



Anti-Bribery and Anti-Corruption Policy

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1. Purpose

Stillfront Group AB (publ) (“**Stillfront**” and together with its subsidiaries “**Stillfront Group**”) is committed to observing the standards of conduct set forth in applicable anti-bribery and anti-corruption laws and regulations of the countries in which we operate, including the United Kingdom Bribery Act 2010 and the United States Foreign Corrupt Practices Act (jointly referred to as “**Applicable Legislation**”).

Stillfront actively strives to abstain from any form of bribery and corruption. We do not tolerate any deviation from this policy (this “**Policy**”) and any breach of the principles set out herein must be reported through the designated channels as set out below.

2. Scope

The scope of this Policy covers all companies and all professionals of the Stillfront Group. This Policy has been adopted by the Board of Directors of Stillfront and is to be implemented and monitored by each studio management team. Additional guidelines to ensure compliance with local laws are to be developed and implemented by each studio management team as required. All professionals must comply with this Policy. Managers have a special responsibility to be role models in demonstrating the desired behaviours as outlined in the policy and to proactively enforce the policy on a day to day basis.

3. Definitions

For the purposes of this Policy the following terms shall have the following meaning:

“**Bribery**” is the offering, providing, authorising, requesting, accepting or receiving of a financial or other advantage to encourage improper performance or to misuse a person’s position. A bribe can be anything of value and does not necessarily involve money.

“**Corruption**” is the abuse of an entrusted power for private gain. This implies not only financial gain but also non-financial advantages. Examples of corruption are bribes, fraud, facilitation payments and nepotism.

“**Third Party**” means any individual or organisation any professional comes into contact with during the course of his/her/its work for Stillfront, including actual and prospective customers, suppliers, distributors, publishers, business contacts, M&A targets, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

4. General principles

No professional of the Stillfront Group shall offer, provide, authorise, request, accept or receive a bribe, either directly or indirectly. Further, it is prohibited to contribute financial or non-financial means to any Third Party in a way that could constitute corruption.

If you believe or suspect that a conflict with this Policy has occurred or may occur in the future you must notify Stillfront’s General Counsel as soon as possible on Johanna.Lundberg@stillfront.com. Reporting of a breach of this Policy may also be done through Stillfront’s Whistleblower Channel, where it is possible to remain anonymous (<https://www.stillfront.com/en/whistleblower/>).

Retaliation in any form against an employee who has, in good faith, reported a violation or possible violation of this Policy is strictly prohibited.

This Policy may be modified at any time by Stillfront, with or without notice, to ensure consistency with reasonable industry best practices.



5. Requirements when engaging a Third Party

To avoid the risk of bribery or corruption each professional of Stillfront Group must comply with the following requirements when appointing any Third Party:

- (a) ensure there is a valid business case for the appointment of any Third Party to work for us;
- (b) the appointment of a Third Party must be approved, and the financial terms agreed at appropriate levels within Stillfront Group;
- (c) if you know, or have any family or personal relationship with, a Third Party or potential Third Party, you must declare your connection immediately to your immediate superior manager and remove yourself from any further negotiation, approval or decision-making process;
- (d) conduct appropriate due diligence of the Third Party. Pay particular attention if the Third Party operates in a country with perceived high corruption as indicated on the Transparency International (TI) Corruption Perceptions Index;
- (e) ensure consideration levels for the services/goods provided are appropriate;
- (f) pay a Third Party by legitimate means;
- (g) any referral fee arrangements agreed with Third Parties must be transparent to all parties involved;
- (h) payments of any consideration must be made in relation to relevant and legal business activities; and
- (i) beware of red flags (this can include, but is not limited to: (i) a scenario where you learn that a Third Party has a reputation for paying bribes, or requiring that bribes are paid to them; (ii) you becoming aware that a Third Party engages in, or has been accused of engaging in, improper business practices; or (iii) a Third Party demands lavish entertainment or gifts before commencing or continuing contractual negotiations or provision of services.

6. Accepting or Offering Business Hospitality

Each professional of Stillfront Group must comply with the following when accepting or offering any business hospitality:

- (a) It is forbidden to provide, promise or offer a benefit to a person who exercises public authority or decides on public procurement.
- (b) You may accept and offer business hospitality to employees or contractors of privately-owned companies, such as meals and entertainment, provided:
 - (i) it has a legitimate business purpose;

- (ii) the benefit is reasonable, proportionate and transparent given the relevant circumstances;
 - (iii) the benefit is not otherwise of such nature that it could be deemed to influence behaviour, i.e. influences or risks influencing the recipient's decision or the manner in which he/she carries out his/her work tasks; and
 - (iv) the host is present during the hospitality - otherwise it becomes a gift.
- (c) Recurring gifts or hospitality are more likely to give rise to an inference that there is an intention to improperly influence.

7. Gifts, discounts, rewards etc.

Stillfront Group's general policy is that gifts, discounts, rewards and similar benefits from Third Parties are forbidden (i.e. no professional may accept/receive personal gifts or discounts from a Third Party). However, non-personal gifts of minor value (such as a box of chocolate, a fruit basket or similar) from Third Parties may be acceptable, provided it is shared with other colleagues.

8. Prohibited forms of benefits

No professional of Stillfront Group may provide, promise or offer, to employees or contractors of another company or public entity, any improper benefit, such as:

- (a) benefits to a person who exercises public authority or decides on public procurement;
- (b) monetary gifts, gift cards and the like that could be considered as cash equivalents;
- (c) monetary loans, providing of security (guarantees), waivers of claims, repayments or interest and the like, on terms that are not market terms;
- (d) work for the recipient or delivery of goods or services for private use and on terms that are not market terms;
- (e) benefits conditional on the recipient performing something for the provider and that is not approved by the employer or principal;
- (f) covert commissions to employees or contractors (i.e. other entities than the contracting counterparty);
- (g) access to vehicle, boat, holiday home or the like for private use;
- (h) a prospective partner indicates to you that a gift or payment is required to secure their business;
- (i) a Third Party requests an unexpected additional fee or commission to "facilitate" a service;
- (j) a Third Party requests that you provide employment or some other advantage to a friend or relative.
- (k) wholly or partially paid entertainment or holiday trips, or
- (l) offer that is perceived as generally not acceptable in the ordinary course of business.

No professional of Stillfront Group shall bribe a foreign public official to obtain or retain business. A professional commits this passive offence if s/he (directly or indirectly):

- (a) requests, agrees to receive or accepts a financial or other advantage intending that, in consequence, a function or activity should be performed improperly;
- (b) requests, agrees to receive or accepts a financial or other advantage and such request, agreement or acceptance itself constitutes the improper performance of a function or activity;
- (c) requests, agrees to receive or accepts a financial or other advantage as a reward for the improper performance of a function or activity; or
- (d) in anticipation of or in consequence of a recipient or potential recipient requesting, agreeing to receive or accepting a financial or other advantage, causes a function or activity to be performed improperly.

9. Staff Training

Professionals representing Stillfront Group towards external stakeholders are trained in the reasonable avoidance, prevention, identification and reporting of bribery and corruption.

Refresher training session will take place on a regular basis for relevant professionals.

10. Breaches of this Policy

Failure to comply with this Policy will be taken seriously and may constitute gross misconduct. In the case of a breach by employees, disciplinary action is likely to be taken and a breach may also result in Stillfront Group terminating a person's employment or engagement without notice, provided that nothing in this Policy shall be deemed to modify or alter any employment agreement between Stillfront and any Stillfront employee.

We may terminate our relationship with other individuals and organisations working on our behalf if they breach this Policy.

Violations of this Policy can also result in prosecution by law enforcement authorities and serious criminal and civil penalties.

11. Document properties

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Document owner
Group CEO

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