

ANTI-CORRUPTION AND ANTI-BRIBERY POLICY

Approved by members of the management board of Summus Capital OÜ

on 5th of June 2023

1. GENERAL

Summus Capital OÜ (hereinafter the **Summus Capital** or the **Company**) does not tolerate bribery or corruption of any kind. Both, corruption and bribery, are illegal and unethical and the Company is committed to conduct its business in accordance with all applicable laws, rules and regulations.

This Policy is applicable to all Summus Capital's subsidiaries and affiliates and their employees, members of supervisory and management board and third parties who are representing the Company or its subsidiaries or affiliates within the company or on behalf of it. All of the aforementioned person's are strictly prohibited from accepting or offering bribes or getting involved in any other type of corruption.

This Policy sets out Summus Capital's approach to prevention of bribery and other forms of corruption and is intended to supplement all applicable laws, rules and regulations.

2. DEFINITIONS

2.1. CORRUPTION

Corruption is unlawful or improper use of entrusted or public power for private gain. Corruption has many types, including the following:

- bribery;
- embezzlement, theft and fraud;
- extortion;
- abuse of discretion;
- conduct creating or exploiting conflicting interests;
- improper political contributions.

2.2. BRIBERY

Bribery is the offering, giving, receiving or soliciting an item of value to influence the actions of an official or other person in charge of a public or legal fiduciary duty (i.e. obligation of loyalty and care in regard to the responsibility of managing someone else's assets). Bribes can be monetary or non-monetary, tangible or intangible. Bribery can take many forms, including the following:

- cash payments;
- presents, holidays, reimbursement of expenses and entertainment;
- discounts, loans or financing provided on more beneficial terms;
- kickbacks in connection with the services rendered;

- free or heavily discounted use of assets;
- charitable contributions and sponsorships;
- financial support for politics;
- opportunities for employment of internship;
- social benefits.

2.3. PUBLIC PERSON

Public person is:

- Any person holding a legislative, executive, administrative or judicial office, whether appointed or elected, whether permanent or temporary, whether paid or unpaid, irrespective of that person's seniority;
- Any other person who performs a public function, including for a public agency or public enterprise, or provides a public service, as defined in applicable law; or
- Any other person defined as a 'public official' in applicable law.

3. PREVENTIVE ACTIONS

Summus Capital's non-exhaustive actions in order to prevent corruption and bribery are following:

- Promote awareness of and compliance with the Company policies of all the parties this Policy is applicable to;
- Overseeing and coordinating the implementation of the Policy;
- Develop and adopt adequate internal controls, ethics and compliance programmes or measures for the purpose of preventing and detecting corruption and bribery;
- Providing information for anonymously reporting suspected violations in regard to corruption and/or bribery;
- Following applicable laws and regulations.

4. PUBLIC OFFICIALS

Public officials bring higher risk of corruption and bribery. Summus Capital makes no financial or material contributions to any political campaigns, parties, candidates, or groups with political affiliations in order to reduce the risk.

Person's who this Policy is applicable to, shall be especially careful when communicating with public person's. Public person's should not be offered gifts or any other unlawful benefits.

In case of doubt or suspicion of corruption or bribery, the employee or other person who this Policy applies to, shall consult with management of Summus Capital.

5. PRIVATE SECTOR

All gifts, entertainment and other benefits offered to or received from suppliers, sub-contractors, financiers, advisors, intermediaries, agents and other business partners and service providers shall be consistent with good business practices and shall not be of excessive nature.

In case of doubt or suspicion of corruption or bribery, the employee or other person who this Policy applies to, shall consult with management of Summus Capital.

6. PRESENTS, ENTERTAINMENT AND OTHER BENEFITS

It is of vital importance to manage properly giving and accepting presents or entertainment to minimise the risk of actual or perceived corruption or bribery.

Presents, entertainment or other benefits might be given or accepted only if they are:

- made in good faith;
- occasional;
- reasonable;
- appropriate;
- transparent; and
- in accordance with good business practice.

Presents, entertainment or other benefits shall not be given or accepted if they are:

- illegal according to any applicable laws and regulations;
- are meant as a reward for services rendered or to be rendered;
- are intended or may be considered as a bribe;
- are intended or may be considered to influence the recipient;
- questionable from legal or ethical point of view; or
- may damage Summus Capital's reputation.

7. RECORDING

Summus Capital shall ensure that all transactions, including amount and description, are recorded correctly in the Company's books and records. The Company's personnel shall ensure that there is a reasonable relationship between the substance and the description of the transaction in Summus Capital's books and records.

8. DISCIPLINE

Any person to whom this Policy is applicable, who violates this Policy will be subject to disciplinary actions. Any employee who has direct knowledge of breach or suspicion of breach of this Policy but fails to report the breach will be subject to disciplinary action.

Depending on the severity of the breach, disciplinary actions may range from a warning to termination of employment or other contractual agreements.

9. REPORTING

SUMMUS CAPITAL

Any breach or suspicion of breach of this Policy shall be reported to the management board of Summus Capital, via following e-mail: info@summus.ee or via designated place on www.summus.ee website.