

Jordanes AS

Anti-Corruption Policy

Approved by the Jordanes Board December 2024

Responsible: ESG department

Purpose

The purpose of this Anti-Corruption Policy is to ensure that Jordanes operates with the highest standards of integrity and complies with all applicable anti-corruption laws and regulations. This policy demonstrates the company's commitment to preventing, detecting, and addressing corruption in all its forms across its operations and relationships.

Scope

This policy applies to all employees, officers, directors, contractors, suppliers, customers, and third parties acting on behalf of or in partnership with Jordanes AS.

Policy Statement

Jordanes AS strictly prohibits all forms of corruption, including bribery, facilitation payments, and improper advantages, in all business activities and jurisdictions.

Key Principles

1. **Compliance with Laws:** All employees, suppliers, customers, and associated parties must adhere to applicable anti-corruption laws, including but not limited to the Norwegian Penal Code, the UK Bribery Act, and the U.S. Foreign Corrupt Practices Act.
2. **Gifts and Hospitality:** No gifts, entertainment, or other benefits may be offered or accepted if they could influence business decisions or create a perception of impropriety. The following rules shall be followed:
 - **Suppliers**
 - Gifts from supplier: Zero tolerance i.e. no gifts are acceptable. Any gifts received unintentionally or due to hospitality circumstance, are to be reported to the Company's legal, who will decide to return, keep in the company's possession or otherwise.
 - Entertainment by suppliers: Relevant representatives from the Company, e.g. buyer or relevant manager, may participate in events including lunch or dinner when; event is limited to max 6 hours, there is no air travel nor accommodation (regardless of who is paying), the event is related to a meeting but not during a period where the parties involved are negotiating a potential agreement.
 - **Customers and other**

- Gifts to customers: gifts shall not be offered to customers, this includes product samples in excess of what is needed for tasting in relation to product launches etc..
 - Entertainment offered to customers: Only relevant representatives from the Company, e.g. sales director, KAM or relevant manager, may offer relevant customers to participate in an event paid by the Company, including lunch or dinner when; the total value per individual customer is less than NOK 2 000, the total costs of the event is less than NOK 20 000, the event is limited to max 6 hours, there is no air travel nor accommodation offered (regardless of who is paying), the event is related to a meeting but not during a period where the parties involved are negotiating a potential agreement.
 - The above costs are total costs including directly paid by the company and paid by the Company representative. It is not allowed to split the total costs between several Company representatives.
 - No gift, entertainment or other offering should be offered to any customer in conflict with the policy in force for the recipient of such offer.
 - Any deviation from the above is to be approved in writing prior to the event by the CEO of the company.
3. **Third-Party Relationships:** Due diligence must be conducted on third parties, including agents, consultants, suppliers, and customers, to ensure compliance with this policy.
4. **Key Personnel Background Screening:** Key personnel are to pass a background screening test as further described in the Background Screening Policy
5. **Facilitation Payments:** Facilitation payments are strictly prohibited unless there is an immediate threat to safety or life.
6. **Whistleblowing Procedure:** Any suspected incidents of corruption must be reported in accordance with the **Jordanes Whistleblowing Procedure**.

Whistleblowing Implementation

The **Jordanes Whistleblowing Procedure** is an integral part of this policy and ensures employees and stakeholders can safely report suspected corruption or other censurable conditions. Key elements include:

- **Reporting Channels:** Employees, suppliers, and other stakeholders can report suspected corruption via line managers, employee representatives, or through the secure WhistleB platform, handled by an independent law firm (Simonsen Vogt Wiig AS).
- **Confidentiality and Anonymity:** Reports can be submitted anonymously, and confidentiality will be maintained to the extent permitted by law.
- **Protection Against Retaliation:** Individuals reporting in good faith are protected against retaliation, including threats, discrimination, or dismissal.
- **Handling and Follow-Up:** All reports will be handled impartially, and investigations will be managed by the VP General Counsel or delegated caseworkers.

Responsibilities

- **All Employees, Suppliers, and Customers:** Must understand and comply with this policy, complete training as required and report any violations.
- **Management:** Ensure adherence to this policy and integrate anti-corruption measures into business processes.
- **ESG Department:** Oversee policy implementation, monitor compliance, and provide periodic training.

Monitoring and Review

This policy will be reviewed and updated every two years or as needed to reflect changes in laws, regulations, or organizational practices. Monitoring will be conducted through periodic audits and evaluations.

Sanctions

Any material breach of this policy shall be considered to constitute grounds for dismissal. Any potential and/or documented breach is to be reported by the relevant line manager or other person to the CEO of the Company. Any unintentional breaches considered to be non-material should be sanctioned by a written warning. The CEO shall decide on the relevant sanction.

Implementation

- **Communication:** This policy, including whistleblowing procedures, will be communicated to all employees, suppliers, customers, and relevant third parties through internal and external channels.
- **Delegation of Authority Guide:** The relevant authority restrictions herein are to be included in the DAG.
- **Training:** Anti-corruption training will be mandatory for all relevant employees and recommended for key suppliers and customers.

Document Access

The Anti-Corruption Policy is stored in the Jordanes Quality System (TQM) and is accessible on the company's website.

This policy has been developed in accordance with the Jordanes ESG Policy-Making Procedure.