



**ASBISc Enterprises Plc**

**Anti-Corruption and Anti-Bribery Policy**

**Version 2019**

## POLICY STATEMENTS

### 1. ANTI-BRIBERY AND ANTI-CORRUPTION

ASBIS's corporate conduct is based on acting responsibly, honestly and with integrity and thus ASBIS does not tolerate any form of bribery and/or corruption, which constitute a criminal offence.

Bribery and/or corruption can be defined as the offering, promising, giving, accepting or soliciting of an advantage as an inducement for an action which is illegal or a breach of trust. Thus bribery can have two forms: an active and a passive one. An active one in which a person is one who offers, gives or promises to give a financial or other advantage to another individual in exchange for improperly performing a relevant function or activity. A passive one covers the offence of being bribed, which is defined as requesting, accepting or agreeing to accept such an advantage, in exchange for improperly performing such a function or activity. Both constitute a criminal offence.

Bribery and corruption can be conducted for the benefit of a Company and for the benefit of a person. It can be tangible and intangible in nature. Tangibility means that the benefit can be measured in cash (monetary) and it can be represented by e.g. presents, contracts, sizeable discounts for goods and services. Intangibility means that the benefit from the bribery can take the form of e.g. a promotion, lower amount of work, hiring a friend or relative etc.

The most prevalent forms of bribery and corruption stem from:

- Payments to a company's employees or their relatives, or to those of a third party, to secure advantage in business transactions;
- Political contributions made to secure advantage in business transactions;
- Charitable sponsorships used to secure advantage in business transactions;
- Facilitation payments or kickbacks made to secure or accelerate routine or necessary business actions;
- Gifts, hospitality and expenses payments made to secure advantage in business transactions.

Bribery and corruption offences present serious risks for every business. Breaches of bribery and corruption laws can lead to unlimited fines for companies and imprisonment for individuals. The enforcement of bribery and corruption laws in many countries is increasingly stringent and encompasses activities undertaken by a company through its employees or third parties acting on its behalf across various international jurisdictions.

ASBIS requires of all its directors and employees that they always conduct themselves in accordance with all applicable laws and regulations and ASBIS's internal guidelines. The cornerstone of compliance for any company is the unequivocal directive by the senior management to all employees that all laws and regulations must be observed, accompanied by the equally clear warning that violations will not be tolerated. Besides requiring all directors and employees to observe the law, the Anti-Bribery and Anti-Corruption policy also stipulates precise rules to ensure compliance with competition laws and Anti-bribery laws, the correct handling of donations, the avoidance of conflicts of interest in the exercise of job

functions, compliance with the prohibition against insider trading and the protection of company assets.

### **1.1 Sponsoring, donations, memberships and other contributions without consideration**

ASBIS takes seriously its obligation to comply with the laws pertaining to contributions in the form of sponsoring, donations, memberships and other contributions without consideration. Our business activities should be clearly separated from our corporate citizenship, stakeholder engagement and marketing activities. The following rules, among others, are stipulated:

- Charitable donations, sponsorships and other Contributions that would confer an inappropriate competitive advantage to ASBIS are not permitted.
- The objectives pursued by the recipients of contributions by our company must be compatible with the values and principles of ASBIS.
- The identity of the recipient and the intended use of the contributions granted must be transparently reported.

Any sizeable or potentially influential sponsoring, donation or any other contribution should be approved by Member of Board of Directors and disclosed for independence purposes.

### **1.2 Gifts and hospitality**

Business courtesies, such as gifts and hospitality, given to or received from customers, suppliers and other partners are commonly used to build goodwill and acknowledge appreciation in business relationships. However, these courtesies must reflect a normal courtesy of business and may not influence, or give the appearance of influencing, any business decision.

Although hospitality and gifts are customary and legitimate aspects of day-to-day business activities, they may not exceed Euro 200. The contribution must be granted or accepted in a transparent manner; thus, it must be possible for outside parties to detect and verify such contributions. The contribution may not be offered or accepted as consideration for an unlawful advantage.

Monetary gifts or equivalent gifts are prohibited as a general rule. However, local guidelines may allow small monetary gifts in countries in which such gifts are customary and socially necessary on certain occasions. The frequency of previous gifts to the same recipient may not create an appearance of impropriety.

At ASBIS, all contributions requiring approval, including invitations to entertainment events and other contributions (such as gifts and meals, in particular) must be approved. Before making any contributions to government officials or related persons, they must be checked against a scorecard to ensure compliance with the applicable rules and regulations.

Any payments, gifts or inducements made by or on behalf of ASBIS and which induce or are intended to induce someone to act improperly and payments, gifts or inducements to public officials to influence them in the performance of their duty (other than payments, fees etc. which they are entitled to demand by written law) are matters which are likely to result in disciplinary action, including summary dismissal, against employees concerned.

### **1.3 Business partners**

Business partners such as sales partners, for example, can possibly pose compliance-related risks. Therefore, all business units of our company must take appropriate measures before entering into business dealings with partners to ensure that the business relationship is appropriately reviewed and managed. To meet these demands, ASBIS mandates to evaluate the integrity of all potential business partners on the basis of risk considerations. In the first step, a risk category is assigned to the prospective business relationship and an intensive review is conducted on that basis. The decision on whether to enter into a business relationship and what form it will take is made on the basis of the results of that review.

### **1.4 Suppliers**

Compliance is crucially important in managing a complex supply chain. To guarantee uniform high standards in our supplier relationships, we impose a contractual obligation on our suppliers to abide with our Code of Conduct. In addition to basic requirements pertaining to human rights, labor standards, environmental protection and occupational safety, the Codes also require suppliers to comply with all relevant laws and regulations and refrain from corruption.

### **1.5 Reporting of compliance violations**

ASBIS expects its employees and business partners to report compliance violations that come to their attention. The internal guideline for reporting compliance violations makes it clear that no retribution or sanctions against whistle-blowers will be tolerated (please refer to ASBIS Whistleblowing policy). The guideline does not constitute a legal obligation for employees to report misconduct.

The regulations are meant to support people who report actual or threatened violations of applicable laws and regulations, the ASBIS Business Ethics Policy or other compliance-related ASBIS guidelines. In addition, they are intended to remove any stigma or negative consequences that may be associated with such reports. Reports made in good faith are extremely valuable to ASBIS and its employees.

While reporting violations, employees are encouraged to indicate: the nature and area of violation, reasoning why an action is perceived to be illegal and time or period when the violation took place.

### **1.6 Procedures following the filing**

Following obtaining of the filing, ASBIS will objectively review the matter, giving the employees (if these are suspects) their rightful right to explain themselves and defend. The matter will be reviewed by designated Committee within 30 days since filing of the violation. An internal report will be created for each violation which will undergo scrutiny. Any employee has the right to an attorney and a fair trial.