

# Fraud, Anti-bribery and Corruption Policy

Garda Sikring Group AS

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## 1. Policy statement

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Garda Sikring Group AS and its subsidiary companies (“Garda Sikring Group” or “the Company”) is committed to conducting all their business in an honest and ethical manner. It is committed to operating a framework for the prevention and detection of fraud, bribery and corruption and a robust process to be followed in the event that fraud, an act of bribery or corruption is suspected. The Company adopts a zero-tolerance approach to fraud, bribery and corruption and is committed to acting professionally, fairly and with integrity in all business dealings and relationships wherever it operates.

## 2. Scope

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This policy applies to all employees, agency workers, contractors, agents, suppliers, partners, other organisations and volunteers (“Individuals”) employed or engaged by Garda Sikring Group. (“Employees” includes individuals engaged via an employer of record).

This policy outlines the responsibilities of the Company and those who work for it in relation to the prevention of fraud, bribery and corruption. It aims to give guidance and information on preventing, recognising and addressing relevant issues.

## 3. Legal compliance

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This policy is designed to ensure compliance with the fraud, anti-bribery and corruption laws to which the Company and its individuals are subject. These include the UK and the US fraud, anti-bribery and corruption laws (Principally the UK Fraud Act 2006, Bribery Act 2010, and the US Foreign Corrupt Practices Act of 1997 (FCPA)).

The UK Fraud Act and Bribery Act are considered to be particularly robust, compliance with this legislation should generally ensure conformity

with guidelines issued in other countries. However, in addition to the requirements of this Policy, individuals must comply with any requirements of applicable local fraud, anti-bribery and corruption laws.

Breach of applicable fraud, anti-bribery and corruption laws may result in criminal, civil and regulatory penalties for the Company, its directors and employees, including fines, imprisonment and repayment of profits. Actual or perceived breaches of these laws may also result in severe financial and reputational damage for the Company. In the UK, for example, fraud, bribery and corruption are punishable for individuals by up to ten years’ imprisonment and, if any member of the Company’s Group is found to have taken part in bribery and corruption, the Company could face an unlimited fine and be excluded from tendering for public contracts. The Company, therefore, takes its legal responsibilities very seriously.

All individuals are responsible for the success of this policy. Individuals are expected to familiarise themselves with the policy and act in accordance with it at all times.

## 4. What is fraud, bribery and corruption

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The Fraud Act 2006 provides for general offences of fraud with three ways of committing it, which are by:

- False representation
- Failing to disclose information
- Abuse of position

It also creates new offences of obtaining services dishonestly and of possessing, making and supplying articles for use in frauds.

The Bribery Act 2010 created two general offences covering the offering, promising or giving

of an advantage, and requesting, agreeing to receive or accepting an advantage. It also creates a new offence of failure by an organisation to prevent a bribe being paid for or on its behalf.

Garda Sikring Group defines the term “corruption” as the giving or obtaining advantage through means which are illegitimate, immoral and or inconsistent with individuals' duties or the rights of others.

## 5. Prohibited conduct

Individuals must not, and must not ask anyone else on their behalf to:

- a) give, promise to give, or offer, a payment, inducement, gift or hospitality with the expectation or hope that it will result in a business advantage arising from the improper performance of a relevant function or business activity;
- b) accept payment from a third party that they know or suspect is offered with the expectation that it will result in a business advantage in consequence of the improper performance of a relevant function or business activity;
- c) accept a gift or hospitality from a third party if they know or suspect that it is offered or provided with an expectation that it will result in a business advantage in consequence of the improper performance of a relevant function or business activity by the Company;
- d) give, promise to give, or offer, a payment, inducement, gift or hospitality to a government official, agent or representative to “facilitate” or expedite a routine procedure;
- e) threaten or retaliate against another worker who has refused to commit a bribery offence or who has raised concerns under this policy; or

- f) engage in any activity that might lead to a breach of this policy.

## 6. Responsibilities and prevention

The primary responsibility for the prevention and detection of fraud, bribery and corruption rests with management. However, we are all responsible for the implementation of this policy. In the context of this policy:

The Chief Finance Officer is responsible for:

- Proper administration of Garda Sikring Group's financial affairs
- Directing investigations into financial irregularities
- Combating money laundering

Managers are responsible for:

- Maintaining internal controls and ensuring that Garda Sikring Group resources are properly applied in the manner intended
- Identifying risks to systems and procedures
- Developing and maintaining effective controls to prevent and detect fraud, bribery and corruption
- Ensuring that controls are compliant with this policy
- Responding to suspected cases of fraud and dishonesty pertaining to activity within their remit and referring these to the Head of HR.

Individuals are responsible for:

- Their own conduct
- Contributing toward the maintenance of Garda Sikring Group standards
- Acting properly in the use of Garda Sikring Groups resources and in the handling and use of Company funds
- Raising concerns under the Whistleblowing Policy if they believe or have good reason for thinking that there has been fraud, bribery or corruption.

- Undertaking the annual training mandated by Garda Sikring Group.

Head of HR is responsible for:

- Independent appraisal of control mechanisms and their operation
- Carrying out investigations in to suspected irregularities
- Recording all suspected or detected fraud, bribery and corruption matters.

The external auditor is responsible for:

- Auditing and providing recommendations against the checks and balances across our processes (including four-eyes, approval processes and segregation of duties).

Garda Sikring Group will take all steps to minimise the risk of fraud, bribery and corruption by ensuring that we:

- Appropriately vet all potential employees, agency workers, contractors and volunteers prior to their employment with Garda Sikring Group
- Have the right culture and top-level commitment
- Have a robust internal control framework, including clear and practical policies and procedures, which are effectively implemented, monitored and reviewed.
- Perform our business activities with due diligence in a transparent and ethical manner
- Encourage the reporting of suspected wrongdoings
- Seek prosecutions and impose appropriate sanctions
- Take appropriate action to recover any losses

Individuals have a duty to report any suspected cases of fraud, bribery and corruption as an essential part of the process of protecting Garda Sikring Group, its property and its reputation.

If individuals think they have grounds for suspicion of fraud, bribery or corruption, they should raise under the Whistleblowing Policy. Such concerns will, so far as possible, be dealt with confidentially as described in that policy.

## 7. Gifts and hospitality

This policy does not prohibit normal and appropriate hospitality (given and received) to or from third parties. Genuine hospitality and promotional activity which aims to improve the image of the Company, improve the presentation of products or services, or establish good relations is not prohibited by the Bribery Act 2010 unless there is an intention to induce improper performance of an activity or function.

The giving or receipt of gifts is not prohibited provided:

- it is not made with the intention of improperly influencing a third party to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favours or benefits;
- it complies with local law;
- it is given in the Company name, not in the name of the individual;
- it does not include cash or a cash equivalent (such as gift certificates or vouchers);
- it is appropriate in the circumstances. For example, it is customary for small gifts to be given at Christmas time;
- taking into account the reason for the gift, it is of an appropriate type and value and given at an appropriate time; and
- it is given openly, not secretly.

Gifts should not be offered to, or accepted from government officials or representatives, or politicians or political parties, without the prior approval of your entity CEO.

If the value of such present (as a rule of thumb) exceeds common conventions or is greater than the amount of EURO 50, employees are expected to agree with their superior whether the gift is acceptable or should be refused.

## 8. Donations

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The Company does not make contributions to political parties. The Company only makes charitable donations that are legal and ethical under local laws and practices. No donation must be offered or made without the prior approval of an Executive Director.

## 9. Third parties

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The Company may be liable for third parties who commit any act of bribery or corruption. The definition of a third party is broad. It covers individuals and organisations who perform services for the Company. It can include agents, distributors, consultations and joint venture partners and others who may commit bribery on the Company's behalf.

For this reason, third parties who act on the Company's behalf must be provided with a copy of this policy and will be expected to operate in accordance with it.

If individuals are instructing third party representatives to act on behalf of the Company they must bear in mind that they can potentially expose the Company to significant risks. Individuals are responsible for ensuring that the necessary precautions are taken to minimise such risks.

## 10. Facilitation payments and kickbacks

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The Company does not make, and will not accept, facilitation payments or "kickbacks" of any kind. Facilitation payments are typically small, unofficial payments made to secure or expedite a routine government action by a government official.

Kickbacks are typically payments made in return for a business favour or advantage. Under UK law it is illegal to make or receive facilitation payments or kickbacks.

If individuals are asked to make a payment, they should consider what the payment is for and whether the amount requested is proportionate to the goods or services provided. Individuals should ask for a receipt which details the reason for the payment. If individuals have suspicions, concerns or queries regarding a payment, they should raise these with an Executive Director.

Individuals must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback will be made or accepted by the Company.

## 11. Record keeping

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The Company maintains accurate books, records and financial reporting. These records will be transparent and will accurately reflect each underlying transaction.

Individuals must declare and keep a written record of all hospitality or gifts accepted or offered. All expense claims relating to hospitality, gifts or expenses incurred to third parties must be submitted in accordance with the Company expenses policy and specifically record the reason for the expenditure.

All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness. No accounts must be kept "off-book" to facilitate or conceal improper payments.

## 12. Reporting concerns

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Individuals should raise concerns about any issue or suspicion relating to this policy as soon as

possible. If individuals are unsure whether a particular act constitutes bribery or corruption, or if they have any other queries, these should be addressed through the Whistleblowing Policy.

If individuals are offered a bribe by a third party, are asked to make one, suspect that this may happen in the future, or believe that they are a victim of another form of unlawful activity they must report it through the Whistleblowing Policy as soon as possible.

Individuals who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. The Company wishes to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.

Individuals will not suffer any detriment if they refuse to take part in bribery or corruption, or if they report such conduct in good faith. If individuals believe that they have suffered any such treatment, they should inform the Head of HR immediately.

The following is an illustrative list of issues that may give rise to concern. If individuals encounter these or other relevant concerns, they must report them promptly through the Whistleblowing Policy:

- a) individuals become aware that a third party engages in, or has been accused of engaging in, improper business practices;
- b) individuals learn that a third party has a reputation for paying bribes, or requiring that bribes are paid to them, or has a reputation for having a "special relationship" with foreign government officials;
- c) a third party insists on receiving a commission or fee payment before committing to sign up to a contract, or carrying out a government function or process;
- d) a third party requests payment in cash and/or refuses to sign a formal commission or fee agreement, or to provide an invoice or receipt for a payment made;
- e) a third party requests that payment is made to a country or geographic location different from where the third party resides or conducts business;
- f) a third party requests an unexpected additional fee or commission to "facilitate" a service;
- g) a third party demands excessive entertainment or gifts before commencing or continuing contractual negotiations or provision of services;
- h) a third party requests that a payment is made to "overlook" potential legal violations;
- i) a third party requests that you provide employment or some other advantage to a friend or relative;
- j) individuals receive an invoice from a third party that appears to be non-standard or customised;
- k) a third party insists on the use of side letters or refuses to put terms agreed in writing;
- l) the Company is invoiced for a commission or fee payment that appears large given the service stated to have been provided;
- m) a third party requests or requires the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to the Company;
- n) individuals are offered an unusually generous gift or offered lavish hospitality by a third party.

## 13. Training and communication

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The Company will ensure that individuals receive the appropriate training in relation to this policy. The level and frequency of training may vary depending on the nature of the position held.

The Company will ensure that its zero-tolerance approach to bribery and corruption is communicated to all suppliers, contractors and business partners at the outset of any business relationship and as appropriate thereafter.

## 14. Sanctions

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Any employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct. For other individuals and organisations, the Company may terminate any contractual relationship in response to any breach, or suspected breach, of this policy.

## 15. Future amendments

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This policy is non-contractual, and as such Garda Sikring Group reserves the right to modify the policy and associated processes at any time without prior notice to individuals.

## Governance

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### **Policy Owner:**

Jon Ola Stokke  
Group CEO

### **Policy version: 1.0**

This Policy will be reviewed and updated annually.