



Anti-Bribery and Corruption Policy

This Policy is intended to help ensure compliance with the laws and regulations applicable to Canva and its Team Members and deals with concerns and ethical questions that are likely to arise in the global working environment.



Purpose & Overview

This policy (the Policy) applies to all directors, officers, employees, contractors, advisors, representatives and agents (collectively Team Members) of Canva Pty Ltd and its related bodies corporate (collectively Canva).

Scope

This policy applies globally wherever Team Members are working on behalf of Canva. Where a conflict exists between this Policy and the applicable laws and regulations, the standard which sets the more restrictive and risk averse standard will govern and must be applied.

A breach of this Policy will be taken very seriously and appropriately investigated:

- An employee's failure to comply with this Policy may lead to disciplinary action being taken by Canva, up to and including termination of employment, in accordance with Canva's disciplinary policies
- In respect of any other Team Members (including contractors and agents), failure to comply with this Policy may result in termination of engagement and Canva's recovery for breach of contract.

- No person will suffer retaliation of discriminatory or disciplinary action for reports made in good faith or on the basis of a reasonable belief of violations or suspected violations of this policy, or for refusing to engage in bribery, even if such refusal may result in Canva losing business.
- Canva may also report, if it considers it to be necessary under the circumstances, any statutory or regulatory breaches to the relevant governing body and/or law enforcement agency.

Section 1.0



Conflicts of Interest

This section provides guidance on the management and reporting of conflicts of interest in relation to Team Members.

1.1

What is a Conflict of Interest?

A conflict of interest exists when the interests of a Team Member are different to, and conflict with, the interests of Canva or when it is likely that a Team Member could be influenced, or could be perceived to be influenced, by a personal interest in carrying out such Team Member's duties to Canva.

A "conflict of interest" includes, but is not limited to:

- (a) actual conflicts of interest;
- (b) potential conflicts of interest; and
- (c) situations that may give rise to an appearance of a conflict of interest.

Conflicts do not need be personal to Team Members and may also arise where the interests of a Team Member's family, friends or close personal or business associates (referred to in this policy collectively as Close Associates) conflict with those of Canva.

For example, a conflict of interest may arise:

- where a Team Member or one of their Close Associates has a personal interest (for example, is a director or shareholder) in a third party which (i) conducts business with, or seeks business from, Canva; (ii) Canva seeks business from; or (iii) competes with Canva;

- where a Team Member has another paid or unpaid position outside of Canva (this does not necessarily mean that all outside positions are prohibited, however, you must notify Canva of any such position before it is accepted, so that an assessment can be made of whether a conflict exists and, if so, how to manage it);
- where a Team Member refers or introduces an individual to Canva as a potential employee or contractor and is involved in the selection process; or
- where a Team Member acts against the interests of Canva and also abuses their position of power or trust in order to achieve some personal gain or advantage for themselves, or for another individual or entity.

1.2

Roles and Responsibilities

Considering and avoiding conflicts of interest

- You alone are responsible for ensuring that, in all of your activities, you consider whether an actual or potential conflict of interest arises. Team Members must take all reasonable measures to avoid a conflict of interest.
- Where there is any doubt as to whether a conflict may exist, Team Members should seek guidance from the Legal Team by emailing legal@canva.com. You may be required to obtain approval from Canva, before engaging in an activity that may constitute a conflict of interest.
- Refer to your local Referral Policy for more information about Employee referrals.

Reporting conflicts of interest & Changes to conflicts of interest

- In some circumstances, it may not be possible to avoid a situation where a conflict of interest or perceived conflict of interest arises. In these circumstances, you must immediately disclose the conflict to Canva by emailing the details of the conflict to your Speciality Lead or your Group's dedicated People Partner, and including legal@canva.com in your email.
- Where a conflict of interest situation changes, you should immediately disclose the details of the change.

1.3

How will Conflict of Interest Situations be handled?

Conflict of interest situations will be dealt with by Canva on a case by case basis.

- Specialty Leads and People Partners who are notified of a conflict of interest should reach out to legal@canva.com for assistance in assessing whether the matter that is the subject of a notification constitutes a conflict of interest.
- The Legal team will update and maintain a confidential register of potential conflicts of interest that have been disclosed to Canva.
- In many cases, Canva may not require anything to be done after the interest is disclosed. However, in some cases, Canva may find it necessary to direct the Team Member to take action. Actions may include but are not limited to, undertaking alternative duties, disposing of the interest, or both.

Section 2.0



Anti-bribery, Anti-corruption and Gifts Policy

As Canva operates across various jurisdictions, several different anti-bribery and anti-corruption laws may apply to Canva and its Team Members, including, without limitation the *Criminal Code Act 1995* (Cth), the *Foreign Corrupt Practices Act of 1977* (US) (**FCPA**) and the *Bribery Act 2010* (UK).

Canva must comply with the anti-bribery laws in any country where Canva or its Team Members conduct business in any way related to Canva or any business venture in which Canva has any role. Canva will take reasonable steps to ensure that its Team members also comply with these anti-bribery laws.

Anti-bribery and anti-corruption laws of other jurisdictions sometimes apply even when a Team Member is not working in the given jurisdiction. For example, non-U.S. persons or entities not otherwise subject to the FCPA are subject to the FCPA to the extent they carry out any part of any prohibited activity in the United States. Bribery, particularly in relation to government officials, is a criminal offence in most jurisdictions with severe penalties attached.

What is bribery?

The definition of bribery will differ between locations where Canva operates, but generally speaking, involves the provision of (or promise to provide) a benefit in exchange for a particular outcome or to gain an advantage (including where a particular outcome could lead to the disadvantage of a competitor), or in order to secure performance of a function someone is already obliged to do (a "grease" or "facilitation" payment). It is not necessary for the outcome or advantage to be achieved, or that an actual bribe be provided, for bribery to occur.

Team members must not provide or attempt to use bribery at any time in their work for, or relationships with, Canva.

Examples of payments or similar financial or other advantages that (if made for a corrupt purpose) could constitute bribes include but are not limited to:

- Kick-backs or referral fees that are not legal or disclosed;
- Direct cash or financial payments for a corrupt purpose;
- Private payments to public officials to carry out, or speed up, their job;
- Indirect payments such as via a third party, charitable organisation, or otherwise related entity, that will lead to a benefit for the other party;
- Favours for parties connected with the party that will receive the benefit;
- Complimentary use of goods and services that Canva may provide (if such goods and services are provided in exchange for a particular outcome or to gain an advantage);
- Gifts, travel, entertainment, events or other hospitality in violation of Canva policies; and
- Any of the above undertaken through a third party or agent.

Giving gifts and benefits to public officials

Team Members (in their capacities as such) must not give any gift or benefit to any Public Official or offer a token gift (including meals, hospitality, accommodation or travel, among other things) to any Public Official in order to receive an improper advantage (financial or otherwise) when conducting business or business development for Canva, without the prior written approval of Canva.

“Public official” may include but is not limited to:

- any federal, state, provincial, county or municipal government, any commercial enterprise that is owned or controlled by a government, any public international organization, such as the International Monetary Fund, the European Union and the World Bank;
- any department or agency of the above; or
- any government employee or official, including judicial or administrative officials, or other persons acting in an official capacity on behalf of any of these organisations.

Foreign Officials

- Team Members of Canva must not directly or indirectly provide, promise or direct payment or anything of value to be given to a government official, political party or party official, or any candidate for political office, in order to receive an improper advantage (financial or otherwise) when conducting business or business development for Canva.
- A payment or offer is corrupt if it is made intentionally and voluntarily with the intention of influencing an official act or decision that will assist Canva in obtaining or retaining business, directing business to any other person or entity, or securing any improper business advantage.

Facilitation payments

- A facilitation payment is a payment made to any Public Official or judicial or administrative agency/entity, that acts as an incentive to complete or speed up a process of approval for a licence, authority, visa or similar.
- Facilitation payments are prohibited by Canva in any jurisdiction irrespective of whether such prohibitions apply in that location. Facilitation payments differ from bribes in that they aim to speed up the outcome rather than ensure a particular outcome.

For the avoidance of doubt, nothing in this section is meant to restrict Team Members’ or Canva’s ability to offer services to eligible Public Officials or Foreign Officials through our Canva for Nonprofits program, provided such.

Political and other donations

No donations or other benefits should be provided to a political party in any jurisdiction on behalf of Canva without prior written consent.

- Any attendance by Team Members at an event involving a political party or cause in the course of doing business should be approved by Canva's Legal Team.
- Any comments in relation to policies or legislative changes should be pre-approved by Canva's Legal Team.
- Legitimate charitable donations, sponsorships of charities and community organisations should only be made on Canva's behalf when pre-approved by Canva's Legal Team.

Potential consequences of bribery & facilitation payments

Any Team Member who is found guilty of bribery or of providing a facilitation payment to a foreign official may be subject to very serious civil and criminal penalties, including significant financial penalty and/or the risk of imprisonment.

Other possible consequences for Team Members and for Canva may include:

- adverse impact on reputation and ability to attain and retain business;
- adverse impact on the ability to do business with governments or public organisations;
- breach of contract (including a Team Member's individual employment contract); and
- regulatory scrutiny and prosecution.

Accepting gifts and benefits

Team Members who receive more than a token gift or benefit (including meals, hospitality and accommodation or travel) from a third party in connection with their duties for Canva may have a conflict. Canva should be informed, so that an assessment can be made as to whether a conflict exists and, if so, how to manage it.

- A gift or benefit will be regarded as being more than token if its value is more than \$200 AUD. Anything above \$200 AUD must be reported to your Specialty Lead within 7 days of receiving the gift and/or benefit.

- Gifts or benefits must never be solicited. Where the acceptance of gifts or benefits is permitted under this Policy, utmost care must still be taken to ensure that there can be no reasonable perception that it is intended to influence the business relationship between Canva and the recipient of the gift or benefit (or vice versa) in any improper way. If you have any doubt or concerns about any situation, you must consult with your Specialty Lead. Specialty Leads who have any questions about any situation should consult with Canva Legal by emailing legal@canva.com.
- Team Members must comply with both the relevant laws and regulations of the country in which they are receiving such gifts and should be aware of the cultural implications of accepting gifts and benefits.

Section 3.0



3.1

Variation

Canva aims to create a workplace that employees love coming to. For this reason, Canva is consistently reviewing policies and may unilaterally amend, remove or replace this policy from time to time.

To the extent this policy refers to obligations on Canva, these obligations are guides only that are subject to change and are not contractual terms, conditions or representations to rely on.



People Ops

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