

## Elisa's Anti-Corruption and Bribery Policy

<p><b>Purpose</b></p> <p>Elisa's Code of Conduct sets the foundation of our ethical business behavior. The purpose of this anti-corruption and bribery policy (hereinafter Policy) is to further specify the rules constituted in Elisa's Code of Conduct. Policy sets Elisa's global standards and gives guidance of conduct outlining rules, non-acceptable behaviors and measures to prevent corruption.</p>	<p><b>Policy Owner</b> Minna Kröger</p>
	<p><b>Version/ Date</b> 1/12.07.2018</p>
<p><b>Scope and applicability</b></p> <p>This Policy is applicable to every employee and officer of Elisa and its subsidiaries and affiliates, as well as members of the Board of Directors. The reporting requirement of this Policy is also applicable to Elisa's contractors and suppliers. We have a responsibility to comply with all applicable laws in the countries where we do business. In some countries, more stringent mandatory laws may override the principles set out in this Policy.</p>	

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## Elisa's Standard

- Elisa's employees or associates must not bribe anyone and they must not use intermediaries, such as agents, consultants, advisers, distributors or any other business partners to commit acts of bribery.

Elisa has zero tolerance for corruption including bribery as well as other unreasonable payments and benefits in business. Giving a bribe includes all actions that encourage inappropriate operation or taking advantage of a person's position. In addition to a monetary bribe, gifts, hospitality, credit, discounts, travel, personal benefits, accommodation and services may be regarded as unreasonable or inappropriate benefits. Offering, authorizing, asking for, approving or accepting these kinds of payments and benefits are forbidden.

Further, it is prohibited to offer or give stakeholders anything that might influence their operation. This includes customary, unofficial minor payments to secure or speed a routine government action. These may also be called facilitation payments. Local working practices do not permit any exceptions.

Carrying out business transactions through third parties should be avoided. If third parties are used, their services must be transparent, priced reasonably and should not include any kickbacks or payments to facilitate other services or work than they are contracted to complete.

Persons involved in purchasing do not attend any customer events hosted by tenderers during tendering processes. Exceptions to this rule are only permitted in special circumstances and subject to approval from person's Supervisor.

### Definitions

*Corruption* is abuse of entrusted power for inappropriate advantage. It can take many forms that can vary in degree from the minor use of influence to institutionalized bribery.

*Employee* is any individual who is employed and/or under supervision and direction by Elisa.

*Bribery* is defined as an offer or receipt of any gift, loan, fee, reward or other in-kind advantage to or from any person as an inducement to do something which is

dishonest, illegal or a breach of trust, in the conduct of the enterprise's business. In practice it can be performed as kickbacks, facilitation payments, gifts, hospitality, expenses, political and charitable contributions, sponsorships, and promotional expenses.

#### References

- Elisa's Code of Conduct
- Elisa's Code of Ethical Purchasing
- Elisa's Conflicts of Interest Policy

#### Gifts and Hospitality

- Elisa's employees and management may not accept or offer any form of gifts and hospitality if there is no legitimate business reason and if they can be perceived to affect the outcome of a business transaction or otherwise potentially influence the integrity of the receiver.
- Ultimately gifts and hospitality must never be promised, offered, or provided with the intent of causing the recipient to do something favoring Elisa, to reward such behavior, or to refrain from doing something disadvantaging Elisa.

Hospitality and reasonable gifts are usual in business operations. However, you should note that the line between a bribe and a gift is thin, and even an ordinary gift may appear to be a bribe. Cash or its equivalent shall never be given or received.

In general, customary hospitality involved in normal business operations is permitted provided that there is a legitimate business reason, it is transparent and reasonable with regard to the recipient's position and circumstances, and it is given in good faith and within the limits of applicable local legislation.

Elisa shall not pay for travel, accommodation and other personal expenses for third parties. Likewise, Elisa must pay for expenses (travel, accommodation and other personal expenses) incurred by Elisa's personnel.

Exceptions to this rule are only permitted in special circumstances and subject to approval from a member of Elisa's Executive Board.

**Definition:**

*Gift* means anything of value given to/received from a third party. Some examples would be branded items (calendars, pens), a bottle of wine, a handset/phone (that is not being used for testing or demonstration), a hamper or festival treats, event tickets without a host and corporate relationship-building (e.g. you are given tickets to a concert without a third party host attending with you for relationship-building).

*Hospitality* has a broad definition, and is always accompanied (hosted by or provided to a third party) and is for the purpose of corporate relationship-building. It includes meals, events (e.g. tickets to a sporting event, a concert, or a conference), drinks, accommodation, flights or anything similar.

**Grants, Donations and Sponsorship**

- It is forbidden to make donations to customers, potential customers, subcontractors or civil servants if the donations involve an assumption of reciprocity between the recipient and Elisa. Donations to charities can also be regarded as bribes if they promote business interests.
- Donation decisions are decided by the Board and CEO. The CEO can decide on minor donations with the Board's authorisation.
- Grants and donations may only be given if Elisa does not receive (and is not perceived to receive) any tangible consideration in return.

Elisa makes donations to non-profit public benefit organizations, funding social projects as a part of its corporate social responsibility. Donation decisions are decided by the Board and CEO. The CEO can decide on minor donations with the Board's authorisation. Elisa, Elisa's staff members acting on behalf of the company, or the company's agents are not allowed to directly or indirectly support political parties, organisations or individual politicians to gain benefits in their business.

Elisa can sign sponsorship contracts with selected targets. However, sponsorship must not be used (or perceived to be used) to receive an improper commercial advantage in return. Any payments for sponsorship of events and initiatives for the purpose of brand exposure, including branding rights and advertising costs, business development or local community support must be offered with transparency and in accordance with the principles set out in this policy standard. Sponsorship targets which involve a sales aspect are the responsibility of profit centres. The decision is made by a member of Elisa's Executive Board. This also includes announcements of promotions agreed with specific customers. Announcements of promotion shall be

supplied to Communications who is responsible for making the decisions on sponsorship related to Elisa's brand development.

Elisa can support customer stakeholder group events and activities. The supported operations shall match Elisa's business, values, Code of Conduct and Anti-Corruption Policy. Typical examples of such events are customer events organised in the Corporate Customers unit.

## Lobbying and relationships with Public Officials

- Elisa does not distinguish between public officials and employees of private sector organizations as far as bribery is concerned; however, it is important to recognize that public officials are often subject to rules and restrictions that do not apply to persons who operate in the private sector.

Any relationship with public officials must be in strict compliance with the rules and regulations to which they are subject (i.e., any applicable rules or regulations in the particular country relating to public officials or that have been imposed by their employer) and any benefit conveyed to a public official must be fully transparent, properly documented, and accounted for.

### Definitions

*Public Official* is an officer employed by the public sector including central and local government. These include people who hold a legislative, administrative or judicial office (either appointed or elected); any person exercising a public function, including for a public agency or a public enterprise (e.g. a state-owned enterprise); any official or agent of a public international organisation.

## Implementation of the Policy

It is the responsibility of all employees to comply with this Policy. In addition to this, Elisa managers ensure further implementation of this Policy within their responsibility area by leading with example and providing guidance.

In regard to suppliers and partners, the anti-bribery Policy is implemented through contractual clauses. Supplier performance in anti-corruption is monitored and measures are discussed regularly in supplier meetings to ensure compliance with this Policy.

### Training

All employees must familiarise themselves with this Policy and to conduct mandatory Code of Conduct training where anti-corruption elements are imbedded.

Some employees conduct specific anti-corruption training that is tailor-made according to the requirements of their position.

Suppliers, external contractors and service providers familiarise themselves with Elisa's anti-corruption policy prior to final agreement.

#### Reporting of potential misconduct and breaches of this Policy

All the employees and any associates who learn of any suspected violations of this anti-corruption policy are obliged to report to either their own manager, Elisa Internal Audit, Elisa Legal Services department or Elisa Corporate Responsibility. In addition, one can also report breaches of this Policy by sending an email to [codeofconduct@elisa.fi](mailto:codeofconduct@elisa.fi) or by sending an anonymous letter to the contacts mentioned above.

Persons who, based on good faith, report potential misconduct or who provide information or otherwise assist in any inquiry or investigation of potential misconduct will be protected against any revenge.

#### Other relevant documents

- Elisa's Code of Conduct
- Elisa's Code of Ethical Purchasing
- Elisa's Conflicts of Interest Policy

#### Document History

The Policy was reviewed and approved by Elisa's board of directors on 12 July 2018.

<b>Date</b>	<b>Author(s)</b>	<b>Main changes</b>
12.07.2018 2018	Board of directors	Review and approval