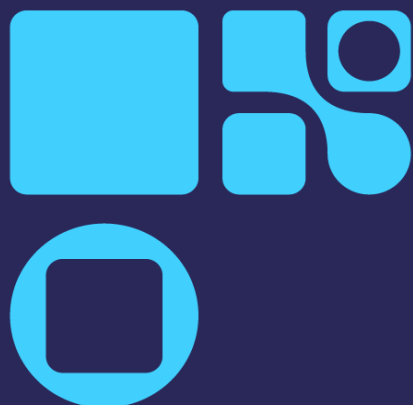


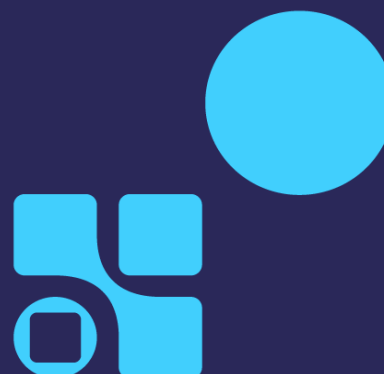


POLICY AGAINST CORRUPTION

AND RELATED PRACTICES

SIRMA GROUP JSC
AND ITS SUBSIDIARIES

last updated on 18 June 2026



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POLICY AGAINST CORRUPTION AND RELATED PRACTICES OF SIRMA GROUP JSC AND ITS SUBSIDIARIES

Section I. General Provisions

- Art. 1.** (1) This Policy against corruption and related practices (the “Policy”) expresses the principles adopted by Sirma Group JSC and its subsidiaries for conducting a lawful, ethical, transparent, publicly responsible and socially committed business.
- (2) Sirma Group JSC and its subsidiaries together are referred to as the “Group”. Sirma Group JSC and each of its subsidiaries individually are referred to as the “Company”.
- (3) The Company does not tolerate any form of bribery or corruption. It refrains from any action or conduct that might be perceived as active or passive bribery, whether in the public or in the private sector.
- (4) The Company opposes corruption and unlawful practices in all their forms and will not offer, pay or accept bribes of any kind, nor commit any act of corruption in connection with its dealings with the state, with foreign officials or on the commercial market. The Company will not engage in bribery or in any form of unethical inducement or payment, including payments to facilitate procedures, and will not make political donations or spend funds for political or similar purposes.
- (5) The Company does not tolerate such conduct on the part of its personnel, suppliers, business partners, state or municipal authorities, or anyone else with whom it has a business relationship.
- (6) No person within the scope of the Policy may offer, give, request or accept a personal payment, gift or service in exchange for more favourable treatment or in order to obtain a business advantage unlawfully.
- (7) Persons within the scope of the Policy are committed to promoting it and to informing third parties that corruption and related practices are unacceptable to the Company, setting an adequate example through their own conduct.
- Art. 2.** (1) The Policy applies in addition to the Company’s existing internal rules, policies and work procedures and to the internal labour rules, and is based on Bulgarian legislation and European Union law. In particular, it takes into account:
1. the Criminal Code – bribery (Art. 301–307a), including trading in influence (Art. 304b), and bribery in the private sector (Art. 225v);
 2. the Administrative Violations and Sanctions Act – the property sanction on a legal entity that has been or would be enriched by bribery or another offence committed by its managers, representatives, employees or contractors in the course of or in connection with the work assigned to them (Art. 83a et seq.): up to approximately EUR 5.1 million depending on the benefit (and, where the benefit exceeds that amount, the higher of the benefit and 5% of annual turnover), a ban of one to three years on participation in public procurement and in EU funding procedures, and publication of the decision. The sanction also applies to offences committed outside Bulgaria where the company is seated in Bulgaria;
 3. the Public Procurement Act – the grounds for excluding participants convicted of corruption offences;

4. the Act on Combating Corruption among Persons Holding Public Office (State Gazette No. 51 of 2026) – in relation to counterparties who hold public office;
5. the Act on the Protection of Persons Reporting or Publicly Disclosing Information on Breaches (the Whistleblower Protection Act) and Directive (EU) 2019/1937;
6. Directive (EU) 2026/1021 on combating corruption (to be transposed by 1 June 2028), which provides for the liability of legal entities, maximum fines of not less than 5% of worldwide turnover or EUR 40 million for bribery and misappropriation, and treats effective compliance programmes as a mitigating circumstance;
7. the United Nations Convention against Corruption and the OECD Convention on Combating Bribery of Foreign Public Officials, as well as the ISO 37001 standard on anti-bribery management systems, as a benchmark of good practice;
8. the laws of the other countries in which the Group operates, including, where applicable, the UK Bribery Act 2010 and the US Foreign Corrupt Practices Act (FCPA).

(2) The Policy applies together with the Corporate Governance Program, the Code of Ethics, the Internal Rules for Submitting Signals and Protection of Persons Submitting Signals or Publicly Disclosing Information for Violations (the “Whistleblowing Rules”) and the Instructions for Persons with Access to Inside Information. These documents are referred to here only by cross-reference and are not restated. Where the local law of a country in which a subsidiary operates is stricter than the Policy, the stricter requirement applies.

Art. 3. Employees who have breached the principles and rules of the Policy and of other external or internal documents on this subject are subject to inspection, and measures are taken against them, including disciplinary liability up to dismissal and, where appropriate, notification of the police, the prosecutor’s office or other competent authorities.

Section II. Objectives

Art. 4. The objectives of the Policy are:

1. to define clearly what constitutes corruption and related practices from the Company’s point of view and to indicate the forms and ways of combating them;
2. to stress that any breach of the Policy may not only damage the Company’s reputation and have an extremely negative impact on its business, but also lead to serious consequences, including financial sanctions on the Company or criminal liability of its employees;
3. to adopt and implement rules and systems for preventing all forms of corruption, through which any act of corruption that is uncovered can be reported and, where there are reasonable grounds for suspicion, an adequate resolution of any corruption-related issue is ensured;
4. to entrust the management bodies and the operational management of the Company with responsibility for detecting and preventing acts of corruption and for preparing rules of prevention and control;

5. to provide clear and accurate instructions to the Company's employees and to other individuals or legal entities having relations with it on how to avoid involvement in corrupt practices and what steps to take if they become the target or witness of corrupt conduct;
6. to ensure that all established acts of corruption and any reasonable suspicion of such acts are investigated fairly, objectively and thoroughly.

Section III. Scope

Art. 5. (1) The Policy is part of the internal regulatory framework and applies to all companies of the Group and to relations with the external counterparties and service providers of Sirma Group JSC and its subsidiaries.

(2) The Policy is binding on all employees of the Company and on any person related to the Company who provides services in its name and for its account, including subcontractors, their personnel, intermediaries, agents, consultants and business partners. Failure to comply with the Policy may result in disciplinary measures which, as the case may be, may lead to the termination of employment of an employee or of the contractual relationship with a third party.

(3) The scope of the Policy includes:

1. the members of the management bodies and of the operational management of the Group;
2. the employees of the Group in their relations with each other;
3. relations with the state and local administration, political parties and public organisations, politicians and public figures, the media, suppliers and service providers, consultants, subcontractors and counterparties;
4. relations with any third party on the part of the Group or its employees that have followed acts of corruption.

Art. 6. The Policy applies to all corrupt practices, including but not limited to:

1. active bribery: giving, promising or offering a bribe;
2. passive bribery: requesting, agreeing to receive or accepting a bribe;
3. bribery of public, foreign or international officials;
4. trading in influence: receiving or giving an advantage for exerting real or supposed influence on a decision;
5. bribery in the private sector: bribery of persons who direct or work for commercial companies or other organisations;
6. unjustified enrichment: misuse of the Company's assets or of funds entrusted to it.

Art. 7. The Policy is also taken into account when establishing new business relationships through merger, acquisition, joint venture or relationships with new clients and suppliers. In such relationships the Company requires a careful assessment of the ethical conduct and reliability of each business partner. Existing business relationships are assessed in the same way. The procedure is set out in Art. 15 and 16.

Section IV. Definitions and Main Corruption Risks

Art. 8. For the purposes of the Policy, corruption is defined as:

1. abuse of office for personal gain or, in particular, conduct of persons subject to the Policy through which they or persons close to them unlawfully benefit by abusing their position and powers;
2. requesting, offering, giving or accepting, directly or indirectly, a bribe or any other advantage, or a promise of one, which affects the proper performance of a duty or the conduct required in return for the bribe or undue advantage, or by the person to whom it is promised;
3. abuse of trust, delegated powers or entrusted property to obtain a personal gain;
4. promoting, giving or requesting a sum of money, an object or a service of high value in order to influence actions or decisions, to obtain a personal or corporate advantage, to gain a competitive edge or to benefit from a change in the legal framework or in the actions of officials, supervisory bodies, political parties, etc., at which the act of corruption is directed.

Art. 9. For the purposes of the Policy, the following main corruption risks are identified:

1. bribery: offering, promising or requesting, agreeing to receive or accepting an advantage in order to take a specific action;
2. facilitation payments: informal payments made to secure or speed up a routine or necessary action that the payee has a legal right or obligation to perform;
3. relations with officials and lobbying: relations with state bodies, ministers and other officials in order to obtain a licence, authorisation for a business activity, a public contract, etc.;
4. giving and receiving benefits: covers all kinds of gifts, hospitality and other benefits;
5. political donations: direct or indirect contributions to political parties, organisations or politicians;
6. conflict of interest: a situation in which two or more competing interests conflict and impair the ability to make objective and unbiased business decisions;
7. abuse of assets: making the Company's assets available to officials or clients for their personal use. The Company's assets are understood in the broad sense: all tangible or intangible assets, including know-how and trade secrets.

Art. 10. A specific and non-exhaustive list of the forms of corruption and related practices covered by the Policy:

1. offering and/or paying bribes to officials of national regulatory authorities or the revenue administration, central and local authorities, enforcement authorities, the judiciary and other competent authorities in order to obtain or revoke decisions related to the Company's activity;
2. offering and/or giving money to finance political parties or politicians, providing indirect benefits or high-value gifts and/or other forms of benefit that may create a reputational risk connected with a suspicion of trading in influence, improper lobbying or the taking of political or authority decisions in favour of the Company;
3. acts and practices of corruption towards the media and journalists that may violate the principles of journalistic ethics and objectivity in reporting on the activity of the Company and its competitors;

4. offering and/or paying bribes to individuals or organisations that carry out inspections, audits, credit ratings or other supervisory or audit functions in order to influence the performance of their activity and the content of their reports in favour of the Company;
5. misuse by the Company's employees of cash funds, personal data, securities, travel allowances or other assets of the Company in order to provide them to officials or clients for their benefit;
6. falsification of written documents – contracts, applications, etc. – and the concealment or removal of documents and/or their replacement with forged or false ones in order to create a personal benefit for officials or clients of the Company;
7. falsification of a bank account of the Company or of bank or other financial documents in order to create a personal benefit for officials or clients of the Company;
8. use of the Company's cash and resources by its employees for their own purposes, or authorisation of payments or receipts for undelivered goods or unrecorded services;
9. destruction of documents or other assets of the Company with the ultimate aim of manipulating or distorting facts to create misleading information resulting in a management assessment or decision that does not correspond to reality, in order to realise a certain personal interest;
10. conflict of interest in the performance of official duties relating to a benefit for employees, suppliers or subcontractors of the Company;
11. offering or paying bribes in the form of cash or gifts, entering into unregulated agreements, extortion and threats towards current or future employees in order to obtain personal benefit, to change information or the results of internal checks, to take sides in conflicts, for appointment or dismissal, etc.;
12. requesting or accepting a bribe, in any form, from external suppliers or subcontractors of the Company in order to reach a decision in their favour;
13. requesting a bribe or other benefit in relations with the Company's clients in connection with serving them and carrying out all actions and activities to which the Company has committed under a contractual relationship;
14. corrupt conduct by the Company's employees towards representatives of state or municipal bodies outside their official duties.

Section V. Rules of Conduct

Art. 11. (1) Gifts and hospitality. Employees may not offer, give, request or accept gifts, hospitality, trips, entertainment or other benefits that could influence, or reasonably appear to influence, a business or official decision.

(2) Gifts and hospitality are permitted only if they are occasional, modest and customary, connected with a legitimate business purpose, transparent, in line with applicable law and with the rules of the other party, and are not in the form of cash or cash equivalents (including vouchers). They are not permitted while a tender, negotiation, inspection or pending decision affecting the giver or the recipient is under way.

(3) A gift or hospitality worth up to EUR 50 per occasion is permitted without approval; above EUR 50 it is reported to the Compliance Officer (Art. 20) and entered in the register; above EUR 150 per occasion or EUR 300 in total per calendar year to or from the same counterparty it is permitted only with the prior written approval of the Compliance Officer.

(4) No gifts or hospitality may be given to officials, other than branded promotional items of symbolic value and protocol hospitality accepted in customary practice, and then only with the prior written approval of the Compliance Officer.

(5) A gift that cannot be refused without damaging the relationship is reported to the Compliance Officer within three working days and is returned or handed over to the Company. The Compliance Officer keeps a register of reported and approved gifts and hospitality (Annex 3).

Art. 12. Facilitation payments. Facilitation payments are prohibited regardless of their amount and of local practice. Official fees laid down in a legal act and paid against a receipt are not facilitation payments. If a person is forced to pay under a threat to their life, health or liberty, or is extorted by an official, the payment is not a breach of the Policy, but it must be reported immediately to the Compliance Officer, who ensures that the competent authorities are notified without delay (under Art. 306 of the Criminal Code, a person who was extorted into giving a bribe is not punished if they immediately and voluntarily notify the authorities), and be accurately recorded in the accounts.

Art. 13. (1) Political donations, sponsorship, charitable giving and lobbying. The Company makes no donations to political parties, political organisations or candidates, either directly or indirectly.

(2) Sponsorship and charitable giving are permitted only with the prior written approval of the CEO (and, for the CEO, of the Board of Directors), with a documented purpose, prior due diligence on the recipient, no link to a pending decision affecting the Company, payment to the recipient's bank account and open recording in the accounts.

(3) Representation of interests before public bodies (lobbying) is carried out only by transparent and lawful means, by authorised persons, without payment or any other benefit for the official. An internal record is kept of material meetings with officials. The private political activity of employees is their own right but may not use the Company's resources or name.

Art. 14. (1) Conflict of interest. Persons within the scope of the Policy must avoid situations of conflict of interest and, when one arises or is likely to arise, declare it in writing to the Compliance Officer (Annex 2) (for members of the Board of Directors, in the manner provided by the Commercial Act, the Articles of Association and the Rules of Operation of the Board of Directors).

(2) A person who is in a conflict of interest does not take part in, and does not influence, the decision concerned. Before relatives of officials, or persons who take decisions at counterparties, are hired or engaged, the Compliance Officer carries out an assessment. Persons in positions of increased corruption risk (Art. 19) submit an annual declaration of absence of conflict of interest (Annex 1).

Art. 15. (1) Third parties. Before engaging an intermediary, agent, consultant, distributor, reseller or subcontractor, the Company carries out risk-based due diligence: identity and beneficial owners, reputation, any convictions or exclusions for corruption, links to officials and the proportionality of the remuneration to the services actually provided (checklist – Annex 4).

(2) Contracts with such persons contain a clause on compliance with the Policy and with anti-corruption law, a right of audit, a duty to report suspicions of corruption, a prohibition on sub-delegation without consent and a right of termination in case of breach. A model clause is set out in Annex 5.

(3) Payments are made only against services actually provided and documented, to the counterparty's bank account in the country of its activity, without cash and without unusual commissions. Risk indicators are monitored throughout the term of the contract, and engaging high-risk persons requires the approval of the Compliance Officer.

Art. 16. Mergers, acquisitions and joint ventures. Before a merger, acquisition or the creation of a joint venture, anti-corruption due diligence is carried out on the target company and its partners. Where risks are identified, warranties and remediation measures are agreed, and the acquired company is brought within the scope of the Policy within a period set by the Board of Directors.

Art. 17. Public procurement and dealings with public bodies. Participation in public procurement procedures is conducted strictly in accordance with the Public Procurement Act, without contacts outside the established rules and without offering benefits. The Company monitors the grounds for exclusion connected with corruption offences, both with regard to itself and its representatives and with regard to its subcontractors. A conviction for a corruption offence may lead to exclusion from public procurement procedures.

Art. 18. Accounting records and internal control. All transactions are recorded accurately, completely and promptly in the accounting records. Off-book accounts, false or misleading entries and payments without supporting documents and without approval under the internal signing rules are prohibited. Segregation of duties applies to approval, payment and accounting recording, and cash payments are kept to a minimum. Documents related to the application of the Policy are retained for the periods required by law and for at least five years.

Section VI. Positions and Units with Increased Corruption Risk

Art. 19. (1) The positions and units of the Company with increased corruption risk are:

1. the legal representatives of the Company and the members of the management bodies;
2. the Chief Financial Officer and the Chief Accountant;
3. the Human Resources department;
4. the heads of sales and business development, of procurement and purchasing, and the employees who regularly deal with public authorities, take part in public procurement procedures or work with intermediaries;
5. the managers of the subsidiaries.

(2) Persons in these positions receive training on the Policy every year (Art. 27) and submit an annual declaration of compliance with it (Annex 1).

Section VII. Responsibility and Organisation

Art. 20. (1) Responsibility for implementing the Policy lies with the Board of Directors of Sirma Group JSC, which approves the Policy and sets the example of conduct. The Board of Directors may perform its duties directly or delegate them to the Compliance Officer (paragraph 2), to temporary or permanent structural units, through the Company's existing security and control systems, or through external auditors or experts for a specific case. The Audit Committee monitors the effectiveness of internal control and risk-management systems in this area.

(2) The Board of Directors appoints an Anti-Corruption Compliance Officer (the "Compliance Officer"). The function may be combined with that of the person responsible for handling reports under the Whistleblowing Rules, provided there is no conflict of interest. The Compliance Officer advises employees, delivers training, keeps the registers under the Policy (gifts, conflicts of interest, third-party due diligence, reports), carries out or oversees the inspections under Art. 25 and reports. The Compliance Officer reports to the Chief Operating Officer (COO) and has direct access to the Board of Directors and the Audit Committee without the consent of the COO or the CEO, in particular where the matter concerns them, and may not be penalised for the good-faith performance of their duties.

(3) The managers of the subsidiaries are responsible for implementing the Policy in their company and inform the Compliance Officer of every case and risk.

(4) The Compliance Officer submits to the Board of Directors and the Audit Committee, at least once a year, a report on the results of the risk assessment, on the reports received and the inspections carried out, on the training delivered, on the effectiveness of the measures and on proposals for improvement.

Art. 21. A documented corruption risk assessment covering processes, countries, third parties and contacts with public bodies is carried out at least once a year. The assessment is updated upon material changes, such as entry into a new market, a merger or an acquisition.

Section VIII. Reporting of Corrupt Practices

Art. 22. (1) Every employee of the Company who has become the target of an act of corruption, or is aware of or has reasonable suspicion of corrupt practices, is obliged to report the case without delay. The procedure for submitting reports and the protection of the persons who submit them are governed by the Whistleblowing Rules, to which this Policy merely refers. The report may be submitted:

1. through the internal channel under the Whistleblowing Rules;
2. directly to the Compliance Officer or to the Board of Directors, the CEO or the direct manager, who are obliged to forward it without delay to the Compliance Officer, keeping it confidential.

(2) Clients, suppliers, subcontractors, intermediaries and other counterparties of the Company may report corrupt practices in the same ways or under the procedure established by the Company for communication with them.

(3) Anonymous reports that describe the facts sufficiently specifically are also considered by the Compliance Officer. If the reporting person is subsequently identified, they enjoy the protection provided by the Whistleblower Protection Act.

Art. 23. All employees of the Company are required to know and observe the principles and rules of the Policy in their official and personal conduct; where necessary, to explain in their internal relations and in relations with external counterparties or clients that they comply with the Policy and to require conduct consistent with it; and to cooperate with inspections. On joining the Company, employees agree to be subject to inspections relating to the application of the Policy and to take part in training, assessments and certifications on its application, if any.

Art. 24. (1) The Company undertakes to inform:

1. its partners, suppliers, subcontractors, etc. of cases in which the Company has been the target of corrupt practices by third parties that may be connected with their activity;
2. the non-governmental organisations of which it is a member of cases in which it has been the target of corruption or has become aware of corrupt practices.

(2) Where the Company has been the target of an act of corruption, or has detected or been informed of corrupt practices or acts, it assesses and, where a breach is established, terminates or suspends the contractual relationship with the counterparty or subcontractor concerned; informs the competent authorities of the offences committed; takes disciplinary measures against its employees who committed acts of corruption or took part in corrupt practices; and cooperates with the authorities. Voluntary notification of the authorities and cooperation in uncovering the offence may reduce the sanction imposed on the Company (Art. 83a(11) and (12) of the Administrative Violations and Sanctions Act).

Section IX. Inspection and Control

Art. 25. (1) The Compliance Officer (or a structural unit or person designated by the Board of Directors) is obliged to inspect every report, complaint or piece of information received about an act or practice of corruption. The inspection is carried out within the time limits and in the manner laid down in the Whistleblowing Rules and the law. The procedure is public and all persons within the scope of the Policy have unhindered access to it.

(2) Inspections are independent, impartial and objective and are carried through to the end. The persons carrying them out may not be in a conflict of interest. The affected person has the right to be heard and to give explanations. The confidentiality of the identity of the reporting person and of the persons concerned is preserved, and personal data are processed in accordance with Regulation (EU) 2016/679 and the Personal Data Protection Act. Documents and evidence are preserved; their destruction in the course of an inspection is prohibited.

(3) In addition to inspections prompted by reports, inspections for the implementation of the Policy are carried out according to an annual plan, in a manner and order

approved by the Board of Directors. All employees of the Company in their personal capacity, its structural units and, in certain cases, external counterparties, suppliers and subcontractors may be subject to inspection.

(4) Inspections of external counterparties, suppliers and subcontractors are carried out if they are part of the contractual relationship with the Company or if the contracts concluded by them contain analogous provisions. They may be inspected with their consent, and the scope of the inspections is specified in the contracting process, respecting the principles of good business ethics and the rules on trade secrets, personal data protection, etc. relating to the counterparty's activity.

(5) After an inspection is completed, the Compliance Officer identifies the causes, proposes improvements to the controls and reports to the Board of Directors.

Art. 26. A breach of the Policy is a serious disciplinary offence and may lead to disciplinary penalties under the Labour Code up to dismissal and, for third parties, to termination of the contract. The Company notifies the competent authorities of acts that may constitute a criminal offence or an administrative violation and cooperates with them.

Section X. Awareness and Prevention

Art. 27. (1) To implement the Policy, the Company develops and introduces awareness and prevention measures and actions aimed at achieving:

1. communicating and discussing the Policy and the relevant guidelines for its application with employees and raising their sense of responsibility in carrying out their direct duties;
2. training the staff so that they know the Policy in its entirety and the specific risks in performing their duties, are accountable and intolerant of the acts and practices against which it is directed, and are encouraged to report them without fear of negative consequences for their work;
3. informing suppliers, counterparties and business partners, as well as other stakeholders, about the Policy, its objectives and the results of its application;
4. the effectiveness of internal control systems, strengthening their independence and protecting them against potential acts of corruption;
5. regular and systematic activities to identify corruption risks and to introduce appropriate risk-based procedures for preventing acts or practices of corruption.

(2) Every new employee is acquainted with the Policy and receives training within 30 days of joining and confirms in writing or electronically that they have received and understood it. Employees in positions of increased corruption risk (Art. 19) are trained every year and all others at least every two years. The Company keeps records of the training delivered.

(3) The Policy is published on the Company's website, www.sirma.com, and is available to its counterparties.

Section XI. Monitoring and Review

Art. 28. The Board of Directors reviews the Policy and its effectiveness at least once a year and upon material changes in legislation – including the transposition of Directive (EU) 2026/1021 – or in the activity of the Group. For this purpose, indicators are

monitored such as training coverage, the number of reports and the time taken to handle them, completed third-party due diligence and breaches identified.

Section XII. Transitional and Final Provisions

- § 1. This Policy and all amendments and additions to it enter into force on the day after the meeting of the Board of Directors at which they were adopted, unless the Board of Directors decides otherwise.
- § 2. The Policy is interpreted by the Board of Directors.
- § 3. Matters not covered by the Policy are governed by the relevant provisions of Bulgarian legislation (and, where applicable, of the legislation of the other country) and of the Articles of Association of the Company.
- § 4. The Policy was adopted by decision of the Board of Directors in November 2015.
- § 5. The name of the Company in the Policy was updated to Sirma Group JSC pursuant to a resolution of the General Meeting of Shareholders of 18.06.2026.
- § 6. Annexes 1–5 form an integral part of the Policy. The Compliance Officer may update the forms and the model clause without changing the substance of the Policy.

Amendment history

Date	Decision	Amendment
Nov 2015	Decision of the Board of Directors	Adoption of the Policy
18 Jun 2026	Resolution of the General Meeting of Shareholders	Change of the Company name to Sirma Group JSC (§ 5); update of the regulatory requirements

Annex 1. Declaration of Compliance and of Absence of Conflict of Interest

Under Art. 14(2), Art. 19(2) and Art. 27(2) of the Policy. To be completed and signed every year by persons in positions of increased corruption risk and, on joining, by every new employee (confirmation of receipt), or confirmed electronically.

I, the undersigned:

Full name: _____

Position / Group company: _____

Period covered by the declaration: _____

declare that:

1. I have received, read and understood the Policy against Corruption and Related Practices of Sirma Group JSC and the applicable anti-corruption law (including Art. 225v and Art. 301–307a of the Criminal Code), and undertake to comply with them.
2. During the period covered I have not offered, given, requested or accepted a bribe, facilitation payment, gift or hospitality in breach of Art. 11 and 12 of the Policy, and all gifts and hospitality above the thresholds have been reported to the Compliance Officer.
3. I have notified the Compliance Officer in writing of every situation of conflict of interest (Annex 2). I tick one: ☐ I have no conflict of interest to declare; ☐ I declare a conflict of interest by a Notification under Annex 2 attached to this declaration.
4. I am not aware of any corrupt practice that I have not reported under Art. 22 of the Policy.
5. I will notify the Compliance Officer without delay of any change in the circumstances declared.
6. I am aware that a breach of the Policy may entail disciplinary, administrative and criminal liability.

I confirm that I have read and understood this declaration and have received a copy of the Policy.

Signature: _____ Date: _____

Received on behalf of Sirma Group JSC:

Compliance Officer: _____ Date: _____

Annex 2. Notification of Conflict of Interest

Under Art. 14(1) of the Policy. To be submitted in writing to the Compliance Officer as soon as the conflict arises or is likely to arise. For members of the Board of Directors the procedure is that of the Commercial Act, the Articles of Association and the Rules of Operation of the Board of Directors.

A. To be completed by the notifying person

Full name: _____

Position / Group company: _____

Date on which the circumstances became known: _____

Decision, transaction, contract or procedure concerned: _____

Description of the interest (personal, family, financial or other) and of the persons or companies concerned: _____

Proposed measures (e.g. withdrawal from the decision, change of duties): _____

Signature: _____ Date: _____

B. To be completed by the Compliance Officer

Assessment: [] no conflict of interest; [] conflict of interest, to be managed by the following measures: _____

Compliance Officer: _____ Date: _____

Annex 3. Register of Gifts and Hospitality

Under Art. 11 of the Policy. Kept by the Compliance Officer. Entered are gifts and hospitality above EUR 50 per occasion (received or given), all gifts that could not be refused (reported within three working days), and all gifts and hospitality to officials. Above EUR 150 per occasion or EUR 300 in total per calendar year to or from the same counterparty – prior written approval.

No.	Date	Given / received; counterparty (official: yes/no)	Description and value (EUR)	Business purpose	Decision of the Compliance Officer (notified / approved / returned) and date

Annex 4. Third-Party Due Diligence Checklist and Red Flags

Under Art. 15 of the Policy. To be completed, on a risk basis, before an intermediary, agent, consultant, distributor, reseller or subcontractor is engaged, and repeated during the term of the contract.

Third party / country / subject of the contract: _____

No.	Check	Yes / No / N/A
1	Identity verified from official sources (registration, address, legal representatives).	
2	Beneficial owners identified; no undisclosed intermediaries.	
3	Links of owners and managers to officials and politically exposed persons checked.	
4	Convictions, exclusions from public procurement, sanctions lists and adverse media on corruption checked.	
5	A real need for the service exists and the third party has the capacity to perform it.	
6	Remuneration proportionate to the services; no unusual commission or success-only fee.	
7	Payment to a bank account of the contracting counterparty in the country of its activity; no cash.	
8	The contract contains an anti-corruption clause (Annex 5).	
9	The third party has been informed of the Policy and has received a copy.	

Red flags

- an owner or manager is an official or is connected to one who can influence the Company's business;
- a request for payment in cash, to a third party's account or in an offshore jurisdiction, or in a country other than where the services are performed;
- an unusually high or success-based commission, or a vague description of the services ("consulting") with no deliverables;
- a refusal to accept an anti-corruption clause, to disclose beneficial owners or to allow an audit;
- a recommendation of, or insistence on, this particular intermediary by an official or a client;
- no staff, experience or premises for the services offered (shell company);
- requests for donations, sponsorship or gifts to officials in connection with the contract.

Risk assessment: [] low; [] medium; [] high. For high risk, engagement requires the approval of the Compliance Officer (Art. 15(3)).

Compliance Officer: _____ Date: _____

Annex 5. Model Anti-Corruption Clause for Contracts with Agents, Intermediaries, Subcontractors and Suppliers

Under Art. 15(2) of the Policy. To be included in the contract as a separate article and adapted. “Counterparty” means the agent, intermediary, subcontractor or supplier; “Company” means [Sirma Group JSC / the Group company concerned]. Under foreign law – to be agreed with a local lawyer.

1. **Compliance.** The Counterparty declares that it has read the Company’s Policy against Corruption and Related Practices, published at www.sirma.com, and undertakes to comply with it and with the applicable anti-corruption law, including the Criminal Code of the Republic of Bulgaria and the law of the country in which the services are performed. The Counterparty shall inform its employees involved in performing the contract of the requirements of this clause.
2. **Prohibition.** The Counterparty, its employees, subcontractors and all persons acting on its behalf shall not, directly or indirectly, offer, promise, give, request or accept a bribe, undue advantage, facilitation payment or gift in breach of the Policy – to or from an official or a private person – in connection with this contract.
3. **Payments and records.** Remuneration is paid only against services actually provided and documented, to a bank account of the Counterparty in the country of its activity, without cash. The Counterparty shall not pass any part of the remuneration to officials and shall keep accurate books and records of the expenses under the contract.
4. **Representations.** The Counterparty represents that neither it nor its owners and managers are officials or are connected to an official in a way that could influence performance of the contract, unless this has been disclosed in writing before signing. It shall notify the Company of any change in its beneficial owners, managers or such connections.
5. **Subcontractors.** The Counterparty shall not subcontract the performance, in whole or in part, to a subcontractor or intermediary without the Company’s prior written consent, and shall ensure equivalent obligations for them.
6. **Reporting.** The Counterparty shall notify the Company without delay of any request or offer of an undue advantage, of any suspected breach of this clause, and of any investigation, charge, conviction or exclusion relating to corruption that affects it or its employees. It may also report through the channels under the Company’s Whistleblowing Rules.
7. **Audit.** On notice and, where there is reasonable suspicion, without notice, the Company or an auditor appointed by it may inspect the Counterparty’s books and records relating to the contract, and the Counterparty shall cooperate, subject to personal data protection and trade secrets.
8. **Consequences.** A breach of this clause is material. The Company may terminate the contract immediately, without notice and without liability, suspend payments, claim damages and demand repayment of the amounts paid in connection with the breach.

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