

## ANTI-CORRUPTION POLICY

<b>OBJECTIVE</b>	To identify the Group's anti-corruption principles, the roles of the entities involved in anti-corruption activities, and the anti-corruption measures implemented to create a corruption-resistant environment within the Group.
<b>SCOPE OF APPLICATION</b>	All Group companies. Business partners are encouraged to adhere to the policy.

### 1. Terms and abbreviations

1.1. Terms or abbreviations used in the Policy have the following meanings:

<b>Anti-corruption management system</b>	The set of requirements for an anti-corruption management system defined in the International Standard ISO 37001:2016 "Anti-corruption management systems - Requirements and guidelines for use" for the management of corruption risks and the creation of a corruption-resilient environment.
<b>Anti-corruption compliance function or functional area</b>	A function or functional area that ensures the effective operation of the Anti-Corruption Management System.
<b>Employee</b>	A natural person who has an employment contract with a Group company.
<b>Gift</b>	Any transfer of property, a property right or a service for no consideration. The term "Gift" includes tangible items and other forms of benefit that can be valued in monetary terms, such as services, entertainment, discounts, invitations to trainings, events, hospitality, etc.
<b>Member of a collegiate body</b>	a member of the supervisory body, the management body, the audit committee, the remuneration and nomination committee and any other specialised committee, if any, of the group company.
<b>Corruption</b>	Bribery, trading in influence, graft, failure to perform official duties, any activity involving the abuse of power for the benefit of oneself or another person.
<b>Helpline</b>	Group's internal channels for reporting infringements.
<b>Infringement</b>	A criminal offence, administrative offence, a breach of employment duties, a breach of ethical standards or any other offence being prepared, committed, or which has already been committed, which has caused or may cause damage to the Group Company or harm the reputation of the Group Company.
<b>Business partners</b>	Natural and legal persons, as well as entities without legal personality, and any formations or groups of the above persons with whom the Group Company has, directly or indirectly, established or intends to establish business relations.

1.2. The Policy also uses the terms as defined in the Group Corporate Governance Policy "List of terms used in Group-level documents", the Law on Prevention of Corruption, the Republic of Lithuania Law on the Protection of Whistleblowers and other legislation.

## **2. General provisions**

2.1. The Group's anti-corruption activities are based on the Anti-Corruption Management System and its requirements. The implementation of the anti-corruption management system in Group companies may vary depending on the context of the Group company's operations and the corruption risk.

2.2. The Group's anti-corruption activities are implemented in accordance with the following principles:

2.2.1. **Zero Tolerance to Corruption.** Corruption and any related behaviour (nepotism, cronyism, lobbying, violation of donation requirements, etc.) is not tolerated in the Group and anti-corruption measures are implemented to manage corruption and related risks.

2.2.2. **Compliance with legal requirements and ethical standards.** The Group's anti-corruption environment is created in accordance with the provisions of legislation, including this Policy, and in compliance with the requirements of the Anti-Corruption Management System. Where this Policy or legislation does not set out appropriate standards of conduct, Employees' behaviour must meet the highest standards of integrity, honesty and transparency.

2.2.3. **Risk management and performance assessment.** The Group has an ongoing process of identifying and monitoring corruption risks, assessing the effectiveness of its anti-corruption activities and ensuring the improvement of its anti-corruption activities.

2.2.4. **Openness and transparency.** The Group's business objectives are transparent and clearly stated, and key Group-level documents, values and other events are publicly disclosed as required by law.

2.2.5. **Independence in anti-corruption compliance.** Anti-corruption compliance is an independent activity, separate from the Group companies' activities where there is a risk of corruption.

2.3. Violation of the provisions of the Policy may be considered a serious breach of employment duties, which is punishable by law.

2.4. The Group shall ensure that all possible breaches of this Policy and other anti-corruption legislation are investigated by authorised competent persons. If signs of a criminal offence are detected, the relevant Group company shall inform the relevant law enforcement authorities.

## **3. Anti-corruption measures**

### **3.1.1. Restrictions on the acceptance and provision of Gifts, and procedures for making donations:**

3.1.1.1. we have a Zero Gift Rule - we refuse to provide Gifts to, or receive Gifts from, Business Partners, except for exceptions provided for by domestic law in relation to international protocol, hospitality or services provided for business purposes;

3.1.1.2 it is prohibited to provide or accept cash, gift vouchers, alcoholic beverages, Gifts which may be considered controversial or intended for influence or patronage;

3.1.1.4. internal legislation sets out the procedures for administering (registering, etc.) the Gifts;

3.1.1.5. It shall be refrained from any form of influence - financing or support for civil servants of political (personal) trust, members of the Seimas of the Republic of Lithuania, the Government of the Republic of Lithuania, members of municipal councils, members of the sole and collegial governing bodies of political organisations and think-tanks, their close relatives, spouses, cohabitants, partners, where the partnership has been registered in accordance with the procedure established by the law, foundations and institutions;

3.1.1.6. aid, humanitarian aid is granted in accordance with the legislation governing it.

**3.1.2. The Group's interests are safeguarded by the interest management measures for Employees and members of the Collegial Bodies** provided for in the Group's Interest Management Policy and

internal regulations: declarations of private interests are made in the declarations of private interests of Employees and members of the Collegial Bodies, conflicts of interest are resolved by recusal or removal from post, and monitoring of private interest declarations.

- 3.1.3. **Screening of Business Partners** - Prior to the start of cooperation with a Business Partner, the reputation, solvency and other circumstances relating to the activities of the Business Partner shall be checked, in accordance with the level of risk of corruption established by the internal legislation, in accordance with the cases and procedures laid down by internal legislation. Consistent evaluation and monitoring/control mechanisms are in place for existing relationships with Business Partners.
- 3.1.4. **Ensuring the credibility of staff by** collecting and assessing, where appropriate, the information required by external and internal legislation on candidates for membership of the Collegial Body or Staff. The staff security processes aim to ensure that individuals of good repute perform and work for the Group.
- 3.1.5. The Group companies operate a **Helpline** (information about any Group company should be reported at <https://pranesk.epsog.lt/lt/>) to encourage Employees and others to report Infringements.
- 3.1.6. The Group encourages the reporting of Infringements to the Helpline, even without being sure of the veracity of the facts reported. Reporting Persons are not obliged to assess whether the Infringement meets the elements of a criminal offence or other violation of law as defined by law.
- 3.1.7. All information received by the Helpline is analysed in Group companies. If the Group company is not competent to assess the information or if its content gives rise to reasonable grounds to believe that a criminal offence or an administrative offence is being prepared, committed or has already been committed, the information shall be forwarded to the competent authority and the person who provided the information shall be informed thereof.
- 3.1.7.1. Group companies shall take measures to protect persons reporting to the Helpline from any possible negative consequences, to ensure confidentiality and, where appropriate, anonymity. These measures are applied by Group companies even if the information provided is not confirmed.
- 3.1.8. In accordance with the **Internal Investigations Procedure**, cases involving Irregularities, including those with elements of Corruption, are investigated. The internal investigation procedure also applies to the examination of information received by the Helpline.
- 3.1.9. **Transactions** between Group companies **are subject to transparency measures.**
- 3.1.8. Training, communication and other targeted actions **are used to raise the anti-corruption awareness of Employees.** The level of anti-corruption awareness of employees is measured periodically through the Employee Tolerance to Corruption Survey.
- 3.1.9. **It is ensured that procurement in the Group's companies is carried out in a transparent manner, in** accordance with the requirements of equality, non-discrimination, mutual recognition, proportionality and impartiality, rational use of funds, and by providing equal and non-discriminatory conditions for suppliers during the procurement process and during the performance of the contract.
- 3.2. The anti-corruption measures applied in Group companies are detailed in internal legislation.
- 3.3. Group companies periodically determine their level of resistance to Corruption in accordance with the procedures established by law.
- 4. Responsibilities of participants in anti-corruption activities**
- 4.1. The anti-corruption activities of the Group Companies shall involve the Boards of the Group Companies, the Chief Executive Officers of the Group Companies, the unit or persons performing or operating in the functional area of the Anti-Corruption Compliance function, the Heads of the business units of the Group Companies and the Employees.
- 4.2. **Responsibilities of the Boards of group companies:**
- 4.2.1. create a culture of anti-corruption within the Group;

- 4.2.2. allocate sufficient human and financial resources to ensure the effectiveness of anti-corruption activities;
- 4.2.3. assess the effectiveness of the Group's anti-corruption activities, based on the Anti-Corruption Management System, and make recommendations for improving anti-corruption activities.
- 4.3. **Responsibilities of CEOs of group companies:**
  - 4.3.1. build a culture of resilience to corruption;
  - 4.3.2. ensure that anti-corruption activities based on the Anti-Corruption Management System are effective and proportionate to the identified corruption risk;
  - 4.3.3. ensure that the financial and human resources provided are allocated for the effective operation of anti-corruption activities;
  - 4.3.4. ensure that the effectiveness of anti-corruption activities arising from the requirements of the Anti-Corruption Management System is monitored;
  - 4.3.5. participate in the assessment of the effectiveness of anti-corruption activities based on the Anti-Corruption Management System and make proposals for their improvement.
- 4.4. **Responsibilities of the anti-corruption compliance unit/persons:**
  - 4.4.1. build a culture of resilience to corruption;
  - 4.4.2. draw up anti-corruption action plans and ensure their effective implementation;
  - 4.4.3. provide methodological assistance and advice to Staff on the implementation of anti-corruption measures;
  - 4.4.4. monitor and periodically evaluate the effectiveness of anti-corruption activities;
  - 4.4.5. administer the Helpline and ensure that information received about Irregularities is investigated;
  - 4.4.6. implement measures to improve anti-corruption activities in the Group.
- 4.5. **Responsibilities of the heads of units of group companies:**
  - 4.5.1. create a culture of anti-corruption in their unit;
  - 4.5.2. Ensure the implementation of anti-corruption measures in their unit and encourage Employees to comply with the requirements of the Anti-Corruption Management System ;
  - 4.5.3. make proposals to improve anti-corruption activities.
- 4.6. **Staff responsibilities:**
  - 4.6.1. in the performance of their daily functions, follow the principles of anti-corruption, comply with the requirements for anti-corruption activities and implement anti-corruption measures within their competence;
  - 4.6.2. The Helpline reports Infringements;
  - 4.6.3. participate in anti-corruption awareness-raising activities.