

# Antitrust and Competition Law Compliance Policy

## OHI Group Corporate Policy

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## 1. Purpose

At OHI Group, we are committed to conducting business fairly, ethically, and responsibly in all markets where we operate.

Competition laws, also known as antitrust laws, are designed to protect free and fair markets by preventing practices that restrict competition, harm customers, limit innovation, or undermine trust between businesses.

This Antitrust and Competition Law Compliance Policy ("Policy") establishes the principles and requirements that guide how OHI Group conducts business with customers, suppliers, competitors, business partners, and other market participants.

OHI Group does not tolerate any form of anti-competitive conduct. All employees and third parties acting on behalf of OHI Group are expected to understand their responsibilities and comply with applicable competition laws and regulations.

This Policy supports OHI Group's Code of Ethics and Business Conduct and forms part of the Group's broader commitment to integrity, responsible business conduct, and ethical decision-making.

## 2. Scope

This Policy applies to OHI Group, including all subsidiaries, controlled entities, business units, and operations.

It applies to:

- Members of the Board of Directors;
- Executive management and officers;
- Permanent and temporary employees;
- Agency workers and secondees;
- Contractors and consultants;
- Agents, intermediaries, and representatives;
- Suppliers, service providers, and business partners acting on behalf of OHI Group.

Every individual working for or representing OHI Group has a responsibility to understand and comply with this Policy.

Where OHI Group participates in joint ventures, partnerships, or other business arrangements, the Group will seek to promote principles consistent with this Policy.

## 3. Our Commitment

OHI Group is committed to competing fairly and ethically in all markets.

We are committed to:

- Competing on the basis of capability, quality, innovation, service, technical expertise, and value;
- Making independent commercial decisions without improper coordination with competitors;
- Avoiding agreements, arrangements, or practices that restrict competition;
- Protecting confidential and commercially sensitive information;
- Maintaining fair and transparent relationships with customers, suppliers, competitors, and business partners;
- Seeking advice from Legal & Compliance where competition law concerns arise;
- Promoting a culture where ethical conduct and compliance are fundamental to business success.

Compliance with competition law is both a legal obligation and an essential part of maintaining OHI Group's reputation, trust, and long-term sustainability.

#### **4. Competition Law Principles**

Competition laws exist to promote fair markets and encourage businesses to compete effectively.

OHI Group competes through:

- Quality of products and services;
- Technical capability and expertise;
- Innovation and continuous improvement;
- Customer service;
- Operational excellence;
- Commercial value.

OHI Group does not seek competitive advantage through unlawful, unethical, or anti-competitive practices.

#### **5. Prohibited Conduct**

Employees and third parties acting on behalf of OHI Group must not engage in agreements, discussions, arrangements, or activities that may unlawfully restrict competition.

The following activities are prohibited.

##### **5.1 Agreements with Competitors**

Employees must not enter into formal or informal agreements with competitors that restrict competition.

Examples include:

- Agreeing prices or pricing strategies;
- Fixing, controlling, or coordinating prices;
- Dividing customers, markets, territories, or opportunities;
- Agreeing to restrict supply, production, capacity, or services;
- Coordinating commercial strategies;
- Sharing commercially sensitive information.

Competition law concerns may arise even where there is no written agreement. Informal discussions, understandings, or exchanges of information may also create risks..

##### **5.2 Bid Rigging and Tender Collusion**

OHI Group participates in competitive tender processes and must ensure all submissions are prepared independently and honestly.

Employees must not:

- Coordinate bids or tender submissions with competitors;
- Agree who should win or lose a contract;
- Submit artificial, misleading, or non-competitive bids;
- Exchange tender information with competitors;
- Influence tender outcomes through improper arrangements.

All tender and proposal activities must reflect genuine competition and independent commercial judgement.

### **5.3 Exchange of Commercial Information**

Employees must not request, obtain, share, or exchange confidential commercial information with competitors.

Examples include:

- Pricing information;
- Costs;
- Profit margins;
- Tender strategies;
- Customer information;
- Business plans;
- Market strategies;
- Future commercial intentions.

Where employees receive potentially sensitive information unintentionally, they must immediately seek guidance from Legal & Compliance.

### **5.4 Abuse of Market Position**

Where OHI Group or any business unit has significant market influence, employees must avoid practices that may unfairly restrict competition.

Examples include:

- Unlawfully excluding competitors;
- Imposing unreasonable restrictions on customers or suppliers;
- Unlawful exclusivity arrangements;
- Anti-competitive bundling or tying arrangements;
- Predatory pricing intended to eliminate competition.

Business decisions must always be based on legitimate commercial considerations.

## **6. Relationships with Customers, Suppliers and Business Partners**

OHI Group is committed to maintaining fair, transparent, and ethical commercial relationships.

Employees must:

- Conduct negotiations honestly and professionally;
- Avoid inappropriate restrictions on customers or suppliers;
- Respect confidential information received from business partners;
- Make commercial decisions based on legitimate business considerations;
- Seek advice from Legal & Compliance where competition concerns arise.

## **7. Employees and Third Parties**

Competition law compliance is the responsibility of everyone working for or on behalf of OHI Group.

Employees and third parties must:

- Understand their responsibilities under this Policy;
- Avoid conduct that may create competition law risks;
- Seek guidance before engaging in potentially sensitive commercial discussions;
- Protect confidential commercial information;
- Report suspected competition law concerns.

No commercial objective, customer opportunity, or business target justifies unlawful anti-competitive conduct.

## **8. Governance and Responsibilities**

### **8.1 Board of Directors**

The Board provides oversight of OHI Group's commitment to ethical business conduct and effective compliance governance.

The Board is responsible for:

- Supporting a culture of integrity and accountability;
- Receiving assurance regarding compliance frameworks;
- Overseeing significant compliance risks.

### **8.2 Executive Leadership Team**

The Executive Leadership Team is responsible for ensuring this Policy is implemented across OHI Group.

Responsibilities include:

- Demonstrating leadership commitment;
- Ensuring appropriate resources are available;
- Supporting compliance programmes;
- Promoting ethical business practices.

### **8.3 Legal & Compliance**

Legal & Compliance is responsible for:

- Providing guidance on competition law matters;
- Monitoring relevant legal and regulatory developments;
- Supporting risk assessments;
- Advising on commercial arrangements;
- Delivering appropriate training and awareness;
- Supporting investigations where required.

### **8.4 Business Unit Leaders and Managers**

Business Unit Leaders and Managers are responsible for:

- Ensuring teams understand this Policy;
- Promoting compliant business practices;
- Identifying competition law risks;
- Escalating concerns appropriately;
- Ensuring employees receive relevant guidance and training.

### **8.5 Employees and Third Parties**

Employees and third parties acting on behalf of OHI Group are responsible for:

- Complying with this Policy;
- Acting ethically and professionally;
- Seeking guidance where unsure;
- Reporting suspected violations.

## 9. Reporting Concerns

OHI Group encourages employees and third parties to raise concerns regarding suspected competition law violations.

Concerns may be reported through:

- OHI Group Speak Up Channel;
- Legal & Compliance;
- Line management.

OHI Group prohibits retaliation against any individual who raises a concern in good faith.

All concerns will be treated confidentially and handled in accordance with applicable policies and procedures. OHI Group Speak Up Channel;

## 10. Training and Awareness

OHI Group will provide appropriate competition law awareness and training to employees whose roles may involve increased competition law exposure.

This may include employees involved in:

- Procurement;
- Sales;
- Business development;
- Commercial activities;
- Contract management;
- Tendering;
- Partnerships;
- Strategic investments.

Training requirements will be proportionate to role responsibilities and risk exposure.

## 11. Breaches

Failure to comply with this Policy may result in disciplinary action, up to and including termination of employment or contractual relationships.

Serious violations may expose OHI Group and individuals to:

- Regulatory penalties;
- Legal proceedings;
- Financial losses;
- Contractual consequences;
- Reputational damage.

Anti-competitive conduct may also result in personal liability depending on applicable laws.

## 12. Policy Review

This Policy will be reviewed periodically to ensure continued alignment with:

- Applicable competition laws and regulations;
- OHI Group governance requirements;
- Industry developments;
- International good practice.

Earlier review may be undertaken where there are significant legal, regulatory, organisational, or business changes.