

ANTI-BRIBERY & ANTI-CORRUPTION

SCOPE

This policy applies to Personnel (all directors, officers, employees, consultants and contractors) of PYC Therapeutics Limited ("PYC" or "the Company"). This policy also applies, as far as is reasonably achievable, to PYC Therapeutics Limited service providers, suppliers and third-party contractors ("Third Parties").

BRIBERY AND CORRUPTION

Bribery is the offer, promise or payment of cash, gifts, or even excessive entertainment, or an inducement of any kind offered or given to a person in a position of trust to influence that person's views or conduct or to obtain an improper advantage.

Corruption means dishonest activity involving the abuse of position and/or trust to get an advantage or gain not legitimately due (whether a personal advantage or an advantage for the Company).

Bribery and Corruption can take many forms, are often disguised and may be difficult to trace or detect. They can include the provision or acceptance of:

- Money (or cash equivalents such as shares, vouchers, gift cards etc);
- Phony jobs or "consulting" relationships;
- Kickbacks;
- Political/charitable contributions;
- Social benefits;
- Unreasonable or extravagant gifts, entertainment or hospitality; or
- Anything else of value.

A bribe may be direct or it may be indirect, for example, involving an intermediary or agent of the person giving or accepting the bribe.

It is irrelevant whether the bribe is accepted or ultimately paid. It is also irrelevant whether a business advantage is in fact obtained. Merely offering a bribe is a contravention of this Policy and usually sufficient for an offence to be committed.

OUR COMMITMENT

PYC recognizes that bribery and corruption act to undermine legitimate business activities, distort competition and may expose the Company, its employees and other stakeholders to significant risks.

PYC prides itself on its reputation for:

- acting with integrity and honesty wherever we do business; and
- committing to a zero-tolerance approach to bribery and corruption.

PYC's reputation is built on:

- its values as a Company;
- the professionalism of our employees; and
- the collective commitment to acting with integrity, accountability and transparency at all times.

PYC is committed to doing business with integrity, which includes always complying with the laws of Australia and every other country or jurisdiction in which the Company currently or in the future may operate.

OUR STRATEGY

Personnel and representatives of the Company will act with integrity by:

- never offering, paying, soliciting or accepting bribes in any form;
- never offering or accepting an item, money, travel, hospitality, entertainment or other token of appreciation during a tender period from a supplier involved in that tender process;
- never offering or accepting an item, money, travel, hospitality, entertainment or other token of appreciation in exchange for practices of favouritism, discrimination, collusion or which will have an influence on responsible business practices.; and
- never engaging in any form of corrupt business practice, for the benefit of the Company, another party or themselves.

OUR RESPONSIBILITY

All PYC Personnel and Third Parties are expected to read, understand and adhere to this policy, and act at all times in keeping with the spirit of the policy. All Personnel and any Third Parties will be provided with access to a copy of this policy via the Company's website www.pyctx.com.

If a person is unsure whether any particular conduct, behaviour or practice is acceptable under this Policy, they should check with their relevant manager or the Company Secretary before engaging in that conduct, behaviour or practice.

PYC provides a safe mechanism pursuant to its Whistleblower Policy to enable and encourage the reporting of any actual, alleged, or perceived, instances of bribery or corruption by any individual to which this policy applies.

CONSEQUENCES OF BREACH

Any breach on this Policy will be regarded as a serious matter and may result in, for Personnel, disciplinary action, including termination, or for Third Parties, action in accordance with the terms of the engagement or appointment.

Non-compliance with this Policy and relevant laws could also result in reputational damage and/or serious criminal and civil consequences and penalties for both the individual involved and the Company.

RECORD KEEPING

The Company must keep financial records and have appropriate controls in place which will evidence the business reason for making payments to Third Parties. All accounts, invoices and other records must be prepared and maintained with strict accuracy and completeness. No accounts may be kept “off book” to facilitate or conceal improper payments. All applicable control and approval procedures must be followed.

POLICY REVIEW

The Board will monitor the scope and currency of this Policy every two years or as required. Any updates or improvements identified will be addressed as soon as possible.

Approved by the Board of Directors on 28 October 2024