



# ANTI-CORRUPTION POLICY

## Group MOBISTAR

Date : 26.06.2013  
Version : v 1.0  
Approved by : Compliance Officer

Unrestricted

## 1. Purpose

The purpose of this Policy is to set out our responsibilities, and those of all who work for us or on behalf of us, in observing and upholding our « zero tolerance » position on bribery and corruption and using proportionate measures to ensure compliance. This Policy also provides guidance on how to recognize and mitigate risks.

This Policy applies to MOBISTAR group employees and directors and to employees assigned to or working for the group.

This Anti-Corruption Policy (ACP) should be read in conjunction with our group code of ethics.

This Anti-Corruption Policy will be later complemented by (1) the guidelines for preventing corruption, (2) the step-plan to implement the program and (3) the review of the program by the Board of Directors of MOBISTAR.

As part of our communication and prevention approach, it is expected that this Policy will be shared with third parties, namely customers, suppliers and consultants.

Importantly, a Policy cannot cover every situation or provide information on every law that may be applicable where MOBISTAR conducts business. Therefore it is fundamentally the responsibility of us all to read these important reference documents as they become available.

## 2. What do bribery and corruption mean ?

Bribery is :

- the offer, promise or giving (active corruption) or
- the soliciting, demanding, receipt, agreement to the receipt or acceptance (passive corruption)

of anything of value as an inducement for an action or lack of action which is improper, illegal, corrupt, unethical or a breach of trust. Any attempt to bribe shall be included into this definition.

Corruption is the misuse of public office or power for private gain ; or the misuse of private power in relation to commercial dealings not involving government.

Corruption as used in this Policy shall include bribery, extortion or solicitation, trading in influence and laundering the proceeds of these practices.

## 3. Policy statement

### 3.1 Integrity in Corporate Conduct

The MOBISTAR group is committed to conducting business fairly, honorably, with integrity and honesty, and in compliance with all applicable laws. The MOBISTAR group adopts a zero tolerance Policy to corruption in all of its business activities across the group.

We are active in our enforcement of these policies and also committed to training those that work for us to abide by our policies.

Accordingly, the following practices are prohibited, at all times and in any form, whether these practices are engaged in directly or indirectly, including by third parties :

- bribery ;
- extortion or solicitation ;
- trading in influence ;
- laundering the proceeds of corrupt practices.

We are also committed to ensuring that no one suffers any detrimental treatment as a result of reporting suspected violations or refusing to take part in bribery or corruption.

### 3.2 Compliance with applicable laws and international conventions

The laws of most countries make attempted or actual facts of bribery a crime with substantial penalties for both companies and workers, including fines and/or imprisonment. .

Some of these laws also have an extraterritorial reach and several major international conventions (the OECD convention on combating bribery of foreign public officials in international business transactions, the United Nations Convention against corruption, and so on) exist to combat bribery and corruption.

Therefore we have to take all necessary steps to inform our employees, our associated persons and third parties of their respective relevant obligations, responsibilities and applicable offences in light of their respective local laws and regulations and to cause them to abide them by such laws and regulations.

### 4. Corruption Risk Areas

Reasonable gifts and hospitality can help us to establish, maintain and develop relationships that are important to our business.

However, we do not want you to feel vulnerable or exposed to allegations of inappropriate behavior in maintaining business relationships. Offering or receiving gifts and hospitality in an inappropriate way can also place you and/or the company in breach of anti-corruption legislation.

For these reasons, before accepting or offering any gifts and hospitality from or to anyone, you should ensure that you are acting according to the guidance set out by the company, which includes a clear frame of authorizations.

It is never acceptable for you (or someone on your behalf) to do any of the following : :

- Give, promise to give, offer or solicit a payment, gift, travel, hospitality or other benefit with the expectation or hope that a business advantage will be received, or to reward a business advantage already given ;
- Give, promise to give, or offer a payment, gift, travel, hospitality or other benefit to a government official, agent or representative to facilitate or expedite a routine procedure ;
- Accept payment or the promise of payment from a third party that you know or suspect is offered with the expectation that it will obtain a business advantage for them ;
- Accept a gift, hospitality, travel or other benefit or the promise of such from a third party if you know or suspect that it is offered or provided with an expectation that a business advantage will be provided by us in return.

We do not make, nor tolerate, facilitation payments. Facilitation payments are typically small, unofficial payments made to secure or expedite a routine government action by a government official. In the event that you feel you have no option but to make such a payment, you should do what is necessary to protect yourself and report the incidence as soon as you can to your manager and the compliance officer ; they shall have responsibility for coordinating the proper response to the incident .

If you are asked to make a payment on our behalf, you should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. You should

always ask for a receipt which details the reason for the payment. If you have any suspicions, concerns or queries regarding a payment, you should raise these with the compliance officer.

Third parties are required to adhere to our policy and will be retained after appropriate due diligence is conducted

#### 5. Your responsibilities

Please ensure that you read, understand and comply with this Policy.

The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for us or under our control. All workers are required to avoid any activity that might lead to, or suggest, a breach of this Policy.

Please notify your manager or the compliance officer as soon as possible if you believe or suspect that a conflict with, or breach of this Policy has occurred, or may occur in the future. For example, if a client or potential client offers you something to gain a business advantage with us, or indicates to you that a gift or payment is required to secure their business.

#### 6. Reporting concerns

Dedicated channels are available to workers within MOBISTAR to raise, concerns, seek advice or report in good faith if they have good reason to believe that there has or will be deviations from the MOBISTAR Policy and guidelines or violations of law without fear of retaliation or of discriminatory or disciplinary action. Reports can be treated in confidence and all bona fide reports will be investigated.

#### 7. Record keeping, transparency et auditing procedures

The applicable laws listed above require MOBISTAR group to be able to demonstrate compliance with their provisions and an adequate system in place in order to ensure the accuracy of books and records. Therefore, the MOBISTAR group shall ensure that proper transparency and auditing procedures are in place.

We must keep financial reports and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.

You must comply with the applicable gifts and hospitality policy in relation to record keeping and expensing gifts and hospitality accepted and offered.

All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness. No accounts must be kept « off-book » to facilitate or conceal improper payments.

#### 8. Awareness and training

MOBISTAR group implements and maintains a program to provide ongoing education and training.

MOBISTAR group communicates periodically its anti-corruption Policy both internally and externally.

MOBISTAR group provides its directors, officers, employees and business partners, appropriate guidance and training for identifying corruption risks in a daily business dealings.

#### 9. Policy Administration

The Executive Committee of the MOBISTAR group has overall responsibility for ensuring this Policy complies with our legal and ethical obligations and that all those under our control comply with it. The Board of Directors of the MOBISTAR group will review at least once a year the effectiveness of the prevention program.

The Compliance Officer has responsibility for supervising the implementation of this Policy and monitoring its effectiveness. Any improvements identified will be implemented in a subsequent version of the Policy.

Managers at all levels are responsible for ensuring those reporting to them are made aware of, understand and comply with this Policy.

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