

Anti-corruption policy

Introduction

MTG does not tolerate any form of corruption and we work diligently to prevent any kind of act of corruption and unlawful misbehavior in our company. Failure to follow anti-corruption laws and regulations can have serious consequences both for MTG and for the individuals concerned.

MTG's employees must therefore take great care to always exercise good judgement and should never put themselves or others into a position that may violate this policy or applicable anti-corruption laws and regulations. Never compromise on ethics when doing business.

Scope

This policy applies to all Modern Times Group AB's employees and our board members, to our portfolio companies as well as to board members appointed by us in those companies, and to consultants engaged by us, (hence referred to as "MTG").

By "corruption" we mean any of the below acts. The acts apply to both our employees and third-party entities that we interact with in our daily operations such as public officials and private entities.

- **Bribery** – when a person requests, receives, accepts, offers, pays, seeks or accepts an offer or an improper advantage or reward in connection with their position, office or assignment.
- **Conflict of interest** - arises when an employee uses their position to make decisions for personal gain or to benefit relatives or friends. Keep external directorships or significant shareholdings in suppliers, customers, or competitors. Conduct work – in any role – for another individual or entity in a way that could affect the ability to carry out roles and responsibilities within the Group. External engagements can also negatively influence an employee's ability to fulfill their duties in relation to the Group. Employees should inform their manager of any potential conflicts involving themselves or others, to their line manager, local legal department or MTG Legal (legal@mtg.com).
- **Fraud** – any intentional or deliberate act to deprive someone of property or money by deception or other unfair means.
- **Facilitation payments** – are unofficial payments, direct or indirect, made to secure or speed up a routine action or process such as the issuing of a visa, permit, or license. Lawful payments to a government agency are not facilitation payments.
- **Nepotism and cronyism** – favoritism based on familiar and acquaintances relationships where someone in an official position exploits their power and authority to provide a job or favor to a family member or friend, even though they may not be qualified or deserving.
- **Sextortion** - when a person with entrusted authority abuses this authority to obtain a sexual favor in exchange for a service or benefit which is within that person's power to grant or withhold.
- **Extortion** – the direct or indirect utilization of one's power, position or knowledge to demand unmerited cooperation or compensation as a result of coercive threats.
- **Political contributions** – this includes contributions made in cash or in services, e.g. gifts of property or services, advertising or promotional activities or endorsing a political party.
- **Money laundering** – any act or attempted act to conceal or disguise the identity of illegally obtained proceeds so that they appear to have originated from legitimate sources.

Gifts, entertainment, and hospitality

Gifts, entertainment, and hospitality include the receipt or offer of gifts, meals or tokens of appreciation and gratitude, or invitations to events, functions or other social gatherings in connection with matters related to business activities. These activities are acceptable provided they fall within reasonable bounds of value and occurrence and are received/given for advertising or representative goals without receiving/giving back any material profit. In order to evaluate what is acceptable in terms of gifts, entertainment and hospitality, go through the following checklist before giving, receiving or promising the type of items described in this section:

- what is the intent - is it to build a relationship or is it something else?
- how would you look if these details were on the front page of a newspaper?
- what if the situation were to be reversed – would there be a double standard?

If you find it difficult to answer one of the above questions, there may be a risk involved which could potentially damage the Company's reputation and business. The action may even be illegal. For further guidance and in case of doubt, consult the Company's Management (which may, in turn, consult the Company's lawyers), or contact MTG Legal (legal@mtg.com).

Limited corporate gifts, hospitality and entertainment is a widely accepted aspect of building good business relationships, and MTG allows employees to make or accept hospitality or gifts provided that they:

- conform to local laws and customs;
- do not place the recipient under any obligation or appear to do so; and
- are not prohibited by the policies of the recipient's employer.

Unacceptable gifts

Some gifts can never be given or received simply by their nature, e.g.:

- Cash (and equivalent items that can be exchanged directly for private consumption, such as vouchers or gift certificates)
- Expensive items such as iPads, iPhones, jewelry, and other luxury items
- Loans or personal services that can create dependence between those involved
- Entertainment of a sexual or similarly inappropriate nature

No gifts may be given or received in the following situation or to the following persons:

- Partners, spouses, and other family members
- Gifts that do not have a clear business purpose
- Gifts that are not transparent and could be perceived by others as intended to influence business decisions
- During ongoing contractual negotiations
- Gifts that indirectly or directly require something in return
- Gifts offered to or received from public officials or people that are listed as politically exposed people (PEP)

Donations and charitable contributions

MTG does not take part in charities, make direct donations or donations that could be interpreted as a substitute to the following subject matters:

- Political donations or political payments
- Fossil fuel
- Coal and oil sands
- Tobacco or alcohol
- Weapons including cluster bombs
- Adult entertainment
- Animal abuse

Business partners

MTG does business with consultants and other business representatives, and we can be held liable for acts of corruption by these partners.

It is therefore important that our partners are carefully selected, and the integrity of the partner is verified in order to mitigate corruption risks. Our business partners shall conduct their businesses according to the principles outlined in this Policy.

- All business partners must be appointed and compensated following a written contract.
- The compensation must be in line with market rates and any payment methods other than wire transfers or checks shall be avoided.
- All payments must be properly documented and accounted for, so that such payments are clearly linked to services or goods lawfully provided by the partner.

Responsibilities

All employees have a responsibility to help detect, prevent and report acts of corruption.

Employees who come across suspected instances of corruption (either within MTG, by any third party affiliated with MTG or by any of MTG’s competitors), shall report this to the managing director at once.

Suspected acts of corruption can also be (anonymously) reported to MTG’s whistleblower channel: <https://whistleblowersoftware.com/secure/MTG>

MTG’s management will evaluate and assess any reported/suspected/observed acts of corruption. Actions that could be taken in case of a confirmed act of corruption:

- Disciplinary measures such as formal warnings and dismissal (including termination of labor contracts);
- Cancellation of contracts (with third parties);
- Police investigation/court procedures depending on the case and circumstances in question.

MTG’s general counsel is the owner of this policy. The general counsel handles the content of the policy, maintains and updates the policy, and ensures it is properly communicated and enforced.

Local boards, advisory boards, and similar corporate bodies oversee tailoring and implementing this policy at MTG’s subsidiaries. Local CEOs, management board members and similar handle communicating this policy, and ensuring that all employees within their area of responsibility are familiar with and follow this policy.

Policy history and change information

Version	Revision Date	Change information
1	2019-05-20	Final draft of policy
1.1	2020-12-09	Minor editorial updates
1.2	2021-12-08	Minor editorial changes
2	2022-12-08	Updated and revised policy