

01/2021 Group Directive on Anti-Bribery

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1. Content and purpose

As a globally operating group, HOCHTIEF is committed to comply with applicable anti-corruption and anti-bribery laws. HOCHTIEF prohibits and has zero tolerance for all forms of bribery and is committed to the prevention, detection and initiatives to eliminate bribery in any case.

2. Bribery

Bribery comprises the offer, grant, promise or acceptance of an undue advantage of any value (which could be financial or non-financial) such as any payment, gift, benefit or favor. The undue advantage can be directly or through a third party (such as a subcontractor or consultant) as an inducement or reward for a person acting or refraining from acting in relation to the performance of that person's duties. The result of such act of bribery needs not necessarily entail an actual undue advantage or the improper performance of a function or activity. A bribe can be to or from a public official or private individual.

2.1 Prohibition of Bribery

Employees of a HOCHTIEF Company (hereinafter referred to as "HOCHTIEF Employee") must not:

- offer, grant or promise a bribe or anything which may be viewed as a bribe either directly or indirectly or otherwise through any third party; or
- request, receive or accept a bribe or anything which may be viewed as a bribe either directly or indirectly or otherwise through any third party, or perform their job functions improperly in anticipation, or in consequence, of a bribe.

Gifts and hospitalities may, in certain circumstances, constitute or give the appearance of bribery. All intended gifts and hospitalities need to be carefully considered in accordance with applicable internal regulations of HOCHTIEF.

2.2 Facilitation Payments

Facilitation payments are a contribution to Public Officials (as further defined below), by which the performing of an official act, to which a legal right exists in principle, is to be brought about or accelerated. It is therefore a special form of bribery.

Contributions are cash or non-cash benefits to which the recipient has no legal claim. In principle, this term includes the granting of all paid or unpaid consideration of any kind (payments, loans, discounts, payments in kind, services, invitations etc.) which are granted either directly or indirectly or otherwise through any third party.

Facilitation payments are contributions, if they are paid to bring about or to accelerate an official action by a public official, who must perform this action anyway on the basis of her/his regulatory function.

2.3 Public Officials

Public Officials are all persons who hold office under public law in a public authority, in public administration, or who are acting on their behalf. The term is therefore broad in scope and relates in particular to:

- All public administration positions
- Justice (judges, public prosecutors)
- Military, military representatives
- Holders of public office, for example, notaries, federal government ministers, state government ministers
- Employees of public international organizations (UN, World Bank, EU)
- Elected public officers
- Employees of state-owned companies (e.g. the German KfW development bank), or which perform an activity in the area of general interest (e.g. energy and waste disposal, social housing construction, health, public law credit institutions)
- Temporary staff (e.g. testing engineers working on behalf of a government entity)

The above list is only as an example and not exhaustive. As far as local law stipulates or allows a different interpretation, the latter has priority.

Public Officials must avoid any appearance of being receptive to personal advantages as part of performing their office duties and of not being oriented exclusively towards objective considerations. Therefore, a legal prohibition exists against requesting, being promised, or accepting rewards, gifts and other advantages for oneself or a third party with respect to the office.

2.4 Prohibition of Facilitation Payments

In dealing with Public Official the principles of objectivity and transparency must always be observed. Even though facilitation payments might be permitted in few countries of the world in some rare individual cases, facilitation payments are illegal and liable to prosecution under the anti-bribery laws applicable to HOCHTIEF. Therefore, every HOCHTIEF employee is as a matter of principle prohibited from making Facilitation Payments in all countries of the world irrespective of the question whether facilitation payments might be legally permitted in the country concerned. That means an HOCHTIEF Employee may never agree to such demands of a Public Official. In such a case, please contact the Compliance Officer or Corporate Compliance.

2.5 Reporting

All attempts of bribery or requests for facilitation payments must be reported to the respective Compliance Officer or Corporate Compliance as soon as practicable after the attempt or request is received.

3. Control

Corporate Compliance monitors compliance with the instructions of this directive.