



Anti-

Corruption Policy

Introduction

This Anti-Corruption Policy (“Policy”) is to ensure that it is clear to everyone within our organisation how to guarantee that our activities, either in the Netherlands or abroad, cannot be linked to any form of corruption. We therefore apply a zero tolerance policy to corruption and bribery.

The level of corruption can be very different depending on the country. Therefore, when we (want to) carry out activities abroad, we will be extra careful and take into account the level of corruption of that country. We will also take all the necessary (extra) measures in order to mitigate the risk of corruption.

This Policy cannot describe all cases and answer all questions on corruption. Therefore, in case of any questions on this Policy or corruption in general, please contact the [Compliance department](#), also to be contacted via compliance@ballast-nedam.nl, or one of the [Compliance Officers](#) of a business unit of Ballast Nedam .

What is corruption and what is bribery?

Corruption is a collective term and means that someone abuses his/her position for private or business gain. Bribery and extortion all fall under the scope of corruption. Corruption often goes together with other criminal offenses such as forgery and money laundering.

Bribery can be seen as a form of corruption and the purpose hereof is that the bribee (the person receiving the bribe) does something (actively) or omits something (passively), as a result of which the briber (the person giving the bribe) has an unfair (business) benefit. This can be done by providing gifts, but also services, relationship management or just promises.

Bribery can take place both at the administrative level and at the private level. Therefore, a civil servant as well as a politician or private person can bribe or be bribed.

Bribery can take various forms such as:

- **Bribes:** this involves hidden transactions to get things done. The way in which this is done is irrelevant, it is about the wrong intention of the payment.
- **Kick back:** is a kind of bribe - or compensation - that is paid to influential people within an organisation in exchange for a benefit. In general, the compensation (money, goods or services) is agreed prior to the deal. The difference with normal bribery is that the reimbursement does not only go to the briber, but often both to the briber as well as the bribee and thus concerns a form of conspiracy.
- **Facilitation payments:** unofficial payments (small amounts) to a government official in order to speed up or facilitate a routine official act. Facilitating payments are generally requested by lower government officials in order to obtain a service level to which one under normal circumstances would be entitled to receive.

What are the rules?

We work in accordance with the applicable (international) laws and regulations on corruption, such as the Criminal Code (NL), but also the UK Bribery Act and the Foreign Corrupt Practices Act (USA). Next to the fact that corruption is a criminal offense, it also leads to considerable reputational damage and high financial damage. This is regardless of the size of the offense (so also in the case of facilitation payments).

Therefore, anyone who does business for, on behalf of, or with Ballast Nedam shall never:

- Promise, offer or give a bribe or other improper benefits to a third party (person or entity) directly or indirectly.
- Ask or expect a bribe or other inappropriate benefit from a third party (person or entity).
- Contribute to facilitation payments.

Laws on bribery are extra stringent when it concerns public officials, so be extra diligent/alert when dealing with a government official.

In case of (a suspicion of) bribery, one shall immediately contact his/her manager and the [Compliance department](#) shall also be informed directly hereon.

Even though in most countries (including the Netherlands) facilitation payments are forbidden, in some countries these are still seen as common. Nevertheless, we never cooperate with facilitation payments. We understand that under certain circumstances our employees (or third parties who perform work on our behalf) (“Employee(s)”) may feel compelled to make a facilitating payment. In such case, an Employee will do everything within his/her power to prevent this. Should the refusal of a facilitating payment jeopardize the health and safety of an Employee, the Employee will make the payment and report this as soon as possible to his / her manager. The payment must be recorded in the company’s administration in a transparent manner. The manager of the Employee must subsequently inform the Compliance department.

Example: during customs clearance, the customs officer asks for a payment of EUR 100 to handle the containers with equipment within 2 working days. If not paid, it will take up to 2 weeks or more.

What can you do? You can prevent this by engaging a third party to clear the goods. This third party will receive an administrative fee, which should be in line with the usual fees for such services in the country where the goods will arrive. If this is not the case and you are actually asked to cooperate with a facilitation payment: in first instance refuse making such payment. You can do this for example by indicating that such payment is not in line with your company policies and you must call your manager and the compliance department to check this. If the manager and the compliance department believe that payment is permitted in this specific case, then an official proof of payment is required.

How can we prevent corruption

- By only concluding contracts with a reference to anti-corruption provisions (such as our Code of Conduct or our Code of Conduct for subcontractors and Suppliers).
- By making it clear to parties (publicly) that we do not cooperate in any form of corruption.
- By working together with embassies abroad.
- By making clear arrangements in advance. For example for routine services (such as clearing goods), make sure that clear arrangements have been made with, for example with the client.
- By maintaining a transparent administration.

Doing business through intermediaries

If we want to carry out activities abroad, we may engage an intermediary in order to assist us. Working with an intermediary (consultant, agent, etc.) entails additional risks on corruption. Therefore, we have a “Procedure Agents in international tenders” (“Procedure”). This Procedure helps us to ensure that we take the right steps in order to eliminate the risks associated with working with an intermediary.

Other subcodes

Giving and accepting gifts/invitations and donations/sponsorships can also bring extra risks in relation to corruption. In order to prevent this, we have the following policies in place:

- **Subcode 6** - Policy Gifts and Invitations.
- **Subcode 7** - Donation and Sponsorship Policy.