

# Anti-bribery and Corruption Policy

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## Index

<b>1. Introduction and Objectives</b>	<b>3</b>
<b>2. Scope</b>	<b>4</b>
<b>3. Definitions</b>	<b>4</b>
<b>4. Roles and responsibilities</b>	<b>5</b>
<b>5. Corruption</b>	<b>6</b>
A. What is Corruption?	6
B. Corruption in the private sphere	6
C. Corruption in the public sphere	8
D. Other corrupt-related crimes	8
<b>6. Areas of Risk</b>	<b>9</b>
<b>7. What are Adevinta's principles for preventing corruption?</b>	<b>11</b>
<b>8. Communication and awareness</b>	<b>11</b>
<b>9. Non-compliance</b>	<b>12</b>
<b>Appendix 1: Examples</b>	<b>13</b>

## 1. Introduction and Objectives

1.1 Nowadays it is widely believed that corruption is widespread in different countries and that is why it is crucial to prevent and eliminate it with all the necessary mechanisms.

Specifically, Adevinta believes that bribery and corruption directly affect us in:

1. negatively impact social, economic, and environmental development;
2. undermines societal trust;
3. diverts resources to improper purposes;
4. leads to a distortion of the economy, environmental mismanagement, and state failures;
5. undermines labour standards; and
6. restricts access to basic human rights.

Additionally, any involvement in bribery or corruption is contrary to our values and is simply not the right thing to do. For this reason, Adevinta takes a zero-tolerance approach to any kind of corruption.

1.2 In this regard, the objective of this Policy is to protect Adevinta, its companies, employees (both permanent and temporary), and its Board of Directors from involvement in bribery and corruption and facilitate their understanding to make it absolutely clear that Adevinta has zero tolerance for any attempt to engage in corrupt practices or other illegal or advantageous offers. We also want to ensure that Adevinta's employees understand the importance of principles that are set out in the Adevinta Code of Ethical Conduct with respect to our commitment to combat bribery and corruption.

1.3 The countries in which Adevinta operates have specific anti-bribery and anti-corruption laws and regulations. Nevertheless, this Policy sets out the framework and approach of Adevinta to dealing with any requests or offers to make bribes or engage in any corrupt practices.

1.4 Adevinta has activated appropriate channels (e.g. Speak Up Channel) to report any breach or infringement of this Policy. If you suspect that any corrupt activity or bribery is taking place, contact us via any Speak Up Channel as soon as possible.

## 2. Scope

2.1 All companies in Adevinta must comply with these minimum standards. For that reason, Adevinta expects all employees, officers, directors, and Third Parties working on its behalf to refrain from engaging in any form of bribery or corruption, irrespective of domicile, location, or citizenship.

2.2 Adevinta expects every employee and Board of Directors to adhere to this Policy.

2.3 This Policy is applicable globally to Adevinta's subsidiaries and joint ventures where the company holds a majority interest or has management control. This includes all directors, officers, colleagues, stakeholders, or individuals authorised to act on behalf of the company or its entities. In cases where Adevinta lacks majority interest or management control, we strongly encourage such subsidiaries or joint ventures to adhere to the principles outlined in this Policy.

## 3. Definitions

**Adevinta or Company** applies to any Adevinta Group company and any subsidiary company which is directly or indirectly controlled by Adevinta, or in which Adevinta directly or indirectly owns more than 50% of the shares.

**Adevintan** refers to any person employed by Adevinta.

**Bribery** see section "What is corruption" below.

**Corruption** see section "What is corruption" below.

**Donation** is a financial or material aid whose purpose is strictly for the benefit of society, culture, science, health, the environment, and disadvantaged people.

**Entertainment** is any activity offered or received free of charge or at below market price which may include meals, travel, lodging, sporting events, recreational activities, and hospitality. This is an illustrative but not limited list.

**Facilitation payments** are small payments to public officials in order to obtain or accelerate the completion of an administrative procedure or any other management that corresponds to the Public Organism, e.g., obtaining licences, visas, work permits or obtaining a competitive advantage.

**Gifts** are money, vouchers, goods, or services which should be given without expectation of consideration or value in return. Adevinta has a Gift, Hospitality, and Entertainment Policy that specifically regulates the conduct that all employees must maintain when receiving and giving gifts to Third Parties that may arise in the activity carried out by employees and other

collaborators linked to Adevinta. This document does not replace the Gift, Hospitality, and Entertainment Policy but refers expressly to it.

**Government Officials** are broad and include officers and employees of government authorities, departments or public organisations, and entities that are government-owned or controlled. Individuals who act in an official capacity for governments or public organisations are also Government Officials.

**Third Parties** are entities, organisations, or individuals that are engaged to provide products or services to or engage in business activities for (or on behalf of) Adevinta. Consultants, suppliers, and agents are examples of Third parties.

## 4. Roles and responsibilities

### Board of Directors (BoD) and Audit & Risk Committee (ARC)

The BoD is the primary entity responsible for the management of the Company and is responsible for Adevinta's overall Ethics and Compliance Programme (the "E&C Programme"). The BoD appoints the Group CEO, who is in charge of the day-to-day management of the Company. The BoD delegates the responsibility to oversee and supervise the implementation and performance of the E&C Programme to a subcommittee of the BoD, the Audit and Risk Committee ("ARC").

### Adevinta Executive Team (AdEx)

The Group CEO and all other AdEx Team members have overall operational responsibility for:

- ensuring an effective E&C Programme is in place; and
- ensuring that mechanisms and resources are in place to identify, manage, and monitor compliance and ethical issues, such as those created by activities related to corruption and bribery.

### Adevinta Leadership team

On behalf of the AdEx team, operational management (central or subsidiary level) is responsible for ensuring compliance with this Policy within their areas of responsibility:

- lead by example, ensuring that all relevant staff are aware of their obligations under this Policy;
- be aware of (and document decisions related to) risk areas related to corruption that may affect their team members and be provided by them; and
- providing a safe environment where employees are comfortable raising any ethics and compliance concerns.

## Corporate Legal Team

The Corporate Legal Team is responsible for:

- developing and maintaining this Policy;
- acting as a point of contact for employees for any questions related to potential or actual corrupt activities; and
- conducting training on this Policy.

## Employees

All Adevintan:

- have a duty and obligation to act in the best interests of Adevinta and comply with this Policy; and
- are responsible for promptly and transparently disclosing any ethics and compliance concerns created by potential or actual corrupt activities.

## 5. Corruption

### A. What is Corruption?

**Corruption** is the illegal use of entrusted power for private gain. This means the illegal use of power or a position for private advantage (for oneself or others).

Corrupt practices exist both in the public sphere (when it involves public officials or public employees/representatives) and in the private sphere (between private individuals or companies) and can be active (e.g. you promise or give a bribe) or passive (e.g. you agree to receive a Third Party's bribe).

Corruption can also occur either by direct contact between an Adevinta representative and a Third Party or by indirect contact through a Third Party, such as customers, distributors, agents, suppliers, or even a family member or friend.

### B. Corruption in the private sphere

Adevinta's day-to-day operations and transactions are mainly private-sector-oriented activities. For this reason, corruption is more likely to occur (in case it occurs) in the private sphere than in the public sphere.

Corruption in the private sector can also occur at different levels of the Company or spheres of influence (e.g. top-management level or within procurement area). It can also take many forms and it is not just limited to bribery. Not all practices are clear and obvious and some practices make it difficult to differentiate between legal and illegal practices. For example, some practices are illicit and perceived as normal or even mandatory (e.g. facilitation payments). Other practices are legal but take the risk of being misused to disguise corruption (gifts and hospitality as a bribe). And some practices are based on partial or biased decisions (conflicts of interest).

For this reason, the following list of examples includes both illegal practices and also business practices which may be legal but are at risk of being misused for private gain:

- **Bribery in the private sector.** Means (i) promising, offering, or giving, directly or indirectly, something of value to someone who has influence in business (e.g. managers, buyers, journalists) to obtain an undue private or business advantage to influence a decision; or  
(ii) the receipt by a person, directly or indirectly, of an undue advantage of any kind or the promise of such an advantage, for that person or for a Third Party, while in any capacity of directing or working for a private-sector company, so that this person, in breach of their duties, acts or refrains from acting.

It can take many forms, such as:

- payments in return for a commercial favour or advantage (e.g. if procurement staff accepted payments to change their decision in favour of the paying company).
  - Gifts, hospitality, or entertainment: when excessive gifts (e.g. luxury items, travels, or tickets to sporting events) are given to employees to influence their business decisions or tasks.
  - Charitable contributions and sponsorships can also be misused for private gain.
  - When an employee receives or offers a bribe in exchange for confidential information. In case the information offered constitutes the basis for the trading in a company's stock and the information is still non-public, this could constitute an offence called "insider trading".
- **Embezzlement in the private sector.** When an employee misappropriates anything of value entrusted to them because of their position, contrary to the purpose for which it was intended.
  - **Misuse of power or influence:** When an employee intentionally performed or failed to perform an act, in breach of duties, for the purpose of obtaining an undue advantage for oneself or for a Third Party.

## C. Corruption in the public sphere

Public corruption takes the following forms:

- **Bribery in the public sector.** Involves illegally (i) promising, offering or giving something of value, directly or indirectly, to someone who has influence in government (such as politicians or public officers) to obtain a private or commercial advantage or to influence decision-making or refrain from acting in connection with the exercise of public functions (active bribery); or (ii) requesting or receiving by a public official, directly or through an intermediary, an advantage of any kind or the promise of such advantage for that official or for a Third Party, in order for the public official to act or to refrain from acting in accordance with his duty or in the exercise of that official's functions (passive bribery).
- **Influence peddling** means influencing a public official or authority by taking advantage of any situation arising from a personal relationship with the officer or authority or with another public official or authority, in order to obtain a resolution that can generate, directly or indirectly, an economic benefit or avoid a loss of any kind to Adevinta itself or to a Third Party.
- **Embezzlement of public funds.** In case Adevinta administered or received any public assets or funds and fraudulently administered them or misappropriated them.
- **Illegal financing of political parties.** Giving donations or contributions to a political party or a foundation or association related to a political party. This also includes purchasing products or services whose benefits are directly or indirectly destined to a political party.

Adevinta shall assess and analyse in advance the sponsorship and donations, as well as any social and cultural projects in which it intends to participate, to verify that they are not related to the direct or indirect financing of a political party.

In case the Company participates in pressure groups or lobbies that are related to political parties or similar political associations or institutions, Adevinta must establish standards to regulate and control its lobbying practices and deter related corrupt practices such as influence peddling or illegal financing of political parties.

## D. Other corrupt-related crimes

- **Price-fixing or price alteration in public tenders and auctions.** Soliciting or giving money or goods to drive bidders away, or to drive them away by threats or any other artifice, or to concert with others to alter the price of an auction or fraudulently abandon the auction after having obtained the award.
- **Fraud.** Using intentional deception to unfairly or unlawfully gain something (see Adevinta's Anti-Fraud Policy for more information).



- **Concealment.** is also linked to corruption. It is the act of hiding evidence of corruption, often by maintaining a facade of legitimacy through falsified records, altered documentation, or misleading representations. Behind the attempts to conceal evidence of corruption is the desire to avoid detection and accountability. Corruption often yields substantial financial rewards for those involved, e.g. through kickbacks or embezzlement.
- **Money-laundering.** This means concealing profits from illegal activities (known as “black money”) to hide their illegal origin and integrate them into the legitimate financial system.
- **Conflict of interest.** It arises whenever an employee has professional, financial, personal, or other type of interest that has the potential to compromise or bias said employee’s professional judgment, loyalty, and objectivity as an Adevintan (see Adevinta’s Conflict of Interest Policy for more information).

## 6. Areas of Risk

The specific scope, requirements, and penalties for anti-bribery and anti-corruption laws differ between the territories in which Adevinta operates. This means that Adevinta companies must determine, on an annual basis, which specific bribery and corruption legislation applies to them. Every business unit in Adevinta must have a suitable Anti-Bribery and Anti-Corruption program. At minimum, the principles set out in this Policy must reflect these programmes.

Identifying areas of risk is key to fighting corruption. The following areas are common high-risk areas of any private entity irrespective of the country in which it operates and which deserve particular attention:

### 6.1 Gifts, Hospitality & Entertainment

The risk of giving gifts or providing hospitality does not stem from the expenditure itself, but from contextual factors and disproportionality, which raises suspicions of providing undue advantages.

Adevinta has a Gift, Hospitality, and Entertainment Policy that provides practical guidance on assessing whether an expenditure is considered reasonable and bona fide or an undue attempt to influence a counterpart. It is mandatory for all Adevinta employees.

### 6.2 Sponsorships, Charities, Donations and Political Activities

We carefully consider any payment to charities or political donations. These must:

- not be made to influence a business outcome and
- be made to a legitimate, registered organisation.

All charitable payments or political donations must be approved according to the Delegation Authority Policy. They must align with Adevinta's strategy and objectives and be accurately recorded in the relevant entity's books.

### 6.3 Government Officials and Facilitation Payments

We must be particularly careful when dealing with Government Officials. Gifts or hospitality that are given to Government Officials must not be for the purpose of or create the perception that they are being used to, influence decisions or the use of administrative power.

Therefore, Adevinta and its employees are prohibited from promising, offering, giving, or authorising payment of anything of value to any Government Official to retain or obtain business, to secure some improper advantage, or to improperly influence a Government Official's actions. In addition, Adevinta's associates must also avoid the appearance of improper interactions with Government Officials.

Gifts or hospitality (such as meals and refreshments given when receiving Government Officials as guests) may only be provided to Government Officials when there is no doubt that the gifts or hospitality are legal. Accordingly, in all instances, this must be checked with, and confirmed by the Ethics & Compliance Team.

Adevinta's prohibition on bribery applies to all improper payments regardless of purpose or size, including facilitating payments, as defined in section 3.

### 6.4 Use of Third Parties

A Third Party must never be engaged to undertake an activity that we would not be comfortable in taking ourselves.

Additionally, third-party agents, distributors, consultants or any other third-party representatives acting on behalf of Adevinta are prohibited from making corrupt payments on behalf of Adevinta. This prohibition also applies to subcontractors hired to perform work on Adevinta's behalf.

All payments made to Third Parties (including reimbursements, compensation, and commissions, among others) must be customary and reasonable in relation to the services provided and must be documented accurately in the Company's records.

Illegal conduct by Third Parties with whom we do business can seriously affect our reputation. In addition, laws and regulations may hold us responsible for the conduct of Third Parties and require us to take measures to ensure that we do not become involved in bribery and corruption via Third Parties. We, therefore, use a risk assessment to determine when and to what extent due diligence on Third Parties is necessary.

Adevinta companies must do risk-based due diligence on those Third Parties that act for or on our behalf (i.e. where we are liable for their actions). These include our intermediaries, agents, and lobbyists. Due diligence is the investigation of a Third Party's background and dealings in order to identify any potential risks that are associated with that Third Party.

The outcome of the due diligence investigation, including mitigating measures and approvals, should be recorded and made available to the relevant functions.

The Corporate Legal Team can provide guidance on the Third-Party due diligence procedure based on specific local laws, regulations, and business practices.

## 6.5 Conflict of Interest

Adevinta has a Conflict of Interest Policy to which this document refers in its entirety, and it is hereby reproduced, making it mandatory for all Adevinta employees.

## 7. What are Adevinta's principles for preventing corruption?

Adevinta will apply the following principles for preventing corruption within the Company:

1. **Proportionality:** Adevinta's rules and procedures to prevent corruption shall be proportionate to the corruption risks it faces and to the nature, size, and complexity of the business.
2. **Tone at the top:** Adevinta top-level managers shall be involved in the development of the anti-corruption rules.
3. **Risk assessment:** The company shall identify, analyse, and mitigate all corruption-related risks in the functioning of its business.
4. **Due diligence:** Due diligence shall be performed before and during commercial relationships with Third Parties to avoid, among other things, corruption risks.
5. **Communication and training:** The Company shall disseminate all anti-corruption rules among Adevintans.
6. **Monitoring and review:** Adevinta will monitor, review, and evaluate its ABC policies and procedures.

## 8. Communication and awareness

The AdEx Team, together with the Leadership Team, is responsible for raising awareness for this Policy and for making sure that appropriate processes and controls are in place to ensure compliance.

The Corporate Legal Team is responsible for distributing, communicating, and training this Policy.

## 9. Non-compliance

Penalties for bribery and corruption can include high fines, criminal proceedings, and prison sentences. Bribery and corruption can cause serious damage to the reputation of Adevinta, which may result in declining trust of business partners and, ultimately, loss of business.

Any instance of non-compliance or breach of this Policy (or any other related Corporate Policies) should be reported through [Adevinta's Speak Up channel](#) and will be investigated. This may result in corrective and/or disciplinary action, which can include, but are not limited to, the following (always subject to any local laws and regulations):

- verbal warning;
- written warning.
- postponement of promotion;
- suspension without pay;
- termination of employment, and/or
- reporting to authorities.

## APPENDIX 1: Examples

Clara works in Adevinta's procurement team. During a bidding process, one of the applicant suppliers offers her tickets to go see a soccer match of her favorite team, asking her to give them more consideration in the bidding process. Should Clara accept it? Is it considered an excessive gift?



In this situation, Clara should:

- 1.- Politely decline the offer of tickets from the supplier.
- 2.- Clearly communicate to the supplier that Adevinta's procurement process is fair, transparent, and based on objective criteria and that gifts or favors will not influence the decision-making process.
- 3.- Report the incident to her Direct manager or via the Speak-up channel, following the company's procedures for handling potential breaches of anti-bribery and corruption policies.



Adevinta is actively seeking suppliers for the upcoming Christmas party. To sway the decision-making process and increase their chances of being selected, Company A adopts a discreet strategy by offering luxury watches as Christmas gifts to Adevinta employees involved in the supplier selection process.

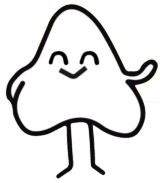


This type of practice is an example of private corruption, as it involves the use of personal gifts to unduly influence an individual in a position of power to obtain business benefits. It is important to note that corruption, whether in the public or private sphere, undermines integrity and fairness in decision-making processes. Transparency and impartiality are essential, so employees should report any attempts at undue influence to their superiors or appropriate authorities.



A local business team requires a specific license to proceed with a project. When the team applies for the license, they are told that the standard processing time is 6 months, but that the application can be 'fast-tracked' to 1 month upon payment of an amount to an official, for which no paperwork is required and no receipt given. This will give the Company a competitive advantage over others.

Should this team make the payment?



No, this team should not make the payment. The lack of paperwork and receipt is a clear indication that this fast-track process is not official and the payment would amount to corruption in the form of facilitation payment.



## Related Documents

Document ( <i>add hyperlink to doc name</i> )	Description
<a href="#">Code of Ethical Conduct</a>	Sets out the basic requirements for business conduct.
<a href="#">Gifts, Hospitality and Entertainment Policy</a>	Provides guidelines on giving and receiving gifts, hospitality, and entertainment.
<a href="#">Conflict of Interest Policy</a>	Provides guidelines on how to prevent and manage actual, potential, or perceived conflict of interest.
<a href="#">Anti-Fraud Policy</a>	Sets out Adevinta's approach to preventing, detecting and responding to fraudulent activities.
<a href="#">Speak Up and Investigations Policy</a>	Provides guidance on raising any concerns about suspected misconduct and how any misconduct will be investigated.
<a href="#">Delegation Authority Policy</a>	Outlines the principles of decision-making, both at the corporate/central and subsidiary levels.
<a href="#">Competition Compliance Policy</a>	Basic principles are generally reflected in competition laws, and minimum compliance standards apply.

## Document Control

Version No.	Change summary	Reviewed by	Date
1.0	N/A	General Counsel	06/2020
2.0	General review, redefinition of the guiding principles, and development of the different spheres of corruption and anti-bribery. Also, a list of corrective and/or disciplinary actions has been added to the Policy.	Director Legal Corporate and IP	05/2024
3	Updated all references to Adevinta's legal entity	Director Legal Corporate and IP	02/2025