

GLOBAL ANTI-CORRUPTION COMPLIANCE POLICY

1. Information on this document

This Global Anti-Corruption Compliance Policy ("Policy") is part of RAP GROUP's commitment to conduct our business ethically and in accordance with all applicable laws, regardless of where we operate. This policy focuses on anti-corruption laws

1.1. Scop

This Policy sets out the basic principles and requirements regarding compliance with the provisions of the anti-corruption laws in force by the Company, the employees of the Company and any agents of the Company.

This policy pursues the following objectives:

1. description of the company's prohibitions on bribery and corruption in all aspects of business operations;
2. prevention of any manifestations of corruption, both on behalf of and in relation to the Company and/or its employees; compliance with the requirements of the anti-corruption laws in force when the Company engages in its own business activities;
3. strengthening the Company's commitment to conduct its business globally to the highest standards of honesty and integrity;
4. the improvement and development of the Company's corporate culture, the implementation of best practices and standards of responsible business conduct, including the area of compliance with anti-corruption measures.

1.2. Organisational field

If there are any questions regarding the application of this policy, please contact the General Compliance Manager (as defined in Section 3.5 of this Policy) who is responsible for the implementation of this policy. The contact details of the general compliance manager can be found on the website of RAP GROUP .

1.2.1. Scope in the context of the organisational structure

This policy is used at the Company level and is a valley for all its structural subdivisions. In addition, the policy operates in close connection with the following entities::

1. RAP GROUP
2. subsidiary legal entities, including, depending on their relevance, related entities and joint ventures controlled by the Company, irrespective of their place of business;
3. all employees of the Company as defined in clause 1.4 of this Policy;
4. all Agents of the Company, as defined in clause 1.4 of this Policy, according to necessity and relevance, having regard to the duties and responsibilities of that agent and as manifested within that agency or in accordance with other service agreements concluded with such agent.

1.2.2. Applicability in relation to objects and activities

This policy applies to all types of activities carried out by the Company.

1.2.3. Provenance and framing

This policy constituted the Company's main document in matters related to anti-corruption compliance. Documents created on the basis of this policy and for the purpose of its implementation shall not contravene the policy as long as they are not approved by the sponsor of this policy.

1.3. Data subjects

The policy is a rule for all employees of the Company (as defined in clause 1.4 below), including company directors, officials and contractors employed through third-party agreements in connection with the provision of personnel. Each employee is required to become familiar with and respect this policy.

All employees have a personal responsibility and obligation to conduct the Company's business activities ethically and in accordance with the law. Otherwise, disciplinary action may be taken pending dismissal. Employees may also face regulatory and criminal measures, which may result in fines, exclusion from certain positions, reputational damage and other penalties, up to imprisonment. This policy is a source of value for all agents and their staff by extension, in so far as the requirements set out in this document appear in agreements with such third parties.

1.4. Definitions and abbreviations Term

Definition a

1. Agents (Company Agents)

2. Agents, distributors, consultants, representatives, independent contractors, joint venture partners, intermediaries and other third parties with whom the Company co-agrees, who have the authorisation to represent the Company before other parties, including governmental entities, but not limited to them.

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1. Compliance with anti-corruption measures

2. A system of measures, procedures and verifications that are implemented within the Company for compliance with applicable anti-corruption laws.

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3. Anything of value

4. The term "Anything of value" has a general meaning and may include any item of monetary value, including, but not limited to, the following:

1. cash or its equivalent (including gift cards);
 2. benefits and privileges (such as special access to a government agency);
 3. the provision of services which in other circumstances would be paid for or purchased;
 4. gifts;
 5. contracts or other business opportunities granted to a company, which are held by a Government Representative with an interest in obtaining benefits.
1. favorable or directed contracts.

1. employment opportunities, including those opportunities made available to a family member, a friend of a Government Representative or a representative of a commercial organisation, such as positions in joint ventures or advisory opportunities; • charitable donations;
2. political contributions;
3. medical, educational or maintenance expenses;
4. travel expenses, food expenses, accommodation, shopping or entertainment or • investment opportunities or earning options.

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1. **Anti-corruption laws applicable**

2. Any laws and regulations applicable to the Company's actions to combat mition (public or private), including other anti-corruption laws in Romania, and other anti-corruption laws in the E.U the laws of the respective countries where the Company operates.

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1. **Compania**

2. The RAP GROUP group of companies as a whole, as well as the other legal entities belonging to this group individually (depending on the context).

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1. **Employees (Company Employees)**

2. Individuals involved in long-term or temporary working relationships with The Company, which has entered into a civil legal agreement with the Company and the contractors employed by the Company, with the involvement of outside organizations dealing with the provision of personnel.

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1. **Inadequate advantage**

1. The term "Inappropriate Advantage" covers any payment made in a business context, such as (but not limited to) the payment or offering of any valuable thing to a government representative, a natural person or an entity, directly or indirectly, for the following purposes:
 1. influence or impede a government action or any other action, such as the award of a contract, the imposition of a fee or fine, or the cancellation of an existing contract or contractual obligation; • the most obtain a licence, permit or other authorization from a government entity or a government representative to which the Company would not be entitled in other circumstances;
 2. obtain confidential information about business opportunities, offers or competitors' activities;
 3. influence the award of a contract;
 4. influence the termination of a contract that is disadvantageous to the Company or
 5. to ensure any other improper advantage.

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1. **Government entity**

2. Any body of a national, regional, local or other government, including state ministries and their chancellery, services, agencies and structural subdivisions, as well as all legal entities directly or indirectly controlled by the State, as well as judicial authorities, without limitation. For the purposes of this policy, the term also includes political parties and international organisations.

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1. **Government representative**

2. Any employee or official of a Government Entity, as well as any other natural or legal person acting on the proposals, requests, instructions or interests of a Government Entity.

2. *General provisions*

The company is committed to maintaining business conduct at the highest level of ethical standards. The company does not accept any form of corruption from private individuals or government representatives. The company does not take part in any kind of incentive or immoral payments. The Company does not engage or accept any activities that do not comply with this policy or applicable anti-corruption laws.

The Company, employees of the Company and agents of the Company may not offer, promise, approve, involve or authorize, directly or through an intermediary, the transfer of any valuable work to any government representative, agent or employee of a commercial organization, in order to influence its actions (or to inaction) and/or to gain improper commercial advantage.

The Company, employees of the Company and the Company's agents may not provide consent to obtain or obtain, solicit or otherwise receive, directly or through an intermediary, any payments in the form of money, warranties, other property, the provision of services the nature of which is closely related to a property, are not allowed to offer other property rights or other valuables , as well as any financial benefits or advantages or any valuable thing, where a condition of obtaining such payments, benefits or advantages involves the commission of actions, the performance of official duties in the interests of the given party, and where such payments, benefits or advantages constitute remuneration, direct or indirect, for the performance of such duties.

The Company, employees of the Company and agents of the Company may not act as intermediaries in the bribery of public or private, for example, are not allowed to hand out bribes directly, at the direction of the briber or the briber, or to assist in any other way in obtaining or making the agreement between them to receive or give bribes.

This policy constitutes the Company's basic document in the field of anti-corruption compliance; however, the document is not invoked for the purpose of implementing comprehensive rules of conduct for employees and agents of the Company. At this time, there are other documents in place within the Company and will be implemented in the future in matters related to anti-corruption compliance, to the extent that the Company is deemed to also need them to comply with applicable anti-corruption laws. In the event of a conflict between this policy and other Company policies, employees must apply the more restrictive policy or procedure. In such situations, please notify the general compliance manager or the local compliance manager so that the person can address the conflict promptly, to advise you on any appropriate steps you need to take and, if necessary, to be able to update the policy or procedure in question. The Management of the Company, through its conduct, must establish a standard of ethical behavior and, by personal example, outline an attitude that is not compromising among the Company's

employees and agents regarding any forms and manifestations of corruption that must become an inalienable part of corporate culture and day-to-day business practices within the Company.

3. The Basic Principles of Anti-Corruption Compliance within the Company

3.1. Consistency in policy implementation

The Company consistently implements the rules and principles specified in this policy, as well as other Company policies in the field of anti-corruption compliance. The Company promotes principles of ethical business conduct and motivates the Company's employees and agents to comply with this policy. In the event of a breach of anti-corruption compliance by Company employees and agents, the Company will apply appropriate accountability measures to them.

3.2. Monitoring of compliance legislation and best practices

The Company rigorously complies with any changes to the regulatory requirements of applicable anti-corruption laws and the practices by which they are implemented. In view of the results of that monitoring and on the basis of best practices in anti-corruption compliance, the Company implements measures to introduce changes in current policies.

3.3. Periodic risk assessment

Periodically, the Company implements measures to highlight and reduce corruption risks and also assesses the effectiveness of the current anti-corruption compliance system.

In view of the results of the implementation of these measures and where necessary,

The company will change existing policies or develop and introduce additional policies. The measures implemented must match the nature of the risks discovered in a reasonable and proportionate manner.

3.4. Information and preparation

A copy of this policy shall be provided to each Director, official and employee of the Company, as well as to workers contracted directly or through agreements with third parties for the provision of personnel. All policy updates will be distributed internally. The policy will also be made available on the Company's website and will be available to all Company agents. Independently or by consulting external anti-corruption compliance specialists, the Company implements and supports a training program for The Company's employees and agents, in accordance with anti-corruption compliance principles and standards, conducts a system of training sessions and constantly updates training materials.

3.5. Appointment of a responsible employee

The Company appoints an employee whose official responsibilities are to implement this policy, as well as to implement the Company's other policies in matters involving anti-corruption compliance ("General Compliance Manager"). The Company also ensures that compliance managers are also appointed to subsidiaries in the country to implement and maintain anti-corruption compliance systems at the local level.

The General Compliance Manager shall be directly subordinated to the Director General of the Company and assigned the authority and resources necessary for the effective implementation, maintenance and improvement of the Company's anti-corruption compliance system.

Where any employee of the Company has questions about the content of this policy, including questions of interpretation of any of its provisions, as well as doubts as to the legal and ethical nature of its actions, the application and implementation of the principles of compliance set out in this policy, including questions relating to the applicability of such principles in this or in that situation or in

the Company's business process, the employee is required to contact the general compliance manager or the local compliance manager to receive recommendations.

If a Company agent has these questions, it is recommended that you ask the Company's general compliance manager or the local compliance manager for clarification.

3.6. Reporting to the General Compliance Manager

On a regular basis, and as required, the General Compliance Manager shall report to the General Manager of the Company any aspects related to the process of implementing and/or improving the anti-corruption compliance system, such as any violations not covered during the reporting period, internal investigations conducted, deficiencies in internal compliance control and measures taken on this issue, as well as the general state of operation and efficiency of the Company's anti-corruption compliance system.

Local compliance managers are directly subordinated to the general compliance manager, to whom they must report.

3.7. Training and maintaining the Company's reputation

The Company makes reasonable efforts to ensure that persons known to be or have been involved in illegal activities will not be accepted into managerial positions and will not be allowed to join the Company's governing bodies.

The Management of the Company assumes responsibility for maintaining and efficiency of the corporate anti-corruption compliance system as a whole, as well as for ensuring the implementation and execution of the means of control and procedures of the anti-corruption compliance system, in the areas of its functional competences.

Company employees, regardless of their position, are personally responsible for complying with the principles and requirements of this policy and applicable anti-corruption laws, as well as the actions (lack of actions) of their subordinates that violate these principles and requirements.

4. Specific issues concerning anti-corruption compliance

4.1. Contractual means of conformity control

In the cases described in the Company's policies, contracts concluded between the Company and third parties must disclose the obligations of those parties to comply with applicable anti-corruption laws (anti-corruption clause), in accordance with the drafts approved by the Company. In addition, contracts must stipulate the Company's right to immediate and unilateral termination in the event of a non-compliance with the obligations specified in the anti-corruption clause.

In the situations described in the Company's policies, contracts concluded between the Company and third parties must also disclose the Company's right to perform an audit relating to finance and other types of documentation for the implementation of the contract in question.

4.2. Checking the background of business partners and employees

The Company makes reasonable efforts to minimize the risks associated with interaction with any third parties, including business, work and any other type of relationship with natural persons or legal entities. To this end, the Company has developed and maintains inspection procedures in relation to employees, business partners (legal entities or individuals) and in relation to persons with whom the Company intends to enter into a contract. In addition, the Company conducts a periodic background check of business partners with whom it has concluded long-term contracts (for a duration of more than one year).

The background check procedure, in relation to business partners and employees, has the following purposes: an assessment of the need to hire a business partner, the employee, the purposes of this hiring, compared to similar transactions of the Company;

1. assessing the general reputation of the employee or business partner, owners and key persons in order to comply with the anti-corruption laws in force;
 2. the discovery of any violations of applicable anti-corruption laws and whether they have been committed in the past;
 3. the possibility of discovering whether the potential employee or business partner has any connection with a government representative and government entities that could influence the acquisition by the business partner or the Company of inappropriate commercial advantages;
 4. assessing the impact of these links on the legality of the conclusion of the contract with the business partner, in terms of the applicable anti-corruption laws;
1. assessment of reasonable and uninfluenced commercial character for a proposed transaction.
 1. Any warning of compliance with anti-corruption measures, which has arisen during a background check, must be forwarded to the local compliance manager before formalisation or further business relationship.
 2. The statements in clause 4.2 of the policy also apply to contractors in merger, acquisition or joint venture transactions and so on. In addition, background checks are carried out for legal entities, for the holding of title deeds or control rights (directly or indirectly) that the Company obtains as a result of the transaction.

4.3. Gifts and hospitality expenses

The business decisions of the Company and its partners must be made objectively, without being influenced by gifts and privileges. A small gift with a reasonable price or a gesture of gratitude can sometimes be an appropriate way of expressing mutual respect for business people. In any case, regardless of value, the offering and receipt of a gift, meal, entertainment opportunity or hospitable benefit shall not be performed with the intention of improperly influencing a government representative or any other party in a business relationship with the Company.

Any gifts and hospitality expenses of the Company (gifts that the Company's employees and agents may offer, on behalf of and/or using the Company's money, to natural persons or legal entities or which employees, in close connection with the work performed within the Company, may receive from other parties, as well as corresponding hospitality expenses) shall comply with the following criteria:

1. are not offered with the intention of influencing the beneficiary for the purpose of obtaining or retaining any improper business benefits for the Company or for another natural person or entity, as an explicit or implied exchange of favours or benefits or for any other corrupt purpose;
 1. must not be prohibited by the anti-corruption laws applicable to the Company and the beneficiary;
 2. it must not affect the beneficiary's ability to make impartial and fair decisions in relation to the official authority which he has acquired and must not impose any moral obligation on the beneficiary;

3. it must not constitute a hidden remuneration for obtaining an inappropriate commercial advantage, including any service, action, omission, or decision, and must also not constitute an attempt to exercise influence over the beneficiary for an unlawful or unethical purpose.
4. they must be reasonably justified and not be a separate or mixed luxury item where payments are made to a person more than once;
6. must not create risks for the Company that could damage its reputation in the event of disclosure of information on such gifts or hospitality expenses;
5. must not contravene the principles and requirements of this policy and other Company policies in the field of anti-corruption compliance.
6. they must be offered and accepted in a transparent manner without being requested.
7. must follow the approval procedures established within the Company.
8. The criteria indicated should also be applied to expenses for the organization, on behalf of and/or using the Company's money, of events to attract, retain or develop customers, as well as events relating to communication with the public, the media and the professional society.
9. Before making a payment or donations of gifts, which exceed (together or separately over the one-year period) the amount of USD 100, to a third party, including a government representative, on behalf of and/or using the Company's money, an employee must contact the local compliance manager and provide detailed information about the proposed gift or other expenses incurred in order to receive confirmation of the legality and admissibility of such a payment or gift. Symbolic gifts, such as pens or calendars with the Company logo, do not require pre-acceptance from the compliance manager.
10. Compliance managers have the right to block the transfer of the gift or payment of expenses if they decide that such actions do not comply with the criteria set out below or if they provide for risks of violation of the company's anti-corruption laws.
11. It is not permitted to give gifts, on behalf of the Company, to employees and agents of the Company, to any third parties in the form of monetary funds, whether in cash or not, as well as any equivalents thereto (e.g. cheques, gift cards, insurance and so on). Also, as a general rule, it is not permitted in any way to pay the fare of a flight ticket and the travel expenses of the spouse, other family members, other guests of government representatives or other third parties.
12. In the case of a modest amount, employees shall have the right to accept small gifts and payment of hospitality expenses by third parties with whom they interact in the context of an activity carried out in the interest of the Company, in accordance with the following conditions:
 - following acceptance of the gift or payment of hospitality expenses, a conflict of interest shall not be created for the employee as regards his official responsibilities within the
 - i. Company and its performance is not affected; an employee considers in good faith that the donor has no intention of in any way affecting the employee's performance with regard to the employee's official responsibilities.
 - Employees are not allowed to request gifts. Employees are required to inform the compliance manager if they receive any gifts or expenses from third parties in excess of USD 100 (or the equivalent of that amount in local currency).

4.4. Detention of government representatives

It may justify the retention of a former or current government representative as an employee or business partner of the Company. In any case, this should be handled with caution. Such relationships must be structured to meet the requirements of applicable anti-corruption laws and other laws applicable in the appropriate jurisdictions and must not give rise to a conflict of interest for the government representative. Such a relationship may not be negotiated or approved without the prior consent of the compliance manager.

4.5. Sponsorship and corporate social responsibility

In accordance with this Policy and other procedures implemented, the Company does not finance or participate in any charitable and/or sponsorship activities in order to receive any illegal privileges or preferences in connection with the business activity carried out.

All financial transactions of the Company associated with a sponsorship activity or a charitable activity are mentioned in the accounts in detail and in a manner of confidence; the project being carried out is coordinated in pre-view; monitoring procedures for charitable contributions allows a person to convince himself at the highest level of certainty that such contributions do not constitute a form of disguised bribery.

Before an employee of the Company or Company makes a donation, on behalf of and/or using the Company's money, the amount of which exceeds \$100, it is necessary to consult the compliance manager who has the right to block payment following a background check for compliance with applicable anti-corruption laws.

4.6. Financing of political activities

The Company does not in any way finance, support or encourage political parties or their members, including candidates for office with their policies, election campaigns or political events, nor political organizations or movements.

4.7. Payments through intermediaries to third parties

The Company, its employees and agents may not call third parties to perform any actions contrary to the principles and requirements of this policy or to the standards of applicable anti-corruption laws. These third-party actions may expose the Company, even if this is not obvious. The Company, its employees and its agents may not make payments to third parties if there is a suspicion that all or part of the payment will be used to bone a government representative, agent or employee of a commercial organization.

The Company shall ensure that the reasonableness and justification of payments or other third-party provisions is inspected in order to prevent and/or discover the violations described above in order to minimise the risks of the Company's involvement in corruption activities. All commercial relations with third-party intermediaries must be approved by the compliance manager and all such relations must be provided in writing under an agreement.

4.8. Facilitation payments

The policy prohibits "facilitation payments", for example, informal payments made to receive or speed up (hasten) routine government action, such as actions that are routinely carried out by government representatives (e.g. processing government papers, such as permits, visas, etc.).

4.9. Journals and registers

Employees or agents are not allowed to enter into any transactions on behalf of the Company with fraudulent intent or knowing that the transaction or payment differs from the description in the confirmation or justification documents of the transaction/payment.

For the implementation of this prohibition, all financial transactions, accounting records and entries must be recorded credibly and in detail in the Company's journals and records, must be documented and accessible in the event of an inspection.

Any payments to third-party agents shall be made to bank accounts held by such an agent in the country where the goods or services in question were supplied or in the country in which the agent is registered. Any expenses for which a refund is requested by an employee or agent of the Company, as well as any expenses of the Company incurred using cash resources, shall be confirmed in a confirmation document using appropriate primary documentation and including original receipts, invoices and other relevant documents. Any requests for reimbursement of expenses must be approved by the supervisor of the employee requesting payment.

4.10. Audit and control

Periodically, the Company organises internal and external audits for its financial and business activities and also conducts continuous checks to ensure that the records of all business operations are complete and complete in journals and registries, as well as compliance with the requirements set out in applicable law and internal regulatory documents of the Company, including the principles and requirements set out in this policy.

As part of the Company's internal control procedures, inspections are carried out with a view to implementing the procedure established for the performance of business processes, including inspection to confirm the legality of the operations carried out, involving the Company's assets and their economic justification, the advisable nature of the expenses, including confirmation by primary accounting documents and compliance with the requirements of this policy.

4.11. Information on infringements

Each employee and agent of the Company who became aware of the matters relating to (or signs suggesting) violation or tendency to violate the provisions of this Policy and/or applicable anti-corruption laws by the Company's employees or agents, as well as by third parties, shall inform of any of them in the following ways:

1. by informing the direct superior or, where such communication concerns the actions of the direct superior, by informing another superior;
2. via the "Phone Support Line" or by sending a message directly to this address: office@rap-group.ro that can also be done anonymously (using an external email address);
3. by informing the General Compliance Manager of the Company or a local compliance manager.
4. To the limit of its authority, the Company will take steps to ensure the protection of employees who have deliberately reported a violation or suspicion of violation of the provisions of this policy and/or applicable anti-corruption laws, from persecution or any other form of discrimination by the party for whom the report was made.
5. In addition, the Company guarantees that no employee will be held liable (by dismissing, demotion, deprivation of a bonus and so on) by the Company if that employee has reported

or assumed the existence of corruption in good faith or if the employee has refused to offer, receive a bribe or mediate acts of bribery, including the situation where such refusal results in the failure to make a profit for the Company or where no commercial or competitive advantages are obtained. Revenge actions may result in disciplinary action pending termination of the contract.

6. The guarantees offered by the Company to refuse to consider responsible employees do not apply to employees found guilty, nor in cases where an internal investigation proves that the report in question was deliberately false, relied on a false statement or was a libel suit.

5. Responsibility

To the extent that the Company may be held responsible for the involvement of employees and agents of the Company or other parties associated with it in corruption, for each justified suspicion or for each specific corruption case, internal investigations shall be conducted in accordance with the Company's rules in which the procedure for conducting such an investigation is established, in a context permitted by applicable law.

Parties guilty of violating this policy and applicable anti-corruption laws shall assume disciplinary, administrative, civil or criminal liability, at the initiative of the Company, law enforcement authorities or at the initiative of other entities in the proceedings and on the grounds set out in the Company Charter, in internal proceedings, and in appropriate cases that provide sufficient grounds, in accordance with applicable anti-corruption laws and other applicable laws and regulations.