

Global policy

Global Anti-Bribery & Corruption Policy

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Contents

Forward from the CEO 3

Purpose of the Document 4

1. Scope 4

2. Roles and Responsibilities 4

3. Definitions 4

4. Policy Statements 6

5. Zero Tolerance for Bribery and Corruptions 7

6. Gifts and Hospitalities 8

7. Charitable Donations 10

8. Conflicts of Interest 11

9. Facilitation payments 13

10. Third-Party Corruption Risks 13

11. Procurement 14

12. Books and Records 15

13. Training and Communication 15

14. Reporting potential violations and conflict of interest – Non retaliation principle 16

15. Disciplinary Action 17

16. Communication of this Policy 18

Forward from the CEO

At Foundever, we continuously work to create a work culture that is based on integrity, transparency and good governance. This culture helps us build, protect and maintain the trust of our people and external stakeholders (clients, vendors, shareholders) as well as within the communities in which we operate. With this Anti-Corruption Policy, I, on behalf of the Global Executive Team, reassert a zero-tolerance policy toward corruption, bribery and all other unethical practices.

Most of the countries where we operate enforce anti-corruption regulations with prosecutions leading to corporate liability and heavy monetary sanctions. Individuals may also be liable and furthermore condemned to imprisonment. Our **Global Code of Conduct, Global Anti-Money Laundering Policy, and this Global Anti-Bribery and Corruption Policy** provides guidance around ensuring a consistent approach with the highest standards of integrity and business ethics recognized internationally.

Across our business, our leadership is responsible for setting a clear example for teams by treating employees, clients, prospects, vendors and competitors with honesty and respect and by always adhering to this policy. The protection of our people, reputation, and assets depends upon the personal commitment of our people – each of you – to our Foundever values in demonstrating ethical behaviors in our operations.

If you have any questions or concerns regarding this policy, you may seek guidance by completing the Code of Conduct online training (available via MyAcademy or LEARN) or contacting your local Compliance Officer or a member of the Global Corporate Compliance team ([contact the Global Corporate Compliance team](#)).

We count on each and every one of you to conduct business in full compliance with this policy and all relevant international, country, and local-level regulations. We look forward to continuing to promote our culture of business integrity and protecting our company and you, our people.

Sincerely,

Laurent Uberti

President, CEO & Co-Founder, Foundever

Purpose of the Document

At Foundever, we value and promote a culture of integrity, transparency and ethical behavior throughout our business operations and we refuse any form of corruption or influence peddling and apply zero tolerance to any breach of this principle.

This Policy is based on the best international practices and compliance with anti-bribery laws of the jurisdictions where we do business. It establishes global standards, responsibilities, and requirements for the prevention of corruption in the conduct of our business for all employees, including Directors and officers.

1. Scope

This Policy applies to the Foundever S.A. (herein “Foundever SA”) and to all Foundever S.A. subsidiaries and affiliates conducting our business operations, wherever their location in the world (altogether called Foundever).

Where Foundever SA owns directly or indirectly less than or equal to 50% of the voting power of any business entity, Foundever shall use good faith efforts, to the extent reasonable under the circumstances, to cause the entity to establish similar policies and maintain same records and controls as the one establishes within Foundever.

Foundever Associates, regardless of rank or position, and including Directors, Officers, and above, are committed to conduct themselves with honesty, integrity, and fairness, abide by any applicable anti-corruption and anti-bribery laws in the countries in which Foundever does business, and to implement this Policy and procedures deriving therefrom.

This Policy applies to all kinds of businesses conducted by any of the Foundever entities, whatever the activities and be they involve with Politically Exposed Persons or private or commercial enterprises or natural persons.

2. Roles and Responsibilities

The Foundever SA Board of Directors oversees the organization’s anticorruption program and is compliant with relevant laws and the best internationally recognized standards.

At global and local levels, the Chief Executive Officer (CEO), with support from the Global or Local Corporate Compliance Department shall demonstrate leadership and commitment with respect to the anti-bribery management system including this Policy and objectives, by ensuring it is established, implemented, maintained and reviewed to adequately address the organization’s bribery risks.

3. Definitions

For the purposes of this Policy, the following terms and definitions are used in this document:

Associated Third Parties	Any individual, company or entity which has or intends to have a contractual relationship with Foundever such as but not limited to clients, subcontractors, consultants, business agents, intermediaries, joint-venture partners.
Bribe/Bribery	Refers to the offering, promising, giving, accepting or soliciting of an advantage as an inducement for an action which is illegal, unethical, or a breach of trust with a Politically Exposed Person, non-government official, private company or person.
Conflict of Interest	A situation where an individual or an entity for which they work is confronted with choosing between the duties and demands of their position and their own private interests.
Donation and Sponsorship	<p>Donation is defined as material or financial support.</p> <p>Sponsorship is defined as material or financial support given to an event, person or organization with a view to obtaining a direct benefit, particularly in terms of image. Sponsorship is a common feature of artistic, sporting, educational and charitable activities, but it is not restricted to these areas</p> <p>The difference between donation and sponsorship is therefore the expected return.</p> <p>But if a donation is made with the aim of promoting the image of the company, in this case, the donation will be considered as a sponsorship.</p>
Facilitation Payments	An unofficial monetary payment (also called a “facilitating”, “speed”, or “grease” payment) made to secure, ease or expedite the performance of a routine transaction or service generally expected from a Politically Exposed Person.
Favoritism	The practice of giving unfair preferential treatment to one person or group at the expense of another. In some countries, and under some circumstances, favoritism preventing fair competition may be illegal.
Foundever Associates	All Foundever staff, including interim, temporary, or permanent employees, and trainees. It includes Directors and Officers.
Gift	Anything of value, including money, gift cards, meals, goods, or services that, when given or accepted reasonably and bona fide, is a mark of friendship or appreciation.
Hospitality	<p>Represent travel and accommodation costs. The most common examples are:</p> <ul style="list-style-type: none"> ● Customer or partner trips, ● Transportation: flight or train tickets or rental cars ● Accommodation: hotels and any other kind of accommodation ● Visits to production sites or factories,

	Cultural or sporting events: ticket to any sports event or concert hall (opera, Roland Garros, football match, golf, etc.), to any show, membership in any association or club or equivalent
Influence Peddling	Occurs when an individual who has real or apparent influence over someone else and offers, promises or accepts to exchange their influence for undue advantage. In some countries, influence peddling is illegal when the individual offering or accepting to exercise individual influence is a Politically Exposed Person.
Kickbacks	Occurs when an individual is offered Anything of Value intended as compensation for favorable treatment or improper services
Political Contribution	Any contribution, made in cash or in kind, to support a political cause, or made to a political party, or to a representative thereof.
Politically Exposed Person (PEP)	A “PEP” Is an individual who is or has been entrusted with prominent public functions for example, Heads of State or government, senior politicians, senior executives of state-owned corporations, important political party officials, senior Government, judicial or military officials. This also includes any officer, employee, or associate acting in an official capacity for or on behalf of any foreign, domestic, federal, territorial, state, or local governmental authority or any department, agency, or instrumentality thereof.
Third-Party	A person who is a party to a contract or a transaction but has an involvement (such as one who is a buyer from one of the parties, was present when the agreement was signed, or made an offer that was rejected)

4. Policy Statements

Applicable Laws

This Policy establishes the principles which govern our conduct to adhere to anticorruption laws and international standards applicable to our business (including but not limited to the OECD Anti-Bribery Convention, UN Convention Against Corruption, U.S. Foreign Corrupt Practices Act (FCPA), French Sapin II Law, the UK Bribery Act).

The International Standard Organization 37001 (ISO 37001)

Foundever anti-bribery management system is based on ISO 37001. This Policy reflects the organization and management principles put in place accordingly.

5. Zero Tolerance for Bribery and Corruptions

Foundever has zero-tolerance for any form of corruption or bribery.

Under no circumstance shall any Foundever Associate nor anyone acting on Foundever's behalf receive or give, pay, offer, promise to pay, or authorize the giving or payment of money or any other thing of value from or to any organization, body or company from the private or public sectors, including but not limited to Politically Exposed Persons (PEP) or Foundever client, vendor or other business partner, for any improper purpose or in violation of applicable law.

What is Bribery? What is Corruption? What is influence peddling?

Corruption refer to the offering, promising, giving, accepting or soliciting of an advantage as an inducement for an action which is illegal, unethical, or a breach of trust with a Politically Exposed Person, non-government official, private company or person.

A bribe refers to anything of value which can take the form of cash or cash equivalent or a gift, loans, fee, rewards, donations, etc. Forms of bribery include but are not limited to influence peddling, kickbacks, commercial bribery, political contributions, off-record payments.

Corruption can be direct (directly by the company, its officers, directors or employees) or indirect (through an intermediary, business agent, partner, vendor, etc.).

It can be active (briber) or passive (bribed person).

In this Policy, corruption and bribery are synonyms and used indistinctively.

What would you do?

The representative of a client is asking Tim a Foundever Associate for a first-class ticket with his wife and for an all-expenses-paid, week-long trip to New York City, where Foundever has no facilities. He says this would ease the relationship with Foundever and secure future potential contracts.

You are a colleague of Tim and he is requesting your advice on what he should do.

What is your advice to Tim?

This situation must be handled with care. If Tim or yourself are not sure of what kind of answer should be provided to the client, you should not take any decision on your own and turn to the Global Corporate Compliance team which is there to support.

Based on the circumstances of the situation, it is likely that Foundever will refuse to provide this client with the request.

Why?

Securing future contracts in exchange of a gift to a client is **not a legitimate business purpose**. Though the request came from the client, had Tim agreed to this request, the corrupt practices would have been from both sides: Tim would have given a bribe and the client would have received a Bribe from Foundever.

Invitation of spouse or any other member of client family is also not acceptable.

⇒ **More information on acceptable or unacceptable gifts is provided in Section 6 Gifts & Hospitalities.**

What else must be done?

While denying the request of the client was the proper reaction, it is also of primary importance that such kind of event is reported through the Foundever reporting tool ([EthicsPoint](#)) as detailed in Section 14 Reporting Potential Violations and Conflict of Interest Violations.

6. Gifts and Hospitalities

What is a gift or hospitality?

Gifts and hospitality are business courtesies i.e., anything of value given or received, either directly or indirectly.

They may be a tangible or intangible benefit including, but not limited to, goods or services, promotional products, travel, hotel accommodations, entertainment (tickets to events, recreational activities, etc.), company events, meals (breakfast, lunch, dinner etc.), drinks, transportation (including upgrade of airline sitting class), gratuities, discounts, personal favors or anything else with a monetary value.

They should be offered or accepted without expectation of consideration or value in return.

Business courtesies help build good business relationships, but they can in some circumstances be interpreted as corruption, and both the offeror and recipient sanctioned even if the recipient refused the gift, solely on the ground of the intent of corruption. Gifts offered to public agents or politically exposed persons are prohibited in many countries.

Foundever prohibits the giving or receiving of Gifts for the purpose of securing an improper advantage or inappropriately influencing the recipient or which may be perceived as a bribe.

Only Gifts offered or received made in compliance with the following **Gifts Principles** are acceptable:

- Gifts made bona fide, i.e., in good faith, without any intent to accept or offer a bribe and which may not be perceived publicly as a bribe;
- Reasonable in size and limited in amount;
- Not made in cash, whether directly or indirectly, even if such gifts are permitted under local laws or acceptable according to local practices;
- Not putting any Foundever Associate in a Conflict of interest; and
- Public disclosure of the gift would not damage Foundever's brand or reputation.

Furthermore, any gift, promised, offered or received, even if declined must follow internal applicable Policies and procedures, including the Procurement Policy and in particular:

Gifts promised or offered

When promising, offering a Gift Foundever Associates must ask the prior validation from their direct manager.

Gifts Received

Any gift received not in line with any of the other principles specified above should be:

- Politely declined and returned and

- be reported to the direct manager and the Head of Global Corporate Compliance and ESG.

Examples of acceptable Gifts

- Promotional items or logo items of nominal value (goodies)
- Written forms of thanks and recognition
- Seasonal/cultural gifts (reasonable chocolate boxes, moon cakes, etc.) offered on the occasion of New Year;
- Meals under the threshold specified in the Gift Principles above
- Consistent with accepted business practices;

Examples of unacceptable Gifts

- Cash, cash equivalents, gift certificates, gift cards, stocks, bonds, stock options, or loans from third parties
- Gifts requested or offered in exchange for personal gain or an unfair business advantage
- Gifts accepted or provided that influence or give the appearance of influencing business decisions and judgments
- Gifts that are solicited or encouraged by the employee
- Gifts which are illegal and violate our commitment to treat others with respect and dignity
- Discounts not available to all Foundever employees
- Gifts offered or requested involving government contracting or subcontracting
- Gifts offered too frequently
- Transportation expenses paid by any third party
- Before or during an RFI/RFP or equivalent process with a client or its representative
- in recognition of service rendered by any Third party
- Any gift which could damage Foundever's reputation if publicly reported on a local or global level
- A gift in which the recipient feels obligated to accept or inhibits the recipient from making a fair decision
- Any gift which violates any law, regulations, or internal policy standard which includes bribes and kickbacks
- Investment opportunities or loans (except from bona fide financial institutions)
- Violation of third-party standards
- Gifts during the tendering or procurement process
- Any gifts, gratuities, or anything of value extended to a Politically Exposed Person
- Gifts above the market value unless approved by based on the Global Governance Finance Approval Matrix
- Gifts that may be perceived or actual conflict of interest

What about Questionable Gifts?

Any gift not clearly identified as an "Acceptable Gift" or "Unacceptable Gift" may not be appropriate based on the circumstances. Any questions regarding a questionable gift must be directed to the Department Manager and must be escalated to the Foundever Global Corporate Compliance Department ([contact the Global Corporate Compliance team](#)) for further clarification.

David from Procurement has received a travel voucher from a potential vendor included in an ongoing RFP launched by Foundever.

How should David react?

David should decline the travel voucher, inform his direct supervisor and report as provided for in 14 Reporting Potential Violations and Conflict of Interest.

Why?

This vendor may have provided a gift to encourage the use of their products and to win the bid process which then may be considered a bribe.

7. Charitable Donations

Charitable Donations and Sponsorship

Foundever may contribute to good causes and make donations or support through sponsorship in accordance with the strategy it has put in place with regard to its Environment Social & Governance goals achievements. A charitable contribution benefits an organization whereas a sponsorship provides business value through association.

All charitable giving and all sponsorships must be made in compliance with all applicable federal, state, and local laws, rules, regulations and must adhere to Foundever's policies and procedures, including internal approval guidelines as per the Global Governance Finance Approval Matrix.

Any such charitable donation or sponsorship project shall be communicated to:

- Global Communication for prior approval, and
- Global Corporate Compliance Department in order to allow the conduct of due diligence over the beneficiaries of the Charitable donation or Sponsorship
- Legal Department to allow appropriate Terms and Conditions to be drafted
- Procurement Department, in case a payment is necessary

There is zero-tolerance for any charitable giving or sponsorship made in a manner to be or creates the appearance of corrupt practices such as contributions **made** as to obtain or retain business, secure an improper advantage, or induce anyone to act improperly.

Charitable donations include, but are not limited to:

- Monetary donations;
- In-Kind benefits (donations of chairs, desks, tables, etc.);
- Expert Sponsorship (trade shows, conventions, conferences, etc.);
- Community Investments (involvement in local projects or public facility construction).

Funding will only be provided to organizations that meet all the following criteria:

- Classified as a tax-exempt according to local applicable law (e.g.: in the USA: IRS section 501(c)(3) organization);
- The organization's mission is non-sectarian, non-religious, non-discriminatory, and non-political;
- The organization's mission and practices do not discriminate against race, color, ethnicity, creed, religion, gender, gender identity and expression, national origin, sexual orientation, age, pregnancy, disability, veteran status, political affiliation, protected genetic information, and any other protected class;

- The organization’s mission does not endorse, support, or promote violence, terrorist activity, or related training, whether through their own activities or indirectly through their support of, support by, or cooperation with, other persons and organizations engaged in such activity;
- The charitable organisation and any of its managers are not a sanctioned entity, individual, or operating in a sanctioned country;
- The organisation does not have a potential, perceived or actual conflict of interest with a client or prospect or any Foundever Associated Third Party;

Political Contributions

Political contributions made on behalf of Foundever are not allowed.

Political contributions include but are not limited to contributions made to Politically Exposed Persons, political parties, and candidates, directly or indirectly through third parties, in monetary or non-monetary items.

Terms & Conditions

Charitable donations and sponsorship terms and conditions must be reflected in a contract signed by both Foundever and the organization prior to the donation or sponsorship being executed. In the contract, among other conditions, the recipient represents and warrants to Foundever that (1) it is and will remain during the term of the contract in compliance with all federal, state, and local laws, regulations and rules and (2) that funding is exclusively used for charitable purposes.

Global Corporate Compliance Department and Legal Departments shall be contacted by the Foundever requesting Department at the early stage of any donation project to allow for proper due diligence on the recipient and the review of contractual terms and conditions.

Amy has been requested to make a charitable donation to a small local charity that provides education to young adults. This donation would be in line with Foundever’s ESG strategy. Although she has no further information on the charity organization, she feels it would be a great opportunity to improve Foundever’s image in the community.

How should Amy respond?

Before accepting this project, Amy should report the request to:

- the Legal Department in order to ensure a contract is properly established;
- to the Global Compliance team to allow proper due diligence on the organization; and,
- to Procurement for proper vendor onboarding.

Why?

Although the charity is a *bona fide* charitable organization, the charitable donation could be seen as a “due” the company was required to pay for assistance from a Politically Exposed Person to induce more business.

8. Conflicts of Interest

Conflict of interest arises in situations where a Foundever Associate’s personal interest could conflict or be seen in conflict - with the interest of Foundever.

Foundever Associates faced with a potential conflict of interest, must immediately report:

- to their supervisor and to the HR Department;
- and/or report on the EthicsPoints as detailed Section 14 Reporting Potential Violations and Conflict of Interest; and,
- not take part in any decision and/or sign any contract in relation with the potential conflict of interest before the situation is properly assessed by competent Foundever Department as described below.

Third parties may use the [EthicsPoint website](#).

Should a perceived or actual Conflict of Interest arise with a Foundever Associate, the Supervisor, with the assistance of the Human Resources Department, shall take all appropriate measures to allow the Associate to avoid the Conflict of interest and mitigate the risk. Such measures may include asking the concerned Associate to recuse himself or herself from the decision-making.

Advice may be sought with the Global Corporate Compliance Department ([contact the Global Corporate Compliance team](#))

What would you do?

Your niece graduated two years ago with an MBA. She has applied for a leadership role within Foundever. She has the necessary knowledge and skills required to do the job but has limited experience in this industry and you are of hiring process to interview. The HR recruiter does not know that she is related to you.

How should you respond?

You must disclose your relationship to the applicant to the HR recruiter and withdraw from the discussions and decisions in relation to the position where your niece is a candidate.

Why?

This will enable a careful determination about what type of involvement you might have in the selection process, and avoid the possibility of a conflict of interest in the recruitment process.

What would you do?

Karl is a team leader at Foundever. He and his best friend, Paul, created a marketing firm. He learns that Foundever is issuing a Request for Proposal (RFP) for a social media campaign. Paul requests Karl to provide some information that ensures the marketing firm is part of the final selection. He explains it would then allow him know what are the business needs, so the learning curve would be shorter and this would be great information to build the plan. If selected Paul would provide Karl 1% of the contract amount to thank him for the introduction into Foundever RFP.

How should Karl respond?

Karl should report the conflict of interest to his direct supervisor and the HR Department and share with the Procurement Department and Global Compliance Department to ensure that there is no Favoritism and that Procurement Policies and Guidelines are followed.

Why?

Karl could be infringing our Procurement Policy and the competition rules within our RFPs. He could appear to be giving an undue advantage to a company and receiving improper benefits to promote this company.

What would you do?

Natalia is a team manager. This week she's pleased to be celebrating a milestone birthday. Next week she'll be completing performance reviews for her team. Tomas, one of her long-time direct reports, just gave her a \$200 watch as a birthday gift.

How should Natalia react?

This is not an appropriate gift. If Natalia receives this gift, she should inform the HR Department and report as provided for in Section 14 Reporting Potential Violations and Conflict of Interest.

Why?

While it may be fine for Tomas to give Natalia a gift for her birthday, an expensive gift or a gift that she really likes or wants could impair her ability to give an objective performance review. Even if it doesn't actually interfere with Natalia's ability to give an objective performance review, it could appear that way to others. And a perception of favorable treatment can be just as damaging as a real one.

9. Facilitation payments

Facilitation or "grease payments" are made to facilitate a routine governmental function and can be treated as a Bribe or kickback.

Foundever strictly prohibits facilitation payments.

What would you do?

Jill is setting a subsidiary in a country where the company has never done business. You learn that she intends to give the local city mayor money to expedite the process to obtain the necessary permits needed to begin operations.

What should you do?

You have read in the Foundever Anticorruption Policy that Facilitation payments are not allowed. Giving the local city mayor something of value such as money to expedite routine local administrative functions is a facilitation payment which is not tolerate in some jurisdictions and considered a Bribe. If the city mayor requires a suspicious payment to expedite the permitting process, you should inform Jill that her intentions are not in line with the Foundever Policies and that you will immediately report to Jill's direct supervisor to avoid the facilitation payment being made and to EthicsPoint as detailed in Section 14 Reporting Potential Violations and Conflict of Interest.

Why?

A payment made to secure or expedite the performance of a routine governmental action is prohibited at Foundever. It may be sanctioned as a bribe under local legislation. Jill and Foundever would then incur potential legal liabilities and the image and reputation of Foundever could be negatively impacted.

10. Third-Party Corruption Risks

Foundever may be responsible for the actions of third parties with whom it has contracted, especially when such actions are non-compliant with anticorruption laws and are taken on behalf of or for the benefit of Foundever. To ensure that we know with whom we do business or intend to do business,

Foundever has put in place preventive measures, called “Third-parties Due Diligence”. Due Diligence helps us to anticipate and mitigate risks to reduce or eliminate negative potential impacts before they occur. For instance, if a risk is identified, we may decide to stop the discussions with the third party and not enter into a contractual relationship, or terminate the contract with the third party.

Due diligence of third parties (mainly vendors, partners, beneficiaries of our donations or sponsorship activities and clients on a risk-based approach) includes potential or active business relationships, to ensure the third party does not have a history of corrupt payments or are not listed under any applicable sanction list or subject to applicable government restrictive measures as reflected in the **Global Anti-Money Laundering Policy**.

The Foundever due diligence process and procedures may include but is not limited to:

- questionnaires,
- investigations,
- reference checks,
- interviews, and/or on-site inspections.

Third-party company representatives, business agents, or joint venture partners must:

- Certify or represent they comply with the applicable anti-bribery laws;
- Be vetted through Foundever’s risk-based due diligence process.

Third parties are expected to provide accurate information during such an assessment process.

All Personal Data processed by Foundever as part of its due diligence process is handled in accordance with Foundever’s Privacy Policy and Global Privacy Program, and Applicable Data Protection Law. For the exercise of data subject rights, complaints, or questions regarding this Foundever’s processing of Personal Data, data subjects may contact privacy@Foundever.com.

11. Procurement

Foundever Associates shall at all times comply with the Procurement Policy.

Foundever addresses bribery and corruption risks in procurement and supply chain activities by ensuring that payments made for goods and services are reasonable and appropriately documented.

Foundever ensures the selection of suppliers is fair and transparent. The selection of suppliers is based on the company’s due diligence (see paragraph 10 above), and not on a Foundever Associate recommendation.

Suppliers are expected to abide by Foundever’s Global Supplier Code of Conduct which refers to this Policy and will communicate any violations of the latter. Foundever reserves the right to terminate the contract if this Policy is violated.

It is the responsibility of Foundever Associates to understand and identify potential red flags throughout the vendor management process. Anti-corruption provisions will be established in agreements and contracts to prevent violations of anti-corruption laws.

12. Books and Records

Foundever shall maintain adequate accounting books and records which properly, completely and fairly document all financial transactions and assets and funds dispositions wherever they take place. In addition, Foundever will maintain a system of internal accounting controls reflecting transactions, assets and financial position. Documentation is required while processing payments and used as backup documentation to justify payment requests, authorization and classification of accounting codes in standard accounting rules and procedures. Any intended payment made to a Politically Exposed Person must be consulted with Foundever's Global Corporate Compliance Team. Written documentation of the pre-approved payment, reimbursement or gift must be obtained when involving a Politically Exposed Person.

The accounting provisions also require the following:

- make and keep books, records and accounts, which, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the issuer's assets; and
- devise and maintain a system of internal accounting controls sufficient to provide reasonable assurances that:
 - transactions are executed in accordance with management's authorization;
 - transactions are recorded as necessary to permit preparation of financial statements in conformity with generally accepted accounting principles or other applicable criteria, and to maintain accountability for assets;
 - access to assets is permitted only in accordance with management's authorization; and,
 - the recorded accountability for assets is compared with existing assets at reasonable intervals and appropriate action is taken with respect to any differences.

The use of any accounting principles at Foundever that deviates from established Foundever accounting policies and practices including the omission or falsification of expense reports, is prohibited. Any undisclosed or unrecorded company funds such as "off-book funds", or any funds which are retained or inappropriately established in a non-Foundever account directed by Foundever Associates without proper documented terms and conditions, transparency, or authorization are a violation of Foundever's Global Code of Conduct and Ethics and this Policy which can result in disciplinary action. Requests for false invoices or reimbursement of expenses that are unusual, excessive or without proper justification must be rejected and reported.

13. Training and Communication

All Foundever Associates share responsibility for the detection of bribery and corruption activities and for the deployment and compliance with anti-bribery and corruption policies, initiatives and procedures.

Foundever requires regular anti-bribery related training for all Associates **as appropriate to their roles, the risks of bribery to which they are exposed, and any changing** circumstances.

Training topics include:

- how to recognize and respond to solicitations of offers or bribes,

- how to report bribery and corruption concerns, and
- risk and damage to the organization that can result from bribery.

Failure to participate in such training may result in disciplinary action, up to and including termination of employment. Foundever management is responsible for:

- Implementing policies and procedures meant to identify bribery and corruption activities;
- Educating Foundever Associates and promoting awareness of bribery and corruption policies and procedures and the ethical principles subscribed to by Foundever;
- Ensuring all bribery and corruption issues, suspected or actual, are reported immediately in accordance with Section 14 Reporting Potential Violations and Conflict of Interest,
- Make Associated Third Parties aware of Foundever Anticorruption Policy.

Foundever has established an active communication strategy to support the education and communication for achieving objectives. Communication includes general communication and communication material to raise awareness and understanding of the Foundever's anti-corruption and bribery commitment. Communication channels include Foundever EverConnect, meetings, and employee handbooks.

Management is responsible for periodically and appropriately communicate compliance requirements and procedures to Foundever Associates and all third parties affected by the anticorruption program.

Communication includes the organization's stance regarding anticorruption, policies, and procedures to all relevant staff and business units operating in high-risk areas including third parties performing compliance responsibilities on behalf of Foundever.

14. Reporting potential violations and conflict of interest – Non retaliation principle

It is the obligation of every Foundever Associate to comply with this Policy.

Any question of interpretation or applicability must be referred to the Global Corporate Compliance Team ([Contact the anticorruption team](#)).

No Foundever Associate has the authority to act contrary to the provisions of this Policy or to authorize, direct, or condone violations of it by any other Foundever Associate or by any associated third party.

If you observe conduct that may violate this Policy, or are faced with a concern or situation that could involve bribery, you may seek advice from the Foundever's Corporate Compliance Team ([Contact the anticorruption team](#)), use EthicsPoint at www.ethicspoint.com or the toll-free number found on the website as provided for in the Security and Ethics Incident Management Policy.

Foundever shall:

- Encourage and enable persons to report in good faith or on the basis of a reasonable belief attempted, suspected and actual bribery, or any violation of or weakness in the anti-bribery management system, to the anti-bribery compliance function or to appropriate personnel (either directly or through an appropriate third party);
- Encourage non-anonymous reporting but accept anonymous ones;

- Except to the extent required by law and to progress an investigation, require that the organization treats reports confidentially, so as to protect the identity of the reporter and of others involved or referenced in the report;
- Investigate, respond, and take appropriate action to remediate any underlying causes and effects of, any actual or alleged violations of this Policy which could lead to disciplinary action or termination of contract with the associated third party. If necessary, such action will include assessing and/or modifying internal controls, policies, and procedures.

Foundever prohibits retaliation, and protects those making reports from retaliation, after they have in good faith, or on the basis of a reasonable belief, raised or reported a concern about attempted, actual or suspected bribery or violation of the anti-bribery Policy or the anti-bribery management system or the Foundever Code of Conduct and Ethics.

Failure to report a violation of this Policy may in certain countries constitute a separate violation of this Policy and the Global Code of Conduct and Ethics and may result to disciplinary action as provided for in 15 Disciplinary Action.

Failure to cooperate in an internal review will be considered a breach of duty and obligation to Foundever and shall be subject to disciplinary action as provided for in 15 Disciplinary Action.

15. Disciplinary Action

Breach of this Policy by any Foundever Associate may result in disciplinary action. **Depending on the gravity of the Foundever Associate's conduct, and the legislation applicable to his/her employment contract, disciplinary action may include any of the following:**

- Verbal warning
- Written warning
- Final warning
- Termination of employment,

and any other remedial or punitive action as shall be appropriate in the circumstances.

The primary purpose of disciplinary action is to identify problem areas and opportunities for improvement and outline the consequences of deficient performance or inappropriate conduct.

Based on the severity of the situation regarding bribery or corruption, a Foundever Associate may face immediate termination or progressive discipline may be used.

Foundever will not pay any fine imposed on any individual as a result of breach of this Policy.

Suspension may be a form of disciplinary action and may be used during an investigation or at the discretion of Foundever management when it is deemed appropriate to remove an individual or group of individuals from a situation, whilst investigative activity is undertaken. The length of suspension will depend on the nature of the investigation and local legislation. It should be noted that suspension is in no way a predetermination of guilt or the likely outcome of an investigation.

16. Communication of this Policy

This Policy shall be made available to all Foundever Associates and Associated third parties and is published through internal and external communication channels, as appropriate.

