

MANDATORY FOR

**Managers, incl. people managers and team leads**

OWNED BY

**Group Compliance**

APPROVED BY

**CFO**

DATE

**September 2020**

VERSION

**2.0**

CROSS-REFERENCES

**Code of Conduct**

**Group Policy – Global Compliance**

**Group Policy – Anti-Corruption**

**Group Guideline – Anti-Corruption**

**Group Policy – Speak Up**

**Group Procedure – Roles and Responsibilities related to Compliance Concern Investigations**

**Group Procedure – Compliance Concern Investigation Handling**

# GROUP PROCEDURE

# ANTI-CORRUPTION

This Anti-Corruption Procedure outlines the duties and responsibilities of specific roles with respect to the Anti-Corruption Policy.

### **Who is covered by the Anti-Corruption Policy?**

The Anti-Corruption Policy applies globally to all subsidiaries and affiliates of Ramboll Group, incl. employees, managers, directors, freelancers and temporary workers, whether part-time or full-time. In addition, the Anti-Corruption Policy applies to every employee of a joint venture or other entity in which Ramboll has majority ownership interest or exercises effective control, e.g. through the board of directors.

The Anti-Corruption Policy also applies to Ramboll's Business Associates through our Business Associate Code. A Business Associate could be a sub-consultant, sub-contractor, consortium partner, supplier or anyone who Ramboll procures services and products from. All Principal Business Units (PBU) and Group Functions have a responsibility to ensure that all Business Associates sign Ramboll's Business Associate Code.

If a project related Business Associate refuses to sign the Business Associate Code, please reach out to your Regional Compliance Manager. For other Business Associates who refuse to sign the Business Associate Code, please reach out to Group Compliance ([compliance@ramboll.com](mailto:compliance@ramboll.com))

### **Who is responsible for ensuring compliance with anti-corruption legislations?**

The Anti-Corruption Policy, Procedure and Guideline is developed, managed, implemented, monitored and reviewed by Group Compliance.

All PBUs and Group Functions have a responsibility for securing that business is conducted in compliance with Ramboll's Anti-Corruption Policy, Procedure and Guideline and thereby in compliance with applicable anti-corruption laws.

### **What are our managers' responsibilities?**

Managers, including but not limited to directors, people managers and team leads serve as role models and are expected to lead by example. In addition to the responsibilities outlined in the Anti-Corruption Policy, as a manager you must:

- Effectively communicate the Anti-Corruption Policy to the employees who report to you.
- Monitor that your employees apply the Anti-Corruption Policy in practice.
- Avoid actions/situations which conflict or appear to conflict with Ramboll's best interests. Ramboll's interest must always take priority over any personal interests.
- Make sure relevant employees understand your reasoning when making business decisions that involve compliance and business integrity risks. E.g. deciding to pursue a project with critical compliance risks or deciding to pull back from a project with critical compliance risks.
- Make sure that all Business Associates that we engage on projects are assessed for compliance risks prior to signing the contract.
- Ensure that all Business Associates sign the Business Associate Code before initiating work for Ramboll.
- Foster an open and transparent work environment and help employees resolve any questions related to the Anti-Corruption Policy and Procedure. If doubts remain, reach out to your Regional Compliance Manager.
- Ensure that employees are not penalised for stepping forward with compliance concerns as described in Group Policy – Speak Up.

### **How to handle deviations or exceptions**

Situations may arise where an exception or deviation from Ramboll's value limits are needed (see value limits in the Group Policy – Anti-Corruption), e.g. significant birthdays and anniversaries that take place within the same calendar year.

If the employee is considering offering or accepting gifts, dinners, entertainment or hospitality above Ramboll's value limits, he or she must seek permission in writing from the relevant PBU Managing Director (PBU MD) (or from the person from the PBU Executive Management who has been appointed in writing by the PBU MD with this authorisation) with the relevant Regional Compliance Manager in copy.

If the employee who wishes to obtain permission to offer or accept a gift, dinner, entertainment or hospitality above the value limits is employed in a Group Function, he or she must seek approval in writing from the relevant Group Director with the Regional Compliance Manager for Nordics in copy.

If the employee who wishes to obtain permission to offer or accept a gift, dinner, entertainment or hospitality above the value limits is a PBU MD or Group Director, he or she must seek authorisation from the relevant GEB sponsor in writing with the Group Compliance Director in copy.

### **How to raise a concern**

If you observe or suspect breach of laws, policies, and/or obligations, including behaviour that may violate the Group Policy – Anti-Corruption, you must report the situation without delay in accordance with our Group Policy – Speak Up. You should report the compliance concern through Ramboll's formal reporting channels:

1. Group Compliance ([reporting@ramboll.com](mailto:reporting@ramboll.com))
2. Whistleblower System ([click here](#)) – the Whistleblower System enables you to remain anonymous

Group Compliance will assess and investigate your concern in accordance with Group Procedure – Compliance Concern Investigation Handling. You are not expected to solve every problem on your own, but you are expected to bring any compliance concerns to the attention of Group Compliance.

Ramboll will not penalise employees for any loss of business opportunities resulting from adherence to the Anti-Corruption Policy. Similarly, you will not be penalised for reporting concerns to Group Compliance in good faith.

### **How do we secure awareness of our employees?**

Anti-corruption laws such as the UK Bribery Act and the US Foreign Corrupt Practices Act require companies to ensure that all employees complete training within anti-corruption on a regular basis to ensure awareness and adherence to the law. In Ramboll, all new employees must complete read-and-sign of the Group Policy on Anti-Corruption and Anti-Corruption e-learning as part of their compliance onboarding. In addition, the Group Compliance Function and GEB may decide to send out training to all employees as deemed necessary to fulfil requirements of the law or internal needs in Ramboll.

All training will be conducted through Ramboll Academy.

### **How we monitor compliance with the Anti-Corruption Policy?**

Group Compliance will in collaboration with other Group Functions take measures to ensure that controls are in place in relevant business processes which are valid and sufficient to secure compliance with the Anti-Corruption Policy and applicable legislation.

Furthermore, Group Compliance will conduct regular audits designed to prevent and/or detect violations of the Anti-Corruption Policy.

Taking into account the results of these monitoring activities Group Compliance will decide if it is necessary to amend existing policies/procedures/processes or develop and introduce additional policies/procedures/processes to correct and improve. The measures undertaken must match the character of the risks discovered in a reasonable and proportional way.

### **More information**

You can find more information in the Group Guideline on Anti-Corruption, which further outlines what is considered acceptable and unacceptable business behaviour in the areas of corruption that are particularly important for Ramboll to be aware of:

- Bribery
- Facilitation payments
- Gifts, dinners, entertainment and hospitality
- Business Associates
- Charitable contributions and donations
- Political contributions and donations

If you have further questions about the Anti-Corruption Policy, Procedure or Guideline, please contact your Regional Compliance Manager or Group Compliance ([compliance@ramboll.com](mailto:compliance@ramboll.com)).