

# Group Policy

## Group Business Ethics

Policy Owner: Group CEO	Approved by Board of Directors 2026-05-21	Classification: Public	Review cycle: Annual
----------------------------	--	---------------------------	-------------------------

### 1. Purpose

This Policy sets mandatory rules, roles and internal controls for: anti-bribery & corruption (ABC), fraud & misappropriation, anti-money laundering & counter-terrorist financing (AML/CTF), and fair competition/antitrust.

### 2. Scope

This policy applies to all FM Mattsson Group employees and anyone acting on our behalf (e.g., agency staff, consultants). Relevant obligations are extended to third parties through contractual clauses where applicable.

### 3. Policy Statement & Legal Compliance

We conduct business fairly, honestly and in compliance with applicable laws (ABC, AML/CTF, competition, books & records). We maintain zero tolerance for bribery, corruption, fraud, money laundering/terrorist financing and anti-competitive behaviour. Where standards differ, the strictest requirement applies.

### 4. Governance & Oversight

This policy is implemented through internal guidelines. Where no specific guidance exists, act in the spirit of this policy. If requirements conflict, the strictest standard — whether from applicable law, this policy, or internal procedures — applies.

- **Board of Directors:** Approves the policy, sets the tone from the top, reviews integrity risks annually, and is informed of serious cases.
- **CEO (Policy Owner):** Ensures implementation, resources, monitoring and reporting to the Board.
- **CFO:** Provides guidance and oversees training.
- **Finance:** Maintains accurate records and applies payment and control standards.
- **Managers:** Implement controls, ensure training, **and foster a culture of integrity.**
- **Employees & External Personnel:** Follow this policy and report concerns promptly.

### 5. Prohibited Practices (what we never do)

#### 5.1 Bribery & Corruption

No person employed or engaged by the Group may, directly or indirectly (including via third parties), offer, give, request or accept any undue payment, advantage or thing of value to obtain/retain business or secure an improper advantage.

- **Facilitation payments** (small unofficial payments made to speed up routine actions by public officials) are prohibited. Lawful, official agency fees (receipted and properly booked) are not facilitation payments.
- **Political contributions** are prohibited.
- **Charitable donations and sponsorships** must never intend to influence a business decision or public official.

## 5.2 Fraud & Misappropriation

Fraud of any kind is strictly prohibited. This includes:

- **Financial misconduct:** Theft, embezzlement, kickbacks (illegal gratuities or commissions), falsification of records, and deceptive financial reporting.
- **Misuse of assets:** Using company assets, funds, or information for personal gain.
- **Examples:** False or misleading invoices or expense claims, misrepresenting product specifications, diverting rebates or incentives, or manipulating sales or stock data.

## 5.3 Anti-Money Laundering & Counter Terrorist Financing (AML/CTF)

We do not engage in, facilitate, or ignore money laundering or terrorist financing.

- **Controls:** We conduct third-party due diligence, understand the purpose of all payments and transactions, and escalate any red flags.
- **Cash:** Discouraged and allowed only where lawful, justified, approved, and properly recorded.
- **Payment standards:** Payments must use transparent banking channels, to accounts held in the counterparty's name, preferably in their country of operation.

### AML/CTF Red Flags (non-exhaustive):

- Unusual payment routes, including intermediaries or offshore accounts without legitimate purpose.
- Requests for cash or split payments, or vague/mismatched invoices or descriptions.
- Counterparties refusing to disclose beneficial ownership or provide mandatory documentation.
- Over/under-invoicing, or transactions inconsistent with stated purpose or economic reality.

## 5.4 Fair Competition & Antitrust

We strictly comply with all competition and antitrust laws.

### Prohibited Practices:

- Agreements or informal understandings with competitors to fix prices, rig bids, divide customers or markets, limit production, or otherwise restrict competition.
- Exchanging competitively sensitive information with competitors e.g. future prices, costs, margins, bids, production capacity, customer lists or strategic plans which are not in the public domain.

### Trade Associations & Joint Initiatives:

- Participation must be carefully managed.
- Agendas must avoid competitively sensitive topics.
- If such topics arise, object and ensure your objection is recorded in the minutes. Leave the meeting if necessary.

## 6. Gifts, Hospitality & Other Benefits

"Gifts, hospitality, entertaining and other benefits" ("benefits") are business courtesies offered to or received from external parties. Benefits must never be offered or accepted if they could improperly influence a decision, including during procurement, tendering or negotiation processes where the risk is particularly high. Benefits may be offered or accepted only when they (i) have a legitimate business purpose, (ii) are modest in value and frequency, and (iii) comply with law, this other relevant Group policies and guidelines and the recipient's own rules.

More detailed guidance is provided in the Group guideline for business travel, entertainment, gifts and expenses.

## 7. Conflicts of Interest

Avoid actual or perceived conflicts between personal interests and Group interests. Disclose conflicts; the conflicted person must not take part in related decisions. When appointing partners, obtain assurance that no inappropriate ties exist with customer decision-makers.

### **8. Third-Party Due Diligence & Business Partners**

Risk-based due diligence on customers, suppliers, distributors, resellers, dealers, agents and other partners is required before engagement and refreshed when risks/circumstances change. Contracts must include appropriate safeguards (ABC, AML/CTF, fair competition, audit, termination). Business partners shall be made aware of this policy and provided with guidance where required. In situations where the Group has limited control (e.g., minority JVs/consortia/sub-supplier roles), we must implement equivalent safeguards. More detailed guidance is provided in the Group guideline for business partner due diligence.

### **9. Accurate Books, Records & Internal Controls**

All transactions must be recorded accurately, in reasonable detail, and in the correct accounts.

- **Prohibited practices:** Off-book accounts, false or misleading entries, and deliberate misclassification are strictly forbidden.
- **Controls:** Managers must implement controls proportionate to the risks, such as segregation of duties, approval levels, vendor/customer master data checks, third-party screening, and ongoing monitoring.

### **10. Payments & Financial Controls**

All payments must be accurate, transparent, and fully documented to reflect the true nature of the transaction.

- **Cash payments:** Not allowed unless justified and expressly authorised.
- **Accounts:** Do not make or accept payments to personal accounts, unrelated third-party accounts, or jurisdictions without prior approval.
- **Integrity of records:** Split invoicing, artificial discounts, or false descriptions designed to disguise a transaction are strictly prohibited.

### **11. Training & Communication**

All employees and quasi-employees must complete mandatory business ethics training. **Higher-risk roles** (e.g. Sales, Procurement, Senior management or Others which are Public Sector-facing or in higher-risk markets) receive more comprehensive training and refreshers.

### **12. Speaking up; Investigations & Consequences**

Breaches or suspected violations of this policy **must be reported without delay** — regardless of role, seniority, or location. Reports can be made to management in accordance with the Group's Whistleblower policy. Care should be taken to avoid tipping off individuals suspected of money laundering or other financial crimes that they are under suspicion or investigation if it could prejudice the case against them. All reports are handled fairly and confidentially, and retaliation against good-faith reporters is prohibited. Breaches will be corrected promptly and may result in disciplinary action, up to and including termination. Legal breaches will be reported to authorities.