

# OUR ANTI-BRIBERY COMPLIANCE PROGRAM

Everyone's business and an issue for all of us!

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## **Glossary**







The AGL Group intends to comply with all applicable anti-bribery and influence peddling laws, including Law No. 2016-1691 of 9 December 2016 on transparency, anti-bribery and the modernisation of economic life, known as the "Sapin II Law".

Companies subject to Article 17 of this law are required to implement measures to prevent and detect acts of bribery or influence peddling.

To this end, the Group has an anti-bribery compliance programme, inspired by the recommendations of the AFA (version of 4 December 2020).

This document details the methods of implementing this programme.

In line with AFA recommendations, the AGL Group's anti-bribery compliance programme is based on the "3 inseparable pillars"





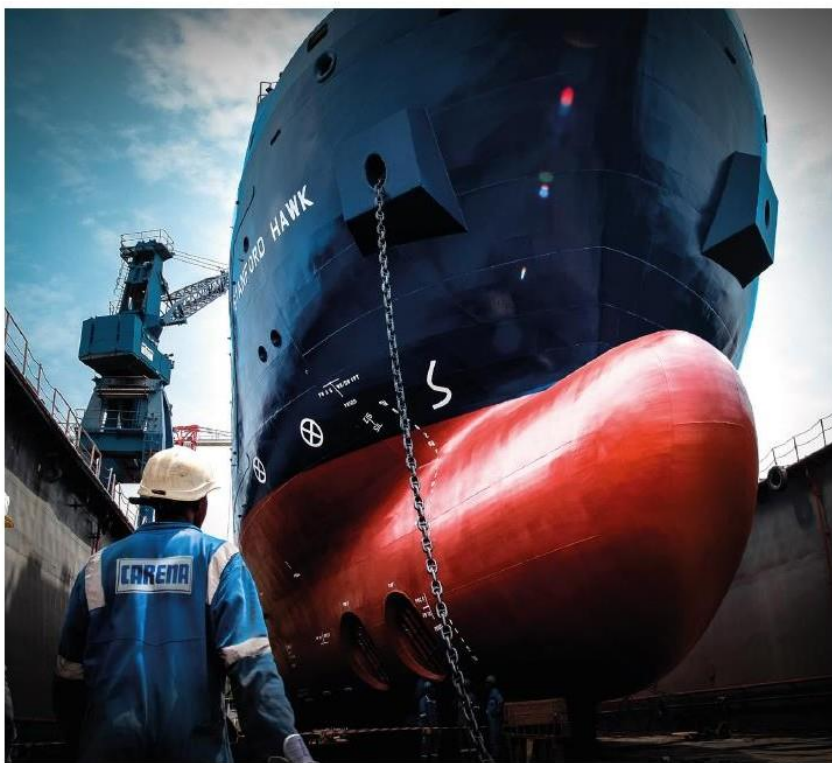
# PILLAR I:

## Commitment of the governing body





The AGL Group's governing bodies, both centrally and locally in the affiliates, undertake to comply with anti-bribery and influence peddling laws and regulations and condemn these acts (in particular, in its commercial relations).



This commitment is essential to the dissemination and effective appropriation of the anti-bribery compliance programme by all employees.

The Chairman expects exemplary conduct from each director and manager

with the application of a "zero tolerance" policy towards bribery and implementation of the prevention, detection and remediation measures of the anti-bribery compliance programme.



# Everyone's business and an issue for all of us!

*In nearly a century of existence, AGL has continued to grow by adapting to an ever-changing world, and has become one of the leaders in transport and logistics in Africa, thanks to the attention paid to its customers and all its partners.*

*Our success is the result of the commitment of the women and men who have grown our business by upholding our values and forging professional ethics shared by all.*

*Our Group is committed to keeping Ethics & Compliance requirements at the forefront of its priorities.*

*Integrity and Transparency are two essential values that make up our Code of Conduct, which governs our behaviour within the Group and in our business relationships, whether at the head office or in our African and non-African entities.*

*Compliance with the policies and procedures that result from our Code of Conduct concerns all of us, both individually and collectively, employees, directors, agents, partners, third parties and all stakeholders.*

*It is a source of added value and guarantees the sustainability of the Group.*

*In light of this new stage, our Group is committed to respecting and enforcing the rules on anti-bribery and influence peddling, international sanctions, anti-competitive practices, protection of personal data, prevention of conflicts of interest and condemns violations of human rights and fundamental freedoms, of people's health and safety and of the environment.*

*I ask you, in full agreement with all the leaders of the AGL Group, to always act with integrity in compliance with the applicable laws and our Code of Conduct, on a daily basis and in the actions of each one of you.*

*We are all ambassadors of AGL and guarantors of its reputation.*

**Philippe LABONNE**  
Chairman of AGL

# PILLAR II: Risk mapping



## Anti-bribery risk mapping is the cornerstone of the anti-bribery compliance programme.

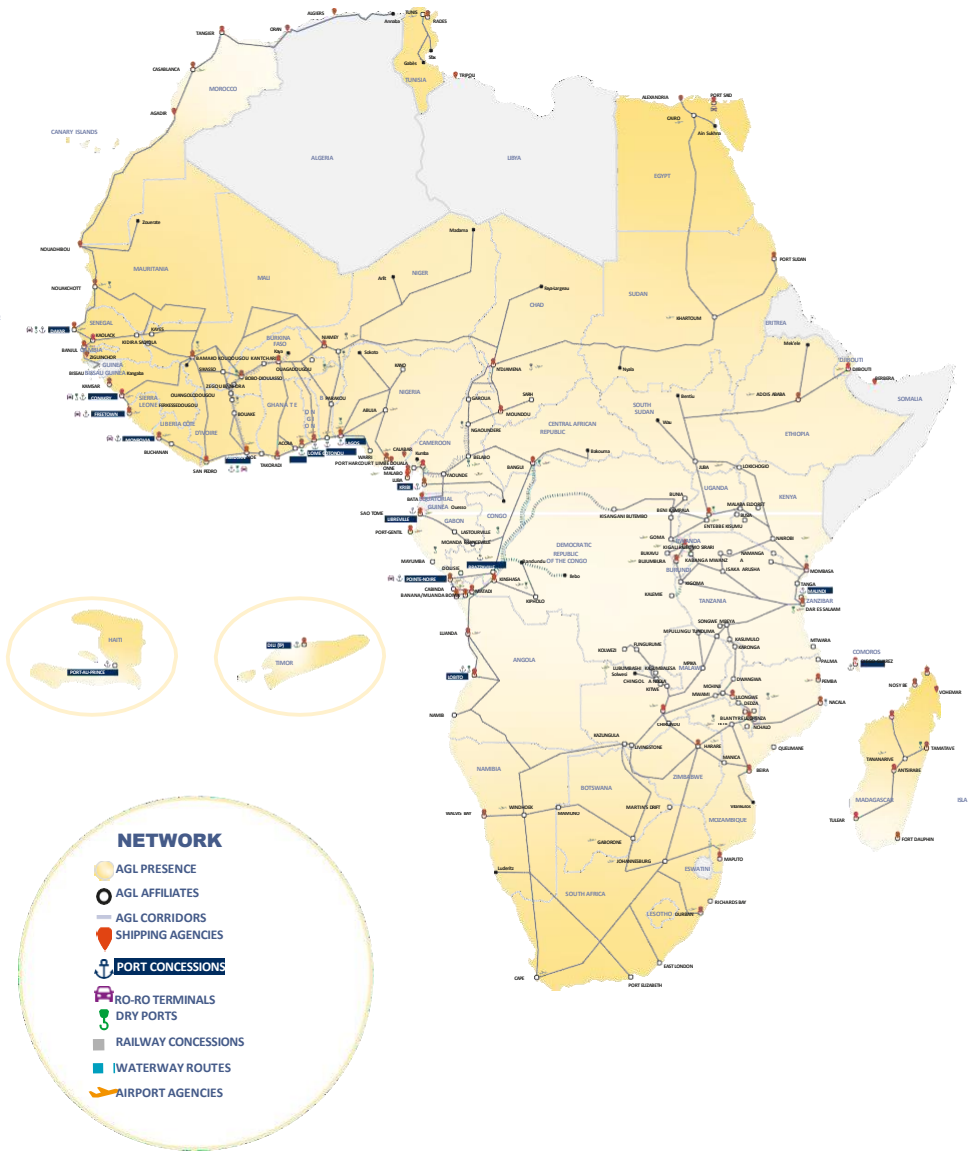
It provides reasonable assurance that all risks of exposure to bribery and influence peddling have been identified, assessed and prioritised, taking into account in particular the specificities of all the group's activities and their location.

This results in appropriate and suitable plans of action (prevention, detection, remediation) put in place by each Group entity. In order to be sustainable, mapping is reviewed regularly.





# Our network



# PILLAR III: Risk management



Preventive measures are implemented to address risk scenarios identified during the risk mapping.



## PREVENTION

### 1

#### 1.1. Anti-bribery code of conduct

The AGL Group is a signatory to the United Nations Global Compact, a voluntary initiative encouraging companies to align their strategies and operations with ten principles on human rights, international labour standards, the environment and anti-bribery.

These principles are specified in our Ethics & CSR Charter and our Anti-Bribery Code of Conduct, which describe the AGL Group's commitments and the behaviours required in order to comply with them.

This Anti-Bribery Code of Conduct promotes measures to combat bribery and influence peddling, compliance with economic sanctions, prevention of money laundering and terrorist financing.

It is applicable to Employees of the AGL Group and its Business Partners.

It is available in French, English, Arabic, Portuguese and other languages according to applicable local law.





1.2. Training & awareness scheme

The AGL Group ensures that its Employees have a sound knowledge and understanding of the anti-bribery programme and the Anti-Bribery Code of Conduct by providing a training and awareness scheme.

E-learning and face-to-face sessions are organised for all employees.

Scheme	Targets	Objectives	
Awareness	All staff	Promote <b>awareness</b> of the issues of bribery in the environment in which each employee works. Know the group's <b>rules</b> and commitments with regards to anti-bribery and international sanctions. Recognise <b>risk situations</b> and adopt the right behaviours to guard against any sanctions.	Be informed of the availability of the <b>whistleblowing system</b> to report any behaviour contrary to the Anti-Bribery Code of Conduct
Training	Executives and Employees with the greatest exposure to risks of bribery and influence peddling, as identified in the risk mapping.	Provide the <b>knowledge and skills</b> required to appropriate the anti-bribery compliance programme rules and integrate them into day-to-day operations. Be able to change practices and behaviours.	<a href="http://aglgrouppointegrityline.com">aglgrouppointegrityline.com</a>

### 1.3. Assessment of Business Partners

AGL Group ensures that all its Business Partners comply with its Anti-Bribery Code of Conduct by implementing:

- assessment of the risks (bribery, influence peddling, violation of international sanctions, money laundering, terrorist financing and export control, etc.) that these third parties represent,
- a contractual commitment to comply with the provisions of the Anti-Bribery Code of Conduct and national and international laws and regulations against bribery and influence peddling.



## DETECTION

### 2

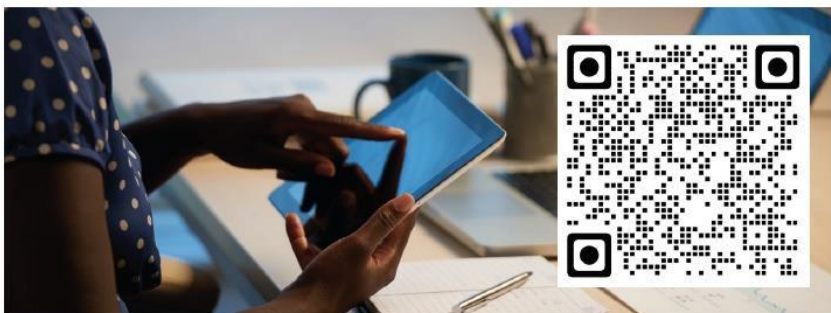
#### 2.1. Whistleblowing system

The AGL Group makes a whistleblowing system available to its Employees, its Business Partners, and to any other external person, which makes it possible to report, without direct financial consideration and in good faith, any act or failure to act likely to constitute a crime or an offence (e.g. act of bribery, influence peddling, etc.), a violation or attempt to conceal a violation of a national and international standard, or a regulation

(e.g. non-compliance with economic sanctions), a threat or harm to the general interest, behaviour or a situation contrary to the commitments of the Anti-Bribery Code of Conduct and the Ethics & CSR Charter of the AGL Group.

Link:

<https://aglgroup.integrity-line.com>



#### 2.2. Internal audit and assessment system

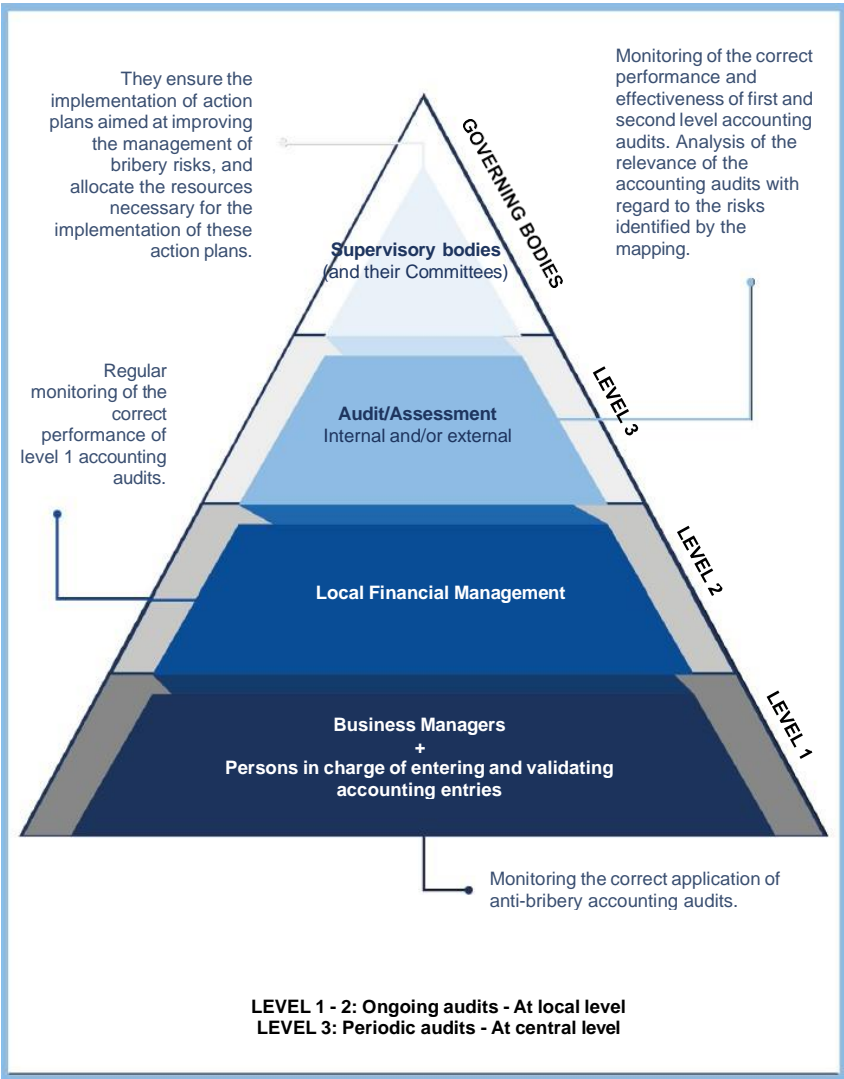
The AGL Group implements an internal audit and assessment system appropriate and proportionate to the prevention and detection of the risks of bribery and influence peddling. Beyond the detection of reprehensible acts, this system is intended to:

- assess the effective and efficient implementation of prevention and detection measures and procedures, including through the establishment of key performance indicators (KPIs),
- and define recommendations for measures to be taken.

2.3. Anti-bribery accounting audits

The accounting audits in place within the AGL Group are to ensure that books, records and accounts are not used to conceal acts of bribery, influence peddling, or money laundering or terrorist financing.

They are set up with regard to the risk situations identified in the risk mapping, in order to improve our compliance programme.



## REMEDIATION

### 3

#### 3.1. Disciplinary system

A disciplinary system is put in place and appropriate sanctions are taken for any breach of the Anti-Bribery Code of Conduct.



#### 3.2. Corrective measures

In light of the results of the audit measures and recommendations, the governing bodies define

prevention, detection and remediation action plans, and carry out regular monitoring of the progress of their correct implementation.









## Glossary

**AGL Group:** means Africa Global Logistics and all its affiliates and controlled companies.

**Employee:** means the trainees, employees, representatives, executives, corporate officers and managers of the AGL Group and all its entities.

**Business Partners:** means suppliers, customers, service providers, intermediaries and in general all co-contractors of the AGL Group.

**Bribery:** means an act whereby a person who has a specific function (public or private) solicits or accepts any gift or benefit for the purpose of performing, or refraining from performing, an act that falls within the scope of their duties. A distinction is made between active Bribery (offering any gift or benefit to the person entrusted with the specific function) and passive Bribery (the acceptance of the gift or benefit by the person entrusted with the specific function without necessarily soliciting it). The offence of Bribery is constituted by the simple promise of an undue advantage, even if this advantage is ultimately not granted, or is granted indirectly, through an intermediary.

**Bribery of a Public Official:** means the act of offering, promising or granting, directly or indirectly, an undue advantage to a Public Official

in order for the latter to perform or refrain from performing an act in relation to their official duties and which is contrary to their duties or depends on their discretionary power.

**Private Bribery:** means any act of Bribery involving natural or legal persons (companies, associations, foundations) working in the private sector.

**Influence Peddling:** means where a person receives or solicits donations for the purpose of using their influence, actual or presumed, on a third party in order to obtain a favourable decision from them. The offence is constituted even if the favourable decision is not taken (in the same way as for Bribery).

**International Sanctions:** any measure or instrument restricting relations with certain persons, entities, and/or territories and/or relating to certain goods, services or items, including technologies, administered by the competent authorities in the relevant jurisdictions, such as, for example, the Office of Foreign Assets Control of the United States Department of the Treasury (OFAC), the Bureau of Industry and Security of the United States Department of Commerce (BIS), the United States Department of State, the United Nations, the European Union, France and/or the British Treasury (His Majesty's Treasury), and /or any other jurisdiction that may apply.



