

## Anti-fraud & anti-corruption policy

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## Anti-fraud & anti-corruption policy

### 1. Introduction

The goal of this anti-corruption and anti-fraud policy is to strengthen the checks that will help detect and prevent fraud and corruption within and against Agristo. It is always the intention of Agristo to ensure honest and proper business practices within the organization.

This policy applies to the Agristo group, including all its subsidiaries such as:

- Agristo nv
- Imsto nv
- Agristo Nazareth nv
- Agristo bv (the Netherlands)
- Agristo MENA DMCC (UAE)
- Agristo UK Ltd (UK)

### 2. Scope of the policy

This policy applies to any irregularities, suspected irregularities or infringements involving employees, as well as shareholders, consultants, sales representatives, contractors and/or any other parties involved in a business relationship with Agristo. Agristo respects and monitors all relevant legislation that may apply with respect to this anti-corruption and anti-fraud policy. All employees are expected to strictly adhere to the principles described below.

### 3. Policy

Management is responsible for the detection and prevention of fraud, embezzlement and any other irregularities. The term fraud covers a wide array of illegal conduct, including but not limited to theft, corruption, embezzlement, bribery, forgery, deception, conspiracy, money laundering and the concealment of important data within the company.

Every member of the board of the executive committee is aware of the types of inappropriate or illegal behavior that may occur within his or her area of responsibility and shall monitor all indications of irregularities.

All identified or suspected irregularities must immediately be reported to the Legal & External Affairs manager, who coordinates all internal and/or external investigations.

Every employee of Agristo shall strictly refrain from participating in all activities described in paragraphs 4 & 5.

### 4. Actions constituting fraud

The terms fraud, embezzlement and other fiscal irregularities refer, but are not limited, to:

- Any unfair or fraudulent act;
- Embezzlement of funds, guarantees, shipments or other assets;
- Inappropriate conduct in processing or reporting money and/or financial transactions;
- Personal gain resulting from prior knowledge of internal business activities;
- Disclosing confidential and proprietary information to third parties;

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- Disclosing internal security measures to third parties;
- Destruction, removal or improper use of data, furniture and/or equipment;
- Irregular moral, ethical or other conduct;
- Any similar or related irregularity;

### 5. Actions constituting corruption

The term corruption can refer, but is not limited, to:

- Accepting or pursuing anything of material value from contractors, vendors or other suppliers of the company. Gifts with a value of less than €150 are excluded. Meals with customers are excluded if they are in the interest of better customer relations;
- Seeking, requesting, accepting or receiving an unfair benefit of any kind for private gain, in the capacity of an employee or representative of Agristo;
- Abuse of a position within Agristo for personal gain;
- Any similar or related irregularities;

Agristo condemns and will fight against any form of corruption, whether active or passive and for both private and public goals.

### 6. Ethical conduct

The ethical code of conduct applies to all Agristo employees:

- All employees must act with honesty and integrity and must provide relevant and accurate information about products, services and contractual obligations;
- Agristo will not put undue pressure on its suppliers regarding prices, discounts, payment terms and/or other financial arrangements that may jeopardize the continued operation of their businesses;
- All Agristo employees shall respect the intellectual property rights of Agristo's partners;
- All Agristo employees shall refrain from violating EU competition and anti-trust legislation;
- Agristo is a member of SEDEX (Supplier Ethical Data Exchange). SEDEX is an independent, online, non-profit database that allows ethical data about suppliers to be shared;
- Agristo has signed the code of conduct of the Belgian Supply Chain Initiative

This ethical code of conduct shall also apply to all suppliers of Agristo:

- All suppliers of Agristo are expected to strictly comply with all relevant local legislation;
- All suppliers are expected to respect the fundamental ethical principles of Agristo;

### 7. Investigative authority

The Legal & External Affairs Manager is primarily responsible for all inquiries into suspected fraudulent activities as defined within this policy. If the investigation reveals that fraudulent activity has taken place, the Legal & External Affairs Manager will report to the designated

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employees and, if necessary to the Board of Directors.

Decisions to prosecute certain activities or to engage with law enforcement and/or regulatory agencies for independent investigations shall be taken in cooperation with legal advisors and senior management.

### **8. Confidentiality**

The Legal & External Affairs Manager will treat all of the received information as confidential. Any employee who suspects any dishonest or fraudulent activities, shall immediately inform the Legal & External Affairs Manager and shall refrain from conducting his or her own investigation or conduct any further discussions related to suspected fraudulent activities. (See chapter on reporting & whistle blower procedure)

The results of the investigation will not be disclosed or discussed with anyone, other than those who need to be informed in the interest of proper business practices. This is important to avoid damaging the reputation of individuals suspected of wrongful conduct but subsequently found innocent and to protect Agristo from potential civil liability.

### **9. Reporting & whistle blower procedure**

Any employee who suspects or discovers any dishonest or fraudulent activities, shall immediately inform the Legal & External Affairs Manager.

All employees or any other whistle blower can choose to remain anonymous by contacting an independent third party. For those reasons, Agristo has concluded a whistle blower agreement with an independent third party. Suspected activities can be reported to this third party by calling: +32 9 385 55 70. The incident will be reported anonymously to the confidential advisor within Agristo, who in turn will report this to the Legal & External Affairs Manager should it relate to any corruption or fraud.

The person providing the anonymous information shall be informed of the following:

- Do not approach the person to establish any facts or to undo any facts;
- Do not discuss the matter, the facts, your suspicions or accusations with anyone, unless specifically requested to do so by the Legal department;

### **10. Administration**

The Legal & External Affairs Manager is responsible for the administration, the review, the interpretation and the enforcement of this policy. The policy shall be evaluated on a yearly basis and shall be modified if necessary.

### **Signed by**

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Hannelore Raes  
CEO  
Agristo nv

### References

- Based on the model provided by the Association of Certified Fraud Examiners (ACFE)