



ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

Document control

Document information

Company name	Jan De Nul Group - JDN		
Document template	Policy		
Document number	0013		
Language	English - en		
Document revision	00.00	Complete revision	<input type="checkbox"/>
Document title	Anti-bribery and anti-corruption Policy		
Initiating department	Internal audit and compliance		

Review and approval

Endorsed for application within Jan De Nul Group by	Date
Director: F. Buyle	20-Dec-2023
Director: N. Van Ghendt	20-Dec-2023

Reference documents

Reference	Title
JDN controlled documents	
JDN-POL-0003	Code of Conduct
JDN-POL-0006	Supplier Code of Conduct
JDN-POL-0012	Policy for the protection of whistleblowers

Definitions

Definition	Meaning
Anything of value	<p>For the purpose of this policy, anything of value is any of the following:</p> <ul style="list-style-type: none"> • Cash and equivalents; • Donations in products; • Gifts, travels and entertainment; • Travel expenses; • Free products, services, or special discounts; • Any other good of tangible or intangible value.
Bribery	Offering, promising, giving, accepting or soliciting of an undue advantage of any value (which could be financial or non-financial), directly or indirectly, and irrespective of location(s), in violation of applicable law, as an inducement or reward for a person acting or refraining from acting in relation to the performance of that person's duties.



Definition	Meaning
Conflict of interest	Situation where business, financial, family, political or personal interests could interfere with the judgment of persons in carrying out their duties for the organization.
Entertainment	Any invitation to dinner, trip, sporting event, theatre, or cultural event, ticket to any form of entertainment (e.g. round of golf) that may or not be generally available to the public.
Extortion / Safety payment	A payment forcibly extracted from personnel by real or perceived threats to health, safety or liberty.
Facilitation payment	An illegal or unofficial payment made in return for services that the payer is legally entitled to receive without making such payment.
Jan De Nul Group	Jan De Nul Group means Sofidra SA and all of its affiliated companies.

Abbreviations

Abbreviation	Meaning
ABAC	Anti-Bribery and Anti-Corruption

1 Statement of intent – objectives

In line with our vision, mission and values, taking into account the interests of our stakeholders, we strive to conduct our business ethically, respectfully and in compliance with applicable laws and regulations. As such, we do not tolerate any form of bribery and corruption.

Our (Supplier) Code of Conduct and all its underlying policies support Jan De Nul Group to operate as a responsible and reliable company. Therefore, this anti-bribery and anti-corruption policy ('**ABAC Policy**') explains what bribery and corruption means and presents guidelines and principles to:

- prevent, detect and react to bribery or corruption and;
- ensure full compliance with all applicable anti-bribery and anti-corruption laws.

The Compliance Officers monitor the adherence of these ABAC principles regularly. All (potential) breaches will be assessed and can lead to legal consequences in addition to prospective sanctions imposed by Jan De Nul Group.

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2 Scope

2.1 Implementation scope

Policy to be implemented by		Geographical boundary
Companies of Jan De Nul Group	Yes, by all companies of Jan De Nul Group	Worldwide
Supply chain of Jan De Nul Group	Yes, see section 5 'working with counterparties'	
Clients of Jan De Nul Group	Advised	

In case there is a difference between the JDNs (Supplier) Code of Conduct, this ABAC policy and local laws or policies, the stricter rules prevail.

2.2 Information scope

Policy may be communicated to any third party without any restrictions, for informative purposes.

3 Anti-bribery and anti-corruption principles

We all need to be careful that our actions cannot be interpreted as bribery or corruption. For example, regarding participation in public tender procedures, lobbying, gifts, hospitality, entertainment, sponsorship, sales incentives, contributions, donations, participations in lawsuits, personnel recruitment, customs procedures, authorizations, and administrative permits and licenses.

In addition, we all need to pay special attention to adhering to this policy when you think about financing of large projects (project finance), mergers, acquisitions, joint ventures, or when entering new markets.

To this end, we have established the below principles. It summarizes the behaviour that we expect from our employees and stakeholders in respect to bribery and corruption. In the fight against corruption, it is crucial to recognize situations that could lead to bribery or corruption. Therefore, we included illustrative circumstances (non-exhaustive **potential warning signals**) for each principle.

Whenever an employee encounters such circumstances or is uncertain whether something is acceptable or not, they always need to contact the Compliance Officer.

3.1 Anti-bribery and anti-corruption

Our employees need to be vigilant to any act of bribery or corruption that is designed to gain a (competitive) advantage.

Potential warning signals:

- When a person refuses to agree with Jan De Nul Group's ABAC policy or any of the applicable anti-bribery and anti-corruption laws.
- When a person refuses to provide an invoice or a receipt for a payment made.

3.2 Gifts, hospitality and entertainment

We acknowledge that offering and receiving modest gifts or entertainment can play an important role in creating business relationships. However, granting or accepting gifts may be misinterpreted or suggest the existence of an improper exchange.

- Only give or accept gifts, entertainment or hospitality that are reasonable, proportionate and appropriate under the circumstances.
- Never offer anything of value when you know that the recipient is not authorized by their employer to receive it.
- Never offer or accept anything of value with the intention to improperly influence a business decision. It should always serve a legitimate business purpose.
- Always be transparent about the offering or acceptance of gifts, entertainment or hospitality.

Potential warning signals:

- When before or during contract negotiations gifts or entertainment are provided.
- In case a provided invoice is not in correspondence with the order amount.

3.3 Facilitation payments

Our employees need to act carefully and diligently in their interaction with Public Officials or persons with a certifying function.

- Never offer payments to public officials or persons with a certifying function to secure or expedite a service or an action (e.g. issuing of a visa, work permit or the release of imported and exported products, goods, or machinery from customs...).
- Never use Jan De Nul Group's funds, goods, services or facilities to improperly obtain or expedite a service or an action from public officials.
- There is one exception for extortion/safety payments. Those payments are allowed in case you fear imminent danger to your or another's health, safety or liberty. Whenever an extortion payment is made, employees need to report it to their supervisor and the compliance officer.

Potential warning signal:

- When a public official or government organization insist / requires a fee payment before committing to carry out its function/process.

3.4 Political contributions, donations and sponsorship

Our employees need to ensure that any contribution, donation or sponsorship is in accordance with the applicable laws. We need to be careful not to generate or appear to generate an improper influence.

- Never offer any political contribution or donation to a political candidate, Public Official, political party or government organization on behalf of Jan De Nul Group or as company representative. Jan De Nul Group has a no tolerance approach towards the offering of political contributions.
- Donations or sponsorships to support the development of local communities or society always need to be offered in an open and transparent manner. They require a prior approval of your supervisor and the Compliance Officer.
- In case of sponsoring, you need to ensure that the price agreed upon is reasonably consistent with the obtained benefit.

Potential warning signal:

- When persons request to pay donations or payments to an individual or entity other than those sponsored or to a bank account outside of the country where the sponsored entity in question resides.

3.5 Conflict of interest

Our employees need to act at all times with freedom of judgement and loyalty towards Jan De Nul Group, regardless of their own interests.

- You need to avoid any situation where the impartiality and objectivity of a decision, opinion or recommendation is compromised by your personal interest whether actual, potential or perceived.
- Do not use your status as Jan De Nul Group employee to obtain discounts or personal advantages with stakeholders. The official JDN company benefits program is excluded.
- You need to disclose all actual or potential conflicts of interest to your supervisor and Compliance Officer.

Potential warning signal:

- When a person insist / requires to appoint a specific stakeholder to provide/receive a certain service, which is typically not used by or known by Jan De Nul Group.

4 Books and records

All of our operations need to be carried out in compliance with all applicable laws and regulations. In promoting transparency, ethics, and honesty, Jan De Nul Group expects that all transactions will be recorded in the company books and will be periodically checked.

Jan De Nul Group's books of accounts, records, and controls need to be precise, clear, complete and include the adequate details of all company transactions and operations.

Jan de Nul Group does not tolerate, in any way, false, fraudulent, incomplete, inaccurate, or artificial records in the books of accounts and records of the company.

5 Working with counterparties

Jan De Nul Group operates on an international level and expects its supply chain to follow the ABAC principles. The main principles of this ABAC policy are included in our Supplier Code of Conduct and define the basic expectations that Jan De Nul Group has regarding its supply chain.

Jan De Nul Group only appoints counterparties whose conduct meets our standards at all times. Before entering into a relationship, we first assess our counterparties by screening them and conducting a financial and compliance related due diligence (i.e. our internal counterparty due diligence procedure). The depth of the evaluation can vary according to the type of counterparty.

Jan De Nul Group will always terminate the relationship with a counterparty in the event of a confirmed bribery or breach of the applicable ABAC laws by that counterparty.

6 Monitoring and reporting

The ABAC policy forms part of our (Supplier) Code of Conduct. All Jan De Nul Group employees need to follow the mandatory training on the Code of Conduct, through which we inform them about the different ABAC principles. The higher ABAC functions-at-risk also need to follow an additional, more in depth training on ABAC.

Our Compliance Officers monitor the adherence of these ABAC principles regularly. In addition, the related ABAC controls and procedures will regularly be subject to an audit to provide assurance that they are effective in the fight against corruption and bribery.

Reporting – in good faith – an infringement of the ABAC policy protects the continuity of Jan De Nul Group. Everyone should therefore feel at ease to report (potential) breaches to his or her supervisor or the Compliance Officers. Jan De Nul Group doesn't tolerate any sort of (threats or attempts to) retaliation measures against the reporter. All (potential) breaches will be assessed and can lead to legal consequences (e.g. fines, prison sentences) in addition to prospective sanctions (e.g. job dismissal) imposed by Jan De Nul Group.

The Compliance Officers will keep the Compliance Committee informed about the number of reports made in any given period, the nature and object of the reports. Furthermore, the Compliance Committee's suggestions and/or observations will be taken into consideration for the definition of the course of action, with respect for the principles of confidentiality, impartiality, and fairness.

7 Implementation

Implementation by Jan De Nul Group

This policy is communicated via:	JDN Connect and JDN website. To be communicated both internally and externally.
This policy is implemented by means of:	Communication / publication
Responsibility of implementation of this policy is with:	Management and the Compliance Officers
This policy is aligned with:	Jan De Nul Group (Supplier) Code of Conduct
This policy will be evaluated, reviewed and updated:	Periodically revised in line with our (Supplier) Code of Conduct in order to ensure that it reflects relevance, stakeholder input, changing circumstances, changing legislation, amended certifications, new knowledge and opportunities for Jan De Nul Group.



Implementation by value chain

This policy is communicated via:	JDN website, contracts and purchasing conditions
This policy is implemented by means of:	Communication / publication
Responsibility of implementation of this policy is with:	Business and project management The Compliance Officers
This policy is aligned with:	Jan De Nul Group (Supplier) Code of Conduct
This policy is communicated to:	All counterparties of Jan De Nul Group