

Skanska Central Europe
Anti-Corruption Policy

Skanska Central Europe Anti-Corruption Policy
 Policy Approver: SCE Management Team
 Policy Owner: SCE Ethics & Compliance Team
 Implementation Group: SCE Management Team,
 SCE Ethics & Compliance Team, SCE Ethics Committee,
 SCE Legal Team, SCE HR Team, Directors and Managers
 Target Group: All SCE Employees

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1. Policy statement

Skanska Central Europe is committed to conducting business with a high level of integrity and believes in free and fair markets. We do not tolerate corruption or bribery in either the public or private sector where we do business.

The purpose of this SCE Policy is to describe more fully the possible forms that corruption may take and to provide further guidance to SCE Employees for appropriate and ethical conduct in implementing Skanska Code of Conduct principles and Skanska Group Anti-Corruption Policy.

2. Scope of application

The rules resulting from this SCE Policy apply to the Target Group i.e. all SCE Employees.

The Implementation Group of this SCE Policy is SCE Management Team, SCE Ethics & Compliance Team, SCE Ethics Committee, SCE Legal Team, SCE HR Team, Directors and Managers.

The Policy Owner is SCE Ethics & Compliance Team.

3. Definitions

Unless explicitly stated otherwise in this SCE Policy, capitalized terms have the meaning assigned to them in the SCE Internal Regulation Policy.

Skanska Central Europe (SCE)	Business unit within the Skanska Group consisting of the following companies: Skanska S.A., Skanska a.s. and its subsidiaries, Skanska SK a.s. and its subsidiaries, Skanska Építő Magyarország Kft and Skanska Construction Romania SRL
SCE Employees	Individuals employed at Skanska S.A., Skanska a.s. and its subsidiaries, Skanska SK a.s. and its subsidiaries, Skanska Építő Magyarország Kft and Skanska Construction Romania SRL or individuals cooperating on a regular basis with the abovementioned SCE companies or their subsidiaries on a different legal basis, in particular on the basis of a civil/commercial law contracts
SCE Management Team (SCE MT)	An internal management body at SCE consisting of the BUP, EVPs, CFO, SCE General Counsel, COO and HR Director
Skanska Group (Group)	Skanska AB and all legal entities in relation to which Skanska AB, directly or indirectly, has the status of a parent company or controls 50% or more of voting rights
Skanska	All entities belonging to Skanska Group
Due Diligence	A systematic means of researching and investigating a business or person

4. Requirements

4.1. What is Corruption, Bribery and Trading with Influence?

For the purpose of this SCE Policy, corruption is defined as the abuse of someone's entrusted power often for private gain. This definition also includes the situation where someone is abusing its entrusted power for Group benefit or advantage.

Corruption includes a wide variety of behaviors, including but not limited to bribery, fraud, kickbacks, embezzlement, conflicts of interest and misuse of company assets. Corruption is often hidden, non-transparent, and may involve a select group of people. What may appear to be natural business transactions and positive initiatives can, under certain circumstances, be defined as corrupt, not only under this SCE Policy, but also under national and international anti-corruption laws.

Bribery is defined as the offering, giving, promising, authorizing, soliciting or accepting of anything with a value in exchange for or an aim for a particular action, favor, benefit or advantage to which the beneficiary is typically not entitled. The legal definition of bribery varies from country to country, but these same principles generally apply to all.

SCE Employees must be cautious and ensure that unfair personal or business relations do not underlie any activities connected to Skanska's business processes. SCE Employees must always be mindful that corruption and bribery may take many forms, may involve money or not, and may influence current or future decisions. Following are certain business activities motivated by corruption or bribery:

Procurement – selection of suppliers and subcontractors

- Selecting a supplier with whom you have a personal relationship when purchasing company goods or services because you expect or know the supplier will reward you with a monetary gift or other benefit in return for your order.

Community Investment

- When contributing to positive initiatives in the local community solely with the intent to gain notice and favor in the eyes of community decision makers so they will award business opportunities to Skanska.

Sponsorships

- When in hopes of a commercial benefit, committing Skanska's support of an organization or individual in which the selector of the sponsor has a personal affiliation or interest with the expectation or promise that something of value, e.g. business opportunity, will be given in return for the sponsorship.

Political or charitable contributions

- When giving a financial donation to an organization or individual solely to affect business decisions by specific individuals within the organization in relation to Skanska¹.

¹Political contributions by legal entities are not possible under Polish law therefore Skanska S.A. shall not conduct any activity directly or indirectly in that regard.

Employment

- When offering or accepting a position of employment with Skanska (or with third-party business associates) based on your personal relationship with the intent to affect decision makers to award business to Skanska (or for Skanska to award business to the third-party business associate).

Cash or gift cards

- When accepting or offering, e.g. holiday gift cards on behalf of Skanska to third-party business associates or sent to Skanska from third-party business associates for personal use.

Hospitality or gifts

- When accepting or giving gifts that are beyond commercial items of insignificant value or lavish social engagements with the expectation or promise that business opportunities or personal gifts of significant value will be given in return.

Loans

- When a SCE Employee solicits a personal loan from an organization or individual with a business connection to Skanska with the promise that the SCE Employee will award the organization or individual with a business opportunity with Skanska.

Discounts

- When a SCE Employee in procurement demands certain rebates and discounts for the SCE Employee's private purchases from business partners or companies that want to pursue a business relation with Skanska on the promise that the SCE Employee will place company orders with those business partners.

Business opportunities

- Offering the possibility to do business with the company based on personal friendship in exchange for monetary reward or other valuable gift.

Kickbacks

- When a SCE Employee engaged in procurement offers the person awarding the contract a kickback in the form of a percentage of the revenues from the contract or another form of financial award to make sure the person selects Skanska over another bidder.

Trading in influence occurs when a person who has real or apparent influence on the decision-making of a public official exchanges this influence for an undue advantage. Trading in influence can take the same forms as bribery. In jurisdictions which have such legislation, it can be difficult to distinguish between trading in influence and legal lobbying activities. If there is any question, seek guidance from the SCE Ethics & Compliance Team.

4.2. What is prohibited?

Skanska prohibits bribery and corruption in all forms and in all of Skanska's business dealings and relationships. The use of Skanska's operating funds or other assets for any unlawful or improper purpose is strictly prohibited. These prohibitions apply both to giving and receiving anything of value either directly or indirectly (that is, through an intermediary). Importantly,

Skanska and its employees may be held responsible for corruption carried out by intermediaries who act on Skanska's behalf, even if they did not have knowledge of the corrupt payment, unless otherwise stated in local legislation.

At all times, to avoid even the suggestion of unlawful or unethical behavior, SCE Employees must exercise good judgment and make every effort to avoid situations that may lead to suspicion or the appearance of corrupt behavior. Even the appearance that something could involve corruption or bribery can have a negative impact on the Skanska brand and damage the public's trust in the Skanska Group.

No SCE Employee will suffer negative employment consequences for refusing to pay or accept bribes or engage in corrupt practices, even if such refusal may result in Skanska losing business.

4.3. Specific areas of risk

Ethics Due Diligence is the way Skanska assesses third parties to allow us to mitigate any risks or, occasionally, to decide that we cannot do business with. Ethics Due Diligence documents are designed to alert the investigator on problematic issues and high-risk areas including those listed below.

4.3.1. Conflict of interest

Conflicts of interest are situations in which an individual has competing interests, financial or otherwise, and serving one interest could involve working against the other interest. As a Skanska representative, it is important that all SCE Employees and/or members of statutory corporate bodies avoid and withdraw from any situation where a relationship with another organization or person could influence your ability to make sound business decisions. Even the appearance that a Skanska representative's ability to make sound business decisions is compromised could damage the individual's and Skanska's reputation. All SCE Employees must avoid conflicts between personal interests and Skanska's business operations and disclose those kinds of situations. Any potential conflict of interest shall be reported in accordance with the SCE Conflict of Interest Policy.

4.3.2. Suppliers

Suppliers include subcontractors, materials suppliers, service providers, professional service providers, consultants, intermediaries and agents with which Skanska has a contractual relationship to provide goods and services. These third-parties must be subject to appropriate, risk-based due diligence vetting, monitoring and auditing.

It is recommended suppliers are to be provided with the Skanska Supplier Code of Conduct and agreements must contain appropriate compliance standards and remedies such as termination for failure to comply with the Skanska Supplier Code of Conduct.

4.3.3. Intermediaries

Intermediaries or other external parties acting on Skanska's behalf, especially those interacting with public officials or foreign public officials, require increased due diligence vetting as well as approval by relevant SCE Management Team Member. Business arrangements need to be transparent. This means that all intermediaries must be appointed and compensated pursuant to a written contract and that all payments must be properly documented and accounted for. Any commission or fee to be paid to an intermediary must be reasonably and appropriately related to the extent and nature of the services actually performed by the intermediary.

Intermediaries must be provided with the Skanska Supplier Code of Conduct (and this SCE Policy if acting based on power of attorney from Skanska) and agreements must contain appropriate compliance standards and include remedies such as termination for failure to comply with the Supplier Code of Conduct.

4.3.4. Joint venture partners

When entering into a joint venture agreement or similar arrangement, it is of great importance to be certain that our joint venture partners are not involved in activities concerning corruption or bribery. If a joint venture partner becomes involved in any incidents concerning even suspicions of bribery or corruption, it could have serious consequences for Skanska, including criminal charges, financial fines, third-party suits and negative impact on Skanska brand. SCE Employees must ensure that either the Skanska Code of Conduct or a comparable Code is adopted by each party of the joint venture. Joint venture agreements must contain appropriate compliance standards and remedies such as termination for failure to comply with the Code.

4.3.5. Sellers of land and buyers of real assets

Skanska must avoid any situation where a seller of land or buyer of real assets has any type of involvement to the agreement with Skanska that could include any conduct prohibited by this SCE Policy. If there exists any personal relationship to a seller or buyer in a transaction, this relationship must be declared and made transparent. Even the appearance that a Skanska representative has made a business decision based on personal relations could have a negative impact on the Skanska brand. To protect against these risks and other ethical risks, the land acquisition or real assets and divestment process must be fully transparent.

4.3.6. Applying for or taking over permits

Skanska contributes to positive initiatives in local communities but when applying for permits it is important to avoid even the appearance that the contributions to those initiatives are in any way connected to promises or expectations from public parties that are exclusive to Skanska.

When assuming projects in progress where permits in relation to public officials have already been approved, SCE Employees involved in this process must assure that the permits have been issued following the decision process in place and in accordance with local law.

4.3.7. Hospitality and gifts

We never offer or accept hospitality or gifts to encourage or reward a business decision. Offers of gifts and hospitality to public officials and foreign public officials are likely to be prohibited or subject to stringent rules or laws. Additionally, gifts or hospitality must never be offered or accepted where it might create an appearance of being inappropriate or where prohibited by the policies of the giver's or recipient's employer. For more information please refer to the SCE Hospitality and Gifts Policy.

4.3.8. Facilitation payments

Facilitation payments are payments, often small, to public officials, to speed up or induce the carrying out of lawful, non-discretionary bureaucratic processes to which the payer is lawfully entitled. Skanska does not permit facilitation payments, directly or indirectly.

4.3.9. Political contributions

Bribes may be disguised as political contributions. In order to guard against this risk, no political contribution may be made by SCE Business Unit, joint venture or other business venture in which a SCE entity is a partner or shareholder, unless the contribution is approved according to Procedural Rules for the Board of Directors of Skanska AB and its Committees or the Skanska Group Procedure on Governance.

4.3.10. Charitable contributions, Community investment and Sponsorship

Bribes may be disguised as charitable contributions (donations) or sponsorships. In order to guard against this risk, charitable contributions and sponsorships must be consistent with SCE Procedural Rules and SCE Community Investment and Sponsorship Standard.

4.3.11. Hiring relatives of public officials and foreign public officials

Relatives and close acquaintances of public officials and foreign public officials must never receive any preference or other special treatment because of such connection. If a relative or close acquaintance of a public official or foreign public official is hired, the SCE Ethics & Compliance Team or SCE Ethics Committee must determine whether any conflict of interest exists and whether the individual shall be prevented from participating in particular work relating to such relationship or connection.

4.3.12. Contracting with public officials and foreign public officials

Contracting for goods or services with public officials, relatives and close acquaintances of public officials or former public officials may pose potential compliance risks under relevant laws and this SCE Policy. Any contract, such as a consulting or professional services agreement relating to a public official must be approved by the SCE Legal Team. The same conditions apply to contracting with foreign public officials.

5. Legal requirements & internal controls

- a) All SCE Employees must be trained in this SCE Policy and confirm acknowledgement of its principles in an electronic or written form or manner. Such confirmation must be kept in HR records of every SCE Employee.
- b) High risk group of SCE Employees must be trained in the Policy every second year. High risk group consists of SCE MT members and Directors, Managers having a decisive role in procurement and tendering processes in SCE.
- c) Each SCE intermediary entitled to represent Skanska in front of any third party based on power of attorney, who does not have an own equivalent anti-corruption policy, must be obliged to observe anti-corruption principles of this SCE Policy reflected in the SCE Supplier Code of Conduct.
- d) SCE Ethics & Compliance Team is authorized to monitor and audit compliance with the principles of this SCE Policy in particular teams or organizational units of SCE and to report findings and recommend corrective measures to SCE Management Team. SCE Ethics & Compliance Team is authorized to obtain the necessary assistance of personnel at team or organizational unit where they perform monitoring and audit.

6. Accountability

Violations of this SCE Policy may be reported to the Policy Owner, SCE Management Team, Compliance Officer or any other appropriate corporate body, either directly or via a superior, internal auditor or any other appropriate corporate body. Anyone reporting a violation may remain anonymous to the extent permitted by law.

Any violation of the rules set out in this SCE Policy is considered a violation of employee duties. Depending on the circumstances of the case, a violation of the provisions of this SCE Policy may lead to the application of measures provided for in applicable employment law up to termination of employment or result in liability under other legal provisions, including contractual liability. Acting in violation of this SCE Policy may result in disciplinary measures

and does not deprive the relevant SCE company of the right to take other action under the general provisions of applicable law, including seeking compensation.

7. References and further guidance, final provisions

7.1. References and further guidance

For further guidance SCE Employees may refer to:

- SCE Code of Conduct
- SCE Supplier Code of Conduct
- SCE Hospitality & Gifts Policy
- SCE Conflict of Interest Policy
- SCE Procedure for the Code of Conduct Program
- SCE Procedural Rules
- SCE Management Team Meetings Procedure
- SCE Tender Approval Procedure
- SCE Community Investment and Sponsorship Standard
- Procedural Rules for the Board of Directors of Skanska AB and its Committees
- Skanska Group Procedure on Governance.

7.2. Final Provisions

This SCE Policy shall replace the SCE Anti-Corruption Policy approved on 10.09.2020.