



# SPM GROUP **ANTI-CORRUPTION POLICY**

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# ANTI-CORRUPTION POLICY

**At SPM Instrument (SPM) the way we do things is just as important as what we do. Of course, we want to be the best in our industry but not at any price. We want to create a workplace where each employee achieves the highest business and personal standards, and where everyone feels proud of our company and the job which he or she does.**

SPM is a team with core values: Accountable, Customer Focused and Team Driven. These values guide how we work every day. We bring these values to life in the way we perform, giving our best effort every day, being accountable for what we do, delivering on our commitments to each other and to our customers, setting objectives, meeting our goals, and working together to achieve business results. A core objective of SPM is creating a winning and inclusive culture that drives results.

As an employee, you represent SPM to our customers and everyone else you come into contact with. As laid out in our Code

of Conduct 71939 B (CoC), you are expected to adopt the highest standards of professional and personal conduct and to demonstrate Respect, Integrity, Good judgement, Honesty and Trust, the RIGHT Way, in all your actions, regardless of the circumstances.

One of the guiding principles of the CoC is 'complying with anti-corruption laws'. The Anti-Corruption Policy extends this principle, and applies to all directors, officers and employees of SPM and its subsidiaries. SPM does not seek or accept business advantages based on illegal, improper, or unethical conduct.

If you have any questions regarding SPM's Anti-corruption Policy, please contact Peter Lindberg, CEO.

## Purpose of the Anti-Corruption Policy

This policy outlines acceptable and unacceptable conduct to ensure complian-

ce with anti-corruption laws. This includes compliance with all applicable domestic and foreign laws that prohibit improper payments, gifts or inducements of any kind to or from any person, including private or public sector officials, customers and suppliers. This policy must be followed even when it requires higher standards than those required by applicable laws.

## Helpful Definitions

**Bribe:** A bribe is a form of corruption that involves directly or indirectly offering, promising, giving or authorising the giving of money or anything of value to anyone for the purpose of improperly influencing the performance of the recipient's (or another person's) professional duties or obtaining or retaining an improper business advantage. Receiving such benefits is also considered bribery. The benefit – the bribe – can take the form of money, another item of value (phone, tablet, etc.) and hospitality, such as an all-inclusive weekend at a luxury

hotel or an extravagant dinner.

**Facilitation payments:** A facilitation payment is another form of corruption. A facilitation payment is typically a small, informal payment to a public official to facilitate or expedite a routine governmental or administrative action by the public official, such as issuing a permit or releasing goods held in customs. Non-discretionary government actions are considered to be facilitation payments.

**Kickbacks:** A kickback is also a form of corruption. It typically involves the return of a portion of the money received for a business transaction as a bribe to someone who facilitated the deal.

**Public sector:** The term includes employees and representatives, or their family members or close associates, of government agencies and other public authorities, as well as publicly owned private companies, public officials or politically exposed persons.

# WHAT DOES 'ANTI-CORRUPTION' MEAN TO YOU?

Corruption can take place in many types of activities. It usually is designed to obtain financial benefits or other personal gain. For example, bribes are intended to influence behaviour – they could be in the form of money, a privilege, an object of value, an advantage, or merely a promise to influence a person in an official or public capacity. Usually, two people are involved and both will benefit. Examples of a bribe include:

- Offer or receipt of cash in the form of a kickback, loan, fee or reward
- Giving of aid, donations or votes for the purpose of exerting improper influence

**The areas of business where corruption, including bribery, is most likely to occur include:**

- Gifts, including the receipt or offer of gifts, meals or tokens of appreciation and gratitude
- Entertainment and hospitality, including invitations to events, functions, or other social gatherings, in connection with matters related to our business.
- Facilitation payments
- Procurement process
- Political, community and charitable contributions

Note that some benefits are considered improper in and by themselves, regardless of the circumstances in which they are offered or received, and should never be offered or accepted by an employee. Examples include cash payments, secret rebates, kickbacks, or expensive gifts such as watches or phones.



# 1. GIFTS

**Gifts to the public sector:** Gifts, including company promotions, are never permitted in connection with the public sector unless it is clear that the giving of gifts is a well-established and legally permissible local practice in the relevant region and written pre-approval has been obtained from the CEO on the basis of special circumstances.

**Gifts to the private sector:** Reasonable business expenses related to company promotions are permitted. For example, promotional products are acceptable if offered in connection with a corporate event or visit. Gifts are permitted only with the prior written approval of the CEO.

**Other jurisdictions:** Meeting international material and chemical requirements (e.g., US, UK, and Asian frameworks) to the best of our knowledge and with supplier cooperation.

**Accepting gifts:** Employees may accept promotional products and samples in moderation. Employees may accept gifts only with the approval of the CEO.

## Examples

**Usually acceptable:** Receiving a small token of appreciation, such as a box of chocolates, branded pen or a coffee mug, from a business partner as a thank you for a successful project.

**Unacceptable:** Offering or accepting expensive gifts, such as jewellery or electronics, or cash or cash equivalents, which could be perceived as an attempt to influence business decisions.



## 2. ENTERTAINMENT AND HOSPITALITY

**Hospitality in the public sector:** Meals in ordinary restaurants are permitted, provided there are no circumstances at the time that would warrant a more restrictive approach. Such circumstances include ongoing or impending matters such as public procurement or other governmental decisions, business negotiations, or legal proceedings. Hospitality in the form of lunches or dinners in exclusive or semi-exclusive restaurants are never permitted. Wine and beer are permitted as a table drink, but in moderation. Spirits are not permitted.

**Hospitality in the private sector:** Hospitality in the form of lunch or dinner is permitted, provided the expenditure is reasonable. Wine, beer and spirits are allowed as a table drink, but in moderation.

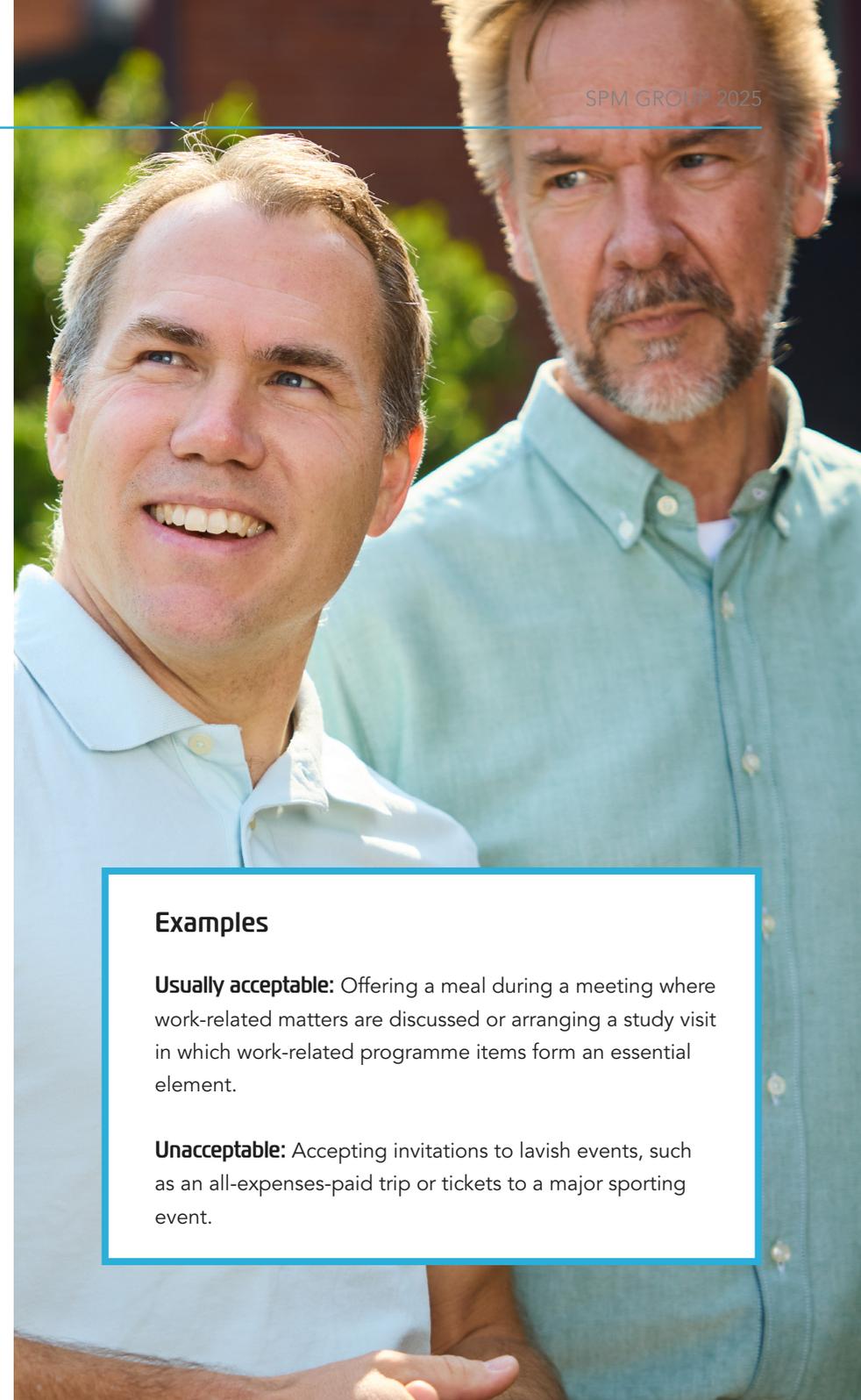
**Accepting hospitality:** The same standards apply as for offering hospitality as described above.

**Organising corporate events:** An invitation must be drafted in such a way that the business purpose is clear. The invitation should make it clear that by accepting the invitation, the recipient is confirming that attendance is in compliance with applicable company policy and has been sanctioned by his or her principal. "Plus-one-invitations", i.e. invitations that allow the attendee to bring a spouse or an extra guest, are never acceptable.

**Corporate events involving the public sector:** The entertainment element must be kept to a minimum. The event should be of business relevance for all attendees. An invitation to an event must never coincide with an ongoing matter such as public procurement or other governmental decisions, business negotiations, or legal proceedings.

**Corporate events involving the private sector:** The portion of the event that is of business relevance to all attendees must be more prominent than the entertainment portion.

**Attending corporate events:** In order for an employee to attend, the business part of the event must be more prominent than the entertainment part.



### Examples

**Usually acceptable:** Offering a meal during a meeting where work-related matters are discussed or arranging a study visit in which work-related programme items form an essential element.

**Unacceptable:** Accepting invitations to lavish events, such as an all-expenses-paid trip or tickets to a major sporting event.

## 3. FACILITATION PAYMENTS

Facilitation payments are not permitted. Under very limited circumstances in some jurisdictions, facilitation payments are exempt from local anti-bribery laws. SPM does not apply any such exemption. Therefore, facilitation payments are prohibited.

If you are unsure whether certain payments constitute facilitation payments, please contact your local manager.

## 4. PROCUREMENT PROCESS

You must follow SPM processes and comply with the system of internal controls for supplier selection. Supplier selection should never be based on the receipt of a gift, entertainment, hospitality or payment. Where supplier selection is a formal, structured invitation for the supply of products or services (often called a 'tender'), it is most important that we maintain documentation supporting our internal controls.

In the context of public procurement and governmental decisions, benefits should never be offered to public sector officials, their associates, or any other party with the intent of influencing the award of a contract or any other decision.

### Examples

**Usually acceptable:** None. Facilitation payments are generally prohibited.

**Unacceptable:** Offering a small payment to a customs officer to speed up the clearance of goods.

### Examples

**Usually acceptable:** During the selection of a new supplier, offering a potential supplier a modest lunch in conjunction with a work meeting.

**Unacceptable:** During an ongoing public procurement process, inviting the responsible public official to a Christmas dinner or other similar event.

## 5. POLITICAL, COMMUNITY AND CHARITABLE CONTRIBUTIONS

Political contributions must never be used as a way of influencing a public official in his or her official capacity in order to obtain or retain business or business advantage. Donations, sponsorships and political contributions must be free of any appearance of corruption.

Please refer to our Code of Conduct, "Engaging in Government and Political Activities" which allows political contributions to the extent permitted by applicable local law and only if approved in advance. Any donation, sponsorship or political contribution to be offered by, or on behalf of, SPM must be pre-approved in writing by the CEO.

### Examples

**Usually acceptable:** Sponsoring a local charity or community project that aligns with SPM's values and has been approved by the CEO

**Unacceptable:** Using company funds to make political contributions or donations to organisations that could create a conflict of interest or appear to be an attempt to gain favour with public officials.





## BOOKS, RECORDS AND INTERNAL CONTROL REQUIREMENTS

**Expenses must never be hidden or deliberately misclassified. Many serious global bribery and corruption scenarios involve inaccurate record-keeping. To prevent this, anti-corruption laws generally require detailed and accurate accounting records of transactions, including cash and bank accounts. We must ensure that we maintain accurate books, records and financial reports.**

All business units must maintain an effective system of internal control and monitoring of our transactions. Certain monitoring controls are set out in our policies, specifically regarding approval of travel and entertainment expenses. It is your responsibility to understand the control procedures and to ensure compliance.

## YOU ARE RESPONSIBLE

**SPM takes corruption and bribery very seriously. Any violation of this policy will be regarded as a serious matter by SPM and is likely to result in disciplinary action, up to and including termination, in accordance with applicable local law.**

How do you know if an act or activity is permitted? First, take a step back and ask yourself the following questions:

- What is the intent – is it to build a relationship or is it something else?
- How would it look if these details were on the front page of a newspaper?
- What if the situation was reversed – would there be a double standard?

If you find it difficult to give a comfortable answer to any of the above questions, ASK your manager. If your manager is involved, contact a higher-level manager, or the CEO.

Bribery is a criminal offence. As an employee, you are responsible whether you pay a bribe yourself or authorise, assist, or conspire with someone else to violate an anti-corruption or anti-bribery law. Penalties for violating the law are against you as an individual and may include imprisonment, probation, mandatory community service and significant monetary fines, which will not be paid by SPM.

### Training

SPM provides trainings to on anti-corruption compliance. Trainings are consistent with SPM's risk profile and appropriate to employees' responsibilities and is repeated at regular intervals.

## QUESTIONS OR HOW TO RAISE A CONCERN

If you want to ask a question about the requirements in this policy or are concerned that an anti-corruption violation is occurring or has occurred, report it immediately to your manager or directly to SPM Instrument AB.

You may also submit a report through SPM's reporting channel, either by using the whistleblower portal, or by regular mail to SPM Instrument, Box 504, 645 25, Strängnäs, SWEDEN. Mark the envelope "Whistleblower". A report received via the reporting channel will be handled by an independent party that is part of our Protection Committee and will be treated with all reasonable confidentiality vis-à-vis the rest of SPM. You can be completely safe leaving your report, you are protected against any form of retaliation from raising your concern, and you can choose to be anonymous.

### Review and follow-up

Compliance with this policy will be monitored through internal and external audits, and routine follow-ups of all reported matters.

### Policy Ownership

This Policy is owned by the Managing Director of SPM Instrument AB, Peter Lindberg [peter.lindberg@spminstrument.se](mailto:peter.lindberg@spminstrument.se).

The policies on this site apply to all employees of SPM Group.





## OTHER RESOURCES

- Quality Policy
- Environmental Policy
- Health and Safety Policy
- Anti-Corruption Policy
- Sustainable Procurement Policy
- Conflict Mineral and Responsible Materials Policy
- Whistleblower Policy

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