



## ANTI –BRIBERY AND ANTI-CORRUPTION CHARTER

As subsidiaries of Atlas World Group, Inc., Atlas World Group International, Inc. and its subsidiaries (together the “Company”) are subject to the Atlas World Group, Inc. Corporate Compliance Code. That code provides as follows:

### **FOREIGN CORRUPT PRACTICES ACT AND INTERNATIONAL BUSINESS**

Any employee whose job responsibilities include Company business with foreign countries should take steps to ensure that they do not violate the Foreign Corrupt Practices Act of 1977. To that end, those employees must not make any payments to any officials of those foreign countries that could be construed as bribes. Although there are exceptions to the law, employees should not rely on their own understanding, but seek advice from the Company’s Compliance Officer before making any payment to a foreign official. In general, employees should keep in mind that laws and customs vary throughout the world, but they must uphold the integrity of the Company in other nations as diligently as they would do so in the United States. When conducting business in other countries, it is imperative that employees be sensitive to foreign legal requirements and United States laws that apply to foreign operations. Employees should contact the Company’s Compliance Officer or Legal Department if they have any questions concerning a specific situation.

As required by the Corporate Compliance Code, the Company is committed to conducting all aspects of its business in keeping with the highest legal and ethical standards. As the Company engages in substantial business in foreign countries, in addition to the provisions of the Corporate Compliance Code, to assist the Company in upholding this commitment in the context of dealings with officials outside of the United States (the “*foreign officials*”), the Company has also adopted the **FIDI Anti-Bribery and Anti-Corruption Charter**. The company fully upholds the laws regarding Anti-Bribery and Anti-Corruption through both the . Any act or attempted bribery and corruption is unacceptable; this applies to offering a bribe or accepting a bribe.

Bribery is the offering, promising, giving, accepting or soliciting of an advantage as an inducement for action. It is illegal, and it is a breach of trust. A bribe is an inducement or reward offered, promised or provided, to gain a commercial, contractual, regulatory or personal advantage.

This policy applies to all employees worldwide. This policy also applies to our agents and those who may act on our behalf.



**Code of Conduct:**

- Never engage in any form of bribery, either directly or through any third party.
- Never offer or make an improper payment, or authorize an improper payment (cash or otherwise) to any individual, including any local or foreign official anywhere in the world.
- Never attempt to induce an individual, or a local or foreign official to act illegally or improperly.
- Never offer, or accept, money or anything of value, such as gifts, kickbacks or commissions, in connection with the procurement of business or the award of a contract.
- Never offer or give any gift or token of hospitality to any public employee or government official or representative if there is any expectation or implication for a return favor
- Never accept any gift from any business partner if there is any suggestion that a return favor will be expected or implied.
- Never facilitate payments to obtain a level of service which one would not normally be entitled to.
- Never disregard or fail to report any indication of improper payments to the appropriate authorities.
- Never induce or assist another individual to break any applicable law or regulation.

The prevention, detection and reporting of bribery and corruption are the responsibility of all those working for us or under our control. If you believe or suspect that bribery or corruption has taken place you should inform your manager and notify the Company immediately.



### **Suppliers and contractors**

The company will ensure that the procurement procedure for appointing suppliers and contractors is open, fair and transparent. The selection of contractors will be based on an evaluation of professional merit, and not on personal recommendations. The company will communicate its Anti-Bribery and Anti-Corruption policy to its suppliers and contractors, and it will expect them to abide by the principles set out in the policy when working on the company's behalf. If those principles are breached, the company will reserve the right to terminate the contract.

### **3. Accounts and Audits**

Control Risks' policies require employees to keep accurate accounts throughout the company's operations. In no circumstances will Control Risks' companies keep parallel accounts. Control Risks' regular auditing procedures will include a review of the local circumstances that may make particular offices or projects vulnerable to corruption, and the defenses and strategies that are in place to mitigate such risks. In some countries, demands for facilitation payments are a particular hazard. An assessment of the frequency of such demands, and the strategies to counter them, will be a regular part of the audit review.

### **4. Training**

The company will make this policy available on the company's website for all employees. An e-learning program that encompasses the principles and approach to bribery and corruption adopted by the company will be made available to all employees and each employee will be required to confirm that he/she has undertaken the course within six months of its initial introduction or within six months of the employee joining the company. Regular training will be made available to all business units in relation to anti-bribery and anti-corruption measures, and the details of the company's whistle blowing procedures will be disseminated throughout the company on a regular basis.

### **5. Non-Compliance Company**

Failure to ensure compliance with this policy could lead to the following consequences for the company:

- Criminal or civil liabilities for the company including unlimited fines and imprisonment;
- Serious reputational damage including media comment;
- Debarment from tendering for public sector contracts, and
- The unenforceability of contracts entered into as a result of acts of bribery, fraud or other illegality.