

Anti-corruption Policy

Troton Ltd.

Our vision

Troton Ltd. operates according to the highest ethical standards.

Our Aim

To provide honest and transparent model of Troton operation, which guarantees trust, safety, fair trade and values for all stakeholders of Troton.

✓ Our commitments

- ✓ As part of every day duties, we operate according to values and standards of operating in Troton.
- ✓ Corruption is not tolerated, in overusing positions or functions in order to gain financial or personal benefits.
- ✓ We actively build and verify awareness of ethical behaviour and corruption risks amongst our employees and contractors.
- ✓ Members of management of Troton are obliged to make working environment based on ethical standards, trust and compatible with current regulations.
- ✓ We avoid conflict of interest, which may undermine our integrity and credibility.
- ✓ We follow Troton internal regulations in terms of expenses and gifts.
- ✓ We responsibly identify and manage the risk of embezzlement and corruption threats.
- ✓ We report and clarify the cases of legal offence and internal regulations about corruption countermeasure and immediately implement suitable disciplinary and reparative actions.
- ✓ We abide anti-corruption regulations in all areas our business operates.

Introduction

Corruption criminality hinders economic development, breaches free competition, increases business operating costs, decreases safety and quality of products and services, which may threaten businesses and destroy an image of every participant of economical turnover.

Corruption and embezzlement connected with it carry criminal responsibility of people who do it as well as consequences for the company. The acceptance of corruption actions makes operating business harder, reduces the possibility of promotion of services and products, may make it impossible to acquire public tendering and can threaten economic interests of Troton.

Effective countermeasure of corruption requires implementation of systemic solutions, based on information analysis available internally and acquired externally.

§ 1

General Resolutions

1. Anti-corruption Policy forms a formal basis to implement The Countermeasure System of Corruption in Troton, which regulates relations between employees, entities and people representing Troton, contractors, suppliers, clients and members of public administration.

2. The Countermeasure System of Corruption takes place in Troton and is managed by Board of Directors which provides resources, forms and methods of countermeasure and corruption detection and embezzlements.
3. The Countermeasure System of Corruption consists of: anti-corruption coordinator, organizational units managing analytical-report tools and Principles of supervision and implementation of anti-corruption policy, aforementioned in § 6 of the Policy.
4. The aim of the Policy is:
 - a) Countermeasure and detection of corruption actions by implementing systemic solutions;
 - b) Identify threats, risk assessment and take actions which are to protect economic interests of Troton;
 - c) Initiate control or audit actions, in order to assess incidents and responsibility of people suspected of corruption, including employees and representatives of Troton, who neglect implementation and use of anti-corruption standards;
 - d) Implementation of principles of conduct of employees and representatives of Troton increasing anti-corruption safety, including countermeasure of embezzlement, which basis can be an evidence of corruption;
 - e) Making people who make business decisions aware in terms of identifying corruption behaviours and countermeasure them.

§ 2 Definitions

Terms applied in The Countermeasure Corruption System mean:

Corruption is a breach of honesty and following the law by public officer or people responsible in public or private sector, because of their positions, functions or responsibilities, as well as benefitting from actions caused directly or indirectly as a result of promise, proposed, expected or given in a financial form or personal, for a person or a third party. The definition of corruption includes economic corruption as well, which can take the form of clerkship or managerial corruption.

Public officer is a natural person who serves a public function in the meaning given to its definition in the country's legal system, where Troton operates.

Employee is a person employed in Troton in contract of employment regardless of time limit of work.

Contractor is a natural/legal person or organization unit not having legal personality, being a party who concludes an agreement with Troton or provides services for Troton under civil contract, or a natural/legal or organization unit without legal personality, with whom Troton holds talks in order to sign a contract or make an order.

Representatives are all subjects or people representing Troton in contact with contractors, suppliers, clients or public or local institutions, as well as entities or people who support Troton in gaining clients or sell products or services on behalf of Troton.

Flagman is a person, whom informing about a possibility of committing a crime, revealing anomalies or violation of internal regulations in relation to Troton's actions may adversely impact on his/her occupational situation.

Anti-corruption coordinator is a person in organizational unit responsible for safety assurance in Troton, whose responsibility is to gain clients, analyse and share information as part of the Countermeasure Corruption System.

Conflict of interests, as part of the Policy, is understood as situation, where employees or representatives of Troton taking part in business processes implementation gain, directly or indirectly, financial, economic or personal benefit, which can be seen as threatening their impartiality and independence in the process, which may create corruption or other anomalies.

Monitored business processes are business actions in Troton where relations with contractors, suppliers, clients or public or local institutions occur.

§ 3

Compatibility assurance with legal requirements and ethical standards

1. The Policy puts an obligation on all employees and representatives of Troton to abide anti-corruption regulations implemented in all countries, where Troton operates, including:
 - a. OECD Convention fighting against corruption of foreign public officers in international trading transactions;
 - b. A European law of the European Parliament about bribery (The Bribery Act, 2010);
 - c. American law about foreign corruption practices (Foreign Corrupt Practices Act – FCPA);
 - d. Canadian law about corruption of foreign public officers (Canadian Corruption of Foreign Public Officials Act, 1999).
2. Regardless of the duty mentioned in law 1 above, the Policy obliges all employees and representatives of Troton to abide ethical principles, honesty and acting according to law in all actions especially economic transactions in relation with natural persons, contractors, public institutions and grass-root organisations.

§ 4

1. Employees and representatives of Troton are forbidden to do such actions as:

Venality - employees and representatives cannot, because of their actions done on behalf of Troton, gain financial or personal benefits, or its promise, also behaviour which is a legal offence, or make an action conditional from gaining financial or personal benefit.

Bribery - employees and representatives cannot give financial or personal benefits to any person who holds a public function, in relation to her/his function. Employees and representatives cannot take actions which are to make a person who holds a public function to violate law regulations or give or promise to give financial or personal benefits when violating law regulations.

Influence peddling - passive paid protection - employees and representatives cannot, invoking on influences or position in Troton, or create belief on someone else or confirm in his/her belief about existing influences, undertake mediation in a case in exchange for a financial or personal gain or its promise.

Influence peddling - active paid protection - employees and representatives cannot give or promise giving financial or personal benefit in exchange for mediation in handling something in a public or local institution, international or national organization or foreign organization entity with public funds, which is an illegal influence on decision, action or non-action by a person who holds a public function, in relation to his/her function.

Managerial bribery - employees and representatives cannot demand or gain financial or personal benefits, or its promises, in return for abuse of their powers or non-compliance of duty which may harm Troton, where they are employed, financial loss or constituting an unfair competition or unacceptable preferential action in favour of a acquirer or receiver of goods, service or benefits.

Manipulation in tenders - employees and representatives cannot, in order to gain financial benefits, preempt or hinder a tender or agree upon something with another person act to the detriment of an owner of property or a person or institution, for which the tender is done for.

2. It is forbidden to grant power of attorney to represent or take actions on behalf of Troton to people, whose contribution in processes may cause a justified suspicion of bias or other financial, economic or personal benefit, other than the interest of the authority granting power of attorney.
3. Detailed forms and methods counter measuring and detecting behaviours described in § 4 of the Policy are set out in the Principles of Supervision and Implementation of Troton Anti-Corruption Policy mentioned in §6 of the Policy.

§ 5

Responsibility of the Board of Directors of Troton

1. The Board of Directors is committed to:
 - a) Implement the Policy as the standard in Troton, as well as do systematic reviews and updates in order to increase their efficiency;
 - b) Constant identification of corruption risks in business processes;
 - c) Ensure transparency in contacts with contractors, suppliers, clients and public administration, in a range of not breaching company's trade secret;
 - d) Establish, maintain and develop anonymous channels to inform about anomalies, including corruption behaviours in Troton;
 - e) Ensuring essential anonymity to venality who act in good faith and interest of Troton;
 - f) Lay down and integrate own systems of countermeasure of corruption in data bases' level and exchange of information according to the Principles, which are mentioned in § 6 of the Policy;
 - g) Strengthen organizational structures responsible for countermeasure and detection of corruption, grant access to information and technical means which collect and analyse information;
 - h) Assign function of the Anti-corruption Coordinator in Troton,
 - i) Provide a successful internal and external communication, in order to familiarize with the Policy by employees, representatives of Troton, clients and contractors;
 - j) Provide training courses in corruption countermeasure for employees, especially the ones in management and in high risk of corruption;

- k) Implement principles in documenting any anti-corruption actions.

§ 6

Principles of Supervision and Implementation of the Anti-corruption Policy in Troton

1. Troton obliges to lay down, implement and pursue following procedures:
 - a) Business processes safety monitoring principles in Troton
 - b) Verification principles of safety and credibility of contractors in Troton
 - c) Principles of anonymous reporting of anomalies in Troton
 - d) Principles of gaining and giving gifts in Troton.
2. The Anti-corruption coordinator is responsible for:
 - a) Laying out, implementation, realization and updating of aforementioned Principles in § 6 of the Policy in Troton
 - b) Mapping out and updating of the monitored business processes list as part of realization of the Policy
 - c) Laying out the program of training courses for employees and representatives of Troton
3. Owners of business processes in Troton are responsible for:
 - a) Provide compatibility of business processes monitored as part of the System of Countermeasure of Corruption with the Policy
 - b) Lay out and update of representatives' list of Troton
 - c) Use anti-corruption lists for trade contracts
4. Every half a year, the Anti-Corruption coordinator presents a report about state of realization of the Anti-corruption Policy to the CEO of Troton.

§ 7

Changes and improvement of Anti-Corruption Policy

1. The Anti-Corruption Coordinator, once every three years, conducts a review of the system in order to evaluate the effectiveness and efficiency of the Countermeasure Anti-Corruption System in Troton
2. The recommendations with reviews of the Countermeasure Anti-Corruption System are implemented as part of the evaluation of the Anti-Corruption Policy in Troton.

The CEO of Troton

Jan Wolejszo

