

## MANAGEMENT SYSTEM ISO 19600 / ISO 37001

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**PROCEDURE:** **SUNLIGHT ANTICORRUPTION POLICY**

**CODE:** **50.104.0001.00**

**ISSUE DATE: 15/02/2017**

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Sunlight Anti-Corruption Policy

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**Introduction – Purpose of Anti-Corruption Policy**

The present policy consists of two main Sections:

The **first section** reflects the Anti-Corruption Policy of “SYSTEMS SUNLIGHT S.A.” (“the Company”) and the Company’s commitment to abide by the dictates of Greek and of European Union (EU) anti-corruption laws, as well as those of the national anti-corruption laws of the countries within which the Company operates. The ultimate purpose of the Company’s present anti-corruption policy is to build awareness regarding potential infringements of anti-corruption rules and to create an appropriate understanding on how to avoid such infringements, at all levels of the Company’s personnel, from the workers to middle and senior managerial staff.

The **second section** of the present policy sets forth the specific Compliance Program of the Company in accordance with anti-corruption legislation. The purpose of such program is to inform the Company’s personnel, at all levels, about the main provisions of the Greek and EU anti-corruption law, about the rationale behind them, about the practices prohibited and the sanctions provided for thereunder, as well as about the Administrative Authorities vested with the power to apply and enforce them. Such information aims at facilitating and promoting a clear understanding, on part of the Company’s management and staff, of both the said anti-corruption rules as such and their impact on the day-to-day operation of the Company as well as on the shaping of its commercial and business practices. Such an understanding is deemed essential in order to avert potential anti-corruption law infringements, which may expose the Company and each member of its personnel, personally and severally, to the risk of severe sanctions.

Furthermore, the present policy aims at drawing the personnel’s attention to potential irregularities or misconducts on part of the Company’s customers, suppliers, consultants, business partners and/or competitors. Such irregularities or misconducts may be identified with anti-corruption law infringements, thereby rendering respectively liable both the Company itself and any individual involved. The last part of the present policy describes the mechanism and the procedure to be followed in case of an anti-corruption law infringement being identified or of a relevant suspicion being raised.

The present policy is evidently not able to cover or envisage all cases or circumstances that a Company’s employee may face in his/her every day practice. Thus, every department, executive and employee has the obligation to refer to the Compliance/Legal Department of the Company in any case of uncertainty or where any clarification is needed with regard to the legality of their own actions or those of third parties, of business conduct and/or performance of corporate duties, in terms of compatibility with anti-corruption law rules.

The addressees of the present policy must be well aware of the fact that it indeed exceeds the scope of ethics, professional or other, given the strict provisions and severe sanctions set forth under

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anti-corruption legislation, applicable before prosecuting authorities and courts. What is more, in no case should the addressees of the present policy consider that they are familiar with the anti-corruption law provisions and dictates merely by reading or even going through the present document. The information and directions provided below are general and indicative and cannot substitute the targeted legal advice arising out of expertise gained in the field of anti-corruption law, as the said law is interpreted, applied and enforced by courts. Communicating with the Compliance/Legal Department of the Company and seeking of special legal advice is therefore deemed essential.

Although the entire organizational structure of the Company has the obligation to become familiar with this policy, the Compliance/Legal Department must take special care to communicate it to those employees and executives of the Company who are involved, directly or indirectly, in the commercial activities of the Company, who come into contact with customers, suppliers, consultants, business partners and/or competitors of the Company, and who participate most frequently in meetings or events, organized by business organizations, in which the Company takes part. Taking this into account, the Compliance/Legal Department may condense this policy, in summary form, into a manual containing the most important dictates and information. Subsequently, this manual may additionally be translated into the language of any country in which the Company has operations.

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**SECTION I. ANTI-CORRUPTION POLICY**

**1. Scope of application and significance**

The present policy is binding on the Management, the executives, the employees and any other person providing services to or on behalf of the Company, with no exemption or deviation thereof. We all are bound to comply with the dictates of this policy and to ensure its prompt application. The Management of the Company shall not give orders, instructions or directions in contradiction to the present policy. Both the Management and the personnel of the Company have the duty to immediately inform the Legal Department with regard to issues potentially falling within the applicable, each time, anti-corruption rules.

The severe sanctions anticipated in case of anti-corruption law violations speak for the absolute need to strictly abide by the present Policy. Sunlight does not tolerate corrupt practices in any form they might occur such as bribery, fraud, money laundering or facilitation payments. It is stressed, from the outset, that the Company's financial and other interests at risk, when it comes to the compliance with anti-corruption law rules, are deemed far more significant compared to potential profits arising from any -de facto temporary- practice or conduct which may fall within the scope of anti-corruption law rules and result in severe sanctions -of an administrative, civil and penal, as the case may be, nature- for any legal or natural person involved.

**2. Principles**

The preservation of high ethical standards in compliance with national and international laws constitutes a guiding principle of the Company and drives all of its activities and operations around the world. Given the complex and particular characteristics of the worldwide market in which the Company is active, compliance with anti-corruption legislation requires constant up-to-date information on market evolution, an understanding of the paramount need for respect of the laws in general, as well as alertness, consistency and integrity regarding the enforcement of the present policy on the part of all the personnel, at all levels, of the Company.

The Company aligns with the Criminal Law Convention on Corruption of the Council of Europe (27.1.1999) stressing out that "*Corruption threatens the rule of law, democracy and human rights, undermines good governance, fairness and social justice, distorts competition, hinders economic development and endangers the stability of democratic institutions and the moral foundations of society*".

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Beyond that, exclusion of corrupt practices constitutes a pillar of the proper function of the economy, of growth and development. The Company lays emphasis on the strict application of anti-corruption law considering crucial to safeguard its business and reputation and seeking inspired personnel conduct on the basis of the above acknowledgments.

Assessing whether anti-corruption law infringement has taken place is not a sole-party task. It is necessary that we always seek the support of the Compliance/Legal Department. For the very same reasons, it is required that this policy is regularly reviewed and updated. This Anti-Corruption Policy as well as its Compliance Program shall be backed by specialized instructional seminars, information programs, and tailored -Company specific- practical application exercises and procedures and completion of special respective questionnaires.

It is stressed that all employees, at all levels of the organizational structure, are **personally and severally liable** for the strict application of this policy and the compliance with anti-corruption legislation. This personal liability in the context of the Company's affairs is nothing more than a ramification of the personal liability of certain natural persons provided for under both the Greek and the EU anti-corruption legislation. Without prejudice to the applicable each time Greek or EU employment legislation, any breach of or divergence from the present Policy is remedied pursuant to the Company's Code of Ethics and Business Conduct and the applicable Internal Regulation. Both the Management and the personnel of the Company commit to the strict application of the present policy, taking in particular into consideration both the specific and complex characteristic of the market(s), in which the Company is active, as well as the sensitivity of certain fields of business. It is once again stressed that the consequences, **both for the Company itself and its personnel (personally and severally)**, in case of an anti-corruption law violation are extremely severe, as analyzed in the following sections.

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**SECTION II. COMPLIANCE PROGRAM**

**1. Understanding what corruption means**

**1.1. General**

Corruption violates the public's trust, threatens national and international economic and social development and substantially impedes fair trade. To combat corruption, most of the countries in which Sunlight conducts business, including Greece, have enacted or adopted anti-corruption/anti-bribery laws and regulations. Greek Criminal Law, provisions of which are provided in ANNEX I hereto, has incorporated international conventions and EU legislation provisions regarding anti-corruption. Pursuant to these anti-corruption laws and regulations, it is generally a crime to promise, offer, pay, seek or accept anything of value, such as a payment, gift or favor, to improperly influence a business outcome. More specifically:

**1.2. Bribery**

The advantage obtained through corruption can be tangible or intangible. In fact, the very promise of a benefit will suffice for the offence to be complete; meaning that the benefit does not need to be granted at all for the offence of bribery to be committed. Bribery can be established even if the beneficiary of the gratuity is not the public official him/herself or the person to improperly influence a business outcome, but also any third person either relating to him/her or not.

It should be noted that acts of bribery, on the one hand, could also constitute a case of unfair competition and, on the other hand, tend to be treated as indication (at least) of anti-money laundering legislation infringement if the bribe property is transferred, used or possessed, knowing at the time of receipt that such property derived from criminal activity or for the purpose of concealing or disguising its illicit origin. Extreme caution is required under this aspect in cases of payments of intermediaries or third parties or unjustified expenses of any type.

The term "benefit" or "gratuities" or "undue advantage" within the context of national and international laws can be defined as any gratuitous financial or personal advantage of material or non-material nature in favor of the offender or third party. The benefit provided may vary. For example: sale of an expensive car at an unusually low price, favourable assignment of contract, paid hotel stay etc. Benefits can be divided into the following two main categories:

- (a) Financial benefit should be understood as the receipt of assets or the avoidance of losses or encumbrances on assets and, therefore, both either an increase in assets or a reduction in



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liabilities. Financial benefits are defined as money, securities, gifts, performances and property rights (e.g. a monetary donation, a watch as a gift etc.).

- (b) Personal benefit should be understood as satisfying needs of a nature other than financial, or those in which the intangible benefit is of a dominant nature, e.g. recommending someone for a position, promotion, the award of a distinction, the withdrawal of a negative appraisal contained in personnel files.

The crime of bribery is established even when the benefit is indirectly requested from or granted to the offender, i.e. even through an intermediate or even to a third party related to the offender (e.g. hotel accommodation to the public official's wife). Furthermore, persons who offer or promise to give bribes or request to receive bribes will be deemed to have committed bribery, even if such offer, promise or request is rejected by the counter-party.

Differing from several foreign legislative provisions, Greek legislation does not expressly allow particular types of benefits in regard to their value (e.g. a gift such as a book could comprise financial benefit). Even in case of a simple material benefit merely expressing gratitude, such as sending a bottle of wine or flowers to a public official on his/her nameday, bribery may be committed. In any case however, it shall need to be established that the public official requested or accepted the gift/benefit under the said capacity and regarding a future or a completed action or omission opposing or relating to his duties.

As set out above, anti-corruption legislation is so broad that virtually providing anything of value could be problematic or raise suspicions. Gratuities shall *ipso iure* consist an act of bribery if it is furthermore proven or considered that they are a compensation or means of influencing acts or omissions and decisions. To that end, the Company's employees should refrain from any action that might be reasonably seen as an attempt to influence business transactions.

In this context, attention is drawn to the following:

(a) Bribery occurs when you offer, pay, seek or accept a payment, gift or favor in order to influence an act or a decision to obtain, retain and/or direct business or to secure an improper advantage of any kind. Bribery and corruption –whether involving public officials or commercial entities- can be direct or indirect through third parties like agents and joint venture partners or even through relatives. It includes facilitation payments even though in some countries such payments are legal.

(b) Even the attempt to bribe or accept a bribe is punishable by law. Even turning a blind eye to your suspicions of bribery and corruption can result in liability for the Company and for you personally.

(c) Bribery (both in private and public sector) may also constitute a case of unfair competition. Amongst others, this may entitle the other party to raise a lawsuit for compensation or other remedies

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under civil law.

(d) Bribery is forbidden in both directions, actively and passively, namely punishing the briber and the recipient of the bribe.

(e) Offering the benefit or receiving the benefit will generally suffice to establish bribery, with no other requirements needed.

### **1.3. Trading in Influence**

Corruption is not only about bribery. It also covers auxiliary / preparatory behaviors such as “trading in influence”, i.e. promising, giving or offering of any undue advantage to anyone who asserts that he/she is able to exert improper influence over decision-making in consideration thereof, whether the undue advantage is for him/herself or for anyone else, as well as the request, receipt or the acceptance of the offer or the promise of such an advantage, in consideration of that influence, whether or not the influence is exerted or whether or not the supposed influence leads to the intended result.

We must not do indirectly what we may not do directly. Accordingly, we may not use a third party, such as a consultant, (sub)contractor or a close relative of a public official as a conduit for making an improper payment. We must not ignore suspicious conduct by third parties acting on behalf of the Company. Both employees and the Company can under circumstances be held liable for their acts.

In this context, Company employees responsible for retaining third parties must conduct due diligence on the prospective agent and must monitor the agent’s activities to ensure it abides by applicable laws. Contact the Compliance/Legal Department for additional guidance on performing due diligence. Needless to say that retention of any third party must be concluded in writing and covered by written agreements drafted in conformity to Company’s policies, i.e. including, among others, respective statements that the agent will not make improper payments and will comply with all applicable laws.

### **1.4. Money laundering**

Money laundering is the process of “disguising” the nature and source of money connected with criminal activity - such as terrorism, drug trafficking or bribery and tax evasion- by integrating “dirty” money into the stream of commerce so that it appears legitimate or its true source or owner cannot be identified.

It is the Company’s objective to conduct business with reputable customers, consultants and business partners who are involved in lawful business activities and whose funds derive from legitimate sources. We do not facilitate money laundering. To avoid problems in this area, we must be attentive to and report suspicious behavior by customers, consultants and business partners. We must also follow all accounting, record-keeping and financial reporting requirements applicable to cash and

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payments in connection with other transactions and contracts.

Any transaction or incident suspicious of money laundering must be promptly reported to your supervisor and the Compliance/Legal Department. Failure to do so can lead to severe fines and criminal prosecutions for you personally and the Company.

## **2. General guidelines**

Alertness on behalf of each employee is of essence. The following guidelines will provide assistance in preventing, detecting and responding to anti-corruption law infringements or suspicions thereof.

### Guidelines on Bribery and Trading in Influence

(a) Never offer, pay, make, seek or accept a personal payment, gift or favor in return for favorable treatment, to influence a business outcome or to gain any business advantage.

(b) Ensure that people you work with understand that bribery and corruption is unacceptable. Referring to the appropriate provisions in agreements and contracts designed to protect the Company can always be of help and a way out of uncomfortable situations.

(c) Help the Company avoid allegations of corrupt practices by maintaining books and records that fully and accurately describe all financial transactions. This includes but is not limited to submitting detailed expense reports, bills, equipment and product orders, invoices and other financial data such as might be submitted to the Company auditors or public authorities.

(d) Inform the Company if you suspect or know of corruption in the Company or in any party it does business with.

(e) Never accept transaction involvement of unconnected parties.

(f) Ask yourself and always be in a position where your answer is “no” to the following questions:

- Have you offered, given or received money, a gift or favor to influence a business decision?
- Would you characterize as improper such behavior?
- Would you care if having acted as above where to be revealed?
- How would you feel if you read about it in the paper?

### Guidelines on Money laundering

(a) Report any suspicious transactions or individuals to the Company and the Company will in turn report to the authorities.

(b) Secure bank transfers, verify bank accounts beneficiaries and always verify transaction and invoicing details.

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- (c) Always be suspicious when commercial terms offered are outside of expected market conditions.
- (d) Always perform due diligence.
- (e) Do not falsify, conceal, destroy or dispose of relevant documents.

### **3. Due diligence process on third parties**

Both the Company and its employees may be held liable for corrupt practices exercised by third parties, such as its clients and suppliers, its agents, joint venture partners, contractors, distributors, resellers, or other intermediary and third party or someone acting on behalf of the Company, especially if having failed to take appropriate steps either to prevent or at least to attempt to prevent such misconduct. Accordingly, the Company's employees must exercise special care in working with third parties and never attempt or allow a third party to attempt engaging in conduct inconsistent with this policy. We must be careful to avoid situations involving third parties that may lead to a violation of the law. Furthermore, it is entirely unacceptable for a third party to provide or offer to provide any payment or anything of value to anyone on behalf of the Company in attempts to acquire or preserve business or obtain an improper advantage.

Therefore, prior to entering into an agreement with any client or supplier, agent, joint venture partner, contractor, distributor, reseller or other intermediary and third party or someone that will be acting on behalf of the Company, the Company will perform proper and appropriate due diligence and will obtain an acknowledgement from the third party of its understanding and agreement to comply with the Company's policies, including the Anti-Corruption Policy. The Company employees must always contact Legal Department before such engagement so that such due diligence can be conducted.

To avoid any misunderstanding, intermediary to the Company is any third-party, natural or legal entity, who will act on behalf of the Company, including distributors, consultants, sales agents, customs brokers, and other business intermediaries, such as, for example:

- A sales-related business consultant who assists the Company in obtaining sales or orders. This may be by facilitating introductions, persuading or negotiating with customers, or providing any other assistance to the sales function.

- A sales agent who acts on behalf of the Company as principal or independent contractor on a long-term or permanent basis, in a defined territory, and who interacts on the Company's behalf with public officials.

- A lobbyist who communicates with public officials about formulating legislation.

- A customs clearing agent who processes the transit of imported or exported goods through

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customs.

- A financial advisor, lawyer or consultant who interacts with public officials in connection with a public procurement tender process.

In this context, attention is drawn to the following:

General Guidelines:

- No oral agreements or arrangements are to be made with any intermediary. All arrangements and contracts with an intermediary must be in writing and must be reviewed and pre-approved by Legal Department.
- Payments to an intermediary must be in amounts that are customary and reasonable in relation to the services provided. Payments must be properly reflected in the Company's books and records.
- No payments may be made in cash to third persons, or to bank accounts that are not in the intermediary's name. Payments may be made only in the country where the intermediary resides or where the services are rendered.
- The intermediaries must comply with law, the Company's Code of Ethics and Business Conduct, this Policy and the anti-corruption provisions in any contractual agreement.
- Arrangements with intermediaries should be reviewed regularly to ensure that they are in compliance with the Company's policies.

Guidelines related specifically to Public Officials:

In addition to the above, no contract may be entered into with any intermediary (meaning consultant, agent or other business partner) who may deal with a Public Official or on their behalf, unless:

- Prior approval is obtained by Legal Department.
- There has been a reasonable due diligence review to ensure that the intermediary is not likely to engage in corrupt activities.
- Records of the due diligence results are maintained.
- The agreement with the intermediary contains the following provisions:
  - A representation that the intermediary will comply with anti-corruption applicable laws.
  - A representation that the intermediary, if so requested by the Company, will promptly provide for copies of any document or instrument relating to the business cooperation.
  - A representation that the intermediary has reviewed this Policy and agrees to be bound by its

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provisions.

- The terms of the agreement may be disclosed to relevant government agencies, if deemed appropriate by the Company.
- The intermediary shall not assign or subcontract work under the contract without the prior specific written approval of the Company.
- The intermediary shall immediately disclose to the Company any subsequent relationship between the intermediary and a public official.
- The intermediary shall provide solemn declarations of compliance with applicable anti-corruption laws on an annual or, if Company deems so necessary, on a six month basis.
- The Company may withhold payments under the contract, or terminate the agreement, if it believes, in good faith, that the intermediary has violated anti-corruption laws.
- Sunlight shall have reasonable access to the intermediary's books and records and the right to audit them on a periodic basis, if such access and audit are acceptable under customary business practice.

For further clarifications please visit [*intranet link*] and consult the Legal Department of the Company.

#### **4. Records keeping**

The Company keeps books and records that accurately reflect its transactions. The requirement to be accurate and complete applies to all books and records including forms required for processing payments, attachments and backup used to justify payment requests, and authorizations and classifications of payments by accounting codes. No undisclosed or unrecorded company funds, such as "off the books" accounts, will be established for any purpose.

Points of caution:

- You must facilitate the Company in keeping financial records which will evidence the business reason for making any payment to third parties.
- You must declare and keep a written record of all business courtesies, gifts and gratuities accepted or offered. Such record will be filed with the Company's accounting department and will be subject to managerial review.
- You must ensure all expenses claims relating to hospitality, gifts or expenses incurred to third parties are submitted in accordance with the Company's expenses policies and specifically record the reason for the expenditure.

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

### **5. Issues of significance which demand particular attention**

Particular attention on behalf of the Company's employees is required on the following issues:

#### ***5.1 Business Courtesies / Gratuities***

Business courtesies are occasionally appropriate in building and maintaining business relationships with both government and commercial customers. However, when conducting Company business you must avoid even the appearance of seeking an improper business advantage or any other misconduct which may have an adverse impact on the reputation of Company.

Before offering, giving or receiving a business courtesy, gift or other gratuity you must:

- (a) ensure that any business courtesy (i) is modest and appropriate for the occasion, (ii) has a bona fide business purpose, (iii) is in compliance with all applicable laws, policies, and regulations;
- (b) file a complete request (as per ANNEX II) to the Legal Department prior to discussing or even implying granting or receiving any business courtesy;
- (c) in cases where such request has been approved and the gratuity has been granted or received, record the provided or received courtesy by filing a complete form (as per ANNEX II) accompanied with all supportive documents (if any) to the Legal Department.

All Company employees must, however, bear in mind that it is never permissible to offer or extend a business courtesy that could be reasonably interpreted as an attempt to obtain or retain an improper business advantage or that could embarrass the Company or negatively affect its reputation.

In the above context, offering or accepting gratuities need to adhere to the following guidelines:

#### **Guidelines on offering / accepting gratuities:**

- ❖ The gift is permitted by local law and the recipient's organization's policies.
- ❖ The value of the gift or hospitality is reasonable and appropriate to the recipient's position and circumstance and to the occasion, so that it does not create an appearance of bad faith or impropriety, and could not reasonably be misunderstood by the recipient or others as a bribe. Gratuities, however, are in no case permitted if their value exceeds the amount of 100 €.

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- ❖ It is provided openly and transparently and not secretly.
- ❖ The frequency of prior gifts or hospitality provided to the same recipient would not raise an appearance of impropriety.
- ❖ It is recorded fairly and accurately in accordance with the Company's policies.
- ❖ If you want to give a gift of more than nominal value, then pre-approval in writing is required as per the Company's policies.

Non acceptable gratuities:

It is not acceptable for you (or someone on your behalf) to:

- ◆ offer or accept gifts in the form of cash or cash equivalent, including gift cards or vouchers;
- ◆ give, promise to give, or offer a gratuity or gift 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 gratuity or gift to a public official, agent or representative to "facilitate" or expedite a routine procedure;
- ◆ accept 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 gratuity or gift 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; or
- ◆ engage in any activity that might lead to a breach of this policy.

General conclusions

As a general conclusion, gratuities would normally fall outside the scope of the criminal or administrative laws and, therefore, would not lead to sanctions for the Company or yourself, under the condition that:

- (a) the gratuities are not provided for the purpose of obtaining an advantage in business or in cases where the Company has business with the recipient;
- (b) the gratuities are not provided with respect to those dealings; and
- (c) the gratuities are not provided without the written approval of the competent public organization or authority.



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For further clarifications and in order to ascertain whether the above conditions are fulfilled or not, consult the Company's Legal Department.

## **5.2 Public Sector**

### 5.2.1. Dealing with Public Officials

Special laws apply when dealing with public officials and when conducting business with public entities. What could be acceptable in the commercial business environment may be and usually will be unacceptable in dealing with public officials. There are strict laws that govern the providing of anything of value to public officials or employees or members of their families.

The term "public official" is broadly defined to include elected officials, employees of public agencies and public-controlled businesses, politicians, employees of international organizations and even bank employees.

So, we must never offer money or anything of value to a public official in an effort to obtain advantage or in an attempt to improperly influence its decisions or acts.

### 5.2.2. Public Procurement

The Company competes for contracts from public entities and public-owned businesses. In all of the Company's dealings and interactions with the said entities and businesses, the Company's employees must act in a manner that is transparent, honest and accurate. We must all and always comply with applicable laws and regulations related to public procurements, including laws prohibiting efforts to improperly influence public officials.

In this context, attention is drawn to the following:

- Never falsify tender documents filed before the awarding authority in order to adapt their content to the tender requirements. If the Company does not fulfil these latter, report to your supervisor. The Company accepts that it may not be awarded a tender or contract, if it lacks the prerequisites thereof.
- Avoid engaging awarding authorities' personnel or committees thereof, unless prior approval has been sought and granted by the Legal Department. In case such engagement is initiated by such personnel or committee member, promptly report the content of the conversation to your supervisor and seek advice from the Legal Department.
- Keep a full copy of the documents filed before the awarding authority.
- If the Company participates a tender through an intermediary, any suspicious behaviour

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should be reported to the Legal Department. Ask the intermediary to provide for copies of documents which have raised your suspicions.

For further clarifications consult the Legal Department of the Company.

5.2.3. Facilitation Payments

“Facilitation payments” are small payments intended to expedite routine government action such as corporate documents processing, permits issuance or customs clearances. The Company strongly discourages facilitation payments and seeks to eliminate such. Accordingly, facilitation payments are prohibited by this policy and any requests for a facilitation payment should be promptly reported to the Legal Department. If asked to make a facilitation payment, the Company’s employees and representatives are required in the first instance to say “NO”.

In this context, attention is drawn to the following:

- Facilitation payments do not include any discretionary action such as a decision whether, or under what terms, to approve a permit. Payment in this case would be a case of bribery.
- A payment that is intended to affect the result of a governmental decision-making process is also not a facilitation payment. Thus, payments that are intended to affect the outcome of a government decision in any way are forbidden under any circumstances.

Exceptions – Allowed Facilitation payments:

Sunlight engages business in countries where such payments are customary and laws prohibiting them, if any, are not enforced. Any exception to this policy requires: (1) advance written approval from the Legal Department after a thorough analysis of the applicable anti-corruption laws and the surrounding facts and circumstances, and (2) a proper and accurate accounting for the payment in the Company’s books and records that is clearly marked “facilitation payment”. More specifically:

- A facilitation payment must only be paid as a final resort. If there is any reasonable alternative for securing the required routine governmental service or if any expected delay can be reasonably accommodated, the facilitation payment may not be made. If there is no alternative and the expected delay will have a significant impact on the business, then, in that limited situation, a facilitation payment may be permitted only if approved by the Company’s Legal Department.
- In addition, facilitation payments in such countries must in all circumstances be modest in amount taking into account the facts and circumstances surrounding such facilitation payment.
- In some circumstances and in some areas of the world it may be impractical to obtain in advance approval. In such situation, a facilitation payment may be reported to Legal

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Department a posteriori, only if payment failure will result in harm to an individual.

### **5.3. Commercial Sector**

#### Giving Gifts

Exchanging gifts with suppliers and customers is a common way to express appreciation. However, gifts should never be given in an attempt to influence business decisions, even where it is a standard business practice or local custom. Our suppliers and customers most likely have gift policies of their own. Always consult the Compliance/Legal Department before offering or accepting anything of value, including gifts, favors, tickets to entertainment events, invitations to travel. Sometimes it is difficult to tell when a gift would be acceptable. It is always safest to consult your supervisor and the Compliance/Legal Department.

Keep in mind the following basic principals:

- Decline any gift if you would feel uncomfortable telling your supervisor, colleagues, family or friends that you have accepted it.
- You and your family members must never in connection with the Company's business offer, give, seek or accept illegal or inappropriate gifts, cash or cash equivalents, personal services, loans and any benefit during periods of important business decisions.
- Report/register all gifts given, offered, received, declined, unless of negligible value (such as a cup of coffee), by filing a complete form (as per ANNEX II) to the Legal Service.

And ask yourselves:

- ◆ Did receiving the gift make you feel like undertaking an obligation?
- ◆ Is the gift given as a reward or incentive for a transaction?
- ◆ Is the timing sensitive (e.g. during business and/or contract negotiations)?

### **6. Competent authorities**

Prosecution is initiated and conducted by the Prosecutor's Office. The Prosecutor gives the guidelines for conducting investigations, searches, and interrogations in order to evaluate the findings of all investigation acts and processes the case further. Depending on the nature of the case and stipulated procedure, the Prosecutor may forward a case for indictment or refer an individual directly to trial. The

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Prosecutor may initiate proceedings against individuals working with foreign companies as well, when having exercised corrupt practices either directly or indirectly through third parties or intermediaries.

The Economic Crime and the Corruption Crimes Prosecutors are designated to investigate respective crimes. Corruption cases are also investigated by the Financial Crime Unit, a special task force of the Ministry of Finance with investigating powers, as well as the Anti-Money Laundering, Counter-Terrorist Financing and Source of Funds Investigation Authority, when indications of money laundering arise.

The Prosecutor may initiate prosecution following a written complaint, or take advantage of information on the commitment of a criminal act from other sources; such sources being not only public authorities such as tax authorities, but even the media or even an anonymous tip. Taking the above into account, the risk of any type of conduct or practice of the Company becoming a focus for the prosecuting authorities is deemed to be especially high, given that this risk arises on all fronts, i.e. from the supervising authorities, the competitors of the Company, as well as its customers-suppliers. It goes without saying that the Company's employees must pay commensurate attention and must remain vigilant as regards compliance with the dictates of the anti-corruption legislation.

## **7. Consequences of infringement of the anti-corruption rules**

### **7.1 Sanctions for natural persons – Criminal sanctions**

Individuals infringing anti-corruption legislation face severe criminal sanctions, i.e. both custodial sentences and monetary penalties. More specifically, the infringing individual may be punished, on the one hand, by imprisonment of at least one year and up to five years and, on the other hand, with a financial penalty between 5.000 and 50.000 euro. Confiscation of gifts or their value and the profit gained thereof is also provided for by the Greek Criminal Code. Furthermore, in special cases, such as of recurring infringements or bribery of judge or bribery of a public official aiming to achieve an action or omission of this latter against his/her duties, Greek Criminal Code provides for imprisonment of even up to twenty years and even higher monetary penalties of up to 150.000 euro. Therefore, attention must be drawn to the fact that the executives and the employees of the Company, who act in a way which is contrary to anti-corruption rules, run the risk not only of monetary penalties but also of imprisonment.

### **7.2 Fines**

Greek law follows the principle of *societas delinquere non potest*, according to which legal entities cannot be held criminally liable. Nonetheless, in cases where anti-corruption legislation offences are committed on behalf of or for the benefit of a legal entity, by an employee of the said entity occupying a managerial post or representative authorities, the legal entity shall face the following sanctions:

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- a) administrative fines of up to two million euro; and/or
- b) temporary or permanent prohibition of business activity; and/or
- c) temporary or permanent prohibition of certain business activities or branches establishment or share capital increase; and/or
- d) temporary or permanent exclusion from public performances and grants.

Caution is drawn to the fact that even the lack of supervision on behalf of a Company manager may lead to the above sanctions, if such behavior enabled the committal of a corrupt action by an individual under his/her authority.

### ***7.3 Claims for damages***

Where the infringement of anti-corruption rules causes or has caused damage to third parties, including the State, it may form a separate and independent basis for claims for civil damages of third parties before the ordinary courts or arbitral tribunals. The adjudication of such claims is not influenced by a potentially threatened, or already imposed, fine by the competent courts. Such claims for damages can also be brought against natural persons, such as executives or employees of the Company.

### ***7.4 Consequences for the reputation of offenders***

The Company's reputation is a key to its business safeguarding and development. The issuance of a court decision finding either the Company or any of its executives or employees to have committed actions against anti-corruption rules would be of huge consequences, taking into considerations that in this age of internet communication, it is a matter of very little time before the news of an infringement of the anti-corruption rules and the imposition of sanctions on a certain undertaking is taken up by the Press. Such negative publicity will most certainly have harmful implications for the prestige and the reputation of the Company, undermining the confidence of its business partners, its suppliers and its customers, as well as that of its ultimate consumers.

The danger for the Company, however, lies not only where a negative court decision is issued. On the contrary, the consequences on the Company's reputation and, therefore, its business, would already surface during prosecution or even a preliminary investigation to establish whether any crime has been committed or not. During these proceedings, the Company and its directors could see serious damage done to their reputation and, even if at the end of the day courts were to resolve that no criminal behavior has taken place, the damage already inflicted by the Company would be incalculable, taking also into account that this type of litigation can often take even over a decade to be resolved.

## **8. Warning Signs ("Red Flags")**

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This is a non-exclusive list of warning signs that the Company's employees should be aware of in order to report situations that may raise issues under anti-corruption rules or the Company's Anti-Corruption Policy. Individually, these warning signs do not prove the existence of illicit or improper activity, but they may suggest the need for further inquiry, consultation with Legal Department, or greater vigilance in managing, reviewing, and monitoring third parties. Contact the Compliance/Legal Department immediately if you have any questions or concerns.

**Type and Method of Compensation**

- The third party requests an unusual advance payment.
- The third party requests for payment to third parties not involved in the business transaction.
- The fee, commission, or volume discount provided to the third party is unusually high compared to the market rate.
- The third party requests an invoice to reflect a higher amount than the actual price of goods provided or services rendered.
- The third party's invoice vaguely describes the services provided.
- The third party requests cash or cash equivalent.
- The third party requests payment in a jurisdiction outside its home country that has no relationship to the transaction or the entities involved in the transaction – especially if the country is an offshore financial center.
- The third party requests that payment be made to another third party or intermediary.
- The third party proposes the use of shell companies.
- The third party requests that payments be made to two or more accounts.
- The third party does not properly document expenses.

**Public Sector Relationships**

- The third party has a family relationship with a public official.
- The third party previously worked in the government or in an agency relevant to the work he/she will be performing.
- The third party conducts private meetings with public officials without the participation of the Company.
- The third party provides lavish gifts or hospitality to public officials.

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### **Reputational Risk**

- The transaction or the third party is in a country known for widespread corruption and bribes are a common way of doing business.
- The third party has been subject to criminal enforcement actions or civil actions for acts suggesting illegal, improper or unethical conduct.
- Information provided about the third party or its services of principals is not verifiable by data.

### **Insufficient Capabilities**

- The third party is in a different line of business than that for which it has been engaged.
- The third party does not have offices or a staff, or lacks adequate facilities or staff, to perform the work.
- The address of the third party's business is a mail drop location, virtual office, or small private office that could not hold a business the size that is claimed.
- The third party is not expected to perform substantial work.

### **Unusual Circumstances**

- The third party refuses to agree to comply with the applicable anti-corruption legislation and the Company's Anti-Corruption Policy.
- The third party refuses to execute a written contract, or requests to perform services without a written contract where one is sought.
- The third party refuses to divulge the identity of its beneficial owners, directors, officers, or other principals.
- The third party refuses to answer due diligence questions or to allow audit clauses in contracts.
- The alleged performance of the third party is suspiciously higher than competitors or companies in related industries.

## **9. Duty of compliance and reporting of presumed infringements**

### **9.1 Individual compliance obligation**

Compliance with anti-corruption legislation constitutes a primary duty and obligation of **every employee of the Company individually**. Every employee of the Company is forbidden from being involved in

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any conduct or practice which is contrary to anti-corruption rules. Every employee of the Company has an **individual duty** to ensure his/her compliance with the anti-corruption rules and to obtain a satisfactory knowledge thereof.

In case of doubt as to the compatibility with the anti-corruption legislation of a certain practice of the Company or of another undertaking which transacts with the Company, each of its employees has the obligation to refer immediately to the Company's Legal Department, in keeping with the procedure for Reporting Infringements as described below.

As aforementioned, the infringement of anti-corruption rules can result in sanctions not only for the Company as a whole but also individually, for offending employees thereof. In this latter case, the Company will assist the employee in the best way possible with the procedures before the competent courts or investigating and prosecuting authorities, including via the provision of legal services for his defense. However, where, following an internal investigation and related opinion of the Legal Department of the Company, the employee is shown to have infringed this Policy deliberately and his corresponding responsibility for the infringement is demonstrated, the Company may be discharged of its abovementioned obligation of assistance.

Without prejudice to the labor legislation in force at any time, an especially vigilant and responsible attitude relative to the application of this Policy **is taken into account in the evaluation and professional development of every employee** of the Company, in the same way that the lack of compliance and application of this Policy is. The latter may additionally result in **sanctions being imposed on the person responsible**, in accordance with the relevant internal procedures of the Company and the Labor Regulation in force.

### ***9.2 Compliance mechanisms***

The Company undertakes to update this Policy at regular intervals, supervise in every possible and effective way the observance and application thereof, provide assistance to the Legal Department, as well as organize instructional seminars and practical training for this specific purpose, **especially for members of the personnel and the executives of the Company with the greatest likelihood of exposure to situations of potential infringements of the anti-corruption legislation**, such as the sales departments or the persons who transact with public authorities, entities and officials.

The executives and members of the personnel of the Company who participate in specific programs or compliance practices must complete and submit a Form entitled "Compliance Program Certificate of Participation", attached herewith in **Annex III**, to the Legal Department.



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### ***9.3 Report/notification procedure***

The observance and application of this Policy, as well as the procedure for reporting and notifying presumed infringements of anti-corruption legislation, falls within the realm of responsibility of the Legal Department. An **implementation report** on the application of this Compliance Policy must be submitted at regular intervals, which will be determined by the Legal Department in consultation with the Head of the Legal Department of the Company.

Every member of the personnel and the Management who discovers an infringement of the competition legislation, or has related suspicions, or has doubts as to the compatibility of a certain type of conduct or agreement with anti-corruption legislation, or has doubts as to the application of this policy can:

- **Request advice** and discuss the issues that concern him with the Compliance Officer or with a person indicated by him.
- **Submit written questions** requesting clarifications, advice, or guidance.
- **Submit a relevant written report.**

Questions and reports are to be submitted via e-mail to the following electronic address: [compliance@sunlight.gr](mailto:compliance@sunlight.gr)

These reports can be anonymous. Every report which does not come from an official e-mail account of the Company ([compliance@sunlight.gr](mailto:compliance@sunlight.gr)) **will be treated as anonymous** and its initial evaluation will be subject to the judgment and discretion of the Legal Department. Every relevant report or submission of questions must be made in good faith and in accordance with the Code of Ethics and Business Conduct of the Company.

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**ANNEX I**

**Greek Criminal Code anti-corruption provisions**

➤ **Article 236: Bribery of a public official**

1. Whoever offers, promises or provides a public official, directly or through a third party, with an illicit benefit of any kind intended either for said public official or for another person, for a future or already completed action or omission of said public official, relative to the exercise of his duties, is punished by imprisonment of at least one year and with a financial penalty between 5.000 and 50.000 euro.

2. If the abovementioned action or omission is contrary to the duties of said public official, the offender is punished by incarceration of up to ten years and with a financial penalty between 15.000 and 150.000 euro.

3. The director of a business or any other person who has the power to take decisions or supervise within a business, is punished by imprisonment, if the action is not punished more harshly by a different criminal provision, if, due to negligence, he failed to prevent a person serving under his command or subject to his supervision from the carrying out the actions mentioned in the previous paragraphs for the benefit of the business.

4. For the application of the present article in relation to actions carried out abroad by a Greek national, it is not necessary for the conditions outlined in article 6 to be fulfilled.

➤ **Article 237: Active and passive bribery of judicial officers**

1. If anyone, who is required under the law to perform judicial duties or who acts as an arbitrator, requests or receives, directly or via a third party, an illicit benefit of any kind, either for himself or for another person, or accepts the promise of a provision of such a benefit, for a future or already completed action or omission thereof, relative to the exercise of his duties in the administration of justice or the settlement of disputes, is punished by incarceration and with a financial penalty between 15.000 and 150.000 euro.

2. Whoever, for the above purpose, promises or provides such benefits, directly or via a third party, to the persons set out in the previous paragraph for those persons or for another person, is punished with the same sanctions.

3. The director of a business or any other person who has the power to take decisions or supervise within a business is punished by imprisonment, if the action is not punished more harshly by a different criminal provision, if, due to negligence, he failed to prevent a person serving under his

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command or subject to his supervision from carrying out the actions mentioned in the paragraph 1 for the benefit of the business.

➤ **Article 237A:** Trade in influence – Middlemen

1. Whoever requests or receives, directly or via a third party, a benefit of any kind, either for himself or for another person, or accepts the promise of a provision of such a benefit in return for an illicit influence which he claims or confirms, falsely or truthfully, that he can exert on any of the persons set out in articles 159, 235(1) and 237(1), so that these latter persons may carry out an action or omission which falls within the performance of their duties, is punished by imprisonment of at least one year and with a financial penalty between 5.000 and 50.000 euro.

2. Whoever offers, promises or provides, directly or via a third party, a benefit of any kind, for himself or for another person, to a person who he claims or confirms, falsely or truthfully, can exert an illicit influence on any of the persons set out in 159, 235(1) and 237(1), so that these latter persons may carry out an action or omission which falls within the performance of their duties is punished with the same sanctions.

➤ **Article 237B:** Active and passive bribery in the private sector

1. Whoever is employed or provides services in any capacity or under any relationship in the private sector and, during the performance of his business activities, request or receives, directly or indirectly, an illicit benefit of any kind, for himself or for another person, or accepts a promise of such a benefit in return for carrying out an action or omission in contravention of his duties, as those are set out in the law, his contract of employment, the internal regulations, the commands or instructions of his supervisors or which arise from the nature of his position or the services he provides, is punished by imprisonment of at least one year.

2. Whoever, during the performance of his business activities, promises, offers or provides, directly or indirectly, an illicit benefit of any kind, to a person who is employed or who provides services in any capacity in the private sector, either for said person or for a third party, so that he may carry out an action or omission in contravention of his abovementioned duties, is punished with the same sanctions.

➤ **Article 238:** Confiscation

1. For the cases outlined in articles 235 and 237B, the decision orders the confiscation of all gifts

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and any other assets which were given, along with those that were acquired directly or indirectly therefrom.

If the abovementioned assets have been mixed with other assets which were acquired from legitimate sources, these mixed assets are confiscated in the part which corresponds to the value of the illicitly acquired assets. The income or other benefits which stem from these assets, from other assets acquired with the illicit assets, or from assets with which the illicit assets have been mixed, are also confiscated to the same degree as the illicit assets.

2. If the assets which are liable to be confiscated, as per the previous paragraph, no longer exist, cannot be found, are impossible to confiscate, or belong to a third party in whose hands their confiscation is not possible, the assets of the offender having an equal value to the illicit assets at the time of conviction, as designated by the court, are confiscated. The court may also impose a financial penalty up to the amount of the value of the assets, if it deems that there are no additional assets for confiscation or that the existing assets are lesser in value than those being confiscated.

➤ **Article 263A**

1. For the application of articles 235, 236, 239, 241, 242, 243, 245, 246, 252, 253, 255, 256, 257, 258, 259, 261, 262, and 263, the persons falling within the definition of employees include those who serve permanently or temporarily, under any capacity or relationship, in:

(a) undertakings or bodies which belong to the State, to local governing bodies or to public or private legal entities which, having exclusive or preferential use of essential facilities, supply or provide the public with water, lighting, heating, driving force or means of transportation or communication or mass broadcast media,

(b) banks established in Greece under the law or in accordance with their articles of association,

(c) private legal entities established by the State, by public legal entities and by legal entities referred to in the previous subparagraphs, where the founding legal entities participate in the management thereof, or, in the case of a société anonyme, participate in the capital thereof, or where such legal entities are charged with the execution of State programs concerning financial reconstruction or development,

(d) bodies or organizations of the European Union, including members of the European Union and members of the European Court and the Court of Auditors of the European Union,

(e) private legal entities to which, according to the provisions in force, funding or subsidies may be made available by the State, by public legal entities or by the abovementioned banks.

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2. For the application of articles 235, paragraphs 1 and 2, and 236, the following persons also fall within the definition of employees:

(a) functionaries or other employees under any contractual relationship in any public international or supranational organization of which Greece is a member, as well as any person who is authorized by said organizations to act on their behalf,

(b) members of parliamentary assemblies of international or supranational organizations of which Greece is a member,

(c) whoever performs judicial or arbitral duties in international courts whose jurisdiction is recognized by Greece,

(d) any person performing a public function or service for a foreign country, including judges, jurors and arbitrators, and

(e) members of parliaments and assemblies of local governance of other countries.

3. For the application of article 237, the members of the Court and the Court of Auditors of the European Union are also considered judicial functionaries.

➤ **Article 263B:** Leniency measures for persons who assist in the exposure of acts of corruption

1. The acts set out in articles 236, paragraphs 1, 2 and 3, 237, paragraphs 2 and 3, and 237B, paragraph 1, remain unpunished if the offender, of his own accord and before he is examined definitely for his act, reports said act to the competent authorities, either by providing a written report or by doing so orally, in which case a relevant report is drawn up.

2. If the offender who committed the acts set out in articles 236 paragraphs 1, 2 and 3 and 237, paragraphs 2 and 3, or the participant in the acts set out in articles 235 paragraphs 1, 2, and 3, 237 paragraph 1 and 239 to 261, as well as in article 390, where the act is carried out by an employee, contributes substantially, by reporting it to the authority, in the exposure of the participation of an employee in these acts, is punished with a reduced sentence as per article 44 paragraph 2, subparagraph 1. The court may order the suspension of execution of this sentence, regardless of whether the conditions of article 99 and 100 are present. The Council of Public Prosecutions, via a decision which is issued following a proposal of the competent Director of Public Prosecutions, orders the suspension of the criminal suit which was brought against the offender for a specific period of time, so that the validity of the evidence which he brought forth can be ascertained. The suspension of the criminal suit may also be ordered by the court if the evidence is brought forth prior to the issuance of a decision on appeal. The same decision may order the lifting or the replacement of the measures for

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procedural compulsion, which have been imposed.

If, following the suspension of the criminal suit, it appears that the evidence which was brought forth by the offender is not sufficient in order to bring a criminal suit against the employee, the relevant decision is revoked and the criminal suit against the employee, which was suspended, resumes.

3. An employee, who is liable for the carrying out the acts set out in articles 235 to 261, as well as in article 390, or a participant in these acts, who contributes substantially, by reporting it to the authority, in the exposure of the participation of other employees in these acts, is punished in accordance with what was set out in the previous paragraph, given that the person who is the object of the criminal suit holds a higher position than his and that he has transferred to the State all the assets which he acquired, directly or indirectly, through carrying out or participating in carrying out the above offences. If, exceptionally, this transfer has not been completed until the stage at which the sentence is given out, the court may reserve its judgment relative to the sentence, interrupting for this reason the procedure until a certain date and without being bound by the time limit set out in article 352, paragraph 1, of the Greek Code on Civil Procedure. In this case, it designates the specific transfers or other actions which the perpetrator must perform in order to take advantage of the relevant beneficial treatment. With the decision regarding the discontinuance of the trial the court may order the lifting or the replacement of the measures for procedural compulsion, which have been imposed.

4. (a) If any of the perpetrators of the offences set out in articles 235 to 261 and 390 or the acts legalizing income which derive directly from specific criminal activities, adduces evidence concerning the participation in these acts of persons who are or have been members of the Government or Deputy Ministers, the judicial council, with a decision which is issued following a proposal of the District Attorney, orders the suspension of the criminal suit which was brought against him. The court may order the above suspension even where the evidence is brought until the issuance of a decision on appeal. The same decision may order the lifting or the replacement of the measures for procedural compulsion, which have been decided.

(b) If the Parliament deems, as per the provisions of paragraph 3 of article 86 of the Constitution, that the evidence is not sufficient for bringing a criminal suit against a Minister or Deputy Minister, the decision is revoked and the criminal suit which was suspended resumes. If the Parliament decides to bring a criminal suit against a Minister or Deputy Minister as per article 86 of the Constitution, in case of a conviction by the Special Court, the participant under the previous subparagraph who brought the evidence is punished with a reduced sentence as per article 44 paragraph 2, subparagraph 1. The court may order the suspension of the execution of this sentence in accordance with what is set out in paragraph 2.

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5. If the commencement of the criminal procedure is not possible due to the act being no longer prosecutable, as per what is set out in subparagraph (b) of paragraph 3 of article 86 of the Constitution, a reduced sentence is imposed on the accused as per article 44 paragraph 2, subparagraph 1. The court may also order the suspension of this sentence, in accordance with what is set out in paragraph 2.

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**ANNEX II**

**Business Courtesies / Gratuities Form<sup>i</sup>**

Full name: .....

Position within the Company: .....

Date: .....

**I hereby:**

*[tick the appropriate boxes]*

*[fill in counter-party's full details<sup>ii</sup>]*

request to       grant to  
     receive by

Full name  
 .....

state that       I have granted to  
     I have received by  
     I have been offered  
    by (and rejected)

Address  
 .....

Legal representative  
 .....

Business activity  
 .....

Phone/fax no  
 .....

E-mail  
 .....

**the following gratuity/business courtesy/gift:**

*[describe and refer value]*



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.....  
 .....  
 .....  
 .....

Comments<sup>iii</sup>:

.....  
 .....  
 .....

Attached files:

- 
- 
- 

Signature

---

<sup>i</sup> Para. 5.1. and 5.3. of Sunlight Anti-Corruption Policy

<sup>ii</sup> Fill in all fields or all fields applicable

<sup>iii</sup> Indicate whether a business transaction is in progress with the counter-party and provide any required comment



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**ANNEX III**

**Compliance Program – Participation Certificate**

I hereby certify that:

1. I participated in the instructional program on compliance with the Anti-Corruption Policy of the Company, which was in the form of a ..... and took place on .....
2. In the context of this program I was informed about the importance of ensuring and maintaining compliance with the Anti-Corruption Policy of the Company, as well as about the mechanisms and procedures for reporting potential infringements of the anti-corruption legislation to the competent persons, services, and departments of the Company.
3. I am fully aware of the impact of anti-corruption law on my everyday business practice and of the severity of the sanctions which may be imposed thereunder for every employee of the Company individually and severally as well as for the Company as a whole, in case of an infringement.
4. I understand that the attitude relative to the application of the Anti-Corruption Policy of the Company is taken into account in the evaluation and professional development of every employee of the Company, in the same way that the lack of compliance and application of said Policy is. I understand furthermore that the latter behavior may result in sanctions being imposed upon the individual responsible, in accordance with the internal procedures and the Labor - Employment Regulation of the Company.

Full name: .....

Position within the Company: .....

Date: .....

Comments: .....  
.....

**Signature**