



Anti-Bribery and Corruption Policy

INTERHOLCO's commitment against bribery and corruption

The adoption and maintenance of high ethical standards is a core value and we are strongly committed to preventing criminal or unethical behaviour. INTERHOLCO's commitment is stated [in the INTERHOLCO Code of Conduct](#), Section 3, **Corporate Governance**: '5. We make contributions legally, ethically, with fairness and openness. 6. We do not allow third parties to bribe on our behalf. 7. We do not engage in bribery or corruption.'

INTERHOLCO's approach to bribery and corruption prevention

Bribery and corruption perpetuate poverty, exacerbate social inequality, undermine economic development and distort competition. INTERHOLCO is engaged in the international fight against bribery and corruption and participates in the UN Global Compact, which seeks to unite all relevant stakeholders. INTERHOLCO operates its business in compliance with all applicable laws and regulations in the jurisdictions in which it operates.

INTERHOLCO follows the OECD [Guidelines for Multinational Enterprises](#), in particular those specifically developed for corporate governance, taxation and the fight against corruption.

The prevention of bribery and corruption is the responsibility of all INTERHOLCO staff. Everyone must work together to avoid any activity that might lead to, or constitute a breach of, this policy. Failure to do so may have serious consequences, including termination of employment.

Scope of INTERHOLCO's anti-bribery and corruption policy

This policy applies to all INTERHOLCO's employees, defined as everyone working for or on behalf of, INTERHOLCO, whether permanent, such as directors and employees, or fixed-term, temporary staff and trainees, at any company in the INTERHOLCO Group, including all entities that INTERHOLCO controls as well as affiliates worldwide.

In addition, this policy applies to INTERHOLCO's business partners, including third-party suppliers, contractors and agents.

INTERHOLCO's enhanced transparency and fight against bribery and corruption

To strengthen its support for anti-corruption measures, INTERHOLCO promotes transparency, accountability and integrity. INTERHOLCO refers to applicable Anti-Bribery Law meaning any bribery, fraud, kickback, or other similar anti-corruption law or regulation in the jurisdictions in which INTERHOLCO operates.

Accordingly, no INTERHOLCO's entity, staff or people working for or on behalf of INTERHOLCO shall offer, promise, pay, receive or arrange for the payment of a bribe in any form, either directly or indirectly, in relation to any commercial transaction or relationship to which INTERHOLCO is a party (either by itself or with others): to (1) obtain or retain business for or on behalf of INTERHOLCO; and/or to (2) obtain, retain or fulfil a legal or regulatory requirement or (3) obtain any other improper advantage in furtherance of INTERHOLCO's business.

Facilitation payments

INTERHOLCO does not approve of facilitation payments. INTERHOLCO employees must not pay or engage third parties to pay an unofficial gratuity to government officials or employees in order to secure or expedite routine administrative actions, such as customs clearances, visas, permits or licenses.

Where an INTERHOLCO staff perceives a risk to personal security and, confronted with such a situation, makes a facilitation payment, this must be reported to the appropriate local financial officer and recorded as such in INTERHOLCO's books and records.

Cash payments

Payments in cash on behalf of any INTERHOLCO company should be limited to the amounts stated in INTERHOLCO's Cash Payment procedure. Payments with check or bill-of-exchange: every check or bill-of-exchange must clearly identify the payee (beneficiary). The issuance of bearer checks/bills-of-exchange are strictly prohibited.

Gifts and donations

Giving or receiving (directly or indirectly) a gift or hospitality can only occur if it does not:

- a) constitute an inducement to obtain or retain business or is intended to make the donor or recipient misuse his or her position;
- b) create a conflict of interest or the appearance of a conflict, between the staff's interests and those of a client or INTERHOLCO's interest and the client;
- c) contravene applicable laws or regulations.

Accordingly, gifts and hospitality must be given in INTERHOLCO's name, not in the name of the staff member. Gifts may not be made to or accepted from, government officials or their representatives, or politicians or political parties, without the prior written approval of the INTERHOLCO CEO. Gifts from government officials other than those of a token value must be declared to the INTERHOLCO CFO. Cash gifts or cash equivalent (such as gift certificates or vouchers) are prohibited. The reason for the giving of a gift should always be considered and recorded.

Donations and political contributions

INTERHOLCO only makes charitable donations that are legal and ethical under applicable laws. Donations to political parties or politicians must be made transparently and in compliance with disclosure laws.

INTERHOLCO's implementation via a Compliance Framework

In order to prevent any risk to its business, as derived from corruption and bribery, INTERHOLCO developed a specific Compliance Framework built on the following 5 pillars:

- 1. Policies:** Overarching principles and commitments are complemented with the roll-out of the related documents, standards and guidelines. Those apply in every market, even if local law is more lenient. More stringent local laws or procedures always take precedence and local market and/or business rules may be introduced in order to detail specific local limits and procedures. This policy and all related internal control systems and procedures will be subject to regular internal and external audits to provide assurance that they are effective in countering bribery and corruption.
- 2. Due diligence:** Contracting and engaging with ethical partners is important to INTERHOLCO. In order to mitigate the identified risks associated with a third party, reasonable due diligence and background checks shall be conducted. Whilst the exact level of due diligence that should be carried out may depend on the person, entity and country involved, reasonable due diligence must be completed before engaging or entering into any agreement or understanding with the third party, so that INTERHOLCO obtains assurance that they are reputable. INTERHOLCO's policy against bribery must be communicated to third parties at the outset of the business relationship and as appropriate thereafter.
- 3. Guidelines:** INTERHOLCO's anti-corruption and bribery guidelines (including tax payments to governments) are part of INTERHOLCO's good governance procedures. INTERHOLCO's standards and guidelines are aligned with the Business Coalition for Good Governance (BCGG) and the Guidelines for multinational enterprises developed by the Organisation for Economic Co-operation and Development (OECD). In addition, INTERHOLCO's guidelines meet the criteria set out in Guidance Note 5 of the "[Conflict Due Diligence Manual for Timber Companies in the Congo Basin](#)," prepared by swisspeace.
- 4. Trainings:** New staff are required to provide an acknowledgement of INTERHOLCO's Code of Conduct and anti-corruption provisions. Training on how to implement and adhere to this policy is given to staff on a regular basis, based on exposure level and significant changes being introduced.
- 5. Tools:** All INTERHOLCO entities must keep financial records and have appropriate internal controls in place to evidence the business reason for making payments to third parties. Such records must be kept for a minimum of 10 years or longer if requested by local legislation. All expense claims relating to hospitality, gifts or expenses must be documented and specifically record the reason for the expenditure. All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness. It is prohibited to keep any accounts 'off-book'.

INTERHOLCO's Grievance Mechanism and Integrity Line

INTERHOLCO established a secure '[Grievance mechanism and integrity line](#)' allowing all staff and third parties to easily report breaches, intended or not, to this policy. Where legally permitted, the complainant may remain anonymous. The grievance is handled confidentially. In select locations, grievances that are received orally are recorded in writing and acknowledged by the relevant complainant. INTERHOLCO does not tolerate any form of retaliation, harassment or intimidation of staff by others as a result of raising concerns in good faith.