

Anti-Bribery and Corruption (ABC) and Anti-Money Laundry (AML) Policy

1. Introduction

BeeBryte S.A.S and its subsidiary BeeBryte Pte. Ltd. (together “BEEBRYTE”), acting within existing French, Singapore and other international legal frameworks, is committed to comply with relevant applicable laws, rules, regulations and ethics standards to affirm its integrity and transparency as stated in BEEBRYTE’s Relationship Charter and Code of Conduct. This includes the [OECD Anti-Bribery Convention \(2009\)](#) to which both France & Singapore are signatories, as well as the [European Union’s 4th Anti-Money Laundering Directive \(2015\)](#).

While BEEBRYTE implements activities and maintains relationships in countries where bribery and money laundry might sometimes be deemed ‘business as usual’, **BEEBRYTE has a zero-tolerance policy and strictly rejects any form of corruption, bribery and money laundering.**

2. Purpose

This Anti-Bribery and Corruption and Anti-Money Laundry Policy iterates BEEBRYTE’s commitment to acting according to French, Singapore and other international law, and elaborates what is considered “acceptable” and “not acceptable” behavior from individuals and organizations associated with BEEBRYTE.

3. Coverage and Responsibility

This Policy applies to all activities and operations of BEEBRYTE (e.g. research, development, procurement, operations, sales) and to all individuals and organizations representing or acting on behalf of BEEBRYTE. This includes BEEBRYTE’s staff, interns, volunteers, individuals represented in the Board of Directors and the Advisory Board, and other subsidiaries, affiliates, sub-contractors, research partners, suppliers, vendors, commercial partners, referral agents and consultants working on behalf of BEEBRYTE – jointly referred to as “BEEBRYTE representatives”.

BEEBRYTE’s President & Managing Director are both, jointly as well as individually, responsible for the execution of this Policy. However, all BEEBRYTE’s representatives have a duty to protect the assets of BEEBRYTE from and against any form of bribery or corrupt practices.

Attempted bribery, attempted money laundering or attempted engagement in corrupt practices are considered as serious as actual bribery, money laundering or corrupt practices and will be treated in the same way under this Policy.

4. Definitions

“Money laundering” is the process by which criminals attempt to conceal the true origin and ownership of the proceeds of their criminal activity and reintroduce the proceeds into the economy for legitimate purposes. BEEBRYTE must not allow any organization or individual to use BEEBRYTE to launder money and must be vigilant to ensure that BEEBRYTE does not accept the proceeds of a crime from any organization or individual. BEEBRYTE representatives may not:

- possess, conceal, use, convert or transfer criminal property or its proceeds;
- become involved in an arrangement facilitating any of the above; or
- possess or in any way deal with funds related to terrorist activities or funds likely to be used for terrorist activities.

Examples of situations considered as at a risk of money laundering:

- entering into arrangements with partners that may be fronts for criminal activities;
- use of an alternative banking system to move funds;
- use of conduits for funding;
- use of couriers to transport cash or valuables; or
- payment of facilitation charges where it amounts to a private benefit rather than a lawful tax or duty.

“Bribery or Corruption” means the offering, giving, receiving or soliciting, directly or indirectly of anything of value to influence the action of another person in the discharge of his or her duties.

“Fraud” means the intentional, false representation or concealment of a fact for the purpose of inducing another to act on it to his or her detriment or the detriment of an organization.

“Collusion” means a scheme or arrangement between two or more parties designed to circumvent, undermine or otherwise ignore BEEBRYTE’s rules or policies.

“Coercion” means harming or threatening to harm, directly or indirectly, persons or their property to influence them.

For purposes of this Policy, the term **“bribery and corrupt practices”** shall include fraud, collusion and coercion (as defined above).

Examples of bribery and corrupt practices

- **paying or offering a bribe:** where BEEBRYTE representatives improperly offer, give or promise any form of material benefit or other advantage, whether in cash or in kind, to another in order to influence their conduct in any way.

- **receiving or requesting a bribe:** where BEEBRYTE representatives improperly request, agree to receive or accept any form of material benefit or other advantage, whether in cash or in kind, which influences or is designed to influence BEEBRYTE representatives' conduct in any way.
- **receiving a 'graft' or 'facilitation' payment:** where BEEBRYTE representatives improperly receive something of value from another party for performing a service or other action that they were required by their employment to do anyway.
- **nepotism or patronage:** where BEEBRYTE representatives improperly use their employment to favor or materially benefit friends, relatives or other associates in some way.
- **embezzlement:** where BEEBRYTE representatives improperly use funds, property, resources or other assets that belong to BEEBRYTE or its partners, suppliers or vendors.
- **receiving a 'kick-back' payment:** where BEEBRYTE representatives improperly receive a share of funds or a commission from a supplier or vendor as a result of their involvement in a corrupt bid or tender process.
- **collusion:** where BEEBRYTE representatives improperly collude with others to circumvent, undermine or otherwise ignore BEEBRYTE's rules, policies or guidance.
- **abuse of a position of trust:** where a staff member improperly uses their position within BEEBRYTE to materially benefit himself or herself or any other party.

5. Scope and Policy Guidelines

According to French & Singapore Law, as well as in many other countries, corruption and bribes practiced in-country or abroad are illegal. To combat corruption and avoid unlawful actions and extortions, BEEBRYTE is committed to not offering and accepting any bribes. The following will distinguish between what is acceptable and what is not acceptable.

What is accepted?

- a) BEEBRYTE permits the giving and receiving of small gift items (e.g. promotional items, chocolates, flowers), or appropriate and hosted entertainment and hospitality (e.g. at events, lunch, dinner) for the purpose of promoting good business relations, marking special occasions and maintaining a good image and reputation. This may, however, not happen for securing any personal advantage.

As a general rule, 'small gifts' would mean gifts having an equivalent value below EUR 50 whereas 'appropriate entertainment/hospitality' would mean having an equivalent value of not more than EUR 150 per occasion; both to be assessed in the context of prevailing customs and prices in the given situation.

- b) Sponsorships are acceptable and wished for as long as those are rooted in clear, strict and transparent contracts linked to key deliverables and as long as they are not placed or received to inappropriately influence business outcomes or win business deals.

What is NOT accepted?

- c) BEEBRYTE representatives are strictly prohibited to directly or indirectly place, offer, promise to give or obtain bribes to inappropriately influence business operations or reward an achieved business or personal advantage.
- d) No payments, valuable gifts, lavish entertainment and hospitality, or favors or advantages offered by a third party, will be accepted or requested by BEEBRYTE representatives for their personal use, or any other use not related directly to BEEBRYTE. Payments, hospitality or other services and favors accepted on behalf BEEBRYTE but received outside normal BEEBRYTE administrative procedures shall be reported clearly to BEEBRYTE management at the earliest convenient moment.
- e) BEEBRYTE will not offer, provide, promise to give, or negotiate about any payment, gift, hospitality, favor or advantage to government officials and foreign public officials aimed at improperly influencing standard procedures or business performance.
- f) Facilitation payments in order to obtain services, decisions or agreements, other than formally approved and publicly announced fees, are illegal and shall not be provided by BEEBRYTE representatives.
- g) It is forbidden for any BEEBRYTE representative, and especially for BEEBRYTE Management, to threaten or exert undue pressure on any representative who has refused to take part in bribery activities or other corrupt behavior, or who has communicated concerns about behavior of others.

6. Reporting and Recording

BEEBRYTE encourages openness and transparency. In case of detecting any bribery, corruption or money laundry act or even if there is only suspicion, BEEBRYTE representatives are expected to immediately present the incidence or suspicion to one of BEEBRYTE's Directors. BEEBRYTE partners and BEEBRYTE members are encouraged to follow the same approach.

BEEBRYTE's President and Managing Director will be responsible for ensuring that a reported incidence or suspicion is adequately investigated and acted upon, if necessary in consultation with the BEEBRYTE Board of Directors. They will also ensure that the person who reported the incidence or suspicion, is properly notified of action taken in response to the report. BEEBRYTE's President and Managing Director shall present all reported incidences and

suspicious, including those found not to require follow-up action, to the BEEBRYTE Board of Directors at least on a quarterly basis. Where and when required such reporting may be anonymized, e.g. to protect relationships or legitimate private interests.

In case the reporting person has reason to expect that his/her report will not receive the right follow-up from neither BEEBRYTE's President nor the Managing Director, he/she may also report the incidence or suspicion directly to any of BEEBRYTE's Board members, who will then take become responsible for ensuring that the report will be adequately investigated and acted upon.

7. Communication and Training

BEEBRYTE ensures that this Policy is communicated to all BEEBRYTE representatives as an additional attachment to the respective contract/agreement and, additionally, immediately after amendments are made.

BEEBRYTE also guarantees to make sure that the responsibilities are understood and the content of this Policy is acknowledged. In case of comprehension issues, the respective person may be talked through this Policy by responsible BEEBRYTE personnel, i.e. BEEBRYTE's President or Managing Director.

Additionally, this Policy will be shared on BEEBRYTE's website, encouraging BEEBRYTE members and partners to report any incidents (or suspicions thereof) to the Policy.

8. Internal Controls, Monitoring and Revisions

BEEBRYTE assures that its books, records and accounts are maintained correctly and accurately at all times reflecting every transaction, invoice and document, to facilitate anti-corrupt behavior and increase transparency. The Financial Manager reports the status of BEEBRYTE financial accounts to the Managing Director monthly and annually, with technical support of an external Accounting firm. The Board of Directors acting on behalf of the Annual General Meeting review the annual financial report, advise the BEEBRYTE's Managing Director on accounting procedures, and confirm that control procedures are properly maintained.

This Policy as well as all related procedures and systems will be audited annually to assess its content and effectiveness. If applicable, this Policy may be subject to amendments at any time and in case of changes to legal texts and laws.

9. Assessment of Risk

To minimize risks, the BEEBRYTE management shall regularly assess and review risks of corruption, bribery and money laundering taking place within BEEBRYTE and with current and potential BEEBRYTE representatives and business partners, forming part of its overall risk

management procedures. BEEBRYTE ensures that contracts with subcontractors and business partners will be reviewed on a yearly basis to check whether the terms are clear and remain appropriate for the business activities.

Prior to doing business with new subcontractors, clients and partners, as part of its due diligence procedures (KYC – Know Your Customer), BEEBRYTE will assess risks from bribery in the respective context by evaluating potential exposure to bribery. [The Corruption Perceptions Index 2017](#) by Transparency International may help in assessing those risks.

10. Other BEEBRYTE Policies

This Policy is complementary to the BEEBRYTE Relationship Charter and serve as an elaboration of these guidelines. This Policy is furthermore complementary to all other existing BEEBRYTE policies and does not interfere with any of their contents.

11. Misconduct and Sanctions

Any violation of the terms in this Policy by any BEEBRYTE representative may be subject to disciplinary action, and in extreme cases to immediate termination of employment and/or a claim for payment of a damage. The same applies to any BEEBRYTE representative knowing about any past or potential violations and failing to report those accordingly.

If employees and affiliates knowingly deceive and obstruct investigations, their action may be subject to disciplinary proceedings, such as termination of the contract and discharge and/or paying a penalty fine.

If Third Party agents violate the terms of the Policy, know of any misconduct and fail to report to BEEBRYTE and distort investigations purposefully, their contract may be subject to termination.

This Policy was adopted by BEEBRYTE on 20 November 2019, becoming effective immediately.