

## **Infineum Business Ethics Policy: Anti-Bribery and Corruption and Human Rights**

One of the Infineum group's key core policies relates to business ethics. This core policy has set the standard that, wherever we conduct our business in the world, we do so both in compliance with applicable laws and with the highest integrity. This includes a strict prohibition against bribery and corruption and a respect for human rights. We expect that our business partners, service providers and representatives will conduct themselves to the same high standard in their dealings with Infineum or where acting on behalf of Infineum.

The purpose of this letter is to inform you, as a company with which Infineum does business or which represents us, of Infineum's position on bribery and corruption and human rights.

Key elements of our Business Ethics Policy (a full copy of which is attached in the Annex along with our Statement on Human Rights and Modern Slavery) are as follows:

- Infineum employees shall not directly or indirectly offer, solicit, accept or pay bribes, facilitation payments, kickbacks or other improper payments.
- Infineum requires that companies with which it does business or which represent us do not offer, solicit, accept or pay a bribe, kickback, facilitation payment or other improper payment directly or indirectly (such as by using an agent or third party) in any form for any reason in connection with their dealings with or on behalf of Infineum, and that they establish precautions to prevent their employees, officers, agents, representatives and sub-contractors from doing so. Note that this requirement applies equally to transactions involving government officials or employees and to transactions involving persons representing public or private companies, whether in the conduct of domestic or international business.
- Infineum requires that companies with which it does business or which represent us do not offer, solicit, accept or make any substantial gifts, extravagant entertainment or any payment or benefits to or from Infineum's or its affiliated companies' employees, their families or third parties for the purpose of influencing any act or decision pertaining to any agreement they have with Infineum, and that they establish policies and procedures to prevent their employees, officers, agents, representatives and sub-contractors from making or offering gifts, and/or providing entertainment, payments, loans, or other consideration, for the purpose of influencing any act or decision.
- Infineum expects companies with which it does business or which represent us to ensure that all of their employees, officers, agents, representatives and sub-contractors who have dealings with Infineum are made aware of Infineum's policy, requirements and expectations as regards bribery and corruption.

- Infineum is committed to implementing effective systems and controls to ensure human rights violations, including modern slavery, are not taking place in its business. Modern slavery can take various forms and includes slavery, servitude, human trafficking as well as forced and compulsory labor. As part of its commitment through its supply chain, it expects the same high standards from all its contractors, suppliers and other business partners, and, in turn, expects its suppliers to hold their own suppliers to the same high standards.

We request that you carefully review this letter and the attached policy and statement of human rights so that you have a full understanding of Infineum's requirements and its strict prohibition against bribery and corruption and modern slavery. Non-compliance will be taken very seriously. If you become aware or have reason to believe that an Infineum employee or contractor has violated the policies described in this letter, then this should be reported to Infineum by sending an email to [reports.hr@infineum.com](mailto:reports.hr@infineum.com).

We may wish to conduct due diligence for the purposes of verifying compliance and we look forward to your co-operation in this regard.

We thank you for your understanding.

Sincerely,

*[insert Infineum colleague's name]*

*[insert Infineum colleague's title]*

Attachment

## **Annex**

### **Business Ethics**

The policy of the Company is one of strict observance of all laws applicable to its business.

The Company's policy does not stop there. Even where the law is permissive, the Company chooses the course of the highest integrity. The Company recognises that local customs, traditions, and mores differ from place to place. However, a well-founded reputation for scrupulous dealing is a priceless Company asset.

Employees must understand that the Company does care how results are obtained, not just that they are obtained. Employees must record all transactions accurately in their books and records, and to be honest and forthcoming with management and the Company's internal and external auditors. The Company expects employees to report suspected violations of law or Company policies to leadership.

The Company expects compliance with its standard of integrity throughout the organisation and will not tolerate employees who achieve results at the cost of violation of laws or who act dishonestly or fraudulently. Examples of such behaviour may involve misappropriation or misuse of money or other assets and manipulation or falsification of books or records. The Company supports, and expects each employee to support, any employee who passes up an opportunity or advantage which would sacrifice ethical standards or who draws management attention to any actual or potential violation of Company ethical standards.

Equally important, the Company expects candor from employees at all levels, and compliance with Company policies, accounting rules and controls. The Company's system of management will not work without honesty, and in particular, honesty and accuracy in the preparation of financial, technical and product information. Falsification of Company books and records or the creation or maintenance of any off-the-record bank accounts is strictly prohibited.

The Company has a clear position on bribery and corruption. Employees shall not offer, accept, solicit or pay bribes. The direct or indirect offer, payment, soliciting or acceptance of bribes in any form by employees is prohibited. The Company expects similar standards of behaviour from its business partners. The Company provides Guidelines on anti-bribery and corruption compliance to assist employees.

## **Business Ethics Policy: Anti-Bribery and Corruption Guidelines**

The Company has a clear position on bribery and corruption: Employees shall not offer, solicit, accept or pay bribes. The direct or indirect offer, solicitation, acceptance or payment of bribes in any form by employees shall be unacceptable. The Company shall promote its policy on bribery and corruption amongst its business partners, including its joint ventures, agents, consultants and other service providers.

The Company shall comply with all applicable laws and regulations, and shall support the principles of international organizations (e.g. the OECD Guidelines for Multinational Enterprises and the International Chamber of Commerce Rules of Conduct to Combat Extortion and Bribery) with respect to efforts to combat bribery and corruption.

Acts or allegations of bribery and corruption can do serious damage to the Company's reputation.

### **Facilitation Payments**

The Company policy makes no distinction between bribes and so-called "facilitation" payments, which shall also be prohibited. A facilitation payment is a small payment (often in cash) to a public official, which is not officially required, to enable or speed up a routine function which the official is otherwise obligated to perform. The Company shall also seek to ensure that its business partners do not make facilitation payments on the Company's behalf.

### **In implementation of the Policy and these Guidelines, employees shall:**

- Not offer, solicit, accept or pay a bribe, facilitation payment, kickback or other improper payment directly or indirectly for any reason. A kickback is the giving or accepting of money, gifts, or anything of value that is provided in return for favourable treatment.

This shall apply equally to transactions involving foreign or domestic government officials or employees (including officials or employees of state owned enterprises) and to transactions involving persons representing public or private companies, whether in the conduct of domestic or international business.

- Comply with the Company's policy on gifts and entertainment and, if unsure about giving or receiving a gift or anything of value or about providing or receiving entertainment, seek the advice of their line manager.

- Satisfy themselves, through appropriate risk-based due diligence, about the status and probity of any business partner providing services to the Company and make sure that that business partner understands the Company position on bribery and corruption (including on facilitation payments). Consult with their line manager or the Law Department if any questions on this process arise.

- Report to line management or Human Resources any concerns about activities within the Company or in dealings with business partners which may have in the past or may in the future risk infringement of the policy of the Company.
- Not use agents or other third parties to offer, accept, solicit or pay bribes or facilitation payments indirectly on behalf of the Company.
- Ensure that charitable donations are not used as a cover or substitute for a bribe.

### **Compliance**

The Company shall require compliance with its policy on bribery and corruption by all directors, officers and employees. Any employee who is found to be offering, soliciting, accepting, or paying bribes or participating in any other acts of corruption, shall be subject to disciplinary action which may ultimately lead to dismissal and, if appropriate, criminal proceedings.

In addition, the Company expects its business partners, including joint ventures, agents, consultants and other service providers, to be aware of the Company's policy and to have its own policy. Accordingly, senior management shall proactively promote the Company policy on bribery and corruption with third parties and their employees.

## **STATEMENT ON HUMAN RIGHTS AND MODERN SLAVERY**

Infineum condemns the violation of human rights in any form and has a zero-tolerance approach to modern slavery.

Modern slavery is a crime in various countries and a violation of fundamental human rights. It takes various forms, such as slavery, servitude, forced and compulsory labour and human trafficking.

Infineum is committed to acting ethically and with integrity in all its business dealings and relationships and to implementing effective systems and controls to ensure modern slavery is not taking place in its business. As part of its commitment through its supply chain, it expects the same high standards from all its contractors, suppliers and other business partners, and, in turn, expects its suppliers to hold their own suppliers to the same high standards.

Infineum has adopted Infineum Core Policies which support its position on human rights. In particular, the Business Ethics Policy requires compliance with all applicable laws, and, where the law is permissive, that Infineum will choose the course of the highest integrity.

The Infineum Core Values also underpin the way Infineum does business. Its Core Value of Ethics requires Infineum to obey all laws and operate within the highest ethical standards. Its Core Value of “Respect for People” is self-explanatory. Infineum values people of different backgrounds, races, genders and cultures and will not tolerate discrimination based on such differences.

Infineum’s position as stated above can be further defined as follows:

- Infineum supports and respects the protection of universal human rights, including but not limited to those of its colleagues, the communities in which it operates and the parties with whom it does business.
- Infineum condemns human rights abuses of any kind.