

 Future Processing

FP POLICY

# Anti-corruption





# Table of Contents

---

<b>Purpose</b>	<b>3</b>
<b>Scope and Responsibility</b>	<b>3</b>
<b>Key Terms</b>	<b>4</b>
<b>Policy Statement</b>	<b>5</b>
General Policy	5
Gifts, Hospitality, Travel and Entertainment	5
Charitable Contributions	6
Grants and Speaking Engagements	7
Political Contributions	7
<b>Third Parties</b>	<b>7</b>
<b>Identifying and Reporting</b>	<b>8</b>
<b>Review and Accurate Record Keeping</b>	<b>8</b>





## Purpose

Future Processing has adopted this Anti-Corruption Policy (the “Policy”) to make it clear that Future Processing prohibits all kinds of bribes, kickbacks, improper business expenses or Anything of Value (defined in 3. below) from being offered or accepted with intent or desire to wrongfully influence the recipient. Just offering a bribe, even if it is not accepted, is a violation of this Policy. The purpose of this Policy is to provide guidance for compliance with anti-corruption laws and to encourage and give guidance for reporting any suspected violations without fear of retaliation.

Future Processing is subject to various anti-corruption laws, regulations and conventions worldwide. These laws make it illegal to pay bribes, kickbacks or other illegal inducements to Government Officials (as defined in 3. below). Further, many countries have adopted laws to fight commercial bribery - that is, bribery between private parties that do not involve government officials.

Accordingly, this Policy is designed to confirm Future Processing’s commitment to conducting business in compliance with U.S. and international anti-corruption laws and regulations, including the U.S. Foreign Corrupt Practices Act, the UK Anti-bribery Act, and to avoid even the appearance of impropriety in the actions of its employees, directors and Business Partners or Third-Party representatives (defined in point 3. below). This Policy should be read in conjunction with other relevant company policies and may be amended as Future Processing deems necessary.

## Scope and Responsibility

This policy applies to all Future Processing’s personnel, which includes any employee, director, full-time, part-time and temporary personnel or an agent or independent contractor working on Future Processing’s behalf (collectively, “Personnel”), and to any Business Partners, Third Parties or agents working on Future Processing’s behalf. If you work with Third Party representatives, you are responsible for ensuring that such individuals or entities acknowledge and agree to comply with the principles set out in this Policy, as applicable. Failure to comply with any provision of this Policy is a serious violation and may result in disciplinary action, up to and including termination for cause, as well as civil or criminal charges.





## Key Terms

**Corruption:** The abuse of entrusted power for personal gain. This can be the misuse of public office or power for private gain or the misuse of private power in relation to business outside the realm of government. Bribery is considered a corrupt practice. The recipient of an act of bribery or corruption may work in either the public or private sector.

**Bribery:** Offering, giving or promising (or directing someone else to offer, give, or promise) an improper benefit to someone with the intention of influencing or rewarding their behavior to obtain or retain a commercial or personal advantage. Bribery is not limited to monetary payments and can include transfers of anything of value such as gifts, travel, charitable donations, political contributions, entertainment and other items when made with the intent or desire to wrongfully influence the recipient.

**Anything of Value:** Anything that has monetary value or would constitute an advantage, financial or otherwise, to the recipient. There is no minimum threshold of value. Examples include but are not limited to cash or a cash equivalent, services, offers of employment, fee-for-service contracts, charitable donations, political contributions, travel and/or entertainment expenses, meals, product samples, gifts, conference and registration fees, and discounts not readily available to the public.

**Government Official:** The definition of “Government Official” is broad and can include individuals who are employed by any public entity or institution or who perform any official acts on behalf of a government, regardless of status or seniority. Government Officials also can include officers and employees of state-owned or controlled companies (“SOEs”), sometimes called “instrumentalities” of the government. Be aware that in some countries and industries, a person who seems to work for a private entity may be considered a government official if they are employed by an SOE. Below is a non-exhaustive list of examples of government officials.

Official (elected or appointed) or employee, who holds a legislative, executive, administrative or judicial position of any kind, including any person who performs public functions in any branch of any federal, national, state, provincial, local, or municipal government or any department, agency, or subdivision thereof.

- Officer, employee or director of a government-owned or -controlled enterprise or organisation (for example, a healthcare professional practising at a government-owned or controlled hospital or clinic); officer, employee or director of a public international organization;
- Individual acting for or representing a government or any of the organisations referred to above, even if a such person may not be an employee of such government or organisation;
- Candidate or prospective candidate for political office;





- Official, employee or agent of a political party; and
- Relatives such as parents, siblings, spouses and children, of any of the Government Officials described in this definition;
- Third-Party: Third Parties are persons or entities who are engaged/paid by Future Processing anywhere in the world, including but not limited to suppliers, subcontractors, business partners, sales representatives, consultants and relevant customers.

## Policy Statement

### General Policy

Future Processing is committed to doing business the right way and ensuring that all of its activities and payments:

- Have a legitimate purpose and are not intended to gain an improper advantage;
- Are appropriate and reasonable;
- Are at Fair Market Value, which is the amount that would be negotiated in an arm's length transaction between well-informed parties; and
- Comply with this Policy and all applicable laws and regulations.

Future Processing's interactions with Government Officials must be in compliance with all applicable laws and regulations, including anti-corruption laws. This means that any benefits provided to and/or expenditures on behalf of Government Officials must be reasonable, justified, fully transparent, and accurately recorded in reasonable detail. Depending on the jurisdiction and entity ownership, members of the healthcare community may be considered "Government Officials" for the purposes of anti-corruption laws.

### Gifts, Hospitality, Travel and Entertainment

The purpose of business gifts or other hospitality to customers, potential customers, suppliers or other persons in a commercial setting is to foster goodwill and enhance business relationships. This Policy does not prohibit the provision of modest payments, gifts, or benefits that are permitted under Future Processing's policies so long as same is not intended to or perceived to improperly influence, induce, or reward any act or decision of the recipient. All business expenses must have a legitimate business need, must be reasonable and appropriate, and should be documented. This Policy also does not prohibit the receipt or





offer of gifts, meals or tokens of appreciation or invitations to events or social gatherings, where they are appropriate in the circumstances and are in connection with Future Processing's business.

"Business gifts" are modest tokens of appreciation, such as logoed gifts, provided or accepted in the course of a business relationship. "Hospitality" is the provision and acceptance of meals and entertainment in connection with a business relationship. Travel is sometimes provided in the form of cab fare, other ground transportation, or air transportation in connection with promoting Future Processing's business and services and culture. Appropriate hospitality, travel and business gifts have the following hallmarks:

- They are offered for a legitimate business purpose, without the intention to influence someone's behavior to benefit Future Processing, or to reward someone for benefiting Future Processing;
- They do not exceed reasonable and customary amounts in the relevant jurisdiction or context, and are not provided frequently;
- Cash and cash equivalents are not permitted;
- They comply with local law;
- They are provided or accepted openly and transparently; and
- They are provided or accepted in Future Processing's name, and not in your name or on your personal behalf.

## **Charitable Contributions**

Future Processing may make charitable donations in the form of in-kind services, knowledge, time, or direct financial contributions. Charitable contributions are acceptable provided:

- The request for a donation is made in writing and describes the charitable purpose of the donation, any business reason for the donation, and all details about the recipient;
- The donation is legal and ethical under relevant laws and industry practices;
- Proper due diligence is performed to ensure that the recipient is a bona fide charitable organisation and the recipient has no connection to a Government Official who is in a position to act or make a decision in favor of Future Processing;
- There is no reason to suspect that the donation will be misused in violation of this Policy;





## Grants and Speaking Engagements

Future Processing may provide educational, research or data grants (“Grants”) either in response to an unsolicited request or at Future Processing’s initiative. Grants may only be provided for legitimate purposes and may never be used as an inducement for improper referrals to promote, or recommend Future Processing products, or to gain any improper business advantage. The amount of any Grant will not exceed the fair market value for the legitimate services rendered.

## Political Contributions

Political contributions must be pre-approved in writing by the CEO or CFO.

## Third Parties

Future Processing and Personnel may be held liable for the conduct of Third Parties if Future Processing or Personnel knows or reasonably should know of the unlawful conduct. Authorizing Third Parties to act in a manner that cannot be done directly by Future Processing is a violation of this Policy. Willfully ignoring improper conduct does not exonerate Future Processing or Personnel. You should not provide or authorize payments to Business Partners or Third Parties if you have knowledge of or any reason to believe that any portion of such payments will be used for corrupt purposes.

- Payments to Business Partners and Third-Party Representatives: Payments for services procured must be consistent with Fair Market Value.
- Cash Payments to Business Partners and Third-Party Representatives are Prohibited: Cash payments of any kind to a Business Partner or Third Party are strictly prohibited. Checks shall not be written to “cash,” “bearer,” or anyone other than the party entitled to payment as per written contractual obligations.
- Written Agreements: After determination of bona fide business justification and background check, Future Processing will enter formal, written agreements or contracts (that are properly signed, executed, and authorized by all relevant persons and parties) with all Business Partners and Third Parties, as determined by Company’s General Counsel. These agreements or contracts will clearly state the services to be provided, fees to be paid and the mechanism for expense reimbursement, if applicable (including requirements that all Third Parties must provide receipts and invoices as a prerequisite for reimbursement), and include adequate representations, warranties and safeguards including protection against corruption risks.





## Identifying and Reporting

It is the responsibility of Personnel to prevent, detect, and report bribery and corruption. Personnel must notify [whistleblowers@future-processing.com](mailto:whistleblowers@future-processing.com) if the Employee believes or suspects that a violation has occurred or will occur or has any questions, including whether an act constitutes bribery or corruption. Personnel may anonymously contact the Whistleblower mail: [whistleblower@future-processing.com](mailto:whistleblower@future-processing.com).

Discrimination, harassment or retaliation against Personnel who raise a concern in good faith or refuse to participate in conduct that would violate the Policy will not be tolerated. All reports will be investigated and appropriately addressed. To the extent reasonably possible and in compliance with law and legal guidance, discussions with anyone reporting a concern will be kept confidential.

## Review and Accurate Record Keeping

Personnel must maintain and submit to Future Processing's Finance Department accurate and complete records of any expenditure of funds related to any representative of a customer, potential customer, Government Official, supplier or other person or entity in connection with a Future Processing transaction or business.

