



Archirodon Anti- Bribery and Anticorruption Policy

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PURPOSE & OBJECTIVES



This policy applies wherever Archirodon (This policy applies wherever Archirodon (including all its affiliates and subsidiaries) maintains business, equally to all its directors, officers, managers and employees (whether permanent, fixed-term or temporary), as well as any third parties acting on our behalf or representing Archirodon.

It is, also, expected that all our business associates (according to ISO 37001 Anti-Bribery Management System Terminology), including but not limited to our Employers, Vendors, contact Employees, Agents, Subcontractors, Consultants, Joint Venture or Consortium Partners, outsourcing Providers, and others either acting on Behalf of Archirodon or with which Archirodon has or plans to establish some form of business relationship (hereinafter "**Business Associates**"), abide by the principles of the present policy, when doing business with Archirodon.



DESCRIPTION



1. Introduction and Principles

In Archirodon Group of companies (“Archirodon” or the “Group”), all our business activities are conducted having ethics and compliance at the forefront. Integrity, transparency and accountability are among our core values, setting the standards for every aspect of our business operations. We believe that it is vitally important to conduct our operations in a manner that ensures that all our employees and business associates (Vendors, business partners, Employers, etc.) operate in a bribery-free and corruption-free environment.

This document sets forth the policy of Archirodon regarding bribery and corruption in any form. We are committed to conducting our business with integrity, honesty, and transparency, and in compliance with all applicable laws and regulations. We have zero-tolerance policy for any act of bribery or corruption, whether direct or indirect, by or on behalf of any Archirodon entity or any person acting on behalf or associated with the Archirodon.

This policy is in line with [Archirodon Code of Ethics & Conduct](#)

2. Definitions

Bribery means offering, promising, giving, authorizing, soliciting, or accepting an undue advantage of anything of value (which could be financial or non-financial), either directly or indirectly and irrespective of location(s), in violation of applicable law, as an inducement or reward for a person acting or refraining from acting in relation to the performance of that person’s duties.

Corruption means the abuse of entrusted power or position for private benefit that usually breaches laws, regulations, standards of integrity or standards of professional behaviour. This can include: abuse of the power given to an individual by another person or organization.

Public official means any person who holds a legislative, administrative, or judicial position of any kind, whether by appointment, election or succession, of any country or territory, or any subdivision thereof; any person exercising a public function for or on behalf of any country or territory, or any subdivision thereof, or for any public agency or public enterprise; any official or agent of a public international organization; any political party or any candidate for public office; or any person who is considered to be a public official under the laws of any country or territory.



DESCRIPTION



3. Prohibited Conduct

We prohibit any form of bribery or corruption, whether involving public officials or private individuals or entities, regardless of the location of its occurring. The following are indicative examples of conduct that are prohibited by this policy, but not an exhaustive list:

- Active bribery: Offering, promising, giving, authorizing, or paying anything of value to:
 - a public official or a private person or entity, or to any person or entity at their request or on their behalf in order to:
 - Obtain or retain a contract, permit, license, concession, or any other business opportunity or advantage, or to influence any act or decision of such person or entity in the performance of their duties or functions; or
 - Secure an improper advantage for the Company or oneself, such as obtaining confidential information, influencing a tender process, avoiding or reducing taxes or penalties, or circumventing legal or regulatory requirements.
 - a third party, such as an intermediary, advisor, agent, consultant, distributor, supplier, or vendor, knowing or having reason to believe that all or a portion of such value will be offered, promised, given, authorized, or paid, directly or indirectly, to a public official or a private person or entity, or to any person or entity at their request or on their behalf, for any of the purposes described above.
- Passive bribery: Soliciting, requesting, receiving, or accepting anything of value from:
 - a public official or a private person or entity, or from any person or entity at their request or on their behalf:
 - as an inducement or reward for performing or refraining from performing any act or decision in relation to the Company's business or interests, or for using or abusing one's position or influence to benefit the Company or oneself; or
 - in exchange for providing an improper advantage to such person or entity, such as disclosing confidential information, favoring a bidder, granting undue concessions, or facilitating illegal or unethical activities.
 - a third party, such as an intermediary, advisor, agent, consultant, distributor, supplier, or vendor, knowing or having reason to believe that all or a portion of such value was offered, promised, given, authorized, or paid, directly or indirectly, by or on behalf of a public official or a private person or entity, or by or on behalf of any person or entity at their request or on their behalf, for any of the purposes described above.



DESCRIPTION



4. Prohibited Facilitation Payments

Facilitation payments are small payments or gratuities made to low-level public officials to expedite or secure the performance of routine or non-discretionary governmental actions, such as issuing visas, permits, licenses, or other official documents; processing customs clearances; providing police protection or mail services; or scheduling inspections. Facilitation payments are prohibited by this policy, as well as by the applicable laws of many countries. We do not allow any Business Associate to make or offer facilitation payments on its behalf, regardless of whether such payments are customary or tolerated in the country or region where they are made. The only exception to this prohibition is when a Business Partner reasonably believes that their personal safety or security is at risk, and that making a facilitation payment is necessary to protect themselves from imminent harm. In such cases, the Business Partner must report the incident and the payment to the Group's Anti Bribery Compliance Function as soon as possible through the Whistleblowing Channel available at <https://report.whistleb.com/en/archirodon>.

5. Gifts, Hospitality, donations and similar benefits

Archirodon has adopted a strict policy regarding the offering or acceptance of any kind of gifts, hospitality, donations or any other financial /advantage, items of value or similar benefits ([Hospitality, Donations and Similar Benefits Policy](#)), to which you may refer for further information.



DESCRIPTION



6. Political and Charitable Contributions

Political and charitable contributions are donations or grants made to support a political party, candidate, campaign, cause, or organization. Political and charitable contributions may also be used as a means of exerting undue influence or creating a sense of obligation, especially when dealing with public officials or potential business partners. Therefore, Archirodon has established the following rules and guidelines for making political and charitable contributions:

- We do not make any political contributions, either directly or indirectly, to support any political party, candidate, campaign, or cause, in any country or region.
- No charitable contributions may be made:
 - unless such contributions are approved in advance by the Group's Anti Bribery Compliance Function and are in compliance with all applicable laws and regulations and with the Archirodon corporate social responsibility objectives;
 - on behalf of or in the name of any Archirodon entity, or using the Group's funds or resources, without the prior approval of the Group's Anti Bribery Compliance Function, and without proper documentation and recording in Archirodon books and records;
 - with the intention or expectation of obtaining or retaining a business advantage, influencing a decision, or inducing or rewarding improper conduct;
 - to a public official or a private person or entity, or to any person or entity at their request or on their behalf, as an inducement or reward for performing or refraining from performing any act or decision in relation to Archirodon Group's business or interests, or for using or abusing one's position or influence to benefit the Group or oneself;
 - to a person or entity who is a close relative or a personal friend of a public official or a potential business partner, or who is acting as an intermediary or a representative of such person or entity, unless such contributions are approved in advance by the Group's Anti Bribery Compliance Function.



DESCRIPTION



7. Archirodon Anti-Bribery Compliance Function

For the effective implementation of the Group's anti-bribery objectives, Archirodon has established an Anti-Bribery Management System (A-BMS) according to the International Standard ISO 37001 and in this context has also established an internal Anti-Bribery Compliance Function ("ABCF"), which constitutes a body consisting of the following persons:

1. Archirodon Chief Compliance Officer
2. Archirodon DPO
3. Archirodon Whistleblowing Officer
4. Archirodon Quality Director
5. Other Archirodon staff required to participate as experts in case-by-case basis

All the members of the ABCF have the appropriate competence, status, authority, independence and integrity to fulfill the Group's antibribery goals in the most efficient way.

The ABCF has the authority for overseeing the design and implementation of the Group's Anti-Bribery Management System and ensuring its conformity with the applicable laws and legislation as well as the industry best practices, while it reports to the Group's top management on a regular basis.



DESCRIPTION



8. Due Diligence and Monitoring

We conduct due diligence and monitoring on all Archirodon entities and Business Associates, especially those who interact with public officials or operate in high-risk countries or regions, to ensure that they comply with this policy and with all applicable laws and regulations. The due diligence and monitoring process includes the following steps:

- Screening and verifying the identity, reputation, qualifications, and credentials of our potential employees, executives and Business Associates, following a bribery risk assessment and focused to them with a more than low bribery risk, by using internal and external sources of information, such as references, background checks, and databases.
- Evaluating and assessing the risks associated with our Business Associates, taking into account the nature, scope, and location of the services or activities to be performed, and the potential exposure to bribery and corruption.
- Obtaining and reviewing the written agreements or contracts with the Business Associates, ensuring that they contain clear and specific terms and conditions, including anti-bribery and anticorruption clauses, audit rights, and termination provisions.
- Providing and requiring all Archirodon Employees, Executives and Business Associates to secure their understanding of and compliance with this policy, either by regular training, or by sharing and presentation of this policy.
- Monitoring and auditing the performance and conduct of Archirodon Employees, Executives and Business Associates, using various methods, such as internal Audits, reports, reviews, inspections, and feedbacks, and ensuring that they adhere to this policy and to the agreed terms and conditions.
- Reporting and addressing any issues, concerns, or incidents involving Archirodon Employees, Executives and Business Associates, and taking appropriate corrective or disciplinary actions, up to and including termination of the relationship, if necessary.



DESCRIPTION



9. Raising concerns

We encourage the early reporting of concerns or suspicions of behavior that may violate this policy, to your Manager, Archirodon's Chief Compliance Officer or through our Whistleblowing Channel available at <https://report.whistleb.com/en/archirodon>), without fear of retaliation or reprisal, by following the procedure set out in the Archirodon's Whistleblowing Policy ([Group Whistleblowing Policy](#)).

We ensure that all reports are treated confidentially, and we protect the rights and interests of the reporting and the accused persons, while we do not tolerate any form of retaliation against anyone who reports in good faith.

10. Review and Communication

This policy is published both on our ARCO IMSdigital & ARCO website and is reviewed periodically by Archirodon Anti-Bribery Compliance Function in consultation with the Top Management, and other relevant stakeholders, to ensure that it remains relevant, effective, and compliant with the applicable laws and regulations, and with the best practices and standards of the industry. The policy will also be communicated to other stakeholders, including Vendors, Employers and any kind of Business Associates when is contacted or the need arises. Any changes or updates to this policy will be communicated and disseminated to all Archirodon entities and Business Partners, and will take effect immediately, unless otherwise specified.

11. Consequences of Violation

Any staff of Archirodon who breaches this policy will face disciplinary measures up to and including termination of employment or contract, as well as legal action or penalties (in regard to the internal policy "Term and Conditions of Employment"). Any Vendors, Agents, Advisers, Joint Venture partners, or any other Business Associates who breach this policy may, among others, have their contracts terminated. We reserve the right to report any breaches of this policy which may amount to bribery and corruption to the relevant public authority for investigation, if this is so required under applicable legislation.