

# ANTI BRIBERY POLICY

*The way we care*

For our Patients, People and Environment



# 1. INTRODUCTION

The Anti-Bribery Policy provides the guiding principles and outlines our policies on how to establish controls to ensure compliance with all applicable Anti-Bribery and corruption regulations. We want to ensure that the EDG's business is conducted in a socially responsible manner based on the EDG core values. At EDG, we are strongly committed to quality and integrity.

This commitment is fundamental in meeting our responsibilities towards Patients, People and the Community. The Anti-Bribery Policy expresses what we, as a group, define as the norm for expected behaviour and is applicable for all business relations.

By bribery or corruption we mean the offer, payment, request or acceptance of unearned rewards of material value (bribes) or any other favours, directly or indirectly, for the purpose of acquiring or giving any improper business, financial or personal advantages. In essence this means that you give something to a third party to persuade that party to do something he or she should not do. The other way round is that a third party is giving you something to persuade you to do something you should not do.

It is EDG's policy to conduct our business in an honest and ethical manner. We are committed to act professionally, fairly and with integrity in all our business dealings and relationships. Wherever we operate we are committed to implement and enforce effective systems to counter bribery.

We will hold on to all laws relevant encountering bribery and corruption in all the countries in which we operate. Violations of Anti-Bribery laws and regulations can lead to substantial criminal and civil penalties, as well as to sanctions such as imprisonment of individuals and blacklisting by EDG. Where there is a discrepancy between the applicable national rules and regulations and this Anti-Bribery Policy, the strictest standard will apply.

The Anti-Bribery Policy takes the interest of our stakeholders into account. They include employees, shareholders and financial institutions, suppliers, patients, government bodies, educational and knowledge institutes, industry and society associations and the communities in which EDG operates.

## 1.1 Scope

The Anti-Bribery Policy applies to everyone employed with or working for European Dental Group Holding B.V. and / or its subsidiaries (together referred to as the "**Group**") in whatever capacity and all contractors, business partners and their employees, representatives and subcontractors that produce goods or provide services to the Group. The management of each operating subsidiary of EDG is responsible for ensuring that this Anti-Bribery Policy is implemented and adhered to in the Group's business activities.

All employees are responsible for ensuring that within their entity, they personally act according to these values, business principles and policies.

Integrity, honesty and fairness are fundamental parts of the way we conduct business and therefore we promote the same principles in our relationship with business partners and suppliers.

## 2. THE WAY WE CARE ABOUT ANTI-BRIBERY AND ANTI-CORRUPTION

### 2.1 Anti-Bribery and Anti-Corruption

To prevent any doubts about our integrity at all times, it is essential that all EDG's employees and contractors will not, directly or indirectly, be engaged in any form of bribery. Any form of allegation of corruption will harm the business interest and reputation of EDG.

EDG complies with the Anti-Bribery laws and regulations, and does not tolerate any form of bribery and corruption.

### 2.2 Gifts and Hospitality

The provision of reasonable gifts and hospitality by or to business partners can – within boundaries – be seen as a token of appreciation, and is not unlawful in itself.

However, excessive generous gifts and hospitality can lead to bribery if they are used to persuade favourable treatment.

Gifts and hospitality means anything of material value, including, but not limited to, discounts, free tickets, loans or guarantees, prizes, travel, vacations and/or events. EDG expects the following:

- It is only allowed to give and receive small business gifts and hospitality if that does not influence a business decision and if it is below the material value threshold. Any gift or hospitality with a value exceeding Euro 50,- (or equivalent in local currency) is deemed to be material.
- It is not allowed to give any gifts and hospitality to public officials without the prior approval of an employee's or contractor's direct manager.
- It is only allowed to offer or accept gifts and hospitality on a voluntary basis. Gifts and hospitality should never be requested or serve to obtain something in return.
- It is not allowed to give or accept any monetary gifts (cash/voucher).
- In some countries refusing a gift and or hospitality may be seen as offensive. In case the value of the gift and hospitality is more than Euro 50,- (or the equivalent in local currency), this shall be discussed in advance with the employee's or contractor's direct manager.
- It is necessary to keep a full and accurate written record of all gifts and hospitality provided by and/or given to you of a value more than EURO 50,- (or the equivalent in local currency), which have to be shown to EDG upon request.

### 2.3 Political contribution and donations

EDG does not make any contributions or donations, in money or in kind, to political parties, political officials or candidates for public offices. No employee or contractor shall make any such political contributions or donation on behalf of EDG.

EDG can make charitable and community donations in money and in kind and offer support to society on a voluntary basis in accordance with applicable laws. Please ensure that such donations do not reward any improper conduct or should otherwise be seen as corruptive.

## 3. BUSINESS PARTNERS AND SUPPLIERS

### 3.1 Business Partners

At EDG we are committed to conduct business with integrity, honesty and fairness in compliance with applicable laws, the Anti-Bribery Policy, EDG's Code of Conduct and the Supplier Code of Conduct as well. We expect our business partners, suppliers and other third parties to do the same.

Each employee will endeavour to prevent that business partners engage in bribery or corruption on our behalf or in our name. We must ensure that the relationship with the business partner is documented by a written agreement which contains an anti-bribery and anti-corruption clause.

Payments to and from the business partners of EDG are only made in accordance with the contract and into agreed bank accounts. Cash payments should be avoided, unless there is a justifiable reason to pay in cash.

### 3.2 Suppliers

The main principles of this Anti-Bribery Policy have also been incorporated in the Supplier Code of Conduct. Suppliers will seek to select their own suppliers in accordance with the EDG Supplier Code of Conduct. The Supplier Code of Conduct forms part of the contractual relationship between EDG and the supplier.

## 4. HOW TO REPORT ON MISCONDUCT

EDG expects that all employees and contractors read, understand and comply with this policy. Breaches of this policy will not be tolerated and may lead to disciplinary and other actions up to and including termination of (employment) contract.

### 4.1 How to raise a concern

If you are an employee or contractor of EDG and you believe that anyone who is involved in the business of EDG is attempting to breach or has breached the Anti-Bribery Policy, you are expected to report this in first instance to your (direct) manager. There is also the possibility to raise any concern via the procedures of the EDG Whistleblower Policy.

### 4.2 What to do if you are a victim of bribery or corruption

It is important that you inform your (direct) manager first or via the EDG Whistleblower Policy and inform the Group Legal or Group HR officers as soon as possible if you are:

- offered a bribe by a third party;
- are asked to make one;
- suspect that this may happen in the future; or
- believe that you are victim of another form of unlawful activity.

## 5. COMMITMENT AND ACCEPTANCE

### 5.1 Commitment

The Management Team of EDG Holding has overall responsibility for ensuring this policy complies with our legal and ethical obligations, and that all employees, contractors and third parties comply to it.

### 5.2 Acceptance

Management at all levels are responsible for ensuring those reporting to them are made aware of and understand this policy. This policy will be available on EDG's website, together with relevant documents on Group Policies and Principles.



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