



ITIVITI

Anti-Corruption and Anti-Bribery Policy

Itiviti Group AB



Table of Content

Introduction	3
Background.....	4
Employees are Responsible.....	4
Corruption and Bribery	4
Gifts and Entertainment.....	5
Facilitation Payments	5
Charitable and Political Contributions	5
Books and Records	6
Competition.....	6
Export Control and Trade Sanctions	6
Related Documents	6
Applicability.....	7
Owner	7



Introduction

This policy establishes Itiviti Group's global standards regarding the prevention of corruption, bribery and anti-competitive conduct.

Additionally, this policy is aligned with trade sanctions and embargoes- usually in furtherance of foreign affairs, national security and human rights. If local laws or regulations have stricter requirements, these supersede the requirements stated in this policy.



Background

Corruption, bribery and unfair anti-competitive actions distort markets and hamper economic, social and democratic development. Most countries have enacted anti-corruption and anti-bribery laws and regulation to combat corruption. Itiviti strives to comply with applicable laws and is committed to avoiding any such practices in question. It is crucial to Itiviti to do business with integrity.

This policy stipulates Itiviti's general standards for practice. However, Itiviti employees are provided access to and advised to follow the "THE CODE OF BUSINESS CONDUCT" issued by The Swedish Anti-Corruption Institute (IMM) (see link below) and "A Lay Person's Guide to the FCPA" with the general explanation of the FCPA from the U.S. Department of Justice (see link below).

In addition, employees at Itiviti are required to read the Anti-Corruption and Anti-Bribery Manual, the Competition Manual and the Export Control and Trade Sanctions Manual for further information and useful examples and practical guidelines.

[The Code of Business Conduct](#) issued by The Swedish Anti-Corruption Institute.

"A Lay Person's Guide to the FCPA" with the general explanation of the FCPA from the U.S. Department of Justice - [A Lay Person's Guide to the FCPA](#)

Employees are Responsible

All employees at Itiviti are required to participate in Itiviti's training sessions on anti-corruption and anti-bribery. Employees shall be informed of the civil, criminal and regulatory penalties and the disciplinary actions imposed by Itiviti on employees who violate anti-corruption/bribery laws, competition laws and export control and trade sanction laws.

Reports of violations of this policy may be done confidentially to the Human Resources Department at HR@itiviti.com. Persons reporting violations in good faith will not be subject to retaliation. Additionally, employees may have the opportunity to report violations through the whistleblowing system. Please view the Whistleblowing Policy for further information.

Any questions or concerns regarding this policy, e.g. interpretation of a "bribery" or any questionable situation shall be directed to the legal department at legal@itiviti.com.

Corruption and Bribery

It is strictly prohibited for any employee or director at Itiviti to pay, offer or promise anything of value to anyone, including but not limited to, a business partner, a potential business partner or any government official, in order to improperly influence any act or decision to obtain, or retain business, direct or indirect business, or secure an improper advantage of any kind.



Third parties are prohibited to offer or receive a bribe related to working for Itiviti or on behalf of Itiviti.

A bribe can be anything of value, including but not limited to: cash, gift cards, tickets, events, etc.

Please view the Anti-Corruption and Anti-Bribery Manual for further information.

Gifts and Entertainment

Itiviti acknowledges that gifts or entertainment, in certain countries, play an important role in the business sphere. Itiviti is aware that gifts or benefits, if given improperly may violate international or national law. Therefore, Itiviti instructs its employees to carefully assess, with sound business judgment, any gift or benefit offered to the employee. All employees at Itiviti shall also apply business judgment before offering anything of value to any external actor. Itiviti explicitly instructs all employees to not accept or give anything if something is expected in return.

To mitigate the risk of violation, all employees are required to follow Itiviti's internal guidelines for expenditures. If an employee wishes to spend/receive anything of value that exceeds the specific pre-stipulated amount, written approval by the Chief Compliance Officer is required. Please view Appendix to Anti-Corruption and Anti-Bribery Manual for further information.

All gifts or entertainment must be legal, comply with this policy, and be reasonable, appropriate and in good faith. Furthermore, all gifts need to be documented and transparent.

Facilitation Payments

Given Itiviti's global presence, Itiviti may operate in countries where facilitation payments frequently occur (payments to government officials to speed up or secure a routine government action). Due to aforementioned situation, certain jurisdictions, e.g. USA- under the U.S. Foreign Corrupt Practice Act, allow facilitation payments on the condition that the payments are not intended to affect the outcome of a government decision. However, at Itiviti, any kind of bribery, regardless of intention or geographical location, is prohibited.

Charitable and Political Contributions

Itiviti does not donate or contribute to any charitable organization unless a decision to donate has been taken by the Board. The Board may delegate authority to the management to donate to charitable organizations up to a certain amount, decided by the Board.

Itiviti's policy is to not make a donation to a charity associated with a government official or any person who aspire to become a government official. Political parties and candidates are considered government official, regardless of their current official political position.

Donations include but are not limited to, any monetary items, non-monetary items or use of corporate resources.



Books and Records

Itiviti applies great transparency and no “off the books” account exist or will be established for any reason. Itiviti adheres to applicable laws in regard to books, records and internal financial controls. All expenses made on behalf of Itiviti are recorded and properly documented. Itiviti is required to keep books and records that accurately and completely reflect the Itiviti’s transactions and assets.

Competition

Competition laws promote or seek to maintain competition in the market by regulating anti-competitive conduct by one or several companies, to the benefit of consumers. Two main policy areas include: (1) anti-competitive agreements (cartels and other anti-competitive practices) between competitors or between players active in different levels of trade, and (2) abuse of a dominant market position.

All understandings between competitors concerning, for example, price, market allocation, information exchange, production and sales quotas, and bid rigging, may lead to cartel allegations. Employees must not speak to competitors on these matters.

In business relations with suppliers and dealers, competition regulation may prevent certain kinds of arrangements that restrict competition. Agreements including terms that could restrict competition must be carefully assessed by legal experts.

In markets where Itiviti holds a dominant position (which can be assumed in markets where the company holds a market share around 40 percent or more), there is a responsibility not to abuse that dominant position to win competitive advantage by adopting certain anti-competitive practices.

Please view the Competition Manual for further information.

Export Control and Trade Sanctions

Itiviti is committed to full compliance with all applicable laws and regulations, U.S. export controls and trade and economic sanctions laws. While in many cases U.S. export controls and sanctions laws will not apply to Itiviti’s international business activities, the Officers and Directors are committed to err on the side of caution and implement compliance systems and measures that may go beyond legal requirements.

For further information, please view the Export Control and Trade Sanctions Manual.

Related Documents

This manual should be read in connection with the following documents:

- Anti-Corruption and Anti-Bribery Manual



- Export Control and Trade Sanctions Manual
- Competition Manual
- Country/Customer Risk Manual
- Whistleblowing Policy
- Whistleblowing Manual

Applicability

This policy, including anti-corruption, anti-bribery, competition, export control and trade sanctions is applicable to all Itiviti's offices around the world and to the entire Itiviti workforce. Partners and suppliers to Itiviti are expected to conduct themselves to abide by all anti-corruption/bribery, competition and export control/trade sanction laws and to do business with high ethical standards.

Owner

Chief Compliance Officer / Chief Legal Officer.

* *
*

Version: 1.0

Effective as Itiviti Group Policy: December 2018

Last updated: 2017

By: Legal Department