Anti-Corruption and Bribery Policy

Group policy

xstreco

Contents

Approved by	The Board of Directors of Xstreco AG
Issued by	Executive management
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Version	2.1

1 Introduction

1.1 Purpose and Scope

1.1.1 Purpose of the Policy

This policy sets out how corruption and bribery are prevented, detected and addressed across the Group. It states the prohibitions that apply, the controls required, and the responsibilities of those subject to it.

1.1.2 Scope and Applicability

This policy applies to all employees, directors, officers, and contractors under Xstreco's direct supervision, working for any Xstreco office or industrial asset directly or indirectly controlled or operated by Xstreco worldwide. Where the Group holds an interest in a joint venture that it does not control or operate, it uses its influence to encourage conduct consistent with this policy.

2 Policy Statement

2.1 Group’s Stance on Anti-Corruption and Bribery

Bribery in any form, whether direct or indirect, is prohibited. The prohibition covers the offer, payment, solicitation and acceptance of bribes and of any other improper advantage, even where local usage appears to tolerate it. A bribe may be monetary or non-monetary, tangible or intangible.

2.2 Legal Implications

The Group is exposed under Swiss criminal law and, through its Peruvian subsidiaries, under Peruvian law. Articles 322ter to 322decies of the Swiss Criminal Code criminalise bribery of Swiss and foreign public officials and private-sector bribery, and Article 102 paragraph 2 makes an undertaking liable, for the offences that provision lists, where it failed to take all the reasonable organisational measures required to prevent the offence, irrespective of the criminal liability of any natural person. In Peru, Ley N.° 30424, as amended, attributes administrative liability to legal persons for the offences it lists; a prevention model adopted and implemented before the offence may exempt the entity, except where the offence is committed by those who control it, in which case it operates only as a mitigating factor. This policy has regard to ISO 37001, which is a standard and not binding law. Non-compliance with this policy, and the conduct it prohibits, may result in reputational damage, legal penalties, and internal disciplinary action, including termination.

3 Key Principles and Guidelines

3.1 Specific Principles or Guidelines

This policy requires the following principles to be applied:

(a) Prohibition of Bribery: Bribery in any form is strictly prohibited, including facilitation payments and kickbacks.

(b) Gifts and Hospitality: Offering or accepting a gift or hospitality that could influence, or appear to influence, a business decision is prohibited. Any other gift or hospitality must be reasonable, infrequent, transparent and recorded. See also the Conflict of Interest Policy.

(c) Political Contributions: Political donations and contributions to a political party, candidate or campaign are prohibited, whether direct or indirect. See also the Political Engagement Policy.

(d) Sponsorships and Charitable Contributions: A sponsorship or a charitable contribution must not be used to disguise a bribe, must be subject to due diligence and to the prior approval of executive management or of a person it designates for the purpose, and must be recorded.

(e) Third-Party Due Diligence: A third party that acts for or on behalf of the Group, or that interacts with public officials on its behalf, must be subject to due diligence before engagement, proportionate to the risk it presents. The diligence carried out must be recorded, and must be repeated where the relationship or the risk changes materially.

(f) Record Keeping: All financial transactions must be accurately recorded and reflect the true nature of the transaction.

3.2 Examples and Applications

(a) Bribery of Public Officials: An employee offers a public official a cash payment to expedite the approval of a permit. This is prohibited and must be reported immediately.

(b) Facilitation Payments: A customs official requests a small unofficial payment to speed up customs clearance. Such payments are bribes and are prohibited. The request must be refused and reported to the compliance function.

(c) Third-Party Risk: A supplier offers a kickback to a procurement officer in exchange for favourable contract terms. This must be reported, assessed and, where it requires investigation, investigated.

(d) Charitable Contributions: A public official requests a donation to a charity that the official controls, in exchange for an approval. The donation must not be made; the request must be refused and reported to the compliance function.

4 Roles and Responsibilities

4.1 The Board

Oversight of this policy rests with the board. The board approves this policy and each revision of it.

4.2 Executive Management

Executive management issues this policy, provides the means required to apply it, and is accountable to the board for its application. Where this policy requires a matter to be escalated, it is escalated to executive management.

4.3 Responsibility for This Policy

Responsibility for the day-to-day application of this policy is assigned within the Group. This policy requires that the assignment be recorded in the Schedule of Policy Assignments, an internal document, be kept current, and be made known to those subject to this policy. Where this policy refers to the compliance function, it means the person or persons holding that assignment at the relevant time, whether or not a separate department exists.

4.4 Those Who Direct the Work of Others

Anyone who directs the work of others is responsible for applying this policy in the work they direct, for making those they direct aware of it, and for passing on a concern raised with them.

4.5 Everyone Subject to This Policy

Everyone subject to this policy must comply with it, must raise a concern where they believe it has been or may be breached, and must co-operate with any enquiry into such a concern.

4.6 Counterparties

Counterparties must meet the standards in this policy where their contract with the Group so provides, and may raise a concern through the channels in section 5.1.

4.7 Those Responsible for Third Parties, Sponsorships and Contributions

Those responsible for engaging a third party that acts for or on behalf of the Group, or for approving a sponsorship or a charitable contribution, are responsible for the due diligence and the approvals this policy requires before the Group is committed, for keeping the record on which each decision was based, and for referring anything unexplained to the compliance function.

5 Reporting and Monitoring

5.1 Reporting Mechanisms

5.1.1 Internal Reporting

A concern under this policy may be raised with a line manager, with any member of executive management, or with the compliance function. A concern may also be raised through the web reporting form at xstreco.com/report, by writing to compliance@xstreco.com or codeofconduct@xstreco.com, both of which reach the compliance function, or by telephone on +41 41 562 32 90, asking for the compliance function. Retaliation against a person who raises a concern in good faith is prohibited.

5.1.2 External Reporting

A person who is not employed by the Group may raise a concern through the web reporting form at xstreco.com/report, by writing to compliance@xstreco.com or codeofconduct@xstreco.com, by telephone on +41 41 562 32 90, or by post, marked 'Confidential - Compliance', to the address at the end of this document. A concern may be raised in English or in Spanish. A name and contact details are not required, and a concern raised without them is assessed in the same way. The Group's website provider records basic technical data with every submission, so a report made through the form is not technically anonymous, and a call is not anonymous; a report sent by post can be.

5.2 Monitoring Procedures

This policy requires that its application be kept under review, and that a record sufficient to show how it has been applied be kept. In particular, this policy requires:

(a) that compliance with this policy be reviewed on the cycle stated in section 8;

(b) that concerns raised under this policy, and the way in which each was resolved, be recorded;

(c) that the risk this policy addresses be reassessed whenever the Group's activities change materially;

(d) that matters which are unresolved, which recur, or which are systemic be escalated to executive management and, where the law requires it or it is otherwise appropriate, to the competent authorities;

(e) that those subject to this policy be able to demonstrate, from the records kept, that its requirements were met.

The means used to meet these requirements are proportionate to the size of the Group and to the scale and nature of its activities at the time, and are extended as those change.

6 Training and Awareness

6.1 Awareness on Appointment

This policy requires that everyone subject to it be made aware of it on appointment and be given the instruction needed to apply it in their role. The form and the depth of that instruction are proportionate to the role.

6.2 Continuing Awareness

This policy requires that awareness of it be refreshed on the cycle stated in section 8, and whenever the policy is revised or an event makes it necessary, and that those in roles carrying greater exposure to the risk this policy addresses receive instruction appropriate to that exposure.

7 Compliance and Consequences

7.1 Reporting Non-Compliance

Everyone subject to this policy must report suspected violations, as must counterparties where their contract with the Group so provides. The identity of the person making a report is treated as confidential and is not disclosed except where disclosure is required by law or is necessary for the enquiry, and then only to the extent necessary. Retaliation against a person who reports in good faith is prohibited.

7.2 Consequences of Non-Compliance

Violations may result in disciplinary action, including termination of employment or contract, and may trigger legal proceedings.

8 Review and Revision

8.1 Review Frequency

8.1.1 Review Cycle

This policy is reviewed at least once in every two calendar years.

8.1.2 Event-Triggered Review

A review is carried out, whether or not one is due under the cycle, whenever a change in the law, a material change in the Group’s activities, or an event arising under this policy makes one necessary.

8.1.3 Conduct and Outcome of the Review

The review is carried out by the holder of the responsibility described in section 4.3. Its outcome is submitted to the board, and any revision resulting from it is approved by the board before issue.

8.2 Revision History

8.2.1 Version 2.1 - 01.09.2026

Approved by the board and issued by executive management following a scheduled review of the suite. The amendments are editorial and clarifying; the policy positions stated in version 2.0 are unchanged.

8.2.2 Version 2.0 - 01.01.2026

Approved by the board and issued by executive management, replacing the first issue.

8.2.3 Version 1.0 - 02.06.2025

First issue.

8.2.4 Superseded Versions

Superseded versions are retained. Each revision is communicated to those subject to this policy.

9 Appendices

9.1 Glossary of Terms

(a) Bribery: Offering, giving, soliciting or accepting anything of value to influence a decision improperly.

(b) Facilitation Payment: A small unofficial payment made to a public official to expedite a routine government action. Such payments are bribes and are prohibited by this policy.

(c) Kickback: A return of part of a payment as a reward for favourable treatment.

(d) Due Diligence: The process of assessing the integrity and compliance of third parties.

(e) Improper Advantage: Any benefit, monetary or non-monetary and tangible or intangible, offered, given, solicited or accepted in order to influence a decision or an action improperly, or as a reward for having done so.

(f) Red Flag: A warning sign of potential bribery or corruption, of the kind the examples in section 3.2 describe.

9.2 Related Legislation

9.2.1 Local Legislation

In Switzerland, Articles 322ter to 322decies of the Criminal Code on bribery and Article 102 paragraph 2 of that Code on corporate criminal liability. In Peru, Ley N.° 30424, as amended, on the administrative liability of legal persons.

9.2.2 International Standards and Frameworks

(a) OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions: A treaty that requires its Parties, which include Switzerland and Peru, to criminalise the bribery of foreign public officials. It binds States, not enterprises, and reaches the Group through the Swiss and Peruvian law cited above.

(b) ISO 37001:2025: Requirements for an anti-bribery management system. It is certifiable; this policy does not require certification to it.

> "Xstreco's policies set the standards that govern how the Group conducts its activities and how that conduct is assessed."

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