
ANTI-BRIBERY & ANTI-CORRUPTION POLICY



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ALL

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1 OBJECTIVE

This Policy aims to protect the thinkproject Group, its employees, and directors from involvement in bribery and corruption. We also want to ensure that thinkproject Group employees understand the importance of the principles set out in the thinkproject Group Code of Conduct and our commitment to combat bribery and corruption. This Policy sets out the minimum anti-bribery and anti-corruption standards. It applies to all the companies in the thinkproject Group.

WHAT IS BRIBERY & CORRUPTION?

Corruption is 'the illegal use of entrusted power for private gain.' This means the illegal use of power or a position for private advantage. Bribery involves promising, offering, or giving something of value to someone who influences to obtain a personal or commercial advantage illegally or to influence decision-making illegally.

'Something of value' includes money, but may also include:

- gifts, entertainment, travel expenses or goods
- the giving of advantages or services; or
- any other tangible or intangible thing that has value to the recipient.

Bribery (whether giving or receiving) is prohibited. In addition, requesting or agreeing to receive something of value may also be an offense under anti-bribery laws. Bribery and corruption can occur through direct contact between a thinkproject Group representative and another party and indirect contact through a third party such as an agent, intermediary, or even a family member or friend. This behaviour is also prohibited.

2 WHY IS ANTI-BRIBERY AND ANTI-CORRUPTION IMPORTANT FOR THE THINKPROJECT GROUP?

As a global company, we have a wide range of ethical and legal responsibilities. Our stakeholders, customers, and partners have increasing expectations concerning our commitment to ethical conduct. Bribery and corruption can severely impact the economy, society, development, and human rights. Any involvement in bribery or corruption is contrary to our values and will be penalized.

Penalties for bribery and corruption can include high fines, criminal proceedings, and prison sentences. In addition, bribery and corruption can cause severe damage to the reputation of thinkproject Group Companies, resulting in declining trust of business partners and, ultimately, loss of business.

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3 HOW DO WE COMPLY WITH ANTI-BRIBERY AND ANTI-CORRUPTION LAWS?

The scope and requirements of anti-bribery and anti-corruption laws differ between the territories in which the thinkproject Group operates. All thinkproject Group Companies must have a suitable Anti-Bribery and Anti-Corruption awareness programme, which local management must review annually. At a minimum, the principles set out in this Policy must be reflected in these awareness programmes. In jurisdictions where local laws or regulations are stricter than the rules in this Policy, local law prevails, but only insofar as it is more stringent than this Policy. Where there is an apparent or perceived conflict between external legal requirements and this Policy, local management must consult the thinkproject Compliance Officer.

GIFTS, HOSPITALITY, TRAVEL & ENTERTAINMENT

Gifts, hospitality, travel, entertainment, or other things of value can be used to influence business decisions illegally. We do not permit anything beyond what is legally permitted, customary, and generally accepted in the relevant business environment. Courtesy gifts, relatively limited hospitality, travel, and entertainment are allowed for legitimate business purposes but should:

- Not include cash payments;
- Be provided in connection with a legitimate business purpose;
- Not be designed or intended to influence business decisions or a business outcome illegally;
- Be in line with laws, regulations, and generally accepted policies for professional courtesy; and
- Be reasonable under the circumstances.

CHARITIES/CHARITABLE DONATIONS, POLITICAL CONTRIBUTIONS, AND SPONSORING ACTIVITIES

We carefully consider any payment to charities/charitable donations, political contributions, or sponsorships. These must:

- not illegally influence a business outcome, and
- be made to a legitimate organisation that has undergone an appropriate level of due diligence (where circumstances permit).

All charitable payments/donations and sponsorships must be approved by local thinkproject Regional Manager and accurately recorded in the books of the relevant entity. Individual directors and employees are free to make personal political contributions as they see fit. However, political contributions (which include any contributions of group/company funds or other assets for political purposes, encouraging individual employees to make any such contributions, and reimbursing an employee for any contribution) caused directly or through trade associations by thinkproject Group are prohibited unless pre-approved by the relevant committee of the thinkproject board. Political contributions must be accurately recorded in the books of the appropriate entity.

GOVERNMENT OFFICIALS

We need to be particularly careful when dealing with government officials. The definition of government officials is broad and includes politicians, elected officials, judges, arbitrators, mediators, officers and employees of political parties, officers and employees of government authorities, departments or public organisations or enterprises, and officers and employees of entities

that are government-owned or controlled. Individuals that act in an official capacity for governments or public organisations are also government officials.

It is prohibited to provide or promise any gifts, services, travel, or hospitality (other than meals and refreshments of nominal value) to government officials without the prior written authorisation of the relevant thinkproject Compliance Officer. Gifts or hospitality given to government officials must not create the perception that they are being used to influence decisions or the use of administrative power.

THIRD PARTIES

Third parties are entities, organizations, or individuals engaged in providing products or services to or engage in business activities for, or on behalf of, companies in the thinkproject Group. Consultants, suppliers, and agents are examples of third parties.

Illegal conduct by third parties can seriously affect our reputation, and we can be possibly held legally responsible for their actions. Therefore, we use risk assessment and perform due diligence to ensure that we do not become involved in bribery and corruption via third parties. In addition, thinkproject Group performs due diligence before acquiring or investing in third parties, including by way of mergers, acquisitions, or joint ventures. Based on the outcome of such due diligence, appropriate mitigating measures may be necessary. The outcome of the due diligence investigation, including mitigating measures and approvals, should be recorded and available to the relevant functions.

ACCURATE BOOKS AND RECORD-KEEPING

All transactions must be accurately, ultimately, and timely recorded in the books and records of the relevant thinkproject Group Company. In addition, appropriate documentation to support the transaction must also be maintained.

INTERNAL MONITORING SYSTEM

Regularly monitoring of transactions (payments against doubt of corruption) is performed.

All transactions made in cash (in or out) need to be reviewed by the Accounting Department with documentation of all related receipts. Payments made to individuals need to be reviewed using the four-eyes principle. Reimbursement of travel expenses must be checked against irregular activities.

4 POLICY SCOPE AND GOVERNANCE

All companies and employees in the thinkproject Group must comply with these minimum standards. Non-compliance and/or involvement in bribery or corruption will result in disciplinary action that may lead to dismissal and result in criminal prosecution. The prior written approval of the thinkproject CEO or CFO is required for any deviation from this Policy. These pre-approvals should be documented and maintained.

Executive management is responsible for developing and implementing an Anti-Bribery and Anti-Corruption Programme that covers the thinkproject Group and is designed to ensure that the Group (including all employees) complies with applicable laws and conducts business in accordance with this Anti-Bribery and Corruption Policy.

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5 RAISING A CONCERN – WHISTLEBLOWER CONTACT

If you believe that there has been a violation (or an intention to do so) of this Policy, you may, at any time, talk to your supervisor, manager, or Legal Compliance Officer to seek initial advice, information, or guidance. You can also make a formal complaint to the individuals as mentioned above.

If you do not feel comfortable raising a concern internally, you may use the independent thinkproject external whistleblower contact:

<https://thinkproject.integrityline.com/>

To ensure your anonymity, you must do the following: If possible, do not report from a PC provided by your employer. Do not use a PC that is connected to the company's network/intranet. Access the reporting system directly by copying or writing the URL address in an internet browser rather than clicking on a link. Do not write your personal details.

or internally

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The efficient and effective processing of reports is guaranteed as well as strictest confidentiality, particularly the anonymity of the employee, for reports of any kind.

6 DOCUMENT CONTROL

Version	Date	Author	Approved by	Details of changes made
001	28.10.21	Peter Mezger	Ralf Grüßhaber	First version
1.1	15.07.22	Peter Mezger	Markus Scheuermann	Chapter 3, Section on Internal Monitoring System was added
