

CHARITABLE ORGANIZATION SPANBOND CHARITABLE FOUNDATION

Annex 1 to Order No. 4-org
dated 1 June 2026



ANTI-CORRUPTION POLICY OF THE CHARITABLE ORGANIZATION SPANBOND CHARITABLE FOUNDATION

The CHARITABLE ORGANIZATION SPANBOND CHARITABLE FOUNDATION (hereinafter referred to as "SPANBOND") strongly condemns all forms of corruption. This Anti-Corruption Policy (hereinafter referred to as the "Policy") prohibits all persons with whom SPANBOND cooperates or interacts, as well as its employees and affiliated persons, from participating in any form of corruption. Persons who organise, commit or are otherwise involved in corruption shall be held liable in accordance with the Criminal Code of Ukraine.

Corruption is defined as the abuse of entrusted power for private gain. It includes such acts as bribery, fraud, extortion, collusion and money laundering. It also includes offering or accepting any gift, loan, fee, remuneration or other benefit to or from any person as an inducement to engage in dishonest or unlawful conduct or to abuse the trust placed in the organisation's activities.

Corruption may also include monetary or non-monetary benefits, such as free goods, gifts and hospitality, offers of employment or special personal services provided for the purpose of obtaining an improper advantage or capable of creating moral pressure for the purpose of obtaining such an advantage.

Occasional gifts and hospitality of insignificant value shall be addressed in accordance with the applicable Conflict of Interest Policy or other related policies.

1. PURPOSE OF THE POLICY

This Policy is an internal organisational and administrative document of SPANBOND that establishes the key principles and requirements aimed at preventing corruption and ensuring compliance with applicable anti-corruption legislation within SPANBOND by members of its governing bodies, employees and other persons who may act on behalf of and/or in the interests of SPANBOND, including, but not limited to, SPANBOND counterparties, such as suppliers of goods, works or services.

This Policy has been developed in accordance with the legislation of Ukraine, the Charter and other internal documents of SPANBOND, taking into account generally recognised principles and rules of international law and international treaties.

This Policy reflects the commitment of SPANBOND and its management to high ethical standards and SPANBOND's commitment to maintaining its business reputation at an appropriate level.

2. OBJECTIVES OF THE POLICY

2.1. Through this Policy, SPANBOND and its management pursue the following objectives:

- to establish measures aimed at improving SPANBOND's corporate culture, implementing and developing best corporate governance practices and responsible business conduct standards;
- to minimise the risk of SPANBOND and its employees, regardless of their positions, being involved in corrupt activities;
- to demonstrate SPANBOND's commitment to the principles of lawfulness, transparency and social responsibility in order to maintain its strong business reputation among its Founders, donors, the State, beneficiaries, partners, competitors and society as a whole;
- to establish a consistent understanding among the Founders, donors, beneficiaries, counterparties, employees and other persons of SPANBOND's policy of rejecting corruption in all its forms and manifestations;

CHARITABLE ORGANIZATION

SPANBOND CHARITABLE FOUNDATION

- to establish principles aimed at preventing any manifestation of corruption by, on behalf of or in relation to SPANBOND and/or its employees, and at ensuring compliance with anti-corruption legislation when conducting activities in any country of the world, regardless of the circumstances.

3. SCOPE OF APPLICATION

- 3.1. All SPANBOND employees shall be guided by this Policy and shall strictly comply with its principles and requirements.
- 3.2. The CEO of SPANBOND shall be responsible for organising all measures aimed at implementing the principles and requirements of this Policy, including appointing persons responsible for the development, implementation and monitoring of anti-corruption procedures.
- 3.3. The principles and requirements of this Policy shall apply to SPANBOND counterparties and representatives, employees and other persons where the relevant obligations are established in agreements with such persons, their internal documents or directly arise from applicable legislation.

4. APPLICABLE ANTI-CORRUPTION LEGISLATION

- 4.1. This Policy has been developed in accordance with the requirements of:
- the anti-corruption legislation of Ukraine, including, but not limited to, the Criminal Code of Ukraine;
 - international anti-corruption legislation, including the United Nations Convention against Corruption, ratified by the Law of Ukraine dated 18 October 2006 No. 251-V; the Civil Law Convention on Corruption, ratified by the Law of Ukraine dated 16 March 2005 No. 2476-IV; the Criminal Law Convention on Corruption, ratified by the Law of Ukraine dated 18 October 2006 No. 252-V; and the UK Bribery Act 2010.
- 4.2. The principal requirements are as follows:
- 4.2.1. Prohibition on offering bribes, meaning the provision or promise to provide any financial or other benefit or advantage with the intention of inducing any person to perform their official duties improperly.
- 4.2.2. Prohibition on accepting bribes, meaning the receipt of or consent to receive any financial or other benefit or advantage in exchange for the improper performance of official duties.
- 4.2.3. Prohibition on bribing foreign and/or Ukrainian public officials and/or donors, partners or counterparties and their employees, meaning the direct or indirect provision or promise to provide any financial or other benefit or advantage for the purpose of influencing the performance of their duties, obtaining business advantages or securing competitive or other benefits.
- 4.2.4. Prohibition on facilitating bribery, meaning the failure to establish adequate procedures aimed at preventing persons associated with SPANBOND from offering or accepting bribes for the purpose of obtaining business advantages or securing commercial or competitive benefits.
- 4.3. In view of the foregoing, all SPANBOND employees are strictly prohibited, directly or indirectly, personally or through third parties, from participating in corrupt practices; offering, giving, promising, requesting or accepting bribes; or making facilitation payments in any form, including cash, valuables, services or other benefits, to or from any person or organisation, including commercial organisations, public authorities and local self-government bodies, public officials, private companies and their representatives.
- 4.4. SPANBOND and its employees shall comply with generally recognised principles and rules of state anti-corruption policy, the anti-corruption legislation of Ukraine and the principles and requirements of this Policy.

5. KEY PRINCIPLES

- 5.1. Leadership Commitment

CHARITABLE ORGANIZATION

SPANBOND CHARITABLE FOUNDATION

The CEO of SPANBOND and the heads of its structural units shall establish at all levels an ethical standard of zero tolerance for all forms and manifestations of corruption by setting an example through their own conduct, ensuring that all employees and counterparties are familiarised with this Policy, and embedding the principle of rejecting corruption in all its forms and manifestations, referred to as the “zero-tolerance principle”, into daily activities and strategic projects, including interactions with the Founders, donors, beneficiaries, counterparties, representatives of public authorities and local self-government bodies, employees and other persons.

5.2. Leadership Integrity

SPANBOND shall make reasonable efforts to prevent persons known to be involved or previously involved in unlawful activities from holding senior positions or serving on its governing bodies.

5.3. Periodic Risk Assessment

SPANBOND shall periodically identify, review and assess corruption risks characteristic of its activities as a whole and of individual areas of its activities in particular.

5.4. Adequate Anti-Corruption Procedures

SPANBOND shall develop and implement adequate corruption prevention procedures that reasonably correspond to the identified risks and shall monitor compliance with such procedures.

5.5. Counterparty Due Diligence

SPANBOND shall make reasonable efforts to minimise the risks associated with any relationships, including, but not limited to, business relationships with Founders, counterparties, donors, beneficiaries and other persons who may be involved in corrupt activities.

For this purpose, SPANBOND shall assess their tolerance of bribery, including whether they have their own anti-corruption procedures or policies, their willingness to comply with the requirements of this Policy and to include anti-corruption clauses in agreements, and shall provide mutual assistance in ensuring ethical business conduct and preventing corruption.

5.6. Information and Training

SPANBOND shall make this Policy publicly available on its website, openly declare its rejection of corruption, and welcome and encourage compliance with the principles and requirements of this Policy by all Founders, donors, beneficiaries, counterparties, employees and other persons.

SPANBOND shall promote an appropriate anti-corruption culture by informing and systematically training employees to maintain their awareness of SPANBOND's anti-corruption activities and to equip them with methods and techniques for the practical implementation of the Anti-Corruption Policy.

5.7. Monitoring and Control

In view of possible changes over time in corruption risks and other factors affecting SPANBOND's activities, SPANBOND shall monitor the adequacy of its corruption prevention procedures, supervise compliance with them and, where necessary, revise and improve such procedures.

5.8. Responsible Officer

To ensure compliance with anti-corruption legislation, SPANBOND may separately appoint a person responsible for the implementation and improvement of its anti-corruption system.

Such person shall have the necessary experience and competence and shall be provided with the independence, authority and resources required for the effective implementation and improvement of the corporate anti-corruption compliance system.

5.9. Zero Tolerance for Corruption

SPANBOND shall apply the principle of rejecting corruption in all its forms and manifestations both in its daily activities and in the implementation of strategic projects.

Accordingly, all SPANBOND employees and members of its governing bodies, as well as any third party acting on behalf of and/or for the benefit of SPANBOND, are prohibited from:

CHARITABLE ORGANIZATION

SPANBOND CHARITABLE FOUNDATION

- offering, promising, authorising or making payments in the form of money or any other valuables, including, but not limited to, business gifts, reimbursement of expenses, discounts, hospitality and any other financial or non-financial benefit or advantage, to any public authority, local self-government body or representative of a commercial organisation for the purpose of influencing their actions or inaction, inducing them to perform their official duties improperly and/or obtaining an improper commercial advantage;
- soliciting, consenting to receive or accepting any payment in the form of money or any other valuables, or any financial or other benefit or advantage, where receiving such payment, benefit or advantage would itself constitute the improper performance of official or other statutory duties or would constitute remuneration for the improper performance of such duties;
- acting as an intermediary in bribery, commercial bribery, bribery of a person providing public services or the provision or receipt of an undue benefit, including directly transferring bribes, engaging in commercial bribery, bribing a person providing public services or providing or receiving an undue benefit on the instructions of a bribe-giver, bribe recipient or a person providing or receiving an undue benefit, or otherwise assisting such persons in reaching or implementing an agreement concerning the giving or receiving of a bribe, commercial bribery, bribery of a person providing public services or the provision or receipt of an undue benefit.

6. ACTIVITIES INVOLVING AN INCREASED RISK OF VIOLATIONS OF ANTI-CORRUPTION LEGISLATION

6.1. Contractual Activities

6.1.1. Prohibition on Side Agreements

SPANBOND prohibits the conclusion, on its behalf or in its interests, of any side agreements with any category of counterparties. Such side agreements include any written or oral arrangements that are not incorporated into the principal agreement with the counterparty or an annex thereto and have therefore not undergone SPANBOND's standard internal approval procedures. Any agreement concluded with a third party shall be in writing and, together with all annexes forming an integral part thereof, shall contain the complete set of terms and arrangements on which the agreement is concluded.

6.1.2. Anti-Corruption Clauses

To ensure compliance with anti-corruption legislation and minimise the risk of SPANBOND being involved in corrupt activities, where a contractual relationship with a third party may create an increased corruption risk, the relevant agreement shall contain anti-corruption clauses.

SPANBOND shall establish risk-based criteria for determining whether an anti-corruption clause must be included in an agreement.

6.2. Counterparty Due Diligence

6.2.1. SPANBOND shall make reasonable efforts to minimise the risk of establishing business, employment or other relationships with individuals or legal entities that may be involved in corrupt activities and may thereby expose SPANBOND to the risk of involvement in such activities.

6.2.2. SPANBOND shall pay particular attention to assessing the tolerance of the Founders, donors, partners, beneficiaries and counterparties towards corruption, including verifying whether they have their own anti-corruption compliance systems, assessing their willingness to comply with this Policy and include anti-corruption clauses in agreements, and providing mutual support for ethical business conduct and the prevention of corruption.

6.3. Gifts and Business Hospitality Expenses

6.3.1. Gifts that SPANBOND employees may give on behalf of SPANBOND to other persons or organisations, gifts that SPANBOND employees may receive from other persons or organisations in connection with their work, and business hospitality expenses, including expenses related to business entertainment and the promotion of SPANBOND, shall simultaneously meet the following criteria:

- they shall be directly related to the legitimate purposes of SPANBOND's activities, such as the presentation or completion of business projects, the successful performance of agreements, public holidays, commemorative dates or anniversaries;
- they shall be reasonable, proportionate and not constitute luxury items;

CHARITABLE ORGANIZATION

SPANBOND CHARITABLE FOUNDATION

- they shall not constitute concealed remuneration for a service, act, omission, preferential treatment, granting of rights, adoption of a particular decision regarding a transaction, agreement, licence, permit or similar matter, or an attempt to influence the recipient of the gift through another unlawful or unethical method;
- they shall not create a reputational risk for SPANBOND, its employees or other persons if information concerning the gift or business hospitality expenses is disclosed;
- they shall not contradict the principles and requirements of this Policy, other internal documents of SPANBOND or applicable legislation.

6.3.2. Gifts made on behalf of SPANBOND, its employees or representatives to third parties in the form of cash or cash equivalents are prohibited, regardless of the currency.

6.4. Participation in Charitable Activities and Sponsorship

6.4.1. SPANBOND shall pursue a unified charitable policy aimed at developing its image as a socially responsible partner.

SPANBOND shall not finance charitable or sponsorship projects for the purpose of obtaining commercial advantages in particular projects and/or receiving any benefit from partners, beneficiaries or any other individuals or legal entities.

6.5. Participation in Political Activities

6.5.1. SPANBOND shall not finance any political parties, organisations or movements.

6.6. Accounting Records

6.6.1. All financial transactions shall be accurately and correctly recorded in SPANBOND's accounting records with a sufficient level of detail, properly documented and available for review.

6.6.2. SPANBOND shall appoint employees who, in accordance with the applicable legislation of Ukraine, are responsible for preparing and submitting complete and reliable financial statements within the statutory time limits.

6.6.3. The distortion or falsification of SPANBOND's accounting records or financial statements is strictly prohibited.

6.7. Audit and Control

6.7.1. SPANBOND shall regularly conduct internal and external audits of its financial and business activities and monitor the completeness and accuracy of information reflected in its accounting records and compliance with applicable legislation and internal regulatory documents, including the principles and requirements established by this Policy.

6.7.2. As part of SPANBOND's internal control procedures, key business processes shall be reviewed, including selective reviews of the legality and economic justification of payments, the appropriateness of expenses, confirmation through primary accounting documents and compliance with this Policy.

6.8. Employee Engagement

6.8.1. SPANBOND shall require its employees to comply with this Policy and shall inform them of its key principles, requirements and sanctions for violations.

All SPANBOND employees shall be guided by this Policy, in addition to other internal organisational and administrative documents, and shall strictly comply with its principles and requirements.

Each SPANBOND employee shall be required to familiarise themselves with this Policy.

6.8.2. To establish an appropriate level of anti-corruption culture in accordance with SPANBOND's applicable human resources policy, employee training, including training for newly recruited employees, may be conducted where necessary on ethical business conduct, the provisions of this Policy and related documents.

Periodic information seminars may also be conducted in person and/or remotely.

6.8.3. Employees' compliance with the principles and requirements of this Policy shall be taken into account when forming a talent pool for promotion and when imposing disciplinary measures.

6.9. Reporting Violations

6.9.1. SPANBOND employees who become aware of facts, or indications of facts, concerning violations or a tendency to violate this Policy and/or anti-corruption legislation by SPANBOND employees or representatives or by third parties shall report the matter to their immediate supervisor.

Where the report concerns the actions of the immediate supervisor, it shall be submitted to a higher-level supervisor or to the person responsible for implementing this Policy.

Where corrupt conduct by the CEO of SPANBOND is suspected, one of the Founders of SPANBOND shall be notified.

CHARITABLE ORGANIZATION

SPANBOND CHARITABLE FOUNDATION

Where corrupt conduct by one of the Founders of SPANBOND is suspected, the CEO of SPANBOND and/or another Founder of SPANBOND shall be notified.

6.9.2. SPANBOND guarantees that no employee shall be subject to sanctions, including dismissal, demotion or deprivation of bonuses, for reporting a suspected incident of corruption or for refusing to offer or accept a bribe, engage in commercial bribery or act as an intermediary in bribery, including where such refusal results in SPANBOND losing a benefit or failing to obtain a commercial or competitive advantage.

7. LIABILITY FOR NON-COMPLIANCE OR IMPROPER COMPLIANCE WITH THIS POLICY

7.1. The CEO of SPANBOND and the heads of its structural units shall bear responsibility, as provided for by the applicable legislation of Ukraine, for compliance with the principles and requirements of this Policy and for the actions or omissions of persons subordinate to them who violate such principles and requirements.

7.2. Each reasonably substantiated suspicion or confirmed incident of corruption shall give rise to an internal investigation conducted in accordance with SPANBOND's internal organisational and administrative documents governing such procedures and within the limits permitted by applicable legislation.

7.3. Persons found guilty of violating this Policy or anti-corruption legislation may be subject to disciplinary, administrative, civil-law or criminal liability at the initiative of SPANBOND, law enforcement authorities or other persons, in accordance with the procedures and on the grounds established by SPANBOND's internal organisational and administrative documents and applicable legislation.