



**You deserve the best**



# Code of Conduct

Version: January 2018

## Our Policy

### 1.1 As employees representing AGS we:

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- Behave honestly, are trustworthy and set a good example.
- Ensure that our behaviour complies with the policies and rules of AGS.
- Use our resources in the best interest of AGS, without misusing them.
- Do not pay or accept bribes.
- Make a clear distinction between the interests of AGS, and our private interests. We avoid possible conflicts of interest. We do not accept gifts, invitations or other advantages that could contradict this principle.
- Ensure that we comply with national and international legislation.
- Report incidents, risks and issues that deviate from our policies.
- Are continuously conscious about, and aim to maintain, our integrity.

### 1.2 As representatives of AGS company we:

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- Commit ourselves to this policy and to the ongoing effort to maintain our integrity.
- Make sure that our company complies with national regulations and commit to an open and transparent management approach.
- Expect our partners and other business associates to respect this policy.

## Definition of Corruption and Bribery

Corruption is the lack of integrity or honesty (especially the acceptance of a bribe) or the misuse of a position of trust for dishonest gain. Bribery includes accepting money or a favour offered or given to a person in a position of trust to influence that person's views or conduct.

## Political and Charitable Contributions and Sponsorships

AGS does not grant financial or other support to political parties or political campaigns.

Community support and donations are acceptable be it in-kind, knowledge, services exchanged or direct financial contributions. However, managers and employees must ensure that charitable contributions and sponsorships are not used as a subterfuge for, or constitutes, bribery. In relation to donations and community support, local stakeholders should be consulted to unveil relevant needs.



## Facilitation Payments

Facilitation payments are a form of bribery made with the purpose of expediting or facilitating the performance by a public official for a routine government task, and not to obtain or retain business or any other improper advantage. The facilitation payment is typically demanded by low ranking and low income officials so that the business can obtain services which, under normal conditions, it would not be entitled to. Facilitation payments are prohibited.

## Gifts, Hospitality and Expenses

An employee must not give or receive courtesies which could be seen as an illegal or improper exchange. An employee must refrain from offering courtesies which go against the recipient's standards. In addition, government or public officials may be under strict guidelines that prevent them from receiving courtesies. Offering courtesies to government or public officials may be considered an illegal offense in certain countries.

An employee is not allowed to accept or give courtesies, which involves cash or equivalents. Gifts, hospitality and expenses may be offered or received, provided they will not motivate favouritism and/or create any obligation. All courtesies must be reasonable and may not be offered regularly.

Courtesies in the form of travel, meals, receptions, sightseeing, gifts or other expenses may only be offered or given to persons with a professional interest in the relationship and not to any spouses and relatives.

To prevent gifts, hospitality and entertainment from having an undue influence on business decisions, the maximum amount for gifts, hospitality and entertainment must be defined by management in accordance with local professional and industry standards, prior to doing business in the specific country.

Courtesies, whenever accepted or given, must be documented and recorded. The recorded entry must expressly state the nature and purpose of the expenditure, and records must be preserved.

## Anti-trust practices

The AGS Group condemns all anti-competitive practices and has a zero-tolerance approach towards this behaviour amongst its employees. The group seeks to operate only in markets free from practices such as price fixing or

abusive intimidation. These practices can be at a local, national and international level and can harm companies and their immediate and broader environments. We comply with all local laws relative to anti-competitive practices and price fixing in the countries where we operate.



## Protection Money

In some instances, protection money may be solicited. This is a type of extortion which might involve physical threats. We will not engage in such threats. It is our obligation to protect any employee or partner and such incidents should be reported to management immediately. In certain situations, such threats might lead to the termination of business.

## Implementation

### 2.1 Roles and responsibilities

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This Anti-Corruption Code of Conduct has been developed to secure and detect actions which do not comply with guidelines herein. It is every employee's responsibility to prevent bribery and corruption in AGS and to comply with the code of conduct.

Every manager and employee has an independent obligation to secure that any interaction with public officials complies with all relevant laws and regulations, as well as this code.

It is the responsibility of every manager to communicate this code and ensure that all relevant employees and external parties working on behalf of AGS, within their area of responsibility, understand and comply with the procedure.

### 2.2 Business relationships

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#### 2.2.1 Subsidiaries and business partners

We act with due care before engaging with a business partner and ensure that subsidiaries and business partners know and respect our code of conduct.

#### 2.2.2 Distributors and agents

Compensation paid to distributors and agents must be appropriate and justifiable remuneration for legitimate services rendered. The relationship must be documented and the agent or distributor must contractually agree to comply with our code of conduct. We will follow the conduct of our agents and distributors and reserve the right of termination in the event that they pay or solicit bribes or in any other way violate this code of conduct.

#### 2.2.3 Contractors and suppliers

We conduct our procurement practices in a fair and transparent manner and we act with due care when evaluating major prospective contractors and suppliers. We will make our anti-bribery policies known to our contractors and suppliers. We will follow the conduct of major contractors and suppliers and have a right of termination in the event that they pay or solicit bribes. We will avoid dealing with prospective contractors and suppliers known to pay bribes.



