

## Terma's Code of Conduct Regarding Anti-Corruption

Participation in corruption is an unacceptable and illegal activity, which tarnishes the company's brand and destroys future business opportunities, places our employees in both punishable and morally disputable situations and has a destructive impact on society and the markets it affects.

Therefore, Terma strongly dissociates itself from corruption and works hard to ensure that our company and employees are not involved in bribery or similar activities.

The main objective of Terma's Code of Conduct is to ensure that no Terma employee, or others who represent the company, seek to gain unjust advantages from Danish or foreign authorities or other cooperation partners.

Managers at all levels in Terma are responsible for ensuring that Terma's Code of Conduct is implemented and known by all Terma employees and others who represent the company. It is also the responsibility of Terma management to ensure that all Terma subsidiaries implement the same or a similar Code of Conduct. Furthermore, in undertakings, in which Terma does not have controlling power, Terma management shall exercise their influence in order to have principles similar to Terma's Code of Conduct adopted or complied with by these undertakings to the largest extent possible.

Terma's Code of Conduct complies with UN, OECD and the AeroSpace and Defence Industries Association of Europe's (ASD) guidelines on the fight against corruption.

The information in this message is an abstract of Terma's Code of Conduct.

### Bribery

- Employees, consultants, agents or others who represent Terma are not allowed to give, offer to give, promise or receive any kind of bribes, or to encourage or participate indirectly in bribery by use of a third party.
- Employees or others, who represent Terma, are not allowed to make use of so-called "facilitation payments".
- Employees or others, who represent Terma, are not allowed to pay, offer to pay, promise or receive kickbacks.

### Gifts and Entertainment

Smaller gifts for a cooperation partner may be a natural and perfectly legitimate part of a business relationship. Therefore, on certain occasions it is only natural for Terma and our cooperation partners to exchange smaller gifts. Obviously, these gifts must only be of nominal value so that they do not embarrass the recipient or make him feel that he owes something in return.

#### Gifts:

- Employees or others who represent Terma are not allowed to give, offer to give, promise or receive gifts, which are obviously suited to influence the decision-making of the recipient.
- Paying your own share of expenses in connection with travelling abroad and conferences does not exclude the fact that the travel or conference might be a gift, as the value may exceed the boundaries set by Terma's Code of Conduct.

- Furthermore, Terma must respect the recipient's gift policy as long as it does not conflict with Terma's Code of Conduct.
- Employees and others who represent Terma are not allowed to give, offer to give or promise lavish gifts, which the recipient is not able to repay with a gift of similar value.
- Gifts must always tolerate public scrutiny and may only be offered/received on official occasions such as jubilees and special birthdays.
- Employees or others who represent Terma are not allowed to give, offer to give, promise or receive gifts in connection with proposals, evaluation of proposals or contract negotiations. An exception is official, ceremonial gifts presented or exchanged in connection with the final signing of a contract. Such gifts must tolerate public scrutiny.
- Employees or others, who represent Terma, are not allowed to give, offer to give, promise or receive cash or other gifts comparable with cash.

#### Entertainment

- Terma has many different relations with our cooperation partners at different levels. Entertainment has to reflect the occasion so that you entertain your guests in a suitable manner without creating expectations of something in return.
- Meetings and entertainment have to be planned and carried out in such a manner that it can tolerate public scrutiny at all times. Obviously, this also applies to events hosted by Terma.
- Entertainment, including dinner invitations, must never have as a specific aim to gain an improper advantage to Terma.

#### Market Conditions and Business Partners

- For each business transaction, Terma will carefully evaluate the risk of being involved in such situations as this Code of Conduct describes and aims to prevent. Markets, which have a reputation for bribery, have to be treated with caution.
- Terma employees and others who represent Terma must never pay or receive, or accept or promise to pay or receive bribes from any actual or potential business partner and must immediately report such incidents to their superior and to Terma's anti-corruption officer.
- Terma does not wish to cooperate with anyone attempting to involve Terma in illegal activities. Terma employees and others who represent Terma must pass on information about bribery attempts to their superior and Terma's anti-corruption officer.

#### Agents and other representatives

- Terma's agents or other representatives (collectively referred to as "agents") must comply with Terma's Code of Conduct. Violating the Code of Conduct is considered a material breach and may lead to termination of the business relationship.

*Terma's Code of Conduct is endorsed by the Executive Management of the Terma Group and subject to annual review.*