

## ANTI-BRIBERY & CORRUPTION POLICY

Our policy is to have a global, coordinated commitment to comply with all anti-bribery and corruption laws in the countries in which we do or intend to do business by prohibiting corrupt payments and other improper conduct. All employees and hired persons and entities are required to comply with this policy and are expected to conduct reasonable due diligence on third parties when promoting or conducting our business.

We prohibit bribery and corruption:

- Under no circumstances shall an officer, director or employee, or any third party acting on our behalf, give or pay (or make an offer, promise, or grant authority to pay) anything of value to a government official or any other person or entity, including those in the private or commercial sector, where the gift or payment is intended to induce the recipient to misuse his or her position or to obtain an improper business advantage.
- Employees are NOT authorized to make “facilitation” (or expediting) payments to expedite or secure the performance of certain routine, non-discretionary functions or routine government actions. Employees may only pay official service fees which are publicly posted on fee schedules and for which payment is properly documented.
- If an employee believes that his or her life, limb or liberty is in peril due to a payment demand, the employee should protect his or her health and safety, make the payment, and immediately report the incident to the CEO.
- An employee’s violation of this policy will result in disciplinary action, which may include termination and/or notice to appropriate enforcement agencies. A third party’s violation of this policy may lead to the suspension or termination of any or all agreements and/or notice to appropriate enforcement agencies.
- All employees shall annually sign an Acknowledgement Form confirming their understanding of this policy and the consequences of non-compliance.
- Employees will not provide gifts or hospitality with the intention of persuading anyone to, or rewarding anyone for, acting improperly or misusing his or her authority. Accordingly, gifts or hospitality may only be provided if all of the following conditions are met: the gift and/or hospitality is i) reasonable; ii) customary; iii) appropriate in the particular region and culture in which it is given; iv) provided openly and transparently; v) permitted by all applicable rules governing a recipient’s acceptance; vi) in accordance with Syncopate’s Code of Conduct; and vi) properly documented.
- We recognize that business practices vary regionally and culturally. What is considered unacceptable in one region may be normal or usual practice in another. Nevertheless, adherence to this policy is expected of all employees and third parties at all times. If you need immediate assistance, or are in doubt as to whether any conduct may constitute a breach of this policy, please contact the CEO.
- If you are aware of or are concerned about any non-compliance please contact [alertline@SyncopateLeadership.com](mailto:alertline@SyncopateLeadership.com).