

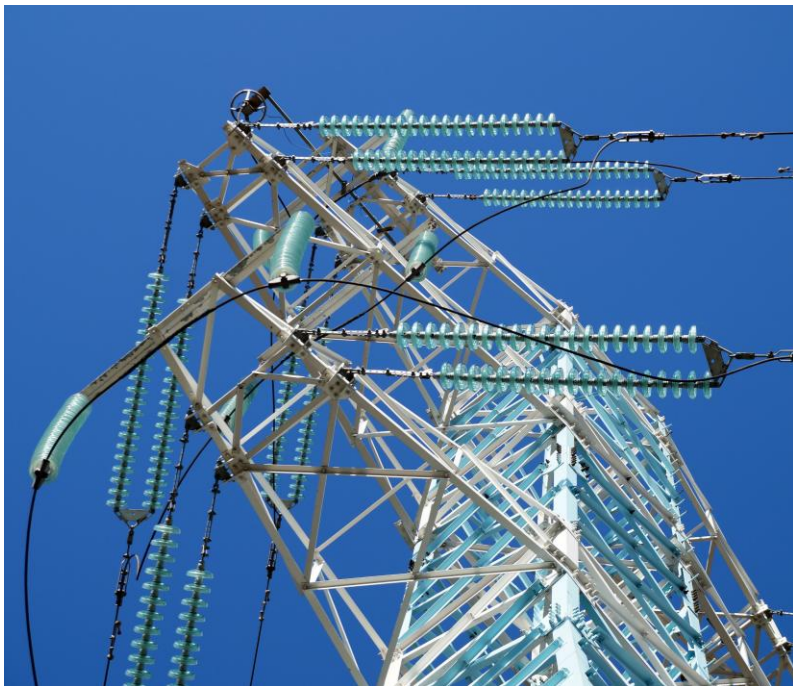
Anti-Corruption Policy



Purpose and Scope

Purpose

This Policy sets out Sediver's core principles and commitments in the fight against corruption. It is intended to serve as a clear and accessible reference when addressing corruption-related matters.



Scope

This Policy applies to all Sediver employees, directors, and other corporate officers regardless of their position, level of seniority, or geographic location (together "Employees"), as well as to any third party acting on behalf of Sediver (such as sales agents, sales representatives, key distributors). While Sediver does not exercise day-to-day control over such third parties, it expects them to comply at all times with the same rules as its Employees.

Sediver also encourages its stakeholders – including customers and suppliers – to adhere to the same standards of integrity and compliance.

Top Management is responsible for promoting this Anti-Corruption Policy and each manager is responsible for ensuring that the personnel under their supervision complies with it, disseminating its principles and taking measures to prevent, detect, remediate and report potential violations.

Each Employee has the continuing obligation to be familiar with Sediver's Compliance Management System. In case this Policy is less strict than local laws in a jurisdiction, stricter laws shall prevail. In case this Policy is stricter, this Policy shall prevail.





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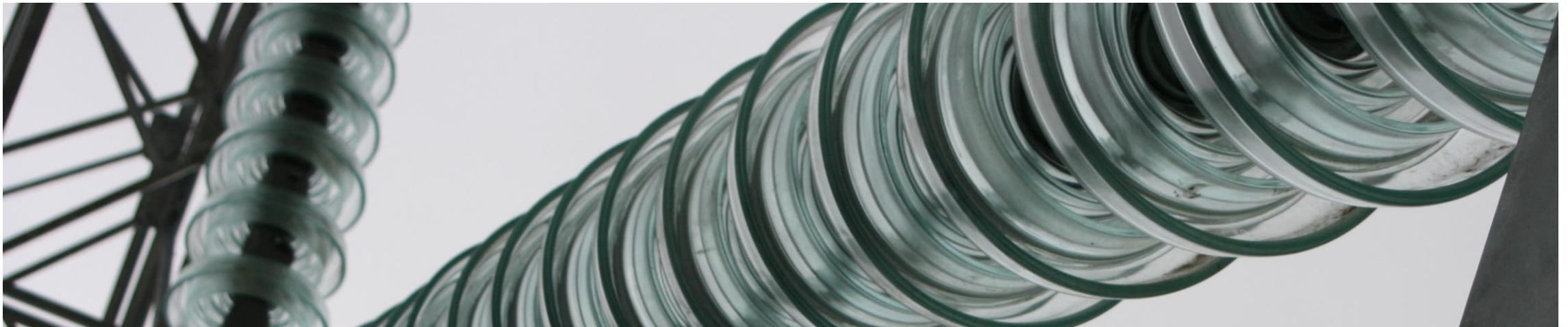
I. Introduction

As a global industrial company, Sediver is committed to conducting business with integrity, transparency, and in full compliance with anti-corruption laws. The company enforces a strict zero-tolerance approach to any form of corruption – whether public or private, direct or indirect, active or passive.

Sediver's commitment to anti-corruption compliance is rooted in respect to international and national laws, and in the company's dedication to fair and open competition. Sediver competes based on the quality and reliability of its products and services – not by offering improper advantages.

This Anti-Corruption Policy, together with the Sediver Code of Conduct and the company's internal Procedures, forms a key foundation of Sediver's Compliance Management System. It provides all Employees and third parties acting on behalf of Sediver with clear guidance to navigate corruption risks and uphold our integrity standards in day-to-day operations.

Third parties acting on behalf of Sediver are expected to uphold the same level of ethical conduct and commitment to compliance and must adhere to all applicable anti-corruption laws as well as the principles set out in this Policy.



II. Scope of Prohibited Conducts

As part of its commitment to full compliance with anti-corruption laws, Sediver considers it essential that all Employees and third parties acting on its behalf understand the different forms that corruption and related misconduct may take.

The following section provides key definitions and examples to help identify and avoid illegal or inappropriate conduct, in accordance with anti-corruption legislation such as the French Sapin II Law, the UK Bribery Act, and the U.S. Foreign Corrupt Practices Act.

Each Employee, and any third party acting on behalf of Sediver is individually responsible for complying with the rules and principles set out in this Policy, as well as the applicable anti-bribery laws of the jurisdictions in which they operate or that may be affected by their activities.

Non-compliance will be taken seriously by Sediver and may result in disciplinary action, up to dismissal for cause, in accordance with local labor laws. Employees and third parties acting on behalf of Sediver should also be aware that violations may lead to personal liability, including criminal sanctions (such as fines or imprisonment) and civil liability, in addition to any liability incurred by the company.

Such misconduct can also seriously harm Sediver's reputation, undermine the trust of its clients and stakeholders, and jeopardize the efforts and performance of the entire company.

Employees and third parties acting on behalf of Sediver are strongly encouraged to consult their Local Compliance Representative or the Group Compliance team whenever they have doubts about a situation that may involve corruption risks before taking any action. Seeking advice in a timely manner is not only permitted but expected, and Sediver considers the early identification and escalation of potential concerns to be a key element of effective compliance. Silence or inaction in the face of doubt may expose both the Employee or the third party acting on behalf of Sediver and Sediver itself to significant legal and reputational consequences.



Corruption/Bribery is the act, for a person, whether public or private, to propose, consent, accept, or solicit to perform an act, directly or indirectly, in exchange for a benefit. This benefit can be intended for anyone and take any form. In return for this benefit, the person is required to perform or refrain from performing an act in the performance of their duties.

Corruption/Bribery is said to be:

- /// active when the person proposes or consents the benefit;
- /// passive when the person accepts or solicits the benefit to perform or refrain from performing an act;
- /// public when it involves a member of a public service/authority.

🔊 Illustrations of Corruption/Bribery scenarios:

- Offering luxury or high-value branded gifts (e.g., watches, electronics, luxury items) to a customer representative or public official during contract discussions or renewal processes to obtain the contract.
- Inviting public officials or customer representatives to prestigious or exclusive events (sports tournaments, concerts, cultural events) with limited business justification or excessive frequency to obtain from them decisions that benefit Sediver.
- Granting business courtesies, invitations, or gifts to relatives of public officials or customer representatives to gain influence, even indirect, in decisions that benefit Sediver.
- Frequent hosting of business meals with limited or no clear business justification, particularly during critical commercial or administrative negotiations to obtain from the counterpart decisions that benefit Sediver.
- Engaging third-party intermediaries (sales agents, consultants, distributors) who are relatives or personally recommended by decision-makers within customer companies, utilities, or public entities.
- Accepting or soliciting bribes or advantages from customer representatives or public officials to overlook contract breaches or to avoid contractual penalties detrimental to Sediver's interests.

Conflicts of Interests

A Conflict of Interests arises when an Employee or any third party acting on behalf of Sediver may place their personal interests, either financial or nonfinancial, before the interests of Sediver in such a way that it might influence their judgement, decision or action or prevents them from impartially, objectively and independently performing their professional duties and responsibilities.

Conflicts of interests may be:

- /// **Direct or indirect:** a personal interest includes any benefit obtained for themselves (direct) or for their relatives, friend, close relations or organizations with whom they have or had a business relationship or shared interests (indirect);
- /// **Actual, potential or perceived:** an Employee or any third party acting on behalf of Sediver can be facing a real and existing conflict (actual), be in a situation that may result in a conflict (potential) or that may appear to be a conflict (perceived).

For more information on identifying and managing conflicts of interests, please refer to Sediver's Conflicts of Interests Management Procedure.

Illustrations of Conflicts of Interests scenarios:

- An Employee selects or influences the choice of a supplier or subcontractor owned by or closely connected with a family member or friend, despite the existence of better-qualified or more competitive suppliers.
- An Employee recommends a supplier or subcontractor owned by or closely connected with a family member or friend, without conducting a benchmark or checking whether other suppliers are available.
- An Employee influences decisions related to hiring, promotions, or remuneration of a relative or close acquaintance within the company.
- An Employee shares or exploits confidential or proprietary information obtained through their professional activities for their personal advantage or for the benefit of family members or close acquaintances.
- An Employee personally holds shares or financial interests in a competitor, supplier, distributor, subcontractor, customer, or another third party whose interests might conflict with Sediver, especially if the Employee can influence Sediver's decisions or negotiations involving this third party.

Facilitation Payments

Facilitation payments are small sums, not required by law or regulation, paid to public officials to expedite or secure the performance of routine government actions. These payments are considered bribery under UK and French law and are explicitly prohibited under this Policy – regardless of their amount, frequency, local practice, or potential tolerance under certain laws (such as the U.S. FCPA in limited circumstances).

Sediver strictly prohibits facilitation payments and expects all Employees and third parties acting on its behalf to refrain from making or accepting such payments, regardless of their amount, frequency, or local practice.

Exceptionally, if a facilitation payment is made under an imminent and serious threat to the health, safety, or freedom from unlawful detention of a Sediver employee or a third party acting on its behalf, the individual concerned must report the incident without delay to the Group Chief Legal & Compliance Officer. Such cases will be assessed on a case-by-case basis.

🔊 Illustrations of facilitation payments scenarios:

- Making small payments or offering small-value gifts (cash, vouchers, prepaid cards, alcohol) to customs officials to accelerate customs clearance of Sediver's equipment, products, or raw materials.
- Providing minor advantages or cash payments to public officials to expedite or ensure routine government actions such as obtaining permits, authorizations, certificates, licenses, or administrative approvals necessary for Sediver operations.
- Paying small sums to inspectors or regulatory officials to avoid administrative fines, penalties, or delays in regulatory inspections or audits related to Sediver's business.
- **Examples of what is not considered a facilitation payment:**
- Paying administrative fees required by law or regulation, such as those for business registration, customs clearance, or visa issuance – provided the amounts are officially published and paid through proper government channels with supporting documentation.
- Making an urgent payment to avoid immediate physical harm or unlawful detention – for example, paying for safe passage through a security checkpoint in a conflict zone.
- Engaging a licensed customs broker or legal advisor to assist with administrative procedures – where the service is legitimate, contractual, and does not involve unofficial payments to public officials.

Influence Peddling

Influence Peddling is the act, for a person, whether public or private, to unlawfully propose, consent, accept, or solicit to perform an act, directly or indirectly, in exchange for a benefit.

In return for this benefit, the person is required to abuse their real or supposed influence to obtain from a public authority or administration, distinctions, jobs, contracts or any other favorable decision.

This benefit can:

- /// be intended to anyone;
- /// take any form.

Illustrations of Influence Peddling scenarios:

- Sediver engages an intermediary or consultant with no apparent expertise or legitimate business value whose main contribution consists of personal connections with influential decision-makers in utilities or governmental bodies.
- A third-party lobbyist, consultant, or intermediary, compensated by Sediver, improperly leverages their relationships to influence regulatory bodies or public officials in adopting standards, policies, or decisions favourable to Sediver.
- Using intermediaries or third parties in pre-tender stages to improperly influence or alter contract award criteria, specifications, or requirements in favor of Sediver.
- Improperly influencing or attempting to influence public officials or regulatory authorities via third parties to obtain favorable inspection reports, certificates, licenses, or regulatory clearances beneficial to Sediver.

Employees and third parties acting on behalf of Sediver must exercise particular caution when dealing with Public Officials, as many anti-corruption laws impose stricter rules and higher standards in such interactions. In numerous jurisdictions, interactions with Public Officials are subject to more severe legal scrutiny than those involving private sector individuals.

While interactions with Public Officials require heightened caution due to stricter legal standards, Employees and third parties acting on behalf of Sediver must also remain vigilant when dealing with individuals from the private sector. Bribery involving non-public officials remains strictly prohibited under this Policy and under most applicable anti-corruption laws, regardless of the recipient's status.

The term Public Official is broadly defined and includes:

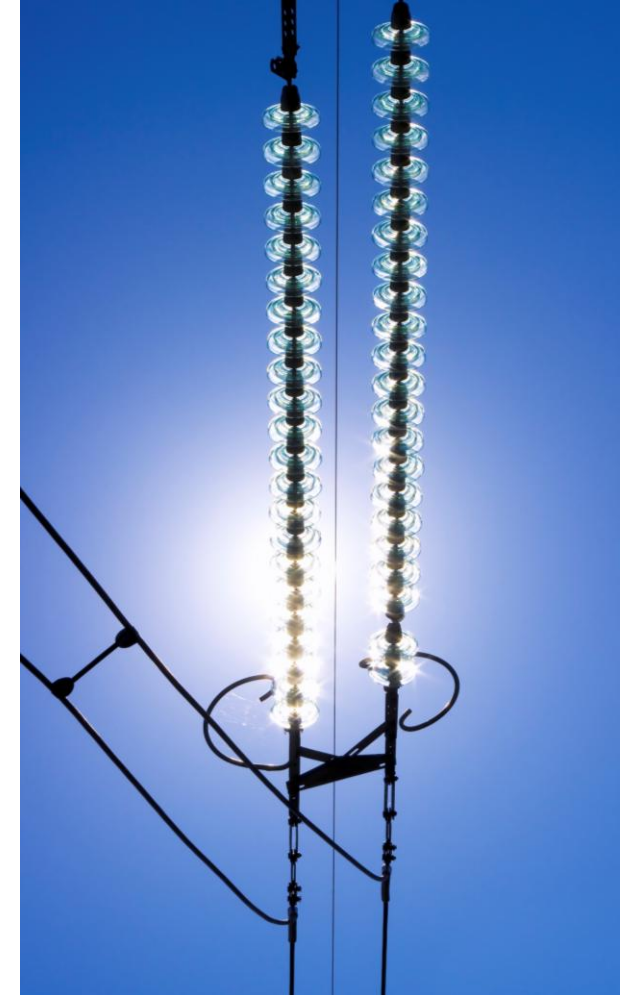
- any officer, employee or representative of a local, regional or national governmental authority or supra-national organization;
- any employee or representative of an enterprise or company owned or controlled by a governmental authority;
- any representative of a public international organization (like the World Bank Group or other developing bank);

- any political party and any individual who holds a position in a political party or is candidate for political office;
- any person who – without being employed by a governmental authority – otherwise exercises a public function or task for or on behalf of any country or public body.

In practice, this includes (but is not limited to) civil servants, inspectors, members of a political party, policemen, public prosecutors and other law enforcement personnel, judges, customs and immigration officials, ambassadors and embassy staff, but also representatives of State owned or controlled power generation companies and utilities.

This may also cover professionals such as inspectors or auditors working for private companies under a public mandate or acting on behalf of a public authority.

This definition also extends to individuals closely associated with a Public Official, including their family members, close personal connections, or any third party acting as a proxy or intermediary.



III. Our Approach

Sediver is committed to preventing, identifying, and addressing risks of corruption, bribery, and influence peddling at every level of its operations. This commitment relies on three complementary pillars: **prevention, detection, and remediation**. Together, these elements form the operational backbone of Sediver's Compliance Management System.

Through clear policies, practical tools, and dedicated resources, Sediver fosters an environment where Employees, and third parties acting on its behalf have the necessary tools and support to uphold integrity in their daily operations. These measures ensure that integrity risks are properly managed and that any suspected misconduct is addressed in a timely and appropriate manner.



A risk-based and proactive approach

Sediver's prevention approach is based on the principle that integrity risks must be proactively identified, assessed, and mitigated. This approach relies on a combination of clear internal policies, informed decision-making through integrity due diligence, structured risk mapping, and ongoing training to build awareness and foster responsible business conduct. These efforts are anchored in the belief that embedding ethics and compliance into daily operations is key to safeguarding the company's long-term performance.

A dedicated compliance governance structure

Since 2015, Sediver's Compliance Management System has been centrally overseen by the Group Legal & Compliance Department. This department is responsible for the design, implementation, and continuous improvement of the company's anti-corruption programme and policies.

The Group Chief Legal & Compliance Officer reports directly to the Group CEO and the Advisory Committee, ensuring regular coordination with Sediver's governing bodies and facilitating strategic oversight of compliance actions.

To support local implementation and day-to-day operations, Sediver has appointed Local Compliance Representatives in key jurisdictions. These representatives act as local relays between the Group Compliance function and operational teams, ensuring that Sediver's compliance standards are effectively deployed, understood, and enforced across regions.

This governance structure ensures both top-level commitment and operational reach, allowing Sediver to maintain a consistent and effective approach to compliance across all its entities and areas of operation.

Compliance Management System

Sediver's Compliance Management System is supported by a set of internal policies and procedures that reflect its zero-tolerance approach to integrity risks. These documents provide Employees and third parties acting on behalf of Sediver with clear operational guidance in sensitive situations.

The Compliance Management System notably includes a Code of Conduct, policies and internal procedures updated on a regular basis as well as a dedicated whistleblowing system ("Integrity Line"), which allows Employees, third parties acting on behalf of Sediver and other external stakeholders to report concerns or suspected misconduct confidentially and securely.

Risk mapping

At Sediver, compliance is approached through a risk-based lens. Risk mapping plays a key role in identifying areas of the business that may be more exposed to integrity risks. This approach allows the company to tailor its preventive measures, allocate resources effectively, and ensure that mitigation efforts are proportionate to the risks identified.

Integrity due diligence

Sediver performs integrity due diligence on third parties prior to engagement to identify and assess potential ethical or legal risks before any form of collaboration is established. The depth and scope of the review depend on various factors, such as the nature of the services provided, the type of relationship involved, the third party's interaction with Public Officials, and the geographical context in which the third party operates.

This process is designed to identify potential integrity risks and ensure that adequate safeguards are in place before any contractual relationship is formalized.

Training and awareness

Training is provided to Employees and third parties acting on behalf of Sediver based on their level of exposure to corruption risks. These sessions help raise awareness of applicable rules and promote the expected standards of behavior within Sediver. Regular communication campaigns reinforce key compliance messages and promote a culture of integrity.

Timely detection of potential misconduct is critical to protecting the company and ensuring the effectiveness of its Compliance Management System. Sediver has implemented several mechanisms to identify and escalate potential integrity risks at an early stage.

Internal controls and monitoring

Sediver integrates internal controls into its core operations to help detect unusual transactions, policy breaches, or other indicators of misconduct. These controls are periodically reviewed to ensure their effectiveness and alignment with the company's risk exposure.



Integrity Line

Sediver provides a dedicated whistleblowing system – the Integrity Line – available to all Employees, third parties acting on its behalf and other external stakeholders. Reports can be submitted confidentially, anonymously, and in multiple languages. You can report issues via the confidential Sediver Integrity Line on the company's website (<https://www.sediver.com/company/compliance/>), which is managed by an external law firm. All alerts are handled under a structured internal process that ensures timely response, fairness, and the protection of whistleblowers.

Escalation and Investigations

Sediver investigates all allegations or indications of misconduct promptly, thoroughly, and impartially. Potential breaches – whether identified via the Integrity Line, internal controls, or other channels – are addressed with the necessary care to ensure fairness and confidentiality.



Remediation

When misconduct is confirmed, Sediver acts promptly, proportionately, and with transparency. Disciplinary measures may be taken where appropriate. Remediation goes beyond individual sanctions and includes corrective actions aimed at strengthening Sediver's Compliance Management System and mitigating future risks.

These may include reinforcing internal controls, updating procedures, providing targeted training, or improving governance practices.

Lessons learned from each case are systematically considered to enhance Sediver's Compliance Management System and ensure continuous improvement.

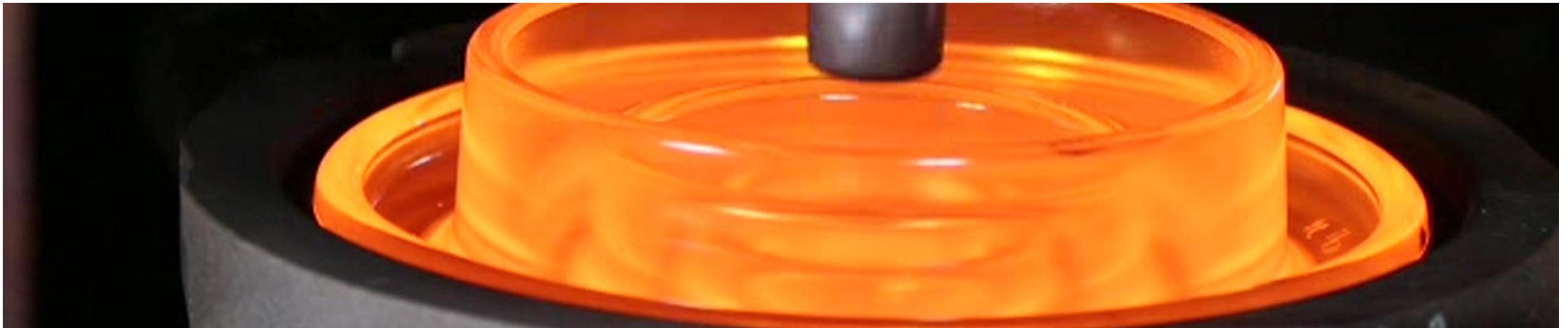


IV. Concerns and Questions

If you have any concerns about this Anti-Corruption Policy or about Sediver's overall Compliance Management System, you are encouraged to contact your Local Compliance Representative or the Group Chief Legal & Compliance Officer.

If you have questions about this Anti-Corruption Policy or the relevant laws and regulations, or if you are unsure how to act in a specific situation, you must seek guidance before taking any action. You may reach out to your manager, your local HR department, your Local Compliance Representative, or the Group Chief Legal & Compliance Officer.

When in doubt, or if you are unsure whether your actions are legal or in line with this Anti-Corruption Policy, always follow the principle: **ask first, act later.**



V. Key documents

This Anti-Corruption Policy is part of Sediver's broader Compliance Management System and should be read in conjunction with other key compliance documents, including internal procedures on integrity matters.



This notably includes:

- /// a Gifts & Invitations Procedure
- /// a Donations & Sponsoring Procedure
- /// a Conflicts of Interests Management Procedure
- /// a Third-Party Integrity Assessment Procedure

These documents are accessible in the compliance section of Sediver's intranet and regularly updated.

For further information, please contact your Local Compliance Representative or the Group Chief Legal & Compliance Officer.



SIGNATURE			
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STATUS OF REVISION			
Version	Date	Reason for issue revision	Issuer
V1	July 15th 2015	First release	Judith Villié
V2	August 30th 2019	New definitions	Judith Villié
V3	May 23rd 2023	Organisation changes	Judith Villié
V4	July 1st 2025	Overhaul (content and form)	Judith Villié

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