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## OX2 Policy Against Corruption

### 1 Introduction

- 1.1 OX2 as a zero-tolerance approach towards corruption. We are committed to act professionally, fairly and with integrity in all our business dealings and relationships wherever we operate. We are committed to implement and enforce effective systems to counter corruption.
- 1.2 Any violation of this policy may result in disciplinary measures including immediate termination of employment contract.
- 1.3 Corruption is a crime which, if convicted, can lead to imprisonment or fines. It is the individual employee who risks being convicted and not the company. However, if corruption has occurred, OX2 also risks suffering a so-called corporate fine (as well as irreparable damage to both finances and reputation, not least through exclusion from public procurement).
- 1.4 The purpose of this policy is to help our employees to identify which corrupt business practices are prohibited in their day to day work so that corruption is avoided. It outlines acceptable and non-acceptable behaviours to ensure that OX2's work is conducted in a socially responsible and ethical manner and in compliance with all applicable legislation.
- 1.5 OX2 policy is based on OX2's code of conduct and inspired by UN Global Compact's principle against corruption. The 10th principle reads: Businesses should work against corruption in all its forms, including extortion and bribery. Read more at: <https://www.unglobalcompact.org/what-is-gc/mission/principles/principle-10>.
- 1.6 The policy applies to all individuals who perform work on behalf of OX2, including OX2 employees, contractors, board members. In the context of this policy, third party refers to any individual or organisation with whom employees may come into contact during the course of their work for OX2.

### 2 Definition

- 2.1 There is no universal definition of corruption, but a common definition is the abuse of entrusted power for personal gain (your own or someone else's).
- 2.2 Corruption can be seen as a collective term for a variety of criminal or unethical acts such as:
- i. to give or receive a bribe e.g. money or gifts or other undue benefits.
  - ii. to abuse a position of trust and this abuse is causing harm to the company or organisation they are working for (disloyalty to principle).
  - iii. extortion, fraud, and facilitating payment.

### 3 Principles



- 3.1** For guidance OX2 has set up the following wide-ranging principles. These principles apply as long as they do not place OX2 in violation of domestic laws and regulations. If domestic laws or regulations have stricter requirements, those laws supersede the principles stated in this policy.

#### Prohibition of bribery and corruption

- 3.2** No employee of OX2, or third parties acting on OX2's behalf, shall offer, promise, give, request, accept or receive bribes or other undue advantage to obtain or retain business, or to encourage or reward a decision.
- 3.3** It is prohibited to provide, promise, or offer any benefit to a person who exercises public authority or decides on public procurement. This prohibition also includes family members or others close to such a person. Making donations to beneficiaries who are themselves, or related to, decision makers on outstanding bids or similar type of decision is prohibited. It is also necessary to observe particular caution when providing, promising or offering benefits to other persons representing public entities (who are not involved in the exercise of public authority or public procurements).
- 3.4** It is prohibited to contribute financial means to any third party in a way that could constitute negligent financing of corruption.

#### Prohibition of facilitation payments

- 3.5** Facilitation payments are a form of bribery to public officials used to encourage or ensure that routine procedures are carried out or speeded up.
- 3.6** OX2 prohibits facilitation payments to be made by employees.

#### Benefits (gifts, hospitality, events, business representation etc

- 3.7** Generally, OX2's employees should not accept gifts, events, business representation etc. other where it is of nominal value, open, moderate, and demonstrates a clear business objective and is appropriate for the nature of the business relationship. Gifts bearing a company logo is normally permitted to except.
- 3.8** OX2 shall cover necessary and appropriate travel and accommodation expenses for OX2 employees for representation events.
- 3.9** Employees shall be open with their superior on everything relating to the acceptance of gifts, hospitality and so forth. If in doubt, it is always better to seek approval from superior for attending an event prior to accepting the invitation.
- 3.10** Arranging different social activities in connection to different occasions (FC)/ client's meetings can be justifiable if there is clear business reason for it, the social activity is small part of the total program and the total cost for it is kept within reasonable limits. As a general principle OX2 will not pay for customers' travel and accommodation expenses.

## **4 Working with intermediaries/agents/consultants**



- 4.1 Although a proper integrity due diligence and background check of counterparties can be impractical and expensive for all occasions, OX2 shall act with care when entering agent-relationships and do reasonable reference checks on the individual and/or company in question.
- 4.2 All agreements with intermediaries should be in writing and in line with national law and according to the requirements of OX2 Code.
- 4.3 All agent agreements shall be approved by OX2 management.

## 5 If you have been victim of corruption or suspect it to occur

- 5.1 If employees are offered a bribe or in other ways are proposed to partake in corrupt or fraudulent behaviour, the employees shall:
- i. Refuse and refer to OX2's zero-tolerance approach as well as applicable laws against corruption.
  - ii. Take detailed notes on, inter alia, what was said, who said it, when or where.
  - iii. Inform their line manager, the Executive Director or other appointed by OX2 as soon as possible.
- 5.2 In unforeseen or sudden situations, where an immediate refusal of the bribe cannot be considered as it could damage the employee's relationship with the person offering the benefit or entail a safety risk for the employee, the employee must as soon as circumstances allow, report it to OX2.
- 5.3 All OX2 employees are responsible to be vigilant regarding signs of potential corruption. If a employee become aware of or suspects that any individual related to OX2 or performing tasks on behalf of OX2, is or will potentially be engaged in fraud, corruption or bribery, they are obliged to inform OX2's senior management without delay. If that is not possible of any reason the reporting can be done through the OX2 whistleblower system via web portal <https://report.whistleb.com/ox2>

## 6 Investigating measures

- 6.1 Any instances of actual or potential bribery are properly and promptly investigated, including:
- i. Confirming whether a bribery or other corrupt act has taken place, and to identify who was responsible.
  - ii. Confirm whether internal controls and anti-bribery procedures have worked in practice.
  - iii. Identify any improvements required to anti-bribery procedures.
  - iv. Determine the appropriate subsequent action, depending on the findings of the investigation. This may include disciplinary procedures and external reporting.

## 7 Red flag situation

- 7.1 There are certain situations where an employee may be particularly vulnerable or receptive to receiving or giving bribes or situations known for bribes or corruption to be more common. In order for the employee to be aware of these situations thus reduce the risk of violating the policy, we have specified some of them below. The list is not exhaustive why there may be other possible situations which the employee should also be aware of.
- When procuring services and products



- Signing commercial agreements

## **8 Preventative measures**

- 8.1** To prevent corruption the risk of corruption must be identified and assessed. OX2 carries out risk analyses to identify and understand risks of corruption. These analyses are reviewed annually.
- 8.2** OX2 recognises the importance of frank discussion of ethical issues and encourage employees to communicate concerns regarding non-compliance and questionable practices anonymously by using the whistle blowing procedure.
- 8.3** OX2 has internal guidelines and rules against corruption, which includes this anti-corruption policy and has implemented these in its day-to-day business.
- 8.4** OX2 ensures that employees are given education on the rules on corruption and other information as well as in which situations corruption may arise.
- 8.5** OX2 has a system for evaluating intermediaries, agents, consultants, etc., which means that OX2 assesses risk, makes controls and evaluates the said persons.
- 8.6** OX2 has the tools necessary to follow-up and control any suspicious corrupt behaviour or similar.

### **Related documents**

OX2 Code of Conduct.

