

RABEN GROUP ANTI-CORRUPTION COMPLIANCE POLICY



**RABEN
INFORMATION
SECURITY CENTER**

Valid for:	All Raben Business Units and their business partners		
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CONTENT OF THE DOCUMENT

1. AIM OF THE POLICY

The aim of this Anti-corruption Compliance Policy is to articulate the commitment of the Raben Group and its management to prevent as well as counteract corruption and to establish an Anti-corruption Program, with clear rules on how to prevent, detect and react to instances of corruption.

By adopting and applying this Policy, we express our commitment to always act in compliance with applicable anti-corruption laws and binding contractual obligations as well as to participate in and enforce transnational initiatives aimed at fighting corruption, such as those given form in i.a. the UN Convention against Corruption, the Council of Europe's Criminal Law Convention on Corruption and OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions.

Corruption is not only a criminal offence. It distorts competition and the fair distribution of resources, creates or entrenches inequities between people and undermines the goodwill attributed to businesses, depriving them of commercial independence and control over their activities.

Therefore, counteracting corruption is both a legal and ethical duty that each business should recognize as a core element of its corporate culture. Thus, Raben Group does so and expects that its employees and business partners will do so as well in order to achieve our common goals of sustainable business and a better tomorrow.

2. DEFINITION AND ABBREVIATIONS

Term	Meaning
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3. SCOPE

In scope	Out of scope
All Raben Business Units and contractors	

4. POLICY STATEMENTS

4.1. The principle of zero tolerance for corruption

- 4.1.1. Integrity, reliability, and responsibility, including transparency are values that constitute the basis for the business, corporate culture and success of the RABEN capital group ('Raben Group') and of each of its member companies (each member company of the Raben Group is defined as the 'Raben company' for the purpose of this Policy). Our customers, business partners as well as the entire logistics and road transport markets trust that we act in accordance with these values.

- 4.1.2. Corruption is illegal and contrary to the values of Raben Group.
- 4.1.3. Therefore, Raben Group applies the approach of zero tolerance for corruption as part of its activity and expects its managers, employees, business partners and their managers and employees to comply with this principle.
- 4.1.4. No one will be penalized for losing a business opportunity where it is dependent upon bribery.
- 4.1.5. In case of occurrence of corruption, disciplinary and other legal actions, including termination of the cooperation, will be taken.

4.2. The Policy

- 4.2.1. The Policy provides for the general rules of preventing, detecting, and responding to corruption, indicates conducts that can constitute corruption, defines the rules of giving and receiving gifts and entertainments, determines the consequences of non-compliance with the rules provided for in the Policy and advises what to do in case of doubts or occurrence of violations of the Policy.
- 4.2.2. The Policy complements the anti-corruption commitments declared in **the Raben Group Code of Ethics** and **Code of Ethics for Raben Group Subcontractors**.
- 4.2.3. The Policy is applied to all Raben companies and is supplemented on local level by anti-corruption manuals that elaborate on counteracting corruption and its prevention with consideration of local anti-corruption laws.
- 4.2.4. Due to the international reach of Raben Group, the Policy reflects provisions on corruption and guidelines on how to prevent and counteract corruption provided in the U.K. Bribery Act ("UKBA") as well as the U.S. Foreign Corrupt Practices Act ("FCPA"). In particular, the Policy prohibits corrupt practices as specified in both of the Acts – meaning in the public and private sector, regardless of its local or transnational character.
- 4.2.5. The Policy also constitutes a basis for the Raben Group Anti-corruption Program to prevent corruption in relation to the Raben Group operations and therefore to mitigate and manage the risk of corruption and of liability of Raben companies, their management, employees and business partners.
- 4.2.6. To assure its effectiveness, the Anti-corruption Program includes the following elements: (a) internal and external communication of the Policy, (b) anti-corruption

trainings, (c) monitoring of the effectiveness of the Policy's application (d) corruption risk assessment and anti-corruption due diligence of business partners, (e) the whistleblowing channel by which any suspicion or incident of corruption can be reported, (f) the policy on internal investigation of reported corruption, (g) management commitment in preventing and counteracting corruption.

4.2.7. Anti-corruption trainings constitute an obligatory part of the initial onboarding training and also are periodically conducted, at least once every two years, for the Raben Group management, Raben companies' management as well as for to employees.

4.2.8. The Policy applies to:

- a. Raben Group as a whole;
- b. each of the Raben companies;
- c. all of Raben Group's and Raben companies' managers, employees and associates employed on the basis of a contract of mandate, contract for specific work, cooperation agreement or other similar agreement ('employees');
- d. Raben Group and Raben companies business partners, their managers and employees.

4.2.9. The Policy is a part of the sustainable development strategy adopted by Raben Group.

4.2.10. The Policy is a part of terms and conditions of cooperation agreements as well as employment internal regulations and hence - of employment contracts.

4.3. Management commitment in preventing and combating corruption

4.3.1. This Policy is the manifestation of the Raben Group's managers involvement in achieving the objectives connected with conducting fair business and preventing and combating corruption

4.3.2. Each Raben company's management board assumes the responsibility for the implementation, application and regular updating of the Policy, including the assessment of the risk of corruption in the Raben Group activities, in order to identify and take adequate actions to prevent it.

4.3.3. The managers of all Raben companies are supported by the Raben Group Risk Director acting also as the Raben Group Compliance Officer (hereinafter referred to as the '**Risk Director**') as well as local Compliance Coordinators and/or Raben companies' Directors.

4.3.4. The local Compliance Coordinators and/or Raben companies' Directors are responsible, under the supervision of the Risk Director, for applying the Policy in the Raben Group's day-to-day activity, addressing doubts and whistleblowing reports on corruption, and for conducting or organizing anti-corruption trainings.

4.3.5. The Risk Director is responsible for monitoring how the Policy and Anti-corruption Program are applied, supervision of relevant for the Anti-corruption Program changes in business environment in which Raben Group operates, adjusting the Policy and the Anti-corruption Program and reporting to the Raben Group Management (Board) about how the Anti-corruption Program operates.

4.3.6. The Raben Group Legal Department is responsible for monitoring changes in local and transnational anti-corruption legislations and cooperates in this respect with the Risk Director by i.a. providing the Risk Director with information about occurring changes.

4.4. Corruption

4.4.1. Corruption is promising, offering, giving, demanding, accepting or receiving any material or personal benefit, **to induce or reward** an act or omission connected with the performance of professional duties, which is contrary to the provisions of law and ethics or constitutes a breach of trust – to obtain undue business or personal gain.

4.4.2. Corruption can be committed by accepting or giving a benefit directly or through another person, for one-self or for another person.

4.4.3. Corruption can take **a form of direct payments or offering and receiving material or personal undue benefit, or of:**

- a. hidden commission charges;
- b. kickback payments;
- c. preferential treatment and favors;
- d. lavish gifts and entertainment, donation or sponsoring;
- e. facilitation payments – i.e. providing small benefits (the most often relatively small amounts of money) in order to overcome procedural obstacles, to obtain service and settle a matter to which citizens are legally entitled;
- f. extortion.

4.4.4. The corruption may take place in business relations (**private corruption**) or in relations with representatives of public offices and authorities (**public corruption**).

4.4.5. A material benefit is money and any other goods having a material value, i.e. gifts, events, meals, gift vouchers, prepaid cards, trips, invitations to trainings, etc. Any material benefit that is beyond of what the Raben Group Anti-corruption Compliance Policy (including Anti-corruption Manuals as well as the Raben Group Gift and Entertainment Policy) considers an admissible gift or entertainment, in particular the maximum value or frequency specified in the above-mentioned Policies and local laws – can be deemed a bribery.

4.4.6. A personal benefit is a benefit that satisfies needs other than the material need of a recipient, e.g. obtaining a diploma, promotion, honorary title, acquisition of certain skills.

4.4.7. Corruption is not limited to one jurisdiction. It can occur both in the **local and cross-jurisdictional** environment, in relations with foreign officials or foreign private entities (i.a. companies).

4.5. The rules of preventing and counteracting corruption

4.5.1. All Raben Group and Raben companies' managers, employees, and business partners:

- a. Apply the Raben Group Anti-Corruption Compliance Policy in their every-day professional life.
- b. Refrain from any corrupt practice and refuse any corrupt offers.
- c. Avoid any actions that may violate the principle of zero tolerance of corruption and expose Raben Group to allegations of behavior that does not comply with applicable laws, ethics, and its values.
- d. While assessing their potential decision, always ask themselves **how will my action/inaction be judged by an outsider? Does it pose a reputational risk to me, Raben company or the Raben Group?**
- e. Prevent and report cases of potential corruption in accordance with the Raben Group Whistleblowing Policy.
- f. Avoid acting in conflict of interest meaning in a situation where personal relationships (including those of close family members/friends) or personal interests, including financial, in a public institution, another company, business or venture may – even seemingly – influence the decisions made in their professional

life.

- g.** Consult all and any doubts with the local Compliance Coordinator and/or the Risk Director.
- h.** Make legitimate and justified business decisions, ensuring transparency with regard to their professional conduct.
- i.** Do not participate in transactions involving suspicious supporting documentation or lack of documentation
- j.** Before making payments, always establish that their business partner's bank accounts are located in the country of their residence/location or in the country where the services are rendered.
- k.** Do not accept repeated or disproportionate and lavish gifts (leisure, meals, travel) or offers of such entertainments.

4.5.2. Failure to comply with the Policy shall constitute a breach of contractual obligations under employment contracts or cooperation agreements

4.5.3. Business partners will be verified as to their business reliability and anti-corruption compliance in accordance with the rules of business partners' due diligence check, which include the application of red and green flags criteria as defined in the Anti-corruption Manuals applicable in specific jurisdictions in which Raben companies operate. The anti-corruption due diligence criteria are complementary with the criteria of economic sanctions verification as defined in the Raben Group Sanctions Policy.

4.5.4. A condition for Raben Group to establish or continue a business relationship is the contractor's commitment to prevent and combat corruption as well as effective application of its and Raben Group's Anti-corruption Program, including but not limited to this Policy.

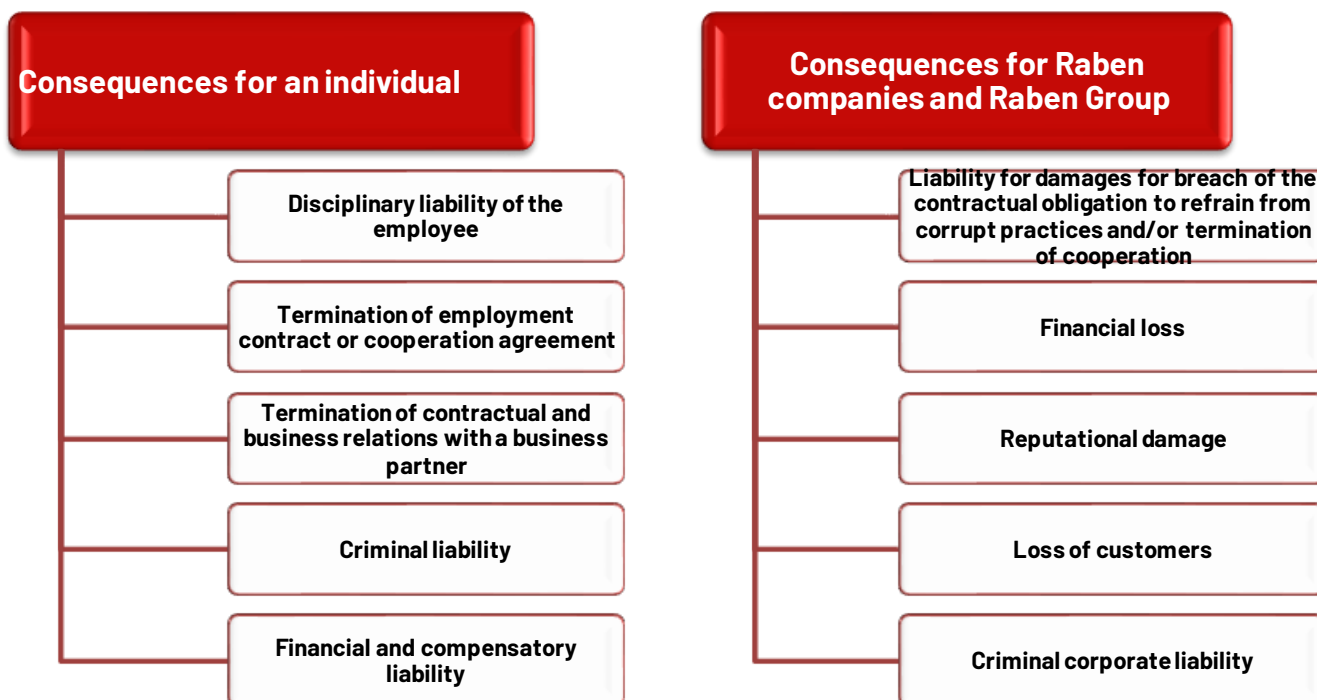
4.6. The effects of corruption

4.6.1. Corruption can lead to individual consequences as well as consequences for a Raben company and Raben Group.

4.6.2. Responsibility for corruption may result from an action of a person who :

- a.** directly commits an act of corruption; or
- b.** consciously participates in a corruption scheme, i.e. orders to pay a bribe or

agrees to the use of company's assets to finance bribes



4.7. Gifts, entertainment and donations

4.7.1. In the sphere of business relations, Raben Group permits promotional and marketing expenditure ('expenditure') as well as accepting and giving symbolic or marketing gifts or gifts customary for a given region's culture or invitations to events (entertainments), if they meet the criteria for being **justifiable, appropriate and neutral, and are occasional**.

4.7.2. In order to assess whether an expense or gift meets the above criteria, it is necessary to define their purpose, take into account the time and circumstances of the expense, gift, or entertainment, and assess whether or not there is or may be a corruption attempt behind it.

4.7.3. It is forbidden to accept or offer any gifts in the form of money, including bank transfer, remittance, or in the form of crypto-currency, prepaid cards or restaurant vouchers.

4.7.4. As it is stated in the Raben Group Policy on Gifts and Entertainment contained in the Raben Group Code of Ethics - the value of a gift or entertainment (whether offered or given or received), **can never exceed EUR 100 – regardless of the jurisdiction**. Offering, giving or accepting gifts and entertainment of a value exceeding **EUR 100** requires an approval of the Raben Group Chief Financial Officer, being a member of the Raben Group Board after receiving recommendation from the Risk Director. The requests for approval

of costs exceeding EUR 100 per person must be sent to the Risk Director.

4.7.5. However, more stringent limits as to the value of permissible gifts and entertainment can be specified by the local law and/or internal regulations. In this regard, always refer to the Manual applicable in the country in which you operate. This also applies to limitations of frequency of offering, giving and accepting gifts and entertainment.

4.7.6. Offering a gift or an entertainment to a person performing a public function is **strictly forbidden**.

4.7.7. Making a donation (also in the form of a gratuitous performance) for charitable or public benefit purposes is only permissible if the donation is made in a completely neutral and disinterested manner and after prior verification that the donation will not constitute or be perceived as a form of corruption. Making a donation must be decided by the Raben Group Board. Raben Group does not make any donation for political purposes.

4.8. Documenting costs and expenses

4.8.1. Each Raben Group manager or employee (or associate), within the scope of their duties, is obliged to take care of financial documentation, including the documentation concerning promotional and gift expenses.

4.8.2. The documentation will be subject to regular internal and external audits and should give an accurate view of the actual costs and expenses incurred.

4.9. Doubts or detected irregularities

4.9.1. Any doubts or questions regarding the application of the Policy as well as permitted or prohibited conduct, especially in the case of offering or accepting gifts or entertainment, should be reported to the superior, the local Compliance Coordinator and/or the Risk Director

4.9.2. In the case of being aware of any occurrence of or planned corrupt conduct, or if there is a reasonable assumption that corruption could have occurred, make a report in accordance with the **Raben Group Whistleblowing Policy**, through:

- a. the confidential reporting platform Ethics Point available at <https://alert.raben-group.com>
- b. or by traditional mail to the Raben Management Services Audit Department,
with the annotation "Whistleblowing", to the address:

**Raben Management Services
Audit Department
ul. Zbożowa 1
62-023 Robakowo, Poland**

4.9.3. Reports should be made in good faith and based on reliable information. Guidelines on reporting are included in the Raben Group Whistleblowing Policy. No retaliation will be applied to persons who reported corruption or suspicious behavior in line with the Raben Group Whistleblowing Policy.

4.9.4. All reports will be examined in line with the Raben Group Whistleblowing Policy and appropriate remedial actions will be taken in each case where the allegation is substantiated.

4.10. Protection of personal in connection with the application of the Policy

Raben Group shall take special care to protect the interests of persons whose personal data are processed in connection with the application of the Anti-Corruption Compliance Policy. Raben Group processes personal data in accordance with the general principles of personal data processing within the meaning of Regulation (EU) 2016/679 of the European Parliament and of the Council of 27.04.2016 on the protection of natural persons in relation to the processing of personal data and on the free movement of such data and repealing Directive 95/46/EC (General Data Protection Regulation) (Official Journal of the EU L 119).

Detailed information on the processing of personal data in connection with the filing of a whistleblower report, including instances of corruption, can be found in the Declaration on Protection of Confidential Information available on Raben Group's website <https://secure.ethicspoint.eu/domain/media/pl/gui/102577/dataprotection.html>

ARCHIVING

Person responsible	Retention period
Risk Director	2 years

APPENDIXES AND CONNECTED DOCUMENTS

Appendixes list	Document connected
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	Whistleblowing Policy
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HISTORY OF CHANGES

Date	Version	Scope of changes	Author
30.01.2024	1.1.	Changes in layout document and document classification	Monika Appolt-Bubacz
Source of current version of document			
All printed or downloaded version of the document are not controlled and might be out of date.			

