible if you believe or suspect that a breach of this policy has occurred or may occur in the future.

- Any employee who breaches this ABAC policy will face disciplinary action, up to dismissal for gross misconduct. We reserve our right to terminate our contractual relationship with other workers or suppliers, if they breach this policy.

If you are an employee and have any questions or do not understand something from this policy, please speak to your Local Compliance Champion or the General Counsel.

3. Unacceptable conduct

Below are examples of conduct that could amount to an offence under anti-bribery and anti-corruption laws which Rouse is subject to. This conduct could also result in an individual or Rouse being liable for criminal penalties, such as fines or prison sentences.

3.1 Offering a bribe

Employees, whether directly or indirectly, must not offer, promise or give cash or anything of value (including a financial or non-financial advantage) to another individual to influence that person to misbehave or to reward that improper performance. More specifically, employees must not make an offer, promise or payment even if it is:

- Made indirectly through another person or agent.

- Considered to be part of the ordinary course of business within a specific jurisdiction.
- Initially suggested by the other person.
- Meant to improperly expedite a regular procedure or improperly facilitate another individual to perform their lawful duties (e.g. a facilitation payment).

The only exception is where personal safety is at risk. In this case, when a payment under duress is made, the incident must be reported as soon as possible afterwards to the General Counsel.

3.2 Accepting a bribe

Employees, whether directly or indirectly, must not request, receive or agree to receive cash or anything of value or any advantage to encourage or reward improper performance or functioning.

4. Bribing a public official and facilitation payments

Employees, whether directly or indirectly, must not offer, promise or give any financial or other advantages, including facilitation payments, to a public official or to another person at that public official's request to influence the public official to obtain or retain business or any other advantage in the conduct of business. Even **minor** payments made only to secure the **proper** performance of any given task by a public official are prohibited.

Employees must not pay any person when it is known, or there is reason to know, that all or part of that payment will or may be passed on to a public official, political party, or candidate to help obtain business or any other benefit.

If you are asked to make a payment on Rouse's behalf, you should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. You must always obtain a receipt for payment which details the reason for the payment.

To know more about the proper interaction with public officials, everybody working for Rouse must be familiar with the *Relations with Public Officials Policy* and *Guidelines for speaking about ABAC issues with clients, agents and officials.*

5. Personal conflicts of interest

5.1 Definition and examples

Employees may have personal interests that have the potential to conflict with Rouse's interests. Most of these situations can be managed easily if the employee is transparent about the situation and the employee's duties avoid conflicts in practice. Even a *perceived* personal conflict of interest can have consequences and damage the reputation of both Rouse and our clients.

Rouse understands that avoiding a personal conflict of interest is not always possible or practical. Also, having a personal conflict of interest is not necessarily a problem. It becomes a problem if an employee tries to influence the outcome of business dealings for direct or indirect personal benefit. Therefore transparency, in the form of disclosure, is critical and helps to protect the integrity and reputation of Rouse and its employees.

Rouse defines personal conflicts of interest broadly: **actual personal conflicts of interest** (a real, existing conflict), **potential personal conflicts of interest** (a situation that may result in a conflict), and **perceived personal conflicts of interest** (a situation that may appear to be a conflict, even if this is not the case).

A personal conflict of interest can occur in many ways. Examples include:

- Personal workplace relationships (e.g. hiring or supervising a closely related person such as a family member).

- External mandates (e.g. serving on an advisory board of a competitor).

- Outside employment (e.g. working part-time in the evening for a company that provides services to Rouse).

- Financial or ownership interest (e.g. having a shareholding in a firm Rouse works with).

- Personal relationships with third parties Rouse interacts with (e.g. an employee having a close relative working for a client or at the local patent office).

Employees are expected to recognise when they have, potentially have or could be perceived as having a personal conflict of interest. Employees should consult their Local Compliance Champion if in doubt about what circumstances might create a personal conflict of interest.

Any potential or actual personal conflict of interest must be reported to the employee's Local Compliance Champion and local human resources team, who will assess the situation and advise whether the situation should be declared and registered. If advised to do so, the employee must immediately register the personal conflict of interest with the local human resources team. Records of all personal conflicts of interest will be kept in the *Personal Conflicts of Interest Log.*

Employees are required to complete a political connection declaration form and a personal conflicts of interest declaration form, so that such situations can be managed in a way that protects both Rouse and the employee concerned.

5.2 Managing the declared personal conflict of interest

The local human resources team are responsible for:

- Documenting the conflict, working with the line manager to set out any mitigating actions required, including where no action is required.

- Ensuring that any appropriate mitigating actions are implemented.

- Keeping records in accordance with local data protection laws.

- Sending a copy of the declaration to the Group human resources team.

The declarations will be reviewed regularly by the local human resources team with the relevant line managers to ensure that the mitigation actions are still effective or to confirm whether the conflict still exists.

5.3 Recruits

When a new employee is recruited into Rouse, the new employee will be asked to declare any personal interests in any suppliers, clients, intermediaries or public officials. A particular focus is put on any personal interests in local government administration staff and members of law enforcement forces with whom employees are likely to work. The local human resources team responsible for the recruitment process will ensure that any personal interests are reported to the Local Compliance Champion and the new employee's line manager for consideration. If any potential personal conflicts of interest are apparent, the Local Compliance Champion and local human resources team will discuss these with the line manager and the recruit and agree on any mitigating measures that might be required. The local human resources team will keep a written record of any potential conflicts identified and any mitigating measures agreed upon as set out above.

5.4 Changing position

When a Rouse employee changes department or activity within the company, they will be responsible for identifying whether there is any potential personal conflict of interest between the new professional duties being undertaken and any personal interests. Any potential personal conflict of interest will be reported to the Local Compliance Champion and the local human resources team as set out above.

6. Lobbying

Care should be taken to understand when employees or third parties may be engaged in lobbying on behalf of Rouse or Rouse's clients. We define lobbying as trying to persuade a politician, a public official, a government, an inter-governmental organisation or another official group that a particular thing should or should not happen or that a law or rule should be changed or enforced to give our organisation or industry or our clients an advantage. Any lobbying activity undertaken on our behalf must be in accordance with local laws and conducted with honesty, integrity and transparency, and comply with our zero tolerance of bribery and corruption. Individuals or entities engaged in lobbying activities on behalf of Rouse or Rouse's clients (including third parties) should be considered high-risk and must:

- Be authorised to conduct lobbying on our behalf by the local General Manager and the General Counsel.
- Be registered in the relevant country, where applicable.
- Undergo an appropriate risk assessment (including screening or other due diligence as may be necessary to gather the information necessary to understand and manage the risk).
- Agree to strict anti-corruption representations, warranties and undertakings.
- Conduct themselves in a way that conforms with all applicable laws, the rules set out in this policy, and with honesty, integrity and transparency in all dealings with governments, their agencies and representatives.

7. Dealings with suppliers

The definition of supplier is broad. Whilst working with suppliers helps us reach our goals, these relationships can present Rouse with significant bribery and corruption risks.

To minimise risks, all our suppliers must be made aware of the existence of our ABAC policy and must at all times follow our ABAC policy.

The General Counsel is responsible for overseeing the process of evaluating relationships with suppliers.

The General Counsel is responsible for:

- Evaluating the background, experience, and reputation of each supplier.
- Understanding the services to be provided, and methods of compensation and payment and that they are fair and reasonable.
- Evaluating the business rationale for engaging the supplier.
- Taking reasonable steps to monitor the transactions with suppliers and ensuring they are appropriate.

- Ensuring the supplier has been notified of the ABAC policy and, where appropriate, that there is written confirmation from the supplier of their understanding of and compliance with our ABAC policy.

Rouse is ultimately responsible for ensuring that suppliers who act on our behalf are compliant with this ABAC policy as well as any local laws.

8. Charitable donations and commercial sponsorships

It is legitimate and reasonable for Rouse to participate in providing charitable donations or commercial sponsorships. However, great care needs to be taken with such activities to mitigate the risks of bribery and corruption.

Charitable donations have the potential to be a form of disguised bribery whereby, with or without the donor's knowledge, money is channelled to corrupt public officials. The following principles should therefore guide Rouse's choices to participate in charitable donations:

- Contributions must be used for the identified charitable or community purpose and this can be verified independently.

- Contributions must not be provided as an inducement or reward for improper conduct.

- Typically, charitable and community donations are made voluntarily and proactively and not at the request of some other person. If a client or public official requests that Rouse makes a charitable or community donation, this should be viewed as a red flag and should be reported to the local General Manager and the General Counsel. It does not mean that the donation cannot be made, but it does mean that it must be carefully reviewed, and any corruption risks specifically considered.

- The same is true when there is a local legal requirement to contribute – just because it is a legal requirement does not necessarily mean that the identified recipient of, and intended use for, the donation are legitimate.

- No charitable donation must be offered or made without the prior approval of the General Counsel.

Commercial sponsorship is when money or other benefits are provided not as a philanthropic gift but in anticipation of benefits in return, such as advertising, profile-raising, services or marketing opportunities. This can raise similar issues to charitable support. The following principles should guide Rouse's involvement in commercial sponsorships:

- Care should be taken to ensure that any commercial sponsorship does not create a personal conflict of interest or an inappropriate sense of obligation or indebtedness.

- It should not be provided as a direct or indirect incentive or reward to a public official or client representative for work being awarded or for gaining any advantage in doing business other than that associated with legitimate promotional or advertising benefits.

Additional guidance can be found in our *Charitable Donations, Sponsorships and Political Contributions Policy*.

Due diligence must be conducted to assess the charitable organisation or the organisation receiving commercial sponsorship, including identifying the risks of engaging with such organisations. Details of the due diligence procedure must be kept in *Sponsorship & Charitable Giving Due Diligence Records.* Likewise, records of charitable donation and commercial sponsorship by Rouse must be kept, including thorough details regarding the purpose of donation/sponsorship, the nature of the business connection with the organisation, and the employees involved in this process. These details must be recorded in the *Sponsorship & Charitable Giving Log.*

9. Political contributions

Rouse does not make corporate contributions or donations to political parties or to any organisations, think-tanks, academic institutions or charities closely associated with a political party or cause. In accordance with our *Charitable Donations, Sponsorships and Political Contributions Policy*, care should be taken to ensure that no charitable or community support amounts to disguised or unintentional political support.

10. Anti-bribery and anti-corruption procedures

10.1 Risk assessment

To consider and raise awareness of the bribery and corruption risks that Rouse faces throughout its organisation, across all its operations, a corporate anti-bribery and anti-corruption risk assessment is completed regularly. This is carried out at least annually or whenever there is a significant change in Rouse's organisation or business activities. It is managed by the General Counsel and reviewed by the Board. This risk assessment allows Rouse to effectively mitigate and control exposure to bribery and corruption risks.

Following any assessment, amendments may be made to Rouse's policies and procedures to reflect the necessary mitigation measures and improvement actions identified through the risk assessment. These changes will be communicated to all Rouse employees. The status of such improvement actions, along with the adequacy of the risk assessment process, will be reviewed regularly by the Board.

10.2 Due diligence and engaging third parties

The General Counsel must ensure that reasonable ABAC due diligence is conducted when engaging in business relationships with third parties.

This due diligence must be documented, tailored and risk-based. Risk-based monitoring of supplier performance must be conducted regularly to ensure third parties comply with contractual requirements and this ABAC policy. In the case of suppliers, as soon as a supplier is instructed, that business partner is to be added to the *Agent register*, for feedback to be saved and made accessible to all.

Additional guidance can be found in our *Third Party Due Diligence Policy*.

10.3 Communication and training

Training on this policy forms part of the induction process for all new employees. All existing employees will receive regular, relevant training on how to implement and adhere to this policy.

Our zero-tolerance approach to bribery and corruption will be communicated to all clients and suppliers at the outset of our business relationship with them and at regular intervals thereafter. Rouse may require commitments from suppliers to comply with this policy.

10.4 Accurate record-keeping

We must keep financial records and have appropriate internal controls in place which evidence all business reasons for making payments to third parties.

All employees must declare and keep a written record of all hospitality or gifts accepted or offered. Our *Gifts and Hospitality Policy* provides further guidance on appropriate gifts and hospitality and all employees must be familiar with it.

All employees must submit all expense claims relating to hospitality, gifts or expenses incurred to third

parties following our *Global Expenses Policy* and specifically record the reason for the expenditure.

All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, must be prepared and maintained with strict accuracy and completeness. No accounts must be kept "off-book" to facilitate or conceal improper payments.

10.5 Effective monitoring and review

The General Counsel, Service Heads and General Managers at Rouse will ensure effective risk assessments of business operations are conducted on an ongoing basis and that appropriate procedures are developed and implemented as part of the internal control system to prevent bribery and corruption.

Internal control systems and procedures will be subject to regular audits to ensure that they are effective in countering bribery and corruption.

Employees and third parties are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the General Counsel.

This policy does not form part of any employee's contract of employment, and it may be amended at any time.

11. Speaking up and raising concerns

Employees and third parties are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. If employees are unsure whether a particular act constitutes bribery or corruption, or in case of any other queries, these should be raised with their Local Compliance Champion or the General Counsel.

Concerns can be raised by email to: reportaconcern@rouse.com or, for employees, via the form available in Workflow Central.

Anyone approached for assistance with a concern or a question must ensure the matter is followed up and resolved. The matter must be treated confidentially.

The Local Compliance Champion and the General Counsel must be contacted as soon as possible if employees are offered a bribe by a third party, if they are asked to make one or suspect that this may happen in the future, or if they are a victim of another form of unlawful activity.

Suggestions for improvements shall be presented to and reviewed by the Board half-yearly.

12. Protection

Employees who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. We encourage openness and will support anyone at Rouse who raises genuine concerns in good faith under this policy, even if they are mistaken.

Under our *Whistleblowing Policy*, Rouse is committed to ensuring no one suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that actual or potential bribery or other corruption offence has taken place or may take place in the future. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern.

If you believe you have suffered any such treatment, you should inform the General Counsel immediately. If the matter is not remedied, and you are an employee, you should raise it formally with the Chief Operating Officer.

13. Roles and responsibilities

This policy has been approved by the Board of Directors.

The General Counsel has primary and day-to-day responsibility for implementing this policy and for monitoring its use and effectiveness. The General Counsel will monitor the effectiveness and review the implementation of this ABAC policy, regularly considering its suitability, adequacy and effectiveness. Any improvements identified will be recorded and implemented as soon as possible.

The General Counsel must report on reviews of the anti-bribery and anti-corruption compliance programme to the Board at least half-yearly.

The General Counsel can be contacted about this policy by email: generalcounsel@rouse.com.

The Local Compliance Champions have a role of local implementation. Management and senior staff at all levels are responsible for ensuring that those reporting to them know and understand this policy.

Anti-Bribery and Anti-Corruption Policy

Contents	Details
Document Name	Anti-Bribery and Anti-Corruption Policy
Version Number	R1A
Document Version Date	25 June 2026
Policy Owner	General Counsel
Policy Champion	General Counsel
Classification	Internal/External