



Selecta Anti-Bribery and Corruption Policy

Make the day work.



General

Owner	Corporate Legal
Scope of application	Selecta AG and its affiliates

Detail

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Policy Statement

Selecta AG (including its affiliates globally, together “Selecta”) are committed to doing business with integrity and the highest anti-corruption standards. This Anti-Bribery and Corruption Policy (the “Policy”) explains our individual responsibility to comply with anti-bribery and anti-corruption laws around the world and to ensure that any third parties that we engage to act on our behalf, do the same.

Selecta has zero tolerance towards bribery. Selecta does not promise, offer, give or authorise, directly or indirectly, a bribe or anything of value to anyone (including public officials and private persons) to attempt to improperly influence any act or decision to obtain or retain business, or to secure any improper advantage for Selecta.

Who does this Policy Apply to?

The principle and obligations outlined in this Policy apply to every Selecta employee worldwide, from directors and consultants to temporary or contract staff.

In addition, Selecta expects business partners such as agents, distributors, suppliers and anyone else doing business on Selecta’s behalf to comply with the rules set out in this Policy.



What is Bribery?

A bribe is an inducement or reward offered, promised or provided in order to improperly gain a financial or non-financial advantage or anything of value (including any commercial, contractual, regulatory or personal advantage).

The prohibition on accepting a bribe from, or giving a bribe to, any person applies to any person acting in the course of a business, as an employee of a business or otherwise on behalf of others in relation to their performance of their duties and to public officials.

Bribery is a criminal offence and includes:

- ✘ If you are offering or accepting a bribe (known as active and passive bribery); or
- ✘ If you are bribing a government official or non-governmental official (known as public and commercial bribes); or
- ✘ If you fail to prevent a bribe being paid on an organisation's behalf.



A bribe doesn't have to be a cash payment. It can be anything of value that directly or indirectly benefits the recipient. Bribes can include:

- ✘ Goods or services
- ✘ Gifts
- ✘ Travel (including travel upgrades)
- ✘ Meals
- ✘ Trips, entertainment and hospitality
- ✘ An offer of employment or promotion (this also applies to family members)
- ✘ A charitable contribution
- ✘ Tickets to a sporting or other entertainment event
- ✘ A contract

What is Bribery?

Business Partners

Business partners include anyone who supplies products or services to Selecta, manufactures for Selecta, co-develops with Selecta, advises Selecta, markets products for Selecta or represents Selecta.

Selecta could be held responsible for the actions of a third party acting on its behalf. Care must therefore be taken to ensure business partners do not engage or attempt to engage in bribery. Selecta shall:

- ✓ Carry out due diligence before working with a business partner
- ✓ Ensure appropriate contract clauses are included on anti-corruption provisions
- ✓ Ensure that all business partners agree to operate in accordance with Selecta's **Code of Conduct**
- ✓ Ensure all agreements with business partners are documented in writing. There shall be no verbal or implicit side agreements to any contracts with business partners
- ✓ Keep complete, accurate and up to date records of all dealings with business partners

Red Flags

Be vigilant when dealing with business partners. Always investigate any concerning agreements or conducts. Common red flag include:

- ✗ Evasive answers to straightforward requests for information
- ✗ Excessive payment arrangements
- ✗ Refusing to sign Selecta's **Code of Conduct**
- ✗ Requesting to keep their identify confidential
- ✗ Unusual payment patterns
- ✗ Refusing to put agreements in writing
- ✗ Using "everyone else does it" as an excuse to explain behaviour
- ✗ Payments made to a personal bank account
- ✗ Requests to make payments into a bank account not located in either the country where the services were rendered or the country where the recipient of funds is located



Facilitation Payments

What is a Facilitation Payment?

Facilitation payment is a payment to a government official designed to secure or speed up a routine government action to which the applicant is entitled, such as: processing a visa, processing a government licence or getting utilities connected.

These are bribes, regardless of whether they may be a part of the “way of doing business” in a particular country. Employees and representatives are prohibited from making, offering or authorising facilitation payments of any kind, even if they are legal or commonplace in a particular country.

If your or someone’s personal safety or security is at risk, a facilitation payment may be made. In such cases the payment must be reported as soon as possible to the Group General Counsel.



Gifts and Entertainment

Gifts and Entertainment

The act of exchanging business gifts and receiving corporate hospitality can play an appropriate role in building or maintaining business relationships. However, gifts and entertainment are problematic if they create actual or perceived conflicts of interest, or otherwise appear to influence a business decision.

Selecta does not prohibit giving or receiving reasonable, proportionate and appropriate gifts, entertainment, promotional activities or other similar business expenditure as long as they:

- ✓ Are reasonable and for a legitimate business purpose
- ✓ Are given at an appropriate time and infrequent
- ✓ Are in good taste
- ✓ Are not cash or a cash equivalent
- ✓ Are unsolicited and given openly and transparently
- ✓ Are not given with an intent to influence a business decision

Selecta's **Gifts and Entertainment Policy** set out the requirements for an acceptable gift or other offering, with disclosure and pre-approval guidelines. Please read this Policy.



Political and Charitable Donations

Political Donations

Selecta does not give financial or other support to political parties or political campaign efforts as this could be perceived as an attempt to gain an improper business advantage.

Employees may participate in political activities on an individual basis, with their own money and on their own time.



Charitable Donations

Charitable donations may only be given to recognised non-profit charitable organisations. All donation must:

- ✓ Be transparent and properly recorded in the Company's books and records;
- ✓ Be receipted by the charity;
- ✓ Be compliant with local law and regulations;
- ✓ Not be made to individuals or in cash; and
- ✓ Not be made at the request of a public official.

All political and charitable donations must be in line with Selecta's **Code of Conduct** and must be approved by the Group General Counsel.

Reporting Bribery and Suspicious Activity

Record Keeping

Selecta is required to keep appropriate financial records and have appropriate internal controls in place which evidence the business reasons for gifts, entertainment and payments made and received.

Responsibilities

The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for Selecta or under its control. Please notify Selecta as soon as possible if it is believed or suspected that a conflict with this Policy has occurred, or may occur in the future:

1. Raise your concern with the person concerned and refer them to the **Code of Conduct**;
2. Speak to your line manager or with the HR department or with the Legal Department;
3. Report the incident to compliance@selecta.com and / or contact the **Selecta Alertline**.

Selecta will not tolerate retaliation against anyone who, in good faith, reports a concern or cooperates with a compliance investigation.



Consequences of breach

Any employee who breaches this Policy may face disciplinary action, which could result in dismissal for gross misconduct. Selecta reserve its right to terminate its contractual relationship with business partners if they breach this Policy.

Monitoring and Review

Selecta monitors the effectiveness and reviews the implementation of this Policy at appropriate intervals, considering its suitability, adequacy and effectiveness. Any improvements identified are made as soon as possible. Internal control systems and procedures are also subject to regular review to provide assurance that they are effective in countering any risks of bribery and corruption.

