

2023

ANYWR GROUP ANTI-CORRUPTION POLICY

ANYWR GROUP



The purpose of this documentation is to determine Anywr Group's anti-bribery commitments, even if the thresholds required by law are not met.

GROUP INTRODUCTION



Oliver Desurmont
General director of Anywr

Anywr is a project which started in 2012 with two founders: Olivier Desurmont and Gilles Lechantre.

The goal: find the best Talents worldwide and offer them missions adapted to their life project.

The company currently has over 400 employees and supports talent mobility for companies around the world. With 23 offices in 16 countries, Anywr aims to become the European leader in international recruitment and professional mobility.

ANTI-CORRUPTION COMMITMENT

In light of these far-reaching prospects, the company has set itself equally ambitious targets in the area of the fight against corruption.

Aware of the importance of the subject, Anywr has an anti-corruption policy, the provisions of which apply directly and personally to all managers and employees of Anywr Group.

They also apply to Anywr's partner companies, regardless of the type of business they are in and the country in which they operate.





SUMMARY

Anywr's anti-corruption policy is based on around 3 main areas :

1 / CORRUPTION DEFINITION

Corruption is defined in French law as in international regulations.

2 / ANYWR'S PRINCIPLES ASSERTION

Anywr deploys several mechanisms to fight against corruption.

3 / PENALTIES DETERMINATION

In the event of a proven corruption, penalties are applicable.



1. CORRUPTION DEFINITION

Corruption is a global phenomenon. Therefore, multiple texts define and punish corruption in international and domestic law.



CORRUPTION AT THE GLOBAL LEVEL

The fight against corruption is the subject of multiples international conventions and treaties for States to strengthen their domestic legislative toolbox.

Amongst the most important tools, we find in particular:

- The United Nations Convention against corruption, that has been ratified by France in 2005**
- The OECD guidelines adopted in 2011**

These two texts serve as a reference to encourage governments to adopt domestic legislation prohibiting such acts.

Anywr adheres to the principles set out in these texts.



REGARDING THE OECD CONVENTION AGAINST CORRUPTION:



It is inspired by the Foreign Corrupt Practices Act, one of the toughest anti-corruption legislations.

It applies to France since its transposition law from 2000.

It establishes the principle of criminal offence for foreign bribery.

Liability for legal entities may now be incurred in the event of acceptance of undue pecuniary advantages.

FOCUSING ON UK BRIBERY ACT:

Since its adoption in 2010, the UK Bribery Act has an extraterritorial applicability.

It applies to any foreign firm that operates a business with a company located in the UK.

It provides for the foreign company's responsibility when it fails to put in place internal procedures to prevent corruption acts.

The UK Bribery Act also confers jurisdiction to the UK Courts in the event of a dispute.



CORRUPTION IN FRANCE

In France, anti-corruption is a major issue. Anywr acknowledges the key legislative steps which have marked private companies :

THE LAW OF 29 JANUARY 1993, KNOWN AS THE SAPIN LAW

This law relates to corruption prevention and economic life and public procedures transparency.

It established the Central Department for Corruption Prevention, the fist institution to centralize the information necessary for corruption detection and prevention.

THE LAW OF 11 OCTOBER 2013

This law established several bodies for the fight against corruption, including in particular:

- The High Authority for Transparency of Public Life (HATPL)
- The Domestic Financial Prosecutor
- The Central Office for the Fight against Corruption and Fiscal and Financial Offences



THE LAW OF 9 DECEMBER 2016 KNOWN AS THE SAPIN II LAW

The Sapin II law marks a real turning point in the fight against corruption in France.

In particular, its provisions introduce the creation of the French Anti-Corruption Agency (AFA), a protective status for whistleblowers and various measures dedicated to the fight against corruption.

Anywr pays particular attention to the AFA's recommendations in the course of its business.

THE LAW OF 22 OCTOBER 2018

This law established the Whistleblowers' House, which offers whistleblowers legal assistance, technical support, psychological assistance, and media coverage.

Anywr is in line with the mission of the Whistleblowers' House, which fights against all obstacles to whistleblowing as well as practices contrary to the general interest.

2. ANYWR'S PRINCIPLES

ASSERTION

On one hand Anywr fights corruption on a daily basis. On the other hand it is committed to implementing upstream of any legislative obligations, the tools of the Sapin II law.

FIGHT AGAINST CORRUPTION

Anywr fights against corruption on a daily basis by prohibiting contentious gifts and entertainments, conflicts of interest, money laundering, unfair competition and bribery, whether towards a private individual or a representative of the State or an international organisation.



GIFTS AND ENTERTAINMENT

According to the French Anti-Corruption Agency (AFA), gifts and entertainments are ordinary acts of business life and do not constitute, as such, corruption acts.

However, in certain situations, they may be considered as corruption acts, in particular when the result is an action or an omission by a person in disregard of his or her legal, contractual or professional obligations.

As examples, here are behaviors that should be adopted and the ones that should be prohibited:



We shall :

- Ensure that gifts and entertainments are appropriate
- Notify our management immediately and comply with procedures in force



We shall not :

- Accept gifts or entertainments when there are disproportionate or within a period of time close of signing a contract, or otherwise
- Accept gifts or entertainments in cash

CONFLICT OF INTEREST

In the absence of a legal definition of conflicts of interest in the private sector, Anywr adopts the following definition from the French Anti-Corruption Agency: "A conflict of interest is any situation of interference between the function held within a company and a personal interest, so that this interference influences or appears to influence the loyal exercise of the function on behalf of that company."

In this sense, Anywr makes sure to promote collegiality in its decision making.

Furthermore, in the context of its internationalization, Anywr undertakes not to use the services of corrupted intermediaries, locally based, who may help to access markets.

As examples, here are behaviors that should be adopted and the ones that should be prohibited:



We shall :

- Inform our hierarchy of a any potential or actual conflict of interest



We shall not :

- Take advantage of any potential relationship or privileges to obtain preferential treatments, and conceal it

MONEY LAUNDERING

According to Article 324-1 of the French Criminal Code, "money laundering is the act of facilitating, by any means, the false justification of the origin of the property or income of the perpetrator of a crime or of a misdemeanor that has provided him with a direct or indirect profit".

Anywr is opposed to developing any form of business using money laundering or with persons using money laundering.

As examples, here are behaviors that should be adopted and the ones that should be prohibited:

We shall :

- Ensure veracity, transparency and accuracy of the information in our accounts, financial documents and other documents.

We shall not :

- Accept or conceal financial transactions that are done in cash only
- Do business with people who we consider unreliable on the subject

UNFAIR COMPETITION

Even if competition is naturally present in business, certain practices can distort the free play of competition.

Parasitism, imitation, disorganization, denigration, are all prohibited by Anywr in the development of its activity.

As examples, here are behaviors that should be adopted and the ones that should be prohibited:





We shall :

- Avoid denigrating our competitors to our customers or partners



We shall not :

- Collect information through unfair or illegal means
- Enter into agreements with competitors

SCENARIO 1

The company is moving to a new country, offices are not available yet but I need them quickly. When I ask the service providers about it, they tell me that with a small consideration, the delivery time could be reduced.

What should I do?

You must refuse and inform the Ethics Committee about this issue; the Ethics Committee will take the appropriate decision with respect to the service providers.

SCENARIO 2

I am interviewing a candidate who clearly tells me that he is hesitating between my offer and another one of a competitor. If I tell him what is going on with this competitor, the way it treats its employees, the wage gap... What do I risk?

Denigration, which consists of discrediting a competitor for his or her own benefit, is punishable by law. It is not part of ANYWR's values to criticize competitors in order to convince candidates to accept our offers rather than others.

BRIBERY

Bribery is defined as the solicitation or acceptance of a gift or benefit of any kind in order to perform, or refrain from performing, an act within the scope of his or her duties.

Anywr is committed to fighting against any form of corruption, whether it is active, by offering any advantage, or passive, by accepting any advantage whether towards a private individual or a representative of the State or an international organisation.

As examples, here are behaviors that should be adopted and the ones that should be prohibited:



We shall :

- **Ensure that our stakeholders and employees are aware of this subject**



We shall not :

- **Offer money or anything else to a person who could possibly influence a decision or speed up a process**
- **Use intermediaries to override prohibitions**

TOOLS OF THE SAPIN II LAW

In addition to the fight against various behaviors prohibited in the context of the fight against corruption, Anywr has begun its compliance with the Sapin II law.

As such, it is completing the processes of risk mapping, whistleblower protection, code of conduct, due diligence procedures and employees training.

RISK MAPPING



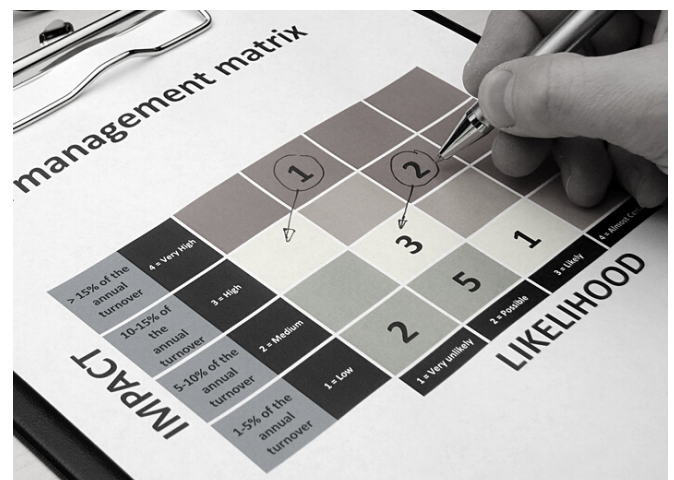
Anywr is committed to developing a risk mapping during 2023.

The aim of this mapping will be to understand the risks to which it is exposed in the framework of its activity.

The mapping makes it possible to identify the risks' probability and impact as well as the persons and functions exposed.

It defines the existing control systems and their effectiveness in countering these risks.

In addition to its preventive aspect, it also identifies the residual risks of corruption and the plan to control these risks.



CODE OF CONDUCT



At the beginning of 2023, Anywr adopted its code of conduct.

As part of its corporate social responsibility (CSR) strategy, Anywr officially displays through this code of conduct, the practices, and values to which all its stakeholders adhere.

WHISTLEBLOWER PROTECTION

In order to fight corruption, Anywr has put in place a whistleblower protection.

This protection is detailed in the Anywr Group code of conduct.

The email address for this purpose is the following:

lanceur.alerte@anywr-group.com



DUE DILIGENCE PROCEDURES



Anywr plans to implement due diligence procedures in its most immediate projects.

This mechanism, which originated in American caselaw, is echoed in French law with the duty of care.

The due diligence procedure will enable Anywr to assess the strengths and weaknesses of companies, taking into account, in particular societal aspects such as environmental values and IT security.

Due diligence procedures will aim to assess each of Anywr's partners and stakeholders in order to be increasingly consistent with our values and the mission-led company.

EMPLOYEES TRAINING



Anywr is committed to providing its employees with more trainings.

In 2022, many of them have already been trained regarding anti-corruption and RGPD issues.

Their knowledge will be completed by a "compliance" training available on 360Learning by 2023.

This training will be provided to all employees joining the company.





3. PENALTIES DETERMINATION

Beyond promoting ideal behaviors to be adopted in order to fight corruption, Anywr chooses to sanction non-compliance with the provisions put in place by various consequences.

We identify disciplinary, administrative, and criminal sanctions.

DISCIPLINARY SANCTIONS



This anti-corruption policy is integrated into Anywr's internal rules.

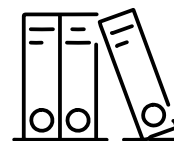
Non-compliance with its provisions may result in disciplinary sanctions, as the employee has committed a fault.

In this sense, the employer is entitled to issue warnings, reprimands, demotions or dismissal.





ADMINISTRATIVE SANCTIONS



The High Authority for Transparency of Public Life (HATPL) is charged with ensuring compliance with ethical rules.

It sanctions interest representatives who do not comply with these rules.

Private law corporate entities, commercial companies such as Anywr, are interest representatives.

When the HATPL notes a breach, it becomes entitled to send to the interest representatives a formal notice to comply with its obligations.

For example, the HATPL is authorized to sentence them up to 1 year of imprisonment and to fine them up to € 15,000.

CRIMINAL SANCTIONS



Violations of anti-bribery provisions can result in criminal sanctions for legal entities and individuals.

CRIMINAL SANCTIONS OF LEGAL ENTITIES

Under the Sapin 2 law, the Public Prosecutor may propose to a company against which there are suspicions of corruption, an agreement to terminate the prosecution in exchange for the payment of a fine (up to 30% of its turnover).

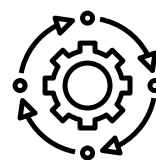
CRIMINAL SANCTIONS OF INDIVIDUALS

According to Article 433-1 of the French Criminal Code, the corruption act performed by a public official is punishable by ten years' imprisonment and a fine of €1,000,000, and this amount may be increased to twice the object of the offence.

Additional penalties of confiscation and disqualification also exist.



PROCEDURE FOR ALERTING ON FACTS OF CORRUPTION



If you witness a breach of the Anywr Group's Anti-Corruption Policy, it is your duty to report it.

The following anonymous email address is available to you:

lanceur.alerte@anywr-group.com

Anywr undertakes to notify you of the receipt of your alert within 5 working days from the day of your alert.

Anywr undertakes to provide you with a detailed response within 2 months from the date of your alert.

This internal alert system is accessible to employees and to external or occasional collaborators such as :

- Temporary staff
- Interns
- Service Providers
- Employees of subcontracting companies
- And more generally all our stakeholders

For more information, please contact the following e-mail address:

solene.bedel@anywr-group.com

CONTACTS



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