

## Anti-Corruption and Anti-Bribery Compliance Policy

Document Owner: Compliance and Internal Audit Departments

Approved by: Board of Directors

Effective Date: 01.08.2025

Next Review Date: no later than 36 months from the date of adoption or earlier, if legislative, organisational, or risk-related changes occur

### 1. Introduction

1.1. AUTONOM SERVICES SA (hereinafter "AUTONOM") adopts this anti-corruption and anti-bribery compliance policy, in accordance with applicable national and European legislation (hereinafter "the legislation").

### 2. Autonom's Position

2.1. AUTONOM upholds several core principles and values that underpin fair and ethical business practices, and it is therefore essential that these are respected. One of these principles is zero tolerance towards acts of corruption and bribery, wherever and in whatever form they may occur. To this end, AUTONOM is committed to conducting all its business activities in an honest and ethical manner and to complying with all applicable laws in every country in which it operates.

2.2. In applying these principles, AUTONOM strictly prohibits its employees from:

- encouraging, soliciting, promising, or allowing another person to offer, promise, give, solicit, agree to receive, or accept a bribe on his/her behalf;
- offering, promising, giving, soliciting, receiving, or accepting a bribe; or
- engaging in any other form of corrupt practice, defined as the abuse of entrusted powers for private or corporate gain through means that are illegitimate, immoral, or incompatible with ethical standards.

2.3. Acts of corruption are punishable by imprisonment. Furthermore, if AUTONOM and any of its directors, employees, or other persons associated with the Company (e.g.

consultants, contractors, or agents) are found to have been involved in acts of corruption, AUTONOM may be required to pay fines or other penalties, and its reputation could be severely damaged in public markets and in Romania. For this reason, AUTONOM takes its legal responsibilities very seriously.

### **3. Purpose of the Policy**

3.1. The purpose of this Policy is to set out the responsibilities assumed by AUTONOM, its employees, and its associates, as well as to inform the public of the position adopted by AUTONOM regarding acts of corruption.

### **4. Implementation**

4.1. This Anti-Corruption and Anti-Bribery Compliance Policy (hereinafter “the Policy”) applies to AUTONOM and all its subsidiaries, divisions, and affiliated companies worldwide (collectively, the “AUTONOM Group”).

4.2. The Policy must be respected and complied with by all employees, associates, directors, and managers of AUTONOM (collectively referred to in this Policy as “Employees”).

4.3. AUTONOM will actively investigate any suspected breach of this Policy and, where appropriate, will take justified disciplinary action against any AUTONOM Employees found to have been involved in bribery or corruption practices, up to and including termination of employment or collaboration agreements.

4.4. AUTONOM will also apply appropriate legal and contractual sanctions against any AUTONOM Business Representative or other business partner found to have committed bribery or corruption offences.

4.5. AUTONOM declares that it will provide appropriate compliance and ethics training to its Employees.

4.6. AUTONOM Employees are encouraged to consult with a supervisor or the Compliance Officer if they are unsure about applicable laws, regulations, or instructions,

or if they ever have doubts as to whether a particular payment, benefit, or activity is permitted under this Policy and applicable legislation.

4.7. No AUTONOM Employee shall be at risk of demotion or any other disciplinary action for complying with this Policy.

4.8. All AUTONOM Employees are required to immediately bring to the attention of their superiors or the Compliance Officer any known or suspected deviation from this Policy by any other AUTONOM associate, affiliated third party, or business partner. Employees must never be prevented, through threat of disciplinary action or other adverse treatment, from raising known or suspected compliance concerns regarding other persons.

4.9. AUTONOM intends, subject to available resources and the evolution of the business environment, to periodically assess corruption and bribery risks relevant to its activities. Such assessment may include, but is not limited to, identifying areas and operations exposed to corruption risks, analysing the suspicion indicators set out in Chapter 8, and evaluating the effectiveness of existing preventive measures. The results of the assessment will be taken into account when updating this Policy.

## **5. Corruption Risk Assessment**

5.1. AUTONOM will periodically conduct corruption and bribery risk assessments related to the company's activities. The frequency of the assessment will be determined by the Compliance Officer, taking into account the nature, size, and complexity of operations, developments in the regulatory environment, and the results of previous assessments, without exceeding an interval of three years between two consecutive assessments.

5.2. The corruption risk assessment will cover at least the following aspects:

- identification of operations, departments, geographical areas, or business relationships that present exposure to corruption risks, including interactions with government officials and business partners in high-risk jurisdictions;
- analysis of the suspicion indicators set out in Chapter 8 of this Policy and any other relevant indicators identified in practice;

- evaluation of the adequacy and effectiveness of existing prevention and control measures, including the training programmes provided for under Article 4.5;
- formulation of recommendations for improving internal controls and, where appropriate, updating this Policy.

5.3. The risk assessment will be coordinated by the Compliance Officer, who may seek the support of other departments or external consultants, depending on the complexity of the assessment.

5.4. The Compliance Officer will present to AUTONOM's management a summary of the main findings of the assessment, accompanied, where appropriate, by recommendations for action. AUTONOM's management will decide on the measures to be taken, considering the recommendations received.

5.5. The risk assessment will be documented in a form that allows subsequent verification of the process. The related documents will be retained in accordance with AUTONOM's internal archiving procedures.

5.6. In addition to periodic assessments, the Compliance Officer may initiate a supplementary assessment whenever circumstances justify it, including in the case of significant legislative changes, expansion into new markets or jurisdictions, identification of corruption incidents, or other relevant events.

## **6. What Are Bribery and Corruption**

6.1. Bribery is the act of offering, promising, or authorising the giving of anything of value, directly or indirectly, including any advantage, to any person in order to induce the recipient or any other person to perform a particular activity or task or to exercise their decision-making power improperly. Bribery also includes the act of soliciting, or confirming receipt or acceptance of, anything of value directly or indirectly, including any advantage that induces you or anyone else to carry out your duties, conduct your activities, or exercise your decision-making power improperly. A bribe can be anything of value and may include money, loans, contributions or donations, gifts, entertainment, travel, job offers, reimbursements, discounts, free products, other goods, services, or

anything else that could be considered of value. A bribe may also take the form of a “reward” and may be paid after the recipient has improperly fulfilled their obligations.

6.2. In an act of bribery, two parties can be identified:

- one who gives the bribe, representing the giving of a bribe – active corruption; and
- one who receives the bribe, the latter being subject to a charge of taking a bribe – passive corruption.

6.3. It is important to understand that a corrupt act has occurred even if the bribe does not succeed, and even if a person authorises or gives instructions for a bribe that is ultimately not offered or paid.

6.4. “Anything of value” includes, but is not limited to:

- Cash, cash equivalents (such as vouchers/gift cards), shares, personal property, and the assumption or forgiveness of a debt.
- Gifts, meals, entertainment, and travel – any corporate travel, gifts, entertainment, and meals must be proportionate to the occasion and comply with the applicable gift and entertainment policy/standards for your location.
- Political contributions.
- Charitable contributions – if made to a charitable organisation at the direct request of a government official or a private business partner, they could be considered an indirect bribe made to obtain or maintain business or to secure another improper commercial advantage.
- Job offers or internship awards – offers to government officials (or their relatives) may present a risk of violating anti-bribery or anti-corruption laws and regulations. Compliance must be consulted before making such offers.
- Any non-financial benefit or promise of a benefit, if granted for an unlawful purpose.

6.5. Under the applicable laws in Romania, giving and taking bribes is punishable by imprisonment of up to 10 years.

6.6. Corruption is dishonest or fraudulent behaviour by those in positions of power, for the purpose of obtaining a gain, typically involving bribery.

## **7. Gifts**

7.1. Reasonable exchanges of courtesy gifts and hospitality may be part of our business practices on certain occasions. These are permitted only if they comply with the intent of this Policy and applicable laws, regulations, industry codes, or local policies, and if they are:

- not part of a reciprocal exchange agreement;
- not given or received with the intention or prospect of improperly influencing the decision-making or other conduct of the recipient; and
- rare (for any individual recipient), legitimate, transparent, proportionate, justifiable, and of a reasonable value, as any uninvolved third-party observer would assess them as normal business courtesy;
- given in good faith and in a transparent manner.

## **8. Indicators**

8.1. In preventing, detecting, and stopping corrupt practices, AUTONOM Employees shall use the following list of suspicion indicators:

- Use of an agent with a poor reputation or ties to a foreign government.
- Disproportionate requests from third parties, success-based or commission-based remuneration.
- Unusually large commissions or commissions paid in cases where the agent does not appear to have provided significant services.
- Requests made by third parties regarding a suspicious payment method (e.g. requests for cash payments or undocumented payments that do not comply with normal internal control measures).
- Unusual bonuses that cannot be fully justified.

- Payments made through third countries considered “tax havens” or into offshore accounts.
- Private meetings requested by contractors or companies hoping to bid for contracts.
- Non-compliance with AUTONOM policies and procedures – abuse in the decision-making process.
- Inexplicable preferences for certain subcontractors.
- Issuance of invoices exceeding the contract value.
- Unusual or unprecedented requests for charitable contributions towards government officials or business contacts.

8.2. The above list is provided by way of example. AUTONOM Employees shall remain alert to any other indicators that could raise suspicions of corruption. The suspicion indicators will also be taken into consideration in the periodic corruption risk assessments provided for in Chapter 5.

## **9. Responsibilities**

9.1. It is the responsibility of every AUTONOM employee to:

- read, understand, and comply with this Policy and be aware of local legislation, any local industry codes, and any additional internal instructions regarding the subject matter of this Policy, including any revisions, and to acknowledge receipt by signing the form provided for this purpose;
- complete training on compliance with the implementation of and adherence to this Policy;
- consider whether their actions could be regarded or interpreted as “bribery” or “corruption” by an independent third-party observer, even if not intended as such;
- consult with a supervisor or the Compliance Officer if they are unsure whether a specific payment, benefit, or activity complies with this Policy;

- notify a supervisor or the Compliance Officer as soon as possible if they believe or suspect that a conflict with this Policy has occurred or may arise, including observed or anticipated conflicts involving other associates and AUTONOM;
- cooperate with any internal or governmental investigation regarding compliance with ethical matters.

9.2. Any AUTONOM Employee who does not adhere to this Policy may face disciplinary action, which may lead to termination of employment, including possible immediate dismissal.

9.3. Any report will be treated with the utmost confidentiality, and no action will be taken against the reporter as a result of the report; the reporter shall be protected.

9.4. Furthermore, any report must be made in good faith, concerning real facts and actions, based on the objective judgement of the reporting person.

9.5. This procedure applies to all AUTONOM Employees and is implemented, monitored, and enforced on an ongoing basis.