



Anti Bribery Code

MODELLO GESTIONE E ORGANIZZAZIONE

D.LGS 231/01

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ANTI BRIBERY CODE

COMBATING BRIBERY, BRIBE SOLICITATION AND EXTORTION

G.B.G. commits itself not to offer, promise, give, or demand a bribe or other undue advantage to obtain or retain business or other improper advantage. G.B.G. commits itself to also resist the solicitation of bribes and extortion. In particular, G.B.G. commits itself to:

- Not offer, promise or give undue pecuniary or other advantage to public officials or the employees of business partners. Likewise, G.B.G. will not request, agree to or accept undue pecuniary or other advantage from public officials or the employees of business partners.

G.B.G. will not use third parties such as agents and other intermediaries, consultants, representatives, distributors, consortia, contractors and suppliers and joint venture partners for channelling undue pecuniary or other advantages to public officials, or to employees of its business partners or to its relatives or business associates.

- Develop and adopt adequate internal controls, ethics and compliance programmes or measures for preventing and detecting bribery, developed on the basis of a risk assessment addressing the individual circumstances of an enterprise, in particular the bribery risks facing the enterprise.

Adopt internal controls, ethics and compliance programmes or measures and commits itself to include a system of financial and accounting procedures, including a system of internal controls, reasonably designed to ensure the maintenance of fair and accurate books, records, and accounts, to ensure that they cannot be used for the purpose of bribing or hiding bribery.

- Ensure, taking into account the particular bribery risks facing the enterprise, properly documented due diligence pertaining to the hiring, as well as the appropriate and regular oversight of employees and agents, and that remuneration of agents is appropriate and for legitimate services only.

- Promote employee awareness of and compliance with company policies through appropriate dissemination of such policies, programmes or measures and through training programmes and disciplinary procedures.

- Not make illegal contributions to candidates for public office or to political parties or to other political organisations.

G.B.G. believes that integrity and fair dealing are essential assets of the company and this should be reflected in all activities. Each employee has a responsibility to ensure that the company will not get involved in corruption.

Both active and passive bribery is illegal.

No employee nor any other person representing G.B.G. such as agents, supplier joint venture partners or others, may on any occasion, neither directly or indirectly, offer anything of value to any person that directly or indirectly represents a client or a supplier in order to gain an advantage or as a reward for a favour.

Agents, suppliers and third parties

G.B.G. can be held responsible for unlawful actions committed by external partners if it can be proven that the company by negligence has overseen warnings that indicate that an agent might be using bribery. It is very important that all employees are following these rules when working with external partners:



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Only use well qualified companies and representatives with a good reputation.

It is mandatory to report if an external agent:

- Has a questionable reputation.
- Suggests a deal that indicates bribery.
- Neglects the company code of conduct.
- Does not appear to be a fair dealer in other situations.
- Does not show any interest in quality, training, guarantees etc.
- Has a relationship (such as family ties or former employment) that could improperly influence the client's decision.
- Requests an unusual payment method such as transferring the commission to a bank in a third country or to another currency than normally used in for transactions in the country of the agent.
- Breaks up the contract sum into smaller amounts.
- Claims that he or she can help secure the contract because he or she has a "special agreement" with the customer of the contract.
- Requires payment in advance.
- Requires a commission that is unusually large in relation to the service provided.

It is also a clear indication of questionable activity if the agent requires that a bid should be made through a specific sales agent or partner.

Gifts and entertainment expenses

As a rule, gifts or services offered by an employee or agent representing G.B.G. is not accepted .

Gifts should never be offered secretly.

Money should never be offered as a gift.

When offering a gift, the economic situation of the receiver should always be considered, and a gift should never exceed the recipient's ability to repay.

It is forbidden to offer gifts when G.B.G. is bidding for a contract or at any stage of a procurement tender.

Entertainment such as dinner invitations should never be excessive.

Voyages and business trips should always have a legitimate business purpose and should never be offered secretly.

When accepting gifts the general rules are:

It is not allowed to accept gifts given with the purpose of influencing upon a decision. This also applies to all kinds of special services and the procurements of goods at a price far below market value.

It is not allowed to accept gifts.

Political campaign contributions

Political campaign contributions are not allowed.

Petty corruption

Petty corruption refers to the situation, in which a small amount of money is paid to get goods through customs, to get import licence papers stamped rapidly and so on. It is services that should be free of charge, according to the law.

Corruption is illegal and should be avoided. G.B.G. only refers to legal practise and to the company code of conduct.