

## **ANTI-BRIBERY SOFIDEL GROUP REGULATION**

0	23rd April 2019	New emission	Fabiana Da San Martino Business Controller	Simone Ferretti Business Control Manager
Rev	Date	Description	Written	Approved

## **1) Purpose**

The Sofidel Group is constantly committed to ensuring responsible corporate behaviour, promoting high standards of integrity, honesty and transparency, in full compliance with all laws and regulations in force in the countries in which it operates, its Code of Ethics and Group procedures. Fighting corruption, refusing it in any circumstance, form or manner, constitutes a concrete effort to ensure the development and maintenance of a sustainable business environment from a social and economical aspect. This Regulation defines the values and principles which the Group adheres to in its fight against corruption in order to prevent any incident. Sofidel Group believes that only an ethical approach effectively supports the success of its business.

## **2) Regulation**

All the employees, the Group Companies and all those who have a relationship of any capacity with the Group are involved and bound to comply with the current Regulation and the anti-corruption laws.

In particular, the Group Managers must play an important role in enforcing the Regulation at country level, with a strong commitment to prevent and fight corruption and render the internal checks operational and effective.

The employees and those who collaborate with the Sofidel Group are responsible for implementing these principles and compliance with the Regulation.

## **Principles and Aims**

The Sofidel Group rejects any corruption, in all its direct and indirect forms, in the public sector as well as the private sector. In particular, the anti-corruption laws define the following activities as illegal for the employees, for the company and for business partners: pay or accept, directly or indirectly, bribes, kickbacks or other improper payments to obtain/maintain their business or secure an unfair advantage in relation to business activities.

The Group does not accept any kind of relationship with those who do not respect these principles.

## **Risk Assessment**

The Group, through the Anti-Bribery Compliance Officer and the Anti-Bribery Focal Point, undertakes to carry out the risk assessment activities, in order to accurately identify and prioritise the risks of corruption that may be encountered, in relation to certain countries as well as to specific business partners.

Risk assessments and their conclusions must be adequately documented and tracked.

## **Business Partner**

To avoid and prevent risks of corruption, the Group endeavours to evaluate the ranking of its stakeholders before undertaking business relationships.

## **Relationships with public administration**

In relationships with public administration, the employees or those acting on behalf of Sofidel Group must refrain from any active, passive or omissive behaviour, which may also represent

attempted corruption. Documentary evidence of economic relations to and from public officials must be kept.

### **Sensitive and instrumental activities for corruption**

The Group identifies the sensitive activities for corruption and the main ones are the following:

- Gifts and business expenses: no promises, offers or grants of gifts and benefits are allowed besides those of reasonable value and for institutional, business courtesy and marketing reasons, in compliance with the reference procedures.
- Sponsors and promotional activities: these must be activated with the sole objective of enhancing the reputation and prestige of the Sofidel Group, in compliance with the reference procedures.
- Donations and Facilitation Payment: unapproved donations to entities that are not officially recognised are not allowed as well as donations made with the intention of influencing significant decisions for the company business. Payments and benefits of any size and nature, aimed at accelerating services already due from parties outside the company, are strictly prohibited.
- Financial transactions: they are not authorised if not properly tracked and documented in compliance with the Group procedures.
- Recruitment process: this must be done in compliance with the principles of impartiality, transparency and traceability, in line with the provisions of the Group procedures.

### **Training and Control**

The Sofidel, through the Anti-Bribery Compliance Officer and the Anti-Bribery Focal Point, Group must guarantee adequate communication and training to the employees, including new recruits, in order to clearly indicate the risks and harm associated with illegal behaviour, and how to behave if an act of corruption occurs.

Training must be continuous for all employees in relation to the responsibilities and business sectors. Employees must be aware of the type of behaviour considered acceptable and inappropriate and punishable.

The Managers of the various Corporate departments must be trained so as to identify and handle any problematic situations properly, and are responsible for monitoring their relevant area.

The Group, through the Anti-Bribery Compliance Officer and the Anti-Bribery Focal Point, undertakes to verify the correct application of this Regulation in order to:

- ✓ Check that the Regulation is properly implemented and updated throughout the Group.
- ✓ Oversee the training of employees and new recruits.
- ✓ Identify any possible deficiency, weakness and risk.
- ✓ Decide which actions to take to ensure the effectiveness of the Regulation (revisions in order to continuously improve the overall system).
- ✓ Punish any unsuitable behaviour.

## Reports

Any violation of this Regulation must be immediately reported following the procedures for whisper blowing management.

## Sanctions

Sofidel Group does not engage in conduct that violates this Regulation and anti-corruption standards. If the employees, collaborators and/or business partners are held responsible for any violation, Sofidel Group applies the sanctions provided for by the applicable regulatory/contractual system, including the termination of the contract.

### 3) List of forms/templates

**TD3301** *List of Anti-Bribery Compliance Officer / Anti-Bribery Focal Point nominated for legal entity*


### 4) Archiving Rules

DOCUMENT	RESPONSIBLE	FORMAT	ARCHIVING DURATION
TD3301	Business Controller	Hard/Electronic copy	Period of validity of the document

### 5) Definitions

Anti-Bribery Compliance Officer	Function appointed by decision of the Board of Directors to manage the anti-corruption system in the Holding Company
Anti-Bribery Focal Point	Function appointed by decision of the Board of Directors to manage the anti-corruption system in the companies of the Group

# TD3301

 <p><b>SOFIDEL</b> ENDLESS CARE, INNOVATIVE LIFE</p>	<p>Anti-Bribery Compliance Officer and Anti-Bribery Focal Point LIST</p>
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<b>Legal Entity</b>	<b>Appointment</b>	<b>Appointed Function</b>
Sofidel SpA	Anti-Bribery Compliance Officer	Business Control Office
Soffass SpA	Anti-Bribery Focal Point	Business Control Office
Sofidel France SA	Anti-Bribery Focal Point	Country Finance Manager