

*Anti-Bribery, Anti-Corruption Practices & Anti-Money Laundering Policy*

*POL\_FINMST01\_02*

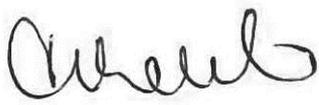
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## HISTORY AND ISSUE CONTROL

Date	Version	Revision Description	Review Date
5 <sup>th</sup> October 2020	01	Upgrade from Code of Conduct	4 <sup>th</sup> October 2022
24 <sup>th</sup> May 2021	02	Change from Procedure to Policy, Addition of Policy Statement & Change of Doc. Ref Code	23 <sup>rd</sup> May 2023

## AUTHORISATION

Author	Responsibility	Authorisation
		
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## 1. PURPOSE

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This document sets out the company's Policy relating to bribery, corrupt practices and money laundering. The Company recognizes the adverse effect that such practices could have on its activities and operations and is committed to preventing them and taking appropriate action when they are found to occur.

## 2. SCOPE

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This Policy applies to Medilink International, and its related, associated and subsidiary Companies.

Types of activities: This Policy applies to all activities and operations of the company, including any project implemented or funded by Company, whether on its own or in cooperation with a partner.

Staff members: This Policy applies to all Company staff members, including, but not limited to:

- staff members - both local and international,
- the Management - both local and international,
- members of the Board,
- consultants - both local and international,
- temporary employees - both local and international,
- and interns - both local and international.

Contracts with third parties: This policy also applies to any contractual arrangements between Company and its partners, suppliers, vendors or any other third parties. Such contracts shall prohibit bribery, corrupt practices (including fraud, collusion and coercion) and money-laundering.

## 3. DEFINITIONS

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### BRIBERY OR CORRUPTION

The offering, giving, receiving or soliciting, directly or indirectly of anything of value to influence the action of another person in the discharge of his or her duties.

### FRAUD

The intentional, false representation or concealment of a fact for the purpose of inducing another to act on it to his or her detriment or the detriment of an organisation.

### COLLUSION

A scheme or arrangement between two or more parties designed to circumvent, undermine or otherwise ignore Company's rules or policies.

COERCION Harming or threatening to harm, directly or indirectly, persons or their property to influence them.

Bribery and corrupt practices for purposes of this Policy, the term “*bribery and corrupt practices*” shall include fraud, collusion and coercion (as defined above).

### Examples of bribery and corrupt practices

PAYING OR OFFERING A BRIBE Where Company staff members improperly offer, give or promise any form of material benefit or other advantage, whether in cash or in kind, to another in order to influence their conduct in any way, or to influence the performance of a service or other action that they were required by their employment to do anyway.

RECEIVING OR REQUESTING A BRIBE Where Company staff members improperly request, agree to receive or accept any form of material benefit or other advantage, whether in cash or in kind, which influences or is designed to influence Company staff’s conduct in any way, or to influence the performance of a service or other action that they were required by their employment to do anyway.

NEPOTISM OR PATRONAGE Where Company staff members improperly use their employment to favour or materially benefit friends, relatives or other associates in some way.

EMBEZZLEMENT Where Company staff members improperly use funds, property, resources or other assets that belong to Company or its partners, suppliers or vendors.

RECEIVING A ‘KICK-BACK’ PAYMENT Where Company staff members improperly receive a share of funds or a commission from a supplier or vendor as a result of their involvement in a corrupt bid or tender process.

COLLUSION Where Company staff members improperly collude with others to circumvent, undermine or otherwise ignore Company’s rules, policies or guidance.

ABUSE OF A POSITION OF TRUST Where a staff member improperly uses their position within Company to materially benefit himself or herself or any other party.

The above examples are by no means exclusive or exhaustive and can incorporate offences of a similar nature that will be dealt with under this Policy.

#### 4. REFERENCES AND RELATED PROCEDURES

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- POL\_HRRMST03 - Grievance Policy and Procedure
- POL\_HRRMST04 - Harassment Policy and Procedure
- POL\_HRRMST05 - Disciplinary Policy
- OTH\_HRRMST02 - Code of Ethics for Medics
- POL\_HRRMST06 - Management of Poor Performance Policy and Procedure
- SOP\_HRRMST07 - SOP for Recruitment of Company staff
- SOP\_HRRMST05 - SOP Competence, training and awareness
- SOP\_QMSMST02- SOP for Outsourcing
- Medilink\_Code of Conduct

#### 5. ROLES AND RESPONSIBILITIES

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CEO	As documented in Annex A below, that forms an integral part of this procedure, the CEO is the ultimate decision maker, in guiding the direction of an investigation, if any, with the collaboration of the Director of Finance , Head of Human Resources and any external consultants, legal or otherwise, that the case may require.
DIRECTOR OF FINANCE	As documented in Annex A below, that forms an integral part of this procedure, the Director of Finance is responsible for ensuring implementation of the procedure.
HEAD OF HUMAN RESOURCES	As documented in Annex A below, that forms an integral part of this Procedure. The Head of Human Resources and indeed the HR Department is responsible for following any HR Policies and Procedures pertinent to this Procedure.
COMPANY MANAGERS	As documented in 6.2.4 must remain vigilant, employ practices and ensure training for staff members to reduce the risk of bribery, corrupt

practices and money laundering. Any concerns must be reported to Head Office in line with this Policy.

## 6. PRACTICES

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Practices provide detailed procedural requirements, methods and guidance on how covered persons are expected to act in accordance with the Policy.

### 6.1 ANTI-BRIBERY & ANTI-CORRUPTION PRACTICES

All Company staff members have a duty to protect the assets of the Company from and against any form of bribery or corrupt practices.

The Company prohibits any of its staff members, implementing partners, suppliers or vendors from engaging in bribery or corrupt practices while carrying out the Company's work.

No Company staff members may accept for individual or personal benefit any gift or gratuity from any current or potential supplier of goods or services to the Company, except for gifts of nominal value or meals and social invitations that are in keeping with good business ethics and do not oblige the recipient to be influenced improperly by these gestures, whether intentional or otherwise.

Attempted bribery or attempted engagement in corrupt practices are considered as serious as actual bribery or corrupt practices and will be treated in the same way under this Policy, even if the advances are rejected and no exchange takes place, the intention is what matters.

### 6.2 ANTI-MONEY LAUNDERING

Money laundering is the process by which criminals attempt to conceal the true origin and ownership of the proceeds of their criminal activity and reintroduce the proceeds into the economy for legitimate purposes. The Company must not allow any organisation or individual to use the Company to launder money and must be vigilant to ensure that the Company does not accept the proceeds of a crime from any organisation or individual.

Company staff members may not:

- possess, conceal, use, convert or transfer criminal property or its proceeds
- become involved in an arrangement facilitating any of the above; or
- possess or in any way deal with funds related to terrorist activities or funds likely to be used for terrorist activities.

Risk Areas: Certain situations require extra vigilance on the part of Company staff members. Situations that should be considered as at a risk of money laundering are:

- entering into arrangements with partners that may be fronts for criminal activities
- use of an alternative banking system to move funds
- use of conduits for funding
- use of couriers to transport cash or valuables; or
- payment of facilitation charges where it amounts to a private benefit rather than a lawful tax or duty.

### **6.2.1 Prevention and Detection of Abuses**

Internal Checks and Balances: Consistent with existing systems in place under applicable Company regulations, rules, manuals and policies, the Company shall prevent and detect practices prohibited under this Policy by:

- identifying areas of operation that are more vulnerable to the risks of bribery, corrupt practices and money laundering
- implementing and monitoring robust risk management and internal control systems that are easily accessible by internal and external auditors
- monitoring risks on an on-going basis and regularly assessing the effectiveness of the internal controls
- maintaining records of transactions in accordance with Company's regulations, rules, manuals and policies; and
- conducting training of Company staff members on the internal control systems to prevent, detect and report practices prohibited under this Policy.

### **6.2.2 Company Procurement Department**

Procurement staff members play a special role in the prevention and detection of activities contrary to this Policy with respect to partners, suppliers and vendors. Company staff members involved in the procurement process shall conduct appropriate due diligence on partners, suppliers and vendors, including the following:

- obtaining accurate information on the business profile of any party involved in the procurement process
- ensuring that contracts with partners, suppliers and vendors prohibit bribery, corrupt practices and money laundering and refer to this Policy
- exercising due diligence in verifying that any partner, supplier or vendor has not engaged in, and is not engaging in, any bribery, corrupt practices and money laundering
- promptly reporting to the Company CEO any practice that is, or is reasonably suspected of being, contrary to this Policy; and
- immediately ceasing any dealings with any party who is acting contrary to this Policy.

### **6.2.3 Company staff members**

In order to prevent and detect abuses under this Policy, Company staff members shall:

- not, under any circumstances, condone or facilitate, or appear to condone or facilitate, any bribery, corrupt practices or money laundering in the course of the activities and operations of the Company
- avoid any use of the funds, resources or assets of the Company contrary to this Policy
- detect and prevent any bribery, corrupt practices and money laundering, or any attempts thereof, in accordance with this Policy
- exercise due care in managing the funds, resources and assets of the Company; and
- promptly report, in good faith, any practice contrary to or reasonably suspected of being contrary to this policy, or any attempts thereof, using any of the channels available under the Company HR Policies referred to in the “References and Related Procedures” section mentioned above. Failure to report may result in the imposition of disciplinary measures in accordance with the Company Disciplinary Policy (POL\_HRRMST05 - Disciplinary Policy)

### **6.2.4 Company Management**

All Company managers shall be subject to the following additional obligations:

- monitoring and assessing any internal and external risks of bribery, corrupt practices and money laundering and employ risk control mechanisms to prevent such practices or propose additional mechanisms where appropriate
- raising awareness of risks of bribery, corrupt practices and money laundering through ongoing training of, and guidance to, Company personnel
- adhering to the terms of this Policy in exercising their delegated authority to enter into contractual arrangements with any cooperating partners, suppliers, vendors or any other third parties; and
- taking prompt and reasonable action to recover misappropriated funds or losses caused by fraudulent, corrupt practices or money laundering.

### **6.2.5 Contracts with third parties**

Any partner, supplier, vendor or any other third party entering into any contract with the Company shall be required to:

- allow the Company access to Company-specific records and to allow the Company to investigate or audit any aspect of the contract or the

provision of goods or services under the contract, as indicated on the Company Procedures for Outsourcing (SOP\_QMSMST02 SOP for Outsourcing); and

- represent that it has not, and shall not, engage in any bribery, corrupt practices (including fraud and collusive practices) or participate in money laundering.
- Company staff members: Any allegations against Company staff members for engaging in practices or transactions prohibited under this Policy will be reported and investigated in accordance with Company Disciplinary Policy (POL\_HRRMST05 - Disciplinary Policy)
- In addition to the imposition of disciplinary measures, and where the conduct rises to the level of criminal conduct, the matter may be reported to the appropriate police authorities in accordance with the procedure set forth in Annex A.

### **6.3 INVESTIGATION**

Company Managers in departments and Regional Offices must escalate any concerns to Head Office.

Company partners, suppliers, vendors: When the Company receives a credible report that one of its partners, suppliers or vendors has engaged in practices or transactions prohibited under this policy, the Company shall investigate the matter in accordance with Annex A to this Policy. In cases where it is determined that a Company partner, supplier or vendor is in violation of this Policy after an investigation, the Company shall terminate its contract with the offending party and impede the partner, supplier or vendor from conducting any business with the Company or its related, associated or subsidiary Companies. Where the conduct rises to the level of criminal conduct, the matter may be reported to the appropriate police authorities, in accordance with the procedures set forth in Annex A.

### **6.4 TRAINING AND AWARENESS**

The Company will develop and conduct a training program for Company staff members to increase awareness of the risks of bribery, corrupt practices and money laundering and develop skills for preventing, detecting and reporting such practices. Given their responsibilities with respect to Company assets and contracts, certain categories of Company staff members (such as Procurement and Finance) will receive specialised training in these matters.

This Policy is complementary to the company protocols, procedures and policies in place, in all company departments, sectors and countries and does not interfere with any of their contents.

The Company assures that its books, records and accounts are always maintained correctly and accurately reflecting every transaction, invoice and document, to facilitate anti-corrupt behaviour and increase transparency. The Financial Manager reports the status of Company financial accounts to the Director of Finance and the Board monthly and annually, with technical support of the company external Auditing firm, who conduct

walk-through testing of our controls and procedures, in order to verify their compliance, robustness and effectiveness. This Policy is reviewed every second year, but if necessary, may be subject to amendments at any time, in case of changes to legal texts and laws, as advised by our external Auditors.

## 7. REFERENCE STANDARDS AND GUIDELINES

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- European Parliament and Council Directive (EU) 2015/849, on the prevention of the use of the financial system for the purpose of money laundering or terrorist financing – 20<sup>th</sup> May 2015;
- European Parliament and Council Directive (EU) 2018/843 of the of 30 May 2018 Amending Directive (EU) 2015/849 on the Prevention of the Use of the Financial System for the Purposes of Money Laundering or Terrorist Financing - European Union 5th Anti-Money Laundering Directive (Amendments to the 4th Anti Money Laundering Directive).

## 8. APPENDICES

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ANNEX A

## **Annex A to Anti-Bribery, Anti-Corruption Practices and Anti-Money Laundering Policy: Reporting and Investigation Procedures**

### **REPORTING AND PRELIMINARY INVESTIGATION**

Company staff members must escalate such concerns to Head Office. Company staff members shall promptly report, in good faith, any practice contrary to or reasonably suspected of being contrary to this Policy, or any attempts thereof, using any of the channels available under the Company HR Policies referred to in the “References and Related Procedures” section mentioned above. In addition, the following specific procedures shall apply to reports made under this Policy:

1. Reports of violations of this Policy shall include all details known at the time the suspicions arise, including all individuals alleged to be involved, the location, the time and any other relevant statements or information.
2. Company staff members shall not:
  - a. Contact the suspected perpetrator to get facts or demand restitution
  - b. Discuss the case facts or allegations with anyone other than persons to whom the report was made under Company HR Policies and/or persons responsible for investigating the case
  - c. Attempt to personally conduct investigations or interviews.
3. All information reported will be treated confidentially and will only be disclosed to the extent necessary to conduct the investigation, to comply with the terms and conditions of the Company HR Policies or to the extent required by applicable law. Confidentiality, in so far as possible, will be maintained for all reports made in good faith, and where reports are made anonymously, such anonymity will be respected. However, if criminal activity is to be reported to the authorities, the identity of the person reporting may eventually have to be disclosed to enable external investigators or the police to pursue criminal investigation effectively.
4. All reasonable reports will be treated seriously and systematically and will be properly investigated. If it is determined that a report was made frivolously, in bad faith, maliciously, for personal gain or for revenge, disciplinary action may be taken against the person making such report (POL\_HRRMST05 - Disciplinary Policy).
5. Any person receiving a report of a breach of this Policy should listen carefully and with respect to the person making the report, ensure that every report is treated seriously and sensitively and give every allegation a fair hearing. Recipients of reports should obtain as much documentation and information as possible regarding the alleged breach of this Policy, including any notes or evidence, and they should reassure the person making the report that he/she will be protected and will not suffer any reprisal for having made a report in good faith. Recipients of reports are required to prepare a written report of any suspected breach of this Policy that has been reported to them and provide it to the Head of Human Resources in a timely manner. Recipients of reports should not confront the alleged perpetrator or carry out an investigation themselves.

6. The Head of Human Resources shall, without delay, have the responsibility of conducting a preliminary investigation into the facts reported and make recommendations to the CEO on whether the case should be closed due to lack of evidence or whether a full investigation should be conducted.
7. If the preliminary investigation concludes that there is enough evidence to warrant a full investigation, and depending on the gravity of the allegations, the policies as laid out in the Company Disciplinary Policy (POL\_HRRMST05 - Disciplinary Policy) should be initially followed.
8. In the case of Company staff member, the CEO may suspend the staff member(s) concerned while an investigation is being conducted. Where it appears advisable that the suspension take place without notice, so as to prevent the destruction or removal of evidence, the Company staff member(s) concerned should be supervised at all times before leaving Company's premises, and measures taken to ensure that they are unable to gain access to the premises or to IT systems during their suspension. Suspension should not be regarded as a disciplinary action nor should it imply guilt.
9. In cases where it is determined that a Company partner, supplier or vendor is in violation of this Policy after a full investigation, Company shall terminate its contract with the offending party and remove the partner, supplier or vendor from conducting any business with Company or its related, associated or subsidiary Companies. In cases where it is determined that other Company staff members are in violation of this procedure (such as consultants, temporary employees and interns) after a full investigation, the contract or working relationship with the offending party shall be terminated by Company.
10. Internally reporting the results of preliminary investigations may consist of various oral or written communications by the investigators to the CEO, the Head of Human Resources, the Director of Finance, the Board, as applicable, regarding the status and results of the investigations.

## **INVESTIGATION PROCEDURE**

1. Depending on the magnitude and the complexity of the reported violation of this Policy, full investigations will be carried out either in-house by person(s) delegated by the CEO, or by external parties appointed by the CEO, such as external audit firms with specialised forensic accounting expertise and access to criminal law expertise. The decision whether to use internal or external investigation services, or a combination of both, will be made by the CEO in consultation with other relevant managers and, if necessary, the Legal Advisor. The Head of Human Resources should advise on who should be involved in the investigation to avoid a conflict-of-interest situation for Company personnel with close working relationships with the individual(s) in question.

2. Investigations will be conducted in an independent manner without regard to any person's relationship to Company, their position or length of service. The Head of Human Resources will keep records of all actions in the investigation for future reference, i.e. any future criminal, civil or disciplinary action.
3. The CEO will ensure that full access is given to the person(s) delegated and any approved external body requested to assist him/her to immediately search the work area in question, including any files and Company IT equipment. All searches are to be conducted in a lawful manner and documented in writing, to protect the due process rights of Company staff member and to preserve the chain of custody. The person(s) delegated will keep records of any action or handling of evidence.
4. All Company staff members are required to cooperate with investigators and to respond to reasonable requests for documents and information.
5. All investigative interviews will be structured and documented in writing or by audio recording. Any Company staff members reported to be involved in a breach of this Policy will be given the opportunity to respond to the allegations during an interview or via written statements. The CEO, in consultation with the person(s) delegated and the Legal Adviser, will develop the interview procedures and ensure that the due process rights of Company staff member are respected throughout the investigative process.
6. When the full investigation has been completed, the person(s) delegated will prepare a confidential, written report addressed to the CEO, Director of Finance and Head of Human Resources detailing the findings and conclusions, including recommendations for action. Summary results of investigations will be disclosed to the Board. Investigation results shall not be discussed with anyone other than those entitled to receive a report. This is important to avoid damaging the reputation of those suspected of wrongdoing and subsequently found innocent, and to protect Company from potential civil liability and loss of reputation and goodwill.
7. Where there is prima facie evidence of criminal activity, the CEO may decide to report the matter to the appropriate police authorities after consultation with the Head of Human Resources and, as appropriate, the Legal Advisor.

## **DUE PROCESS RIGHTS OF SUBJECTS OF INVESTIGATION**

1. All Company staff members alleged to have breached this Policy will be given the opportunity to respond to the allegations during an interview or via written statements. Company staff members may provide the investigators with exculpatory evidence at any time during a preliminary or full investigation.
2. The due process rights of Company staff members set forth in the HR Disciplinary Policy (POL\_HRRMST05 - Disciplinary Policy) will be respected, including the right to respond to such allegations and the right to a hearing.

3. No disciplinary action against Company staff members will be taken and no contractual relationship with other Company staff, partners, suppliers or vendors will be terminated prior to the completion of a full investigation.
4. Should a Company staff member, consultant, temporary employee or intern be cleared of all the allegations, an appropriately worded formal communication will be sent to the individual concerned with a copy placed in his/her personnel file. This must be done within 14 days of the individual being cleared of the allegations. No future reference shall be made to the allegation that would prejudice his/her continued employment.

## **RECOVERING ASSETS**

1. Where Company has suffered financial loss or loss of other material assets as a result of a breach of this Policy, efforts will be made to seek restitution from the individual(s) responsible for such loss. This can be done through the following methods:
  - a. Planning for voluntary payment
  - b. Making deductions from benefit payments
  - c. Considering an insurance claim
  - d. Taking civil action to obtain a judgment for the loss
  - e. Obtaining compensation orders in criminal cases
  - f. Considering any other appropriate means of recovery.

## **DISCIPLINARY ACTION AGAINST COMPANY STAFF MEMBERS**

1. Where a full investigation confirms that a Company staff member has breached this Policy, the CEO, in consultation with the Legal Adviser and the Head of Human Resources, will pursue disciplinary action in accordance with the HR Disciplinary Policy (POL\_HRRMST05 - Disciplinary Policy), with the option of furthering the matter as described under points 18 and 23 above.