

ANTI-BRIBERY POLICY
RENANIA TRADE S.R.L. („RENANIA”)

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I. INTRODUCTION

RENANIA's anti-bribery policy, hereinafter referred to as "**Policy**", highlights the ethical values and principles of the organisation, and is constituted as a working tool containing rules, values, principles and responsibilities, which will be considered and observed in all the activities of the company, both within **RENANIA** and in relation to its business partners.

The basis of any business relationship is a way of behaving ethically correct and in full compliance with the applicable national and international laws and norms.

RENANIA requires, both to internal staff, persons acting on its behalf or for its account and to business partners as well, full compliance with the requirements imposed by the legislation in force. This Policy reflects RENANIA's determination to prevent any form of corruption in the carrying out of its business and reiterates **the prohibition of any form of bribery**.

In this context, **RENANIA** attaches great importance and considers essential the laws aimed at bribery and corruption practices between private companies and between private companies and government entities . In recognition of these requirements and to underline the commitment, **RENANIA** has developed this **Policy** that applies to both the organization and the external partners with whom it collaborates.

In **conclusion**, this document reveals the company's management's concern with the establishment, monitoring and review of a **Policy** that:

- prohibits any form of bribery;
- requires compliance by management, employees, collaborators, stakeholders with the anti-bribery (and anti-corruption) legislation applicable to the organisation;
- is designed taking into account the purpose of the organization;
- provides a model for setting, reviewing and achieving anti-bribery objectives;
- includes the company's commitments to meet the compliance requirements of the anti-bribery management system implemented by the organization;



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- encourages and supports the reporting of concerns in good faith or for reasonable reasons to believe in any possible bribery (active or passive) issues, in accordance with the principle of accountability, and guarantees that there is no retaliation and/or retaliatory action against those making such complaints;
- includes the company's commitment to strive for continuous improvement of the anti-bribery management system;
- explains the authority and independence of the anti-bribery compliance function;
- explains the sanctions and consequences of non-compliance with the organisation's anti-bribery management system.

II. TERMS AND DEFINITIONS

Under this **Policy**, the terms and phrases used in this document shall have the following meaning:

- **Anti-bribery policy** designates this document, which contains the rules, principles, directions adopted by **RENANIA** on combating any form of bribery as a means of committing corruption offences;
- **Bribery** refers to the offering, promising, giving, accepting or soliciting an undue advantage of any value (which could be financial or non-financial), directly or indirectly and independently of the location (locations), by violating the applicable law, as an exhortation or reward of a person to act or not to act in connection with the performance of that person's performance of the tasks of that person;
- **(The) organization , (the) company , (the) society** designates **RENANIA TRADE S.R.L.** and/or **RENANIA**. Also, depending on the context, designate partners, suppliers, collaborators, legal persons;



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- **Anti-bribery compliance function** designates the person with responsibility and authority for the functioning of the anti-bribery management system;
 - The Staff** designates **RENANIA** employees, directors, heads of compartments, employees of an undetermined period, employees or temporary workers, as well as any other employees, natural persons, of the company;
 - Business partner** designates the external party with whom the organization has or intends to establish some form of business relationship. The concept of a business partner includes, but is not limited to, suppliers, distributors, customers/beneficiaries, suppliers of outsourced functions and processes, contractors, consultants, subcontractors, advisors, agents, representatives, intermediaries and investors;
- **A public official** designates a person exercising a legislative, administrative or judicial function, by appointment, election or succession, as well as any person performing a public office, including for a public agency or a public undertaking or any representative or agent of a national or international public organisation or any candidate running for a public office;
- **A third party** designates a person or body which is independent of the organisation;
 - Conflict of interest** refers to a situation in which professional, financial, family, political or personal interests could interfere with the way in which individuals make decisions on the performance of their tasks within the organisation;
 - A fair preventive investigation** refers to that process by which it is assessed in detail the nature and extent of the bribery risk and by which the organisation is helped to make decisions on transactions, projects, specific activities, specific business partners and specific staff;
 - **Facilitating payment** refers to the illegal or unofficial payment of a sum of money as a reward for services which the payer is legally entitled to receive without such payment, this being a form of bribery.

III. PURPOSE AND APPLICABILITY OF ANTI-BRIBERY POLICY



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This Policy provides support to the organization's general anti-bribery system, in accordance with business requirements and applicable laws and regulations, being an integral part of it

The policy has universal applicability and is mandatory throughout the company (The policy applies to all operational structures of the company, all company activities, all employees of the company, all parties acting in the name and on behalf of the company) and to the business partners of the organization as defined in Chapter II of the Policy.

Each person to whom this **Policy** applies is required to read and become familiar with it and bears responsibility for complying with its provisions, and otherwise will suffer the consequences imposed by the applicable law and the company's anti-bribery management system.

Each staff member shall also incorporate into the specific activities and exemplify the principles set out in this document through daily commitment and participation. Only responsible ethical behaviour can effectively and truly support the activities within **RENANIA**.

Within the organization, there will be specific trainings and training programs with the existing company employees, and new employees will be notified about the company's **Policy** and anti-bribery system.

In order to complete the advertising formalities for third parties (business partners), this **Policy** will be published on the company's website, www.renania.ro/https://despre-noi.renania.ro/

From the publication on the company's website, this **Policy** shall be deemed as communicated to business partners. If a business partner is subject to national and/or international regulation, including from outside the European Union, or has acceded, implemented or applies policies, procedures, regulations, etc. that limit, prohibit, or may contradict certain provisions of this document, such as, but not



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limited to, as: the sample policy, the sponsorship policy, the gift policy, the policy of classifying suppliers on the basis of reasonable preventive controls on partners and/or transactions, is obliged to notify RENANIA of this. Otherwise, the model of organisation adopted by the respective business partner is considered to be compatible with those set out in this document, any liability of **RENANIA** being excluded.

IV. ANTI-BRIBERY POLICY OBJECTIVES

The general objectives of this **Policy** are as follows:

- Establishing a team dedicated to the anti-bribery program;
- Strengthening non-financial controls through due diligence and risk assessment activities towards contractual partners ("Counterparty Analysis");
- Strengthening contractual discipline in sponsorships, as well as on gifts, hospitality, donations and similar benefits
- Strengthening internal controls to avoid integrity incidents;
- Communication and awareness of stakeholders with regard to the objectives and anti-bribery system of RENANIA;

V. ANTI-BRIBERY POLICY PRINCIPLES

This **RENANIA Policy** is guided by the following principles:

- Active involvement of the top management of the company in order to create and maintain a favorable climate to the development of relations based on honesty, business ethics, fairness, impartiality, professionalism, free competition, with the prohibition of any acts/acts of corruption, both within the company and in relation to business partners;
- Awareness and accountability of all staff members with regard to bribery, depending on their role in the company;
- Allocating the human and financial resources required to meet the requirements of the anti-bribery management system;



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- The possibilities of fraud and bribery are directly associated with breaches of the anti-bribery management system;
- Reports on the company's anti-bribery system will be available as documented information;
- Constant monitoring of the company's Anti-Bribery Management System and undertaking the necessary measures when the results are not as expected;
- Zero tolerance for situations likely to put the company in the position to violate anti-corruption laws and other applicable regulations.

VI. COMMITMENTS

■ Commitment to combating corruption – prohibition of bribery

RENANIA, through the top management of the company, does not tolerate **any kind of bribe**, in any form or way, direct or indirect, active or passive, committed directly or through intermediaries. For these reasons, the recipients of this **Policy** must adopt an irreproachable ethical conduct in business and behave in such a way that no personal dependencies or obligations arise, which may give rise to acts of corruption or bribery

In this respect, it is prohibited to offer, promise, give money or other goods, directly or indirectly, to the staff of **RENANIA**, in order to influence the adoption of a particular decision or the performance of the duties which those persons have.

RENANIA staff and business partners are prohibited from claiming, for themselves or for another person, directly or through intermediaries, money, goods or any other advantages, in the performance of their duties or contractual obligations. Within **RENANIA**, any facilitating payments are prohibited, as they are acts of bribery and are considered to have particularly serious consequences. **RENANIA**'s business partners must ensure compliance with the above principles and commitments, under reasonable and proportionate conditions, through appropriate control systems.



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In relations with the business partners of the organisation, **RENANIA** employees are prohibited from offering, promising or claiming money, goods or other benefits (including to their family members, in-laws, their partners) outside normal commercial and institutional relations, in the context that the money, goods or benefits offered or claimed are intended to obtain unfair advantages.

The following acts of bribery shall be prohibited, but not limited to:

- Private sector bribery, between companies, as well as bribery of public sector officials;
- Bribery by the staff of the organisation acting on behalf of or in the interest of the organisation;
- Bribery in the public, private and non-profit sectors;
- Bribery by the organisation
- Bribery by the business partners of the organisation acting on behalf of or in the interest of the organisation;
- Bribery of the organisation;
- Bribing the organisation's staff in connection with the organisation's activities;
- Bribing the organisation's business partners in connection with the organisation's activities;
- Direct and indirect bribery (e.g. a bribe offered or accepted by or by a third party).

■ Commitment to comply with the law - Compliance with applicable anti-bribery legislation

In accordance with this **Policy**, its recipients undertake to comply with the laws and all other regulatory and administrative acts applicable to it. No commercial relationship will be started or continued with a person who does not intend to comply with this principle.



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According to this **Policy**, the reference to anti-bribery legislation shall take into account all those normative acts containing provisions, references, definitions and/or incriminations, penalties, direct or indirect, in respect of acts of bribery, as well as other bribery offences.

Considering the observance of the principle of proportionality, the awareness processes will take into account the increase of the representation level, for each individual, of the high degree of social danger represented by such actions, of the fact that they are incriminated at a wide range of normative acts, implying a high level sanction. The awareness processes will also aim to increase the degree of representation, for each individual, of the particularly serious consequences that such facts may have on the company's reputation, prestige, independence and impartiality.

■ **Commitment to define the accounting data**

In order to prevent the possibility of bribery, the organisation's accounting documents must accurately and faithfully reflect each transaction made by the organisation.

Accounting data and information are of particular importance in the organisation's work. In this respect, the staff of the company, carrying out the duties and within the limits of the authority given to them,

will ensure that each transaction is:

- legitimate, fair, authorised and verified;
- properly and safely registered in such a way that will enable the decision-making, authorisation and enforcement process to be verified;
- supported by documents enabling the examination of the characteristics and reasons of the transaction at any time and the identification of the persons who authorised, carried out, registered and verified the transaction;

The company has implemented accounting procedures and financial controls that address the manner of conducting financial transactions and that analyze their



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legality, compliance, accuracy and completeness. These financial controls are intended to manage the risks of corruption that may arise.

RENANIA's domestic staff and business partners are required to ensure the existence of these accounting data characteristics.

■ Commitment to continuous improvement of the Anti-bribery Management System

The company will continuously improve the sustainability, appropriate framework and efficiency of the anti-bribery system, anti-bribery compliance function, by monitoring, evaluating, setting (defining and, where appropriate, redefining) objectives as well as follow-up procedures, resources, capacities and management mechanisms. This will mainly be achieved through the following types of actions:

- Continuous monitoring of processes and change factors (new risk scenarios) as a result of audit results;
- Maintaining and improving the anti-bribery management system;
- Continuous updating of documents and records, depending on the redefinition of internal and external objectives, threats and/or other factors;
- All definite updates/improvements of the processes or actions necessary to improve the anti-bribery system must be communicated and approved by the company's management, being supervised in advance by the Anti-Bribery Compliance Officer, in order to consider whether risks or risk elements have been properly assessed before the changes are actually implemented;
- Documentation of the improvement/update of the anti-bribery management system

VII. ANTI-BRIBERY COMPLIANCE FUNCTION

In accordance with the provisions of this Policy, within the organization there is an Anti-Bribery Compliance Function, being designated in this sense a person with responsibility, independence and authority for the functioning of the anti-bribery management system, called the Anti-Bribery Compliance Officer.



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The anti-bribery compliance function through the Anti-Bribery Compliance Officer oversees the organization's design and implementation of the anti-bribery management system, provides advice and guidance to the staff on the anti-bribery management system and bribery-related issues, ensures that the anti-bribery management system complies, investigates the alerts and reports the performance of the anti-bribery management system to the governing body.

The principle of independence in the work carried out by the Anti-Bribery Compliance Officer ensures that he will have the necessary decision-making authority in the performance of the tasks with which he is vested. In his work, the Anti-Bribery Compliance Officer is obliged to comply only with the law, policy and anti-bribery procedures, and no directive to the contrary to those, even if it comes from the company's governing bodies.

For this purpose, any inappropriate or unjustified interference in the activity of the Anti-Bribery Compliance Officer shall be prohibited and his **decisions, complaints and reports may not be subject to review by other bodies of the company.**

In his work, the Anti-Bribery Compliance Officer shall have all the necessary authority to carry out the duties with which he is entrusted, which is expressly stipulated in the job description, all **RENANIA** staff being obliged to make available to him all the data, information and documents requested, otherwise they may face disciplinary action

The contact information of the **RENANIA** Anti-Bribery Compliance Officer are: Mr. Aurelian Gamălie, e-mail address: etica@renania.ro.

VIII. REPORTING CONCERNS

Applicable **within the entire organization**, in all organizational and functional structures, being **an integral part of the anti-bribery management system of RENANIA** built and implemented in accordance with ISO 37001:2016, there is a Procedure for Reporting Concerns.



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The procedure aims to establish, on the one hand, effective internal reporting channels and, on the other hand, protection and support for the rapporteurs, as the organisation does not allow any form of retaliation against those who report possible violations or suspicions of violations of the provisions of this **Policy** or the Anti-Bribery Management System.

The procedure also proves the commitment on the part of the management body and management at the highest level of the organisation, in order to allow employees, as well as other interested parties, to report any incidents of integrity.

RENANIA's work on reporting concerns about deviations from the Anti-Bribery Management System is guided by the following principles:

-The principle of the primacy of the organization's interest detrimental to the private and/or group interests, according to which the company's values, namely: integrity, impartiality, business ethics – are respected, defended, promoted by the company and any violation thereof, is equivalent to a serious violation of the ethical culture of **RENANIA**;

-The principle of responsibility, according to which any person who reports violations of the Policy, regulations or procedures is responsible for supporting the referral, as far as possible, with data or indications of the offence committed;

-The principle of abusive non-sanctioning, according to which persons who complain or report violations of the **Policy**, regulations or procedures, directly or indirectly, by applying an unfair penalty, cannot be penalised;

- The principle of good conduct, according to which the act of reporting acts of violation of the **Policy** or procedures is protected and encouraged, with the aim of increasing the organisation's capacity to evaluate and improve the anti-bribery management system;

-The principle of good faith, according to which the person who made a referral is protected, being convinced of the reality of the status quo or that the act constitutes a violation of the Policy, procedures and/or the law.

Recipients of this **Policy** who are suspicious or aware of violations of the **Policy**, Regulations, **RENANIA** procedures or anti-corruption laws and regulations, must



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report them to the e-mail address: **etica@renania.ro**, in accordance with the procedures that have been issued and communicated.

No one can be sanctioned or discriminated at the workplace, in any way, as a consequence of the transmission in good faith of any reporting relating to violations of the **RENANIA Policy**, Regulations, Procedures. In this regard, a **presumption of good faith** shall be imposed on such persons until proven otherwise.

No business partner may be penalised by restricting contractual rights and/or limiting access to information or products made available by **RENANIA** as a consequence of the transmission in good faith of any reporting such as those referred to in the previous subparagraph.

The Company **guarantees the confidentiality of referrals** and reserves the right to take appropriate action against any person who uses threats or reprisals against those who have submitted alerts. Violation of the **RENANIA Policy**, Regulations, Procedures will result in the application of sanctions imposed by the organization's disciplinary system or, where appropriate, by existing contractual mechanisms in relations with business partners, in accordance with applicable procedures, laws and regulations.

The organization will also take into consideration **anonymous referrals**, if they comply with the principle of responsibility as defined in the preamble to this Chapter.

If the investigations carried out by the company show solid indications regarding the commission of bribery offenses, the company will notify the competent state bodies.

IX. INVESTIGATING AND REPORTING BRIBERY CASES

Investigating and reporting bribery is a major component of the anti-bribery management system.

RENANIA will investigate, within the limits laid down by national law, any case of bribery.

In investigating bribery cases, the company considers the following guidelines



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-The independence of the investigators. Investigating bribery can only be effective if it is carried out by independent persons, through their position in the company;

-The appropriate power of investigators designates that, by delegating authority, the persons designated to investigate acts of bribery benefit from the authority and access to information within the company, and cooperation by the relevant personnel within the framework of the investigation is mandatory;

-The allocation of resources means that, in order to realize the investigation, the company allocates the necessary resources to the persons designated for carrying out the investigation;

-Respect for confidentiality, means that investigative actions will be carried out in compliance with the confidentiality of the information and data obtained;

-Acting with professionalism, which means that investigators will act on the basis of procedures, which allow them to analyse, with the limits imposed by the legislation in force, the bribery process, namely: the source of the bribery, the manner of the bribery, the source of the payment, the reasons for the bribery, the circumstances of the committed act, the existence of an abuse of power, etc.;

-Compliance with the law, which means that the persons designated to carry out the investigation will not be able to replace, in any case and under any circumstances, the investigative or criminal investigation bodies. In all phases of the investigation, the **observance of the law**, legal rights, the right to privacy, the secrecy of correspondence, etc. regarding the investigated persons will be taken into account. All research, information and documents will be procured only from official and public sources.

If, following the investigations carried out, it is found that there are reasonable indications of the commission of a bribery offence or a reasonable suspicion, it shall be reported immediately to the bodies of the State empowered in this matter.

X. EDUCATION AND AWARENESS

Recipients of this **Policy** are required to know and comply with the provisions of this document and the anti-corruption laws in force so that they can take responsible



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decisions and take an appropriate approach to any corruption risk that may arise during the performance of their duties.

RENANIA supports and promotes adequate education and awareness programmes.

In this respect, for business partners, this **Policy** will be published for a consultation on the company's website: www.renania.ro. <https://despre-noi.renania.ro/>

In the internal environment, the **Policy** will be communicated to all employees and will be added to the company's server in a format that is relevant and accessible.

Communication and training activities aim to ensure familiarity with local anti-corruption laws and regulations, the content of this document, and all other initiatives taken on anti-bribery issues. The training activities will be addressed to the employees identified on the basis of the duties within the company and their exposure related to the risk of corruption, based on the risk analysis carried out.

This **Policy** will also be included in the general employee awareness programme on the anti-bribery management system.

XI. PENALTIES

RENANIA will not take any action to violate the principles set out in this **Policy**, laws and regulations in force in the area of anti-bribery and anti-corruption. If, however, a Recipient of this **Policy** is guilty of such an infringement, **RENANIA** will apply the penalties provided by the applicable legal and/or conventional (statutory, contractual) system.

In the case of domestic staff, non-compliance with company **Policy** and specific procedures shall be considered a particularly serious disciplinary offence, which may be punishable, depending on the context of the offence, with the disciplinary termination of the individual employment contract. This does not exclude, de plano, the possibility of the criminal or patrimonial liability of the guilty person, where the act committed has caused damage to the company or takes the form of a criminal offence.



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Regarding the external business partners, the violation of the anti-bribery management system leads to the immediate denunciation of contractual relations

XII. SENSITIVE AREAS

Recipients of this shall comply with the principles and guidelines set out in the existing **Policy**, internal regulations and procedures within **RENANIA**, all of which are intended to ensure the effective management of areas subject to contingent risks. These measures lead to a definition of an organisational, management and control system that prevents possible practices of corruption, in general, and bribery, in particular.

In all cases, **RENANIA** verifies the experience and technical qualification of the different business partners as well as of the persons acting in the name and on behalf of the company, and asks them to undergo a qualification procedure, in which the organisation undertakes a reasonable preventive investigation.

Monitoring the ban on corruption practices is fundamental and particularly important in the following areas, which are considered to be sensitive:

Internal and third parties acting in the name or on behalf of RENANIA

As for interns (persons carrying out their professional internships within **RENANIA**) and third parties acting in the name and on behalf of **RENANIA** (lawyers, consultants, trustees, customs commissioners, subcontractors, etc.), their compliance with this **Policy** is a sine qua non of contractual relations. In the agreements concluded with them, the obligation to comply with the **Policy** will be explicitly established, otherwise **RENANIA** will have the right to unilaterally denounce the legal act concluded.

[For the purposes of the](#) above, all these trustees and, in general, any third party acting in the name, account or interest of the company will be identified and selected in accordance with the principles of impartiality, autonomy and independence.



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When selecting them, **RENANIA** will assess their competence, reputation, independence, organisational tasks and their ability to carry out, appropriately and on time, their contractual obligations and the tasks assigned to them. An important element in the assessment of these persons will be verifying, reasonably and from public and official sources, of their involvement in corruption acts, in accordance with the appropriate internal procedures.

The existence of a criminal conviction for the commission of acts of bribery, the person of the third party, whether he is a private person or an undertaking, is incompatible with the status of partner of **RENANIA**. In this respect, no contractual relationship will be initiated with such a person, and if it exists, it will be denounced immediately. Business partners, natural and/or legal persons working with the company must be notified in advance of these matters.

All consultants, collaborators, partners serving the company will always act, without exception, with integrity and diligence, in full compliance with all the principles of fairness and legality set out in this **Policy**, as well as in **RENANIA** regulations and procedures.

■ Suppliers

A procedure describing how the company evaluates the partners with whom it chooses to enter into contractual relationships and the methodology for quantifying the risks associated with them is implemented within **RENANIA**.

To reduce the risks, the company develops and implements policies and procedures to manage the earlier phase before the beginning of business relationships with stakeholders. They will describe the steps to be taken in this regard and will be applied uniformly throughout the company.

The **RENANIA** supplier qualification procedure is a stage of considerable importance in the implementation of a system that ensures that business partners meet the standards required by the company, in particular those of integrity, professional conduct and ethics, compliance with the internal regulatory framework and the



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existence of an appropriate anti-bribery programme, which promotes zero tolerance (0) to bribery.

In carrying out the object of activity, **RENANIA** enters into business relations with suppliers, which must meet the requirements of integrity, fairness and ethics recognized and implemented by the company. In this regard, relations with suppliers are based on the following **principles**:

- Relations with suppliers shall be conducted in accordance with the company's internal policies and procedures and in accordance with the legislation in force;
- Suppliers will be chosen only on the basis of the selection process described in the Supplier Qualification Procedure;
- The designation of suppliers with which contracts and transactions will be made will be done with strict compliance with the Supplier Qualification Procedure;
- Suppliers chosen in accordance with internal procedures will become aware of the Company's Anti-Bribery **Policy** and inform the company of its own Anti-Bribery Policy;
- Contracts shall be concluded in accordance with the company's procedures and the legal provisions in force, and shall contain, in addition to the usual clauses, according to the nature of the contract, specific clauses designed to strengthen the supplier's compliance with the **RENANIA** Anti-Bribery **Policy**;
- The reimbursement of expenses shall be made only on the basis of supporting documents, that were verified and approved;
- During the period [covered by the contract](#), **RENANIA** suppliers are obliged to undertake a business behavior consistent with the commitments assumed, otherwise the unilateral termination clause of the contract may be activated;
- The outcome of the selection process, the documents incorporated in the fair preventive investigation, the forms completed by the suppliers and the other documents required under this procedure, the accounting documentation and the documents relating to contracts concluded with the



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suppliers must be recorded and archived in accordance with **RENANIA's** internal procedures;

-Suppliers with whom **RENANIA** enters into contractual relations must be free from any legal restrictions (of a fiscal, administrative and criminal nature) on the activity carried out, both by the company and its management.

If **RENANIA** conducts commercial relations with suppliers who reside in states where anti-bribery controls are, for objective reasons, inadequate, the conclusion and performance of contracts with them shall be made only on the basis of the derogations strictly provided for in the internal procedures of the company and with the special approvals requested.

■ Clients

Satisfying the needs, interests and expectations of the beneficiaries of the services provided by **RENANIA** is an essential and continuous concern of the company. In addressing the relationships with beneficiaries and dealing with their needs, the company's staff must show utmost diligence and act according to the best practices in order to achieve the approved investment objectives.

In order to ensure the transparency and impartiality of **RENANIA** in working procedures with the above mentioned persons, it is necessary to comply with the following requirements:

- **RENANIA** staff must apply the best ethical principles in business. In this respect, it is strictly prohibited for the company's staff responsible for managing customer relations to claim money, goods or other advantages, whatever their nature, in order to facilitate their access to any of the services provided by **RENANIA**;
- Each and all **RENANIA** partners declare that they assume this **Policy**, and that they will not offer and/or claim, suggest, in any way, advantages, benefits, in order to enforce their obligations under the contracts and the law, otherwise they will individually bear legal liability for the actions taken, any liability of **RENANIA** being excluded.



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RENANIA will never authorize an employee, an agent, a distributor and / or another business partner to offer and / or claim any benefit in the name and on behalf of the company in order to perform its contractual and legal obligations.

Any person who becomes aware, directly or indirectly, of any act which deviates from normal business conduct shall immediately report to the e-mail address: etica@renania.ro.

■ Distributors

Contractual partners who have the status of Distributors of **RENANIA** will comply with the provisions of this Anti-Bribery Poilitics, as well as the Company's Code of Conduct.

RENANIA treats equally, without any discrimination or advantage of any kind, any contractual partner who has the status of Distributor, according to the criteria stipulated in the internal procedures of the organization.

RENANIA will never mandate a distributor, in the name of or on behalf of the company, to offer, claim and/or accept benefits that are or may be assimilated to acts of bribery.

■ Relations with public officials and public administration

RENANIA has internal procedures aimed at interacting with official public figures and public administration.

In relation to official public persons and public administration (public institutions, state agencies, companies and/or undertakings in which the State is a sole or majority shareholder/associate), the recipients of this **Policy** should refrain from any acts or omissions which may constitute acts of corruption in general and, in particular, bribery.

Company representatives must keep a documented record of the contractual relations that **RENANIA** has with state institutions or agencies.



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Any request made by an official public person, directly or through intermediaries, with a view to obtain payment, goods, travel, personal assistance or other benefits in his favour or his family members, in-laws or partners, for the purpose of facilitating or carrying out certain activities of the company, must be reported immediately to the Anti-Bribery Compliance Officer.

Any potential benefit to be granted to an institution, agency or public undertaking, in the context of marketing campaigns or for philanthropic purposes, must be made only in accordance with the internal procedures of the company. In all cases, no such action shall be taken without completing the mandatory steps indicated in the internal procedures.

■ Gifts, hospitality and similar benefits

Gifts and hospitality may be received by **RENANIA** staff or offered to third parties, provided that they fit within the context of courtesy or commercial practices and are not such as to compromise the integrity of one of the parties and interpreted by an objective observer as intended to create an obligation of gratitude or inappropriate advantages to either party. **RENANIA** has an **internal procedure implemented in this regard**.

Any gift, gratuity or hospitality received or granted, must comply with the following conditions:

- Not to be motivated by a desire to exercise an illicit influence or to expect reciprocity;
- To be made in accordance with applicable legislation, internal regulations and procedures;
- Be reasonable according to the circumstances;
- Not to be received/granted immediately before/during/immediately after a procurement procedure for goods/works/services;
- To be done in good faith;



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- Make them transparent, open;
- Be tasteful and in accordance with generally accepted professional courtesy standards;
- To comply with applicable laws and regulations applicable to the Civil or Private Servant, including, where appropriate, the codes of conduct of their organisations and membership entities;
- Reduced frequency of their offer/reception;
- Gifts will never be accepted if they are sent by a business partner to an employee's personal address, and will be returned in accordance with this procedure;
- Gifts/hospitality are not such as to compromise the integrity of one of the parties and to be interpreted by an objective observer as intended to create an obligation of gratitude or inappropriate advantages to either party;
- To be recorded in the corresponding registers (e.g. book records).

■ Sponsorship

RENANIA may undertake sponsorship activities in order to increase the name and prestige of the company, each such activity will necessarily go through all the controls and approvals provided for by the company's internal procedures. Recipients shall ensure that the intended purpose is only that stated.

Promotional and sponsorship activities must be managed in accordance with the company's specific internal procedures, in particular following the next criteria:

- **RENANIA** identifies a third party who can develop sponsorship activities and meets the criteria of integrity and professional fairness;
- Contracts shall be drawn up in writing and shall comply with the requirements laid down by the legislation in force.

If the sponsored person has business relations with the company, the types of business relationships, their nature and subject matter will be analysed to eliminate



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any risk to a potential illicit or immoral cause of sponsorship. If there are sufficient indications of a possible illegal act, assimilated to corruption, the sponsorship action will be immediately discontinued and the Anti-Bribery Compliance Officer will be notified.

In all cases, accounting documents and documents relating to contracts concluded with third parties must be filed, registered and archived in accordance with company rules.

■ **Donations, patronage and other gratuitous acts (generosities)**

RENANIA may support charitable activities for the benefit of natural and legal persons, private and public institutions and associations, to support projects for purely humanitarian reasons, or to pursue the institutional objectives of beneficiaries.

Donations, patronage and other gratuitous acts (generosities) must be managed in accordance with the provisions of the company's specific internal procedures, as well as the legal provisions in force.

In carrying out these activities, account shall be taken, in particular, of the following criteria:

- Beneficiaries of such generosities shall be selected by persons with delegated authority, on the basis of an impartial analysis, taking into account the needs of those persons;
- The Company will take all necessary measures to ensure that there is no potential conflict of interest and the donation or patronage cannot reasonably be construed as an act of bribery;
- Analysis and choice of beneficiaries, accounting documents and documents relating to contracts concluded with them must be submitted, registered and archived in accordance with company rules;
- Contracts will always be drawn up in writing, and a declaration by the recipient will be inserted in them confirming that he is the beneficial owner of the funds.

■ **Samples**



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Product samples, regardless of their value and /or the stock/computer system in which they are framed/registered, are offered to **RENANIA** customers exclusively for the purpose of evaluating, viewing and/or testing the product in question by customers, so that the customer has all the necessary information regarding the specifications, comfort in use and the actual appearance of the product (dimensions, colors) to make the decision to purchase the product.

No product samples will be presented and proposed for any other purpose or if the customer's potential and/or the value of the project or order concerned do not commercially recommend the offering of samples or products.

If a **RENANIA** business partner is part of an agreement, is subject to an internal law and/or rule that limits, conditions or prohibits the receipt of samples, it is obliged to refuse to receive the sample, otherwise, considering that the contractual partner's model of organization is compatible with it.

By publishing this Anti-Bribery Policy on the company's website all interested parties are considered to be informed about the policy of awarding samples, in the event of a conflict of rules, any liability of **RENANIA** being excluded

Human Resources

The selection and recruitment process within the Human Resources Department shall comply with the general principles governing the labour law, namely the principles of non-discrimination, equal treatment, absolute impartiality, autonomy and independent evaluation, which ensure that the final decision results in the selection of the most qualified persons to hold that position.

The hiring process must be managed in accordance with the company's specific internal procedures.

In accordance with the provisions of the Procedure, candidates must declare:

- Any relationship they have with official public figures;



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-If there are legal actions initiated or completed against them, including final court orders;

-Any criminal action in which they are involved, and their quality therein.

For the entire staff, but also for the staff to be hired, the company imposes the following rules:

-Existing staff to comply with this **Policy** and the **anti-bribery management system** in its entirety. Compliance with the **Policy** and **anti-bribery management system** is a condition of employment for new staff. In this respect, during the recruitment phase, the candidate will be notified about this **Policy** and when signing the individual employment contract he will also sign a declaration of compliance with the anti-bribery **Policy** of **RENANIA**.

-After a reasonable period of service, the staff shall receive a copy of this **Policy**, be allowed access to it, and receive content training;

-Existing staff and candidates for vacancies shall be notified that, in accordance with this **Policy**, non-compliance with the anti-bribery management system and this document are considered serious disciplinary violations and may be punishable by disciplinary termination of the individual work contract;

-Staff shall not be subject to retaliation, or any retaliatory, discriminatory, or disciplinary action (eg, threats, isolation, demotion, delay in promotion, transfer, dismissal, intimidation, victimization, and other forms of harassment) for:

- refusing to take part in or rejecting any activity that he reasonably considered to pose a higher risk of bribery than that considered to be low, which has not been diminished by the organization;
- raising concerns or reporting, in good faith or for reasonable reasons and respecting the principle of liability, actual or suspected acts of bribery or breach of the anti-bribery policy or anti-bribery management system (unless the person participated in the system violation).



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RENANIA employees must notify the company as soon as they become aware of any inquest and / or criminal investigation (under investigation or prosecution, or in the inquiry phase) that they are involved in, if it concerns acts of corruption or acts assimilated to corruption.

For the functions exposed to a higher bribery risk than those considered to be low for the Anti-Bribe Compliance Function, in addition to the principles and rules set out above, specific procedures shall apply.

These essentially cover the following additional steps:

- Carrying out reasonable preventive investigations concerning these persons, before their employment and during the execution of the individual employment contract, before they are transferred or promoted by the organization, in order to ensure, to a reasonable extent, that these persons are appropriate for employment, for holding the position, promotion, transfer or relocation, and that it is reasonable to trust that they will comply with this **Policy** and the requirements of the anti-bribery management system;
- Performance bonuses, performance targets and other incentives in the area of remuneration are periodically reviewed to see if reasonable preventive measures are in place to avoid encouraging bribery;
- Such staff and the company's management complete a statement, at reasonable intervals, reaffirming their compliance with this **Policy** and the anti-bribery management system.

With regard to **employees or temporary workers**, the provisions of this **Policy** and those of the company's anti-bribery system apply in full to them as well.

■ Conflict of interest

In line with this **Policy**, there is a conflict of interest when an employee or a person acting in the name or on behalf of **RENANIA** is empowered to make a decision or



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participates in taking decisions within the company, a decision in respect of which he has a private interest, being able to obtain, directly or indirectly, for himself, for his husband, for a relative of his, or for a legal person with the quality of partner, shareholder or that he controls it, a patrimonial benefit or of any other nature.

In the event of imminent conflict of interest, the person concerned must immediately report to the Anti-Bribery Compliance Officer and refrain from taking or participating in the decision. The person in conflict of interest will also try, as far as possible, to do all he can to avoid the situation to happen.

In the case of functions identified as sensitive, the persons occupying them will make, at reasonable intervals, a statement on the avoidance of conflict of interest.

RENANIA will document all the circumstances of actual and potential conflicts of interest, indicating the actions taken to minimise the situation.

■ Abuse of power

The company does not tolerate and prohibits any kind of abuse of power, whereby a person in charge exercises his authority and influence over an employee of the organization in order for the latter to commit an act of corruption. Any employee who is subject to such abuse must immediately notify the Anti-Bribery Compliance Officer.

XIII. FACILITATING PAYMENTS

Facilitating payments, as defined in the introductory part of this document, are a form of bribery and **are strictly prohibited within RENANIA**. In case a facilitating payment is requested, promised or offered, the hierarchically superior chief and the Anti-Bribery Compliance Officer must be informed immediately.

In order to achieve the objective that no facilitating payment is paid by **RENANIA** employees, the company keeps accounting documents that accurately and correctly reflect each transaction made by the organization, which are subject to



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periodic checks and analyzes, so that the organization assesses the risks and develop a strategy to successfully combat any such payment.

XIV. INTERNAL PROCEDURES

The operational procedures of the company that form the anti-bribe management system complete this **Policy** and any violation of them is sanctioned.



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