

Anti-Bribery and Corruption Guide for Third Parties

ecobat

Guidelines

These guidelines direct and establish procedures for third-party agents, contractors, subcontractors, and distributors (collectively referred to as the “Third Parties”) who do business for or on behalf of Ecobat and its global subsidiaries.

Third Parties must strictly comply with the anti-bribery and corruption laws in all jurisdictions where Ecobat operates and conducts business. Potentially all countries where Ecobat has operations or conducts business are parties to the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions. These countries have all implemented legislation in one form or another that reflects their membership in the OECD Anti-Bribery Convention. These include the UK Anti-bribery laws, the German Anti-bribery and Corruption law, the US Foreign Corrupt Practices Act (FCPA), and similar anti-bribery laws in countries such as France, Italy, and Austria.

[CLICK HERE FOR THE ANTIB-BRIBERY AND CORRUPTION GUIDE FOR THIRD PARTIES IN:](#)

French

German

Italian

Spanish

NOTE: Printed copies of this document are uncontrolled. In the case of a conflict between printed and electronic versions of this document, the controlled version published online prevails.

Our Expectations

We are committed to maintaining the highest ethical and legal standards. We strive to comply with both letter and spirit of the laws and regulations in each country in which we do business. We conduct our day-to-day business in an honest and ethical manner.

As a worldwide company, we are subject to prohibitions of the OECD Convention on Combating Bribery including the U.K. Bribery Act (UKBA) which extends beyond just foreign public officials. Bribery is a crime in every country Ecobat conducts business. Many anti-corruption laws prohibit bribery among private commercial parties as well as bribery of foreign or domestic public officials.

Our obligations, however, are not limited to these laws. Ecobat firmly believes in acting transparently and doing what's right – even when no one is looking. Therefore, although the global community is increasingly focusing on corruption as a major impediment to commercial development, we expect Third Parties working with us to work with unimpeachable integrity when dealing with others. Furthermore, in addition to the above governmental regulations on anti-corruption, Ecobat specifically follows the requirements of Transparency International, a global coalition against corruption.

We have zero tolerance for bribery and corruption. The Ecobat Anti-Bribery and Corruption Guidelines for Third Parties extends to all Ecobat business dealings and transactions in all countries in which our third-party partners or their subsidiaries and associates operate in. Your compliance with our anti-corruption guidelines is a condition of your business relationship with Ecobat.

Third Parties Shared Responsibly

This guide is designed to help you understand our anti-bribery standards and how to apply these standards when transacting business with Ecobat or acting on our behalf.

As a third party of Ecobat, you share a responsibility to help prevent bribery and corruption. You are expected to:

- Read, understand and acknowledge the content of this guide, the Ecobat Anti-Bribery and Corruption Guidelines, and other documents supporting this guide
- Ensure that your personnel understand the content, scope, and importance of this guide
- Contact Ecobat's Compliance Department (compliance@ecobat.com) for questions or further guidance
- Comply with your obligations under the Ecobat Anti-Bribery and Corruption Guidelines for Third Parties
- Report any behavior or action that you believe violates the Ecobat Anti-Bribery and Corruption Guidelines for Third Parties to Ecobat's Compliance Department

Your Commitments

I. FOLLOW THE LAW

Ecobat expects you to follow the OECD Convention on Combating Bribery, the Ecobat Anti-Bribery and Corruption Guidelines, and all applicable anti-bribery and anti-corruption laws. You must have the necessary internal processes to ensure that bribery does not occur. You must inform those of your employees who (directly or indirectly) transact business with us or on our behalf of their responsibilities to avoid bribery.

Our anti-bribery and anti-corruption standards are simple: you may not offer, promise, authorize, accept or request anything of value to someone else with the intention of obtaining or retaining business or to secure any improper advantage. Bribery is prohibited regardless the amount, whether or not the other party is a government official, and regardless of whether you believe that the bribe will somehow benefit you or Ecobat.

II. BE TRANSPARENT

Your business dealings should be openly performed and accurately reflected on your business books and records. Bribery payments are often hidden or disguised in company records to appear as legitimate business payments.

Document Retention

You must maintain accurate and complete records of every transaction in compliance with applicable laws or for at least five years. Complete records (including of gift(s), entertainment, hospitality or anything else of value) means keeping a true and legible copy of all relevant invoices, sales, service, distribution, marketing, partnership, delivery or supply contracts or agreements, requests for proposals, and bid information or correspondence between you and your affiliates, branches, offices, agent, representatives, or distributors and any individual or entity.

Right to Audit

Upon prior notice to you and under appropriate conditions, Ecobat shall have the right to audit these documents through our corporate Internal Audit Department, or an independent certified public accountant we select. We will be examining the records to verify their accuracy and compliance with our third-party agreement.

III. MONITOR YOUR DEALINGS

We expect that you exercise on-going internal monitoring and review of your processes that may be vulnerable to bribery and corruption. You must implement proper controls in key areas of your company (e.g. accounting department, human resources personnel, sales and procurement employees) with special attention to your offices or subsidiaries located in countries with high level of corruption.

IV. COMMUNICATE OUR GUIDELINES

During the course of your employee or agent's work for or on behalf of Ecobat, communicate our prohibition on bribery and these guidelines.

V. BE RESPONSIVE

Ecobat requires questionable requests or demands for a bribe to be reported.

We ask you to inform our Compliance Department or SpeakUp Hotline if you are aware of or suspect an improper demand of payment or other related conduct.

Ecobat Compliance may be reached at compliance@ecobat.com. The SpeakUp Hotline may be accessed online, through a mobile device, or by calling toll-free.

Report Online:

- <https://ecobat.integrityline.com/>

Call:

- United States: (800) 369-5144
- Austria: 800 281119
- France: (0)805 080339
- Germany: (0)800 181 2396
- Ireland: 1800 904 177
- Italy: 800 727 406
- United Kingdom: (0) 808 189 1053

Bribery and Corruption

The risk of corruption is latent in every transaction you make, especially if your company or subsidiaries are located in a country where corrupt practices involving the government and other public parties are a concern. Exercise caution when dealing with these dangers. Stay alert and report to Ecobat any event that may give rise to violation of anti-corruption laws. Use common sense to determine when a bribe is being offered. When in doubt, ask yourself:

- Am I being asked to pay something or provide benefits over and above the cost of services being performed?
- Am I being asked to make a payment for services to someone other than the service provider?
- Are the hospitality or gifts I am giving or receiving reasonable and justified? Would I be embarrassed if someone else learned about them?
- When a payment or other benefit is being offered or received, do I know or suspect it is to induce or reward favorable treatment, to undermine an impartial decision-making process, or to persuade someone to do something improper?

Government and Other Public Parties

Ecobat prohibits improperly offered payments or payments to influence or induce any act or decision of government officials. We expect our Third Parties to do the same.

A “Government Official” is an officer or employee of government or any department, agency, or instrumentality of a government; a political party; a party candidate for political office; a public or quasi- governmental international organization (e.g., United Nations, World Trade Organization); or a person acting on behalf of one of the above persons (e.g., a close advisor, family member or business associate, a consultant retained by a government agency).

Public officials include all levels and ranks of government officials, whether at the federal, state, county or municipal level, even governmental committees or commissions or government-controlled businesses. State-owned oil companies, universities, hospitals, and utilities are examples of government instrumentalities. You must not make any payments directly to a government official, or through a third party with knowledge that the payment will be given to a government official, in exchange for a favorable action on behalf of the third-parties or Ecobat.

Gifts, Hospitality, Charitable and Political Contributions

Ecobat does not make political contributions and will not reimburse anyone in any way or form for making a political contribution. Third Parties are not allowed to make a political contribution on our behalf of, or for our benefit, to obtain or retain business. Lavish or unreasonable gifts, hospitality, or contributions, whether these are given or received, are unacceptable if they might create the impression that they are given, or received, to obtain favorable business treatment. Like our personnel, Third-Parties must never give or offer a charitable contributions or gift in order to influence or induce an act or decision by a government official or third party, or, to secure an improper business advantage for Ecobat.

Facilitating Payments (“Grease Payments”)

Ecobat prohibits small payments to government officials to facilitate routine governmental actions. Suppliers must not make the above small payments on our behalf. Ecobat prohibits facilitation payments. If you have doubts about a payment and suspect that it might be considered a facilitation payment, contact Ecobat Compliance immediately.

Prohibited Parties Compliance

Ecobat complies with government regulations and orders regarding what parties we should not do business with. These include individuals, entities, and countries published in government prohibited/debarred parties and/or embargoed/sanctioned countries lists in all jurisdictions where Ecobat does business. To create more discipline in the way we manage our Prohibited Parties Compliance due diligence effort, Ecobat may require contractual clauses supporting our Prohibited Parties compliance program.

Ask Ecobat's Global Compliance

Our relationship with our Third Parties is very important to us. If you suspect or observe anything that you think might violate any of our anti-bribery standards, please immediately report such violation to our Compliance Department at compliance@ecobat.com or use the SpeakUp Hotline.

You may also contact the Compliance Department if you have questions or requests for further guidance.

Similarly, Third Parties who believe that an Ecobat employee, or anyone acting on behalf of Ecobat has engaged in illegal or otherwise improper conduct, should report the matter through one of the above mechanisms. We will handle all inquiries carefully and preserve confidentiality when requesting guidance or reporting a potential violation.

