

## Anti-Bribery and Anti-Corruption Policy

### 1. Introduction and Summary

- 1.1. Luminescence International Limited (“**Luminescence**”) demonstrates a zero-tolerance to bribery and corruption. This Anti-Corruption and Anti-Bribery Policy, including its appendices and sub-policies (collectively the “**Policy**”), provides a general framework and sets out the key principles for ensuring that we do business in a compliant, fair, lawful, and transparent way, in accordance with all applicable anti-corruption and anti-bribery laws (“**Anti-bribery Laws**”). This Policy applies to all employees, officers, directors, agents, and any other representatives of Luminescence, and all third parties performing services for or on behalf of Luminescence in all countries or territories and shall be communicated to them at the outset of the business relationship.
- 1.2. This Policy aligns with the requirements of the UK Bribery Act 2010, the Foreign Corrupt Practices Act (FCPA), and national laws regulating Bribery offences. In some cases, local laws and regulations may be more restrictive than this Policy; where that is the case, the more restrictive rules must be followed when regulating bribery and corruption.

### 2. Definitions

“**Agent**” means any individual acting on behalf of Luminescence or performing any activity of interest or value for Luminescence.

“**Bribery**” means offering, promising, giving, requesting, receiving, or accepting a financial or other advantage, whether directly or indirectly, to or from any person in order to induce that person to perform improperly a relevant function or activity.

“**Donation**” means a voluntary contribution in the form of monetary or non-monetary gifts to a fund or cause for which no return service or payment is expected or made. Contributions to industry associations or fees for memberships in organisations that serve business interests are not necessarily considered donations.

“**Facilitation payments**” is a form of bribery in which small payments are made with the purpose of expediting or facilitating the performance by a government official of a routine governmental action and not to obtain or retain business or any other undue advantage.

“**Government Official**” means any official, officer, employee, or representative of, or any person acting in an official capacity for or on behalf of any governmental entity, or any candidate for political office, or any political party or party official.

“**Improper performance**” means performance which amounts to a breach of an expectation that a person will act in good faith, impartially, or in accordance with a position of trust.

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“**Intermediary**” includes but is not limited to agents, distributors, consultants, sales representatives, implementation partners, sales partners.

“**Sponsorship**” means partnering with external organizations to deliver mutual benefits through an exchange of monies, products, services, content, or other intellectual property.

### 3. Anti-corruption and Anti-bribery Principles

3.1. Luminescence and anyone acting on its behalf must always act in accordance with the following principles:

- Lawfulness, fairness, and transparency: Luminescence and anyone acting on its behalf will conduct business honestly, in accordance with local anti-bribery laws in countries where it operates, without giving and/or receiving anything of value for the purpose of encouraging improper performance or gaining an improper advantage.
- Reasonableness and justifiability of hospitality: Luminescence appreciates that the practice of giving business gifts varies between countries and regions. When giving and/or receiving a gift or hospitality, the test to be applied is whether in all circumstances the gift or hospitality is reasonable, justifiable and in accordance with applicable local anti-bribery laws. The intention behind the gift must always be considered.
- Due diligence: Luminescence employee or any representative operating for or on its behalf must perform due diligence tests before engaging with a third party in order to identify and minimize the bribery and corruption risks involved. It is important to monitor the integrity of third parties, be alert and report potential breaches of this policy.

Appendix 1 set out examples of good and bad practices.

### 4. Third Parties

4.1. Luminescence requires its local agents, business partners and other third parties to adhere to the rules set out in this policy. Luminescence employees must always determine the bribery and corruption risks associated with the third parties based on factors such as:

- the role of the third parties
- the market and industry in which they are or will be operating
- previous experience with them
- the nature of the engagement.

Before engaging with third parties the Anti-Bribery and Anti-Corruption Letter (DOC027) should be signed by the third party.

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### **5. Gifts and Hospitality**

- 5.1. Small gifts and reasonable hospitality of a value proportionate to the circumstances are allowed when given or accepted in good faith and in accordance with applicable anti-bribery laws. The appropriateness of the exchange (a gift, a meal, or some form of entertainment) depends on the country where Luminescence is operating and must satisfy the requirements of applicable Local anti-bribery laws.
- 5.2. Luminescence employees shall not offer or accept any gift or hospitality that may be regarded as illegal or improper. All gifts or hospitality shall be given in the name of the organisation and must not include cash or cash equivalent.
- 5.3. Providing or receiving any loans, bribes, kickbacks, payments, free services, or items of material value to/from any entity or person doing or seeking to do business with Luminescence or another company is prohibited.

### **6. Documentation of Gifts and Hospitality**

- 6.1. The giving or receiving of gifts or hospitality of material value exceeding £20 within the context of doing business for or on behalf of Luminescence is subject to approval and record.
- 6.2. Small gifts of material value below £20 given without any intention of influencing any person in order to gain any advantage through improper performance or otherwise obtaining an improper advantage do not require prior approval and record. Provided that they are in accordance with applicable anti-bribery laws and are reasonable and justifiable.
- 6.3. Any gift, invitation or hospitality proposed to be offered, given, or accepted which does not meet the above standard requirements should be discussed and approved in advance by your manager.
- 6.4. All payments, expenditures, and other financial transactions made on behalf of Luminescence shall be recorded, and made with the intention, understanding, and awareness that the entire amount of such payment is to be used solely for the purpose described by the documents supporting the payments.
- 6.5. All receipts and disbursements shall be fully and accurately described in the books and records of each Luminescence entity and shall be supported by the appropriate documentation describing the purposes thereof.
- 6.6. Further specifications related to Gifts Hospitality and Entertainment are set out in the Gifts, Hospitality, Facilitation Payments, Charitable Donations, Political Donations and Lobbying Procedure (PRM13).

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### **7. Dealings with Government Officials**

- 7.1. When engaging with various governments and agencies that regulate Luminescence business practices and operations, strict compliance with all applicable local laws, the DIC Code of Conduct and this Policy is required.
- 7.2. Luminescence prohibits to offer, promise, receive, or give any payments or other things of value, including entertainment or meals, however insignificant, directly, or indirectly, to or from any government official, other persons related to the government, or candidate for political office or any of their relatives in an attempt to influence a decision or action of such official or person in obtaining or retaining business or commercial advantage. As an exception to the principle above there are some situations, which provided they meet and comply with the conditions below and do not breach any compliance with any other rules or value limits for gift and entertaining set by Luminescence, a modest meal or gift to a government official may be acceptable. If they comply with the following specific limitations:
- Are in connection with a business meeting or for a business purpose
  - Reasonable in value (not lavish)
  - Are not intended to improperly influence any act or decision and cannot be seen as such
  - Are appropriate to the business relationship and local custom
  - Is legal in both your country and the country of the recipient
  - Is not in any violation of the recipient's employer.

Examples of moderate and culturally appropriate gifts could be a company T-shirt or mug, or a gift that is consistent with local customs such as sweets or cookies during a holiday season.

- 7.3. The term politically exposed persons (PEPs) refers to people who hold high public office. Examples of these can include but are not limited to, heads of state, heads of government, ministers, deputy or assistant ministers, members of parliament, members of courts of auditors, boards or central banks, ambassadors, high ranking officials in the armed forces, administrative and members of the supreme courts. This also includes the persons family members and close business associates.

### **8. Political and Charitable Donations**

- 8.1. When engaging in sponsorships, political and charitable donations, it is Luminescence's duty to make sure the principle of transparency is maintained. Charitable and political donations shall be:
- (i) subject to appropriate (local) anti-bribery laws and/or political contribution policies
  - (ii) recorded accurately in the appropriate report.

Sponsorships or other forms of donations shall not be made to achieve an advantage through improper performance or otherwise to obtain an improper advantage.

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8.2. All donations and sponsorship must be reported to and approved by your manager. A record of all donations and sponsorships should be maintained for audit purposes.

### **9. Facilitation Payments**

9.1. Luminescence prohibits facilitation payments for the purpose of expediting or facilitating the performance of a public official for a routine governmental action. Examples of facilitation payments may include:

- (i) obtaining or expediting a permit, licence or other official document or approval
- (ii) facilitating provision of utilities, such as connecting water, electricity, gas, or telephone services
- (iii) allowing safe or prompt entry or exit from a jurisdiction at border controls or crossings.

9.2. Facilitation payments shall not be confused with official payments that guarantee a lawful speed up of certain functions.

### **10. Due Diligence**

10.1. Due diligence is needed to ensure that Luminescence fully understands the business of its proposed partner or Intermediary, their business activities and with whom they are connected. Identifying company specific risk areas is essential in order that these risks are managed and mitigated. Luminescence will only appoint intermediaries with a proven track record and reputation, which includes not taking/paying bribes or being involved in corrupt practices.

10.2. Before entering into relationships with third parties, Luminescence will take active steps to ensure that potential corruption risks flowing from these relationships are responsibly evaluated and managed. The Luminescence Due Diligence Process (PRO021) outlines how this process should be done.

10.3. When Luminescence pursues the acquisition of any business entity, or works with any entity through a joint venture, the due diligence process associated with the proposed action should include an investigation of the other party's compliance with anti-bribery laws.

### **11. Responsibilities and Raising Concern**

11.1. Luminescence encourages its employees, representatives, customers and suppliers to report any issue or suspicion of malpractice at the earliest possible stage in accordance with the procedure detailed in the DIC Code of Conduct, meaning reporting to your current manager or (anonymously) via Ethicspoint (<https://secure.ethicspoint.com/domain/media/en/gui/21654/index.html>) or DIC Ethics Hotline.

11.2. Luminescence agents, employees, officers, directors, and other representatives must always seek guidance from the legal department in case they have any questions or doubts about improper conduct or are unsure how to react to a situation before taking action. Please contact Sun Chemical legal

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department, The Netherlands, via Pieter Riedijk (e-mail: [Pieter.Riedijk@sunchemical.com](mailto:Pieter.Riedijk@sunchemical.com), Tel: +31 (0) 294492116.

11.3. Any other questions regarding this Policy must be communicated to Niki Henschel, Compliance Manager, by e-mail [niki.henschel@luminescence.co.uk](mailto:niki.henschel@luminescence.co.uk) or by Tel: +44 1279 456400.

### 12. Consequences of Bribery and Corruption

12.1. In case of a breach of the principles laid down in this Policy, Luminescence, involved directors and employees can face criminal prosecution, heavy penalties, reputation damages, loss of business and exclusion from public procurement contracts in accordance with applicable local anti-bribery laws. Criminal prosecution, severe fines and prison sentence apply to individuals who are convicted of a bribery offence.

12.2. A breach of the principles laid down in this Policy is subject to disciplinary action, including forfeiture of bonuses, dismissal, and ceasing all business relationships.

### 13. Changes

13.1. Subject to applicable law, Luminescence may revise, amend, and supplement this Policy at its discretion at any time from time to time. Luminescence agents, employees, officers, directors, and any other representatives acting for or on behalf of Luminescence are advised to check periodically to ensure that they are aware of any change.

**Luminescence International Limited**



**Gary Silver**

**Date: 18.04.2023**

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### APPENDIX 1

The following list outlines examples of good and bad practices in accordance with Anti-corruption and Anti-Bribery Policy. The list is not intended to be exhaustive and is for illustrative purposes only.



#### 1. Bribery and Corruption Standards

- DO** conduct business honestly, without the use of corrupt practices or acts of bribery and in accordance with all applicable anti-bribery laws.
- DO** avoid circumstances where there could be a perception that business is not conducted honestly, or corrupt practices or acts of bribery are used.
- DON'T** directly or indirectly receive from or provide to any person anything of value for the purpose of gaining or rewarding any advantage reached through improper performance.





#### 2. Gifts, Donations and Payments

- DO** only provide or receive gifts and hospitality if they are made without the intention of influencing, inducing, or rewarding any person in order to obtain an improper advantage.
- DO** only provide or receive gifts or hospitality if they are given on an occasional basis at justifiable and reasonable cost.
- DO** discuss with your legal department or manager if the suitability of gifts or hospitality is in any doubt.
- DO** take into account the moment at which you offer or receive a gift or hospitality. If this moment is around the same time as important negotiations, this could give the impression of unethical influence.
- DO** take into account that government officials are subject to strict guidelines and regulations when it comes to accepting gifts or hospitality. Consult your legal department in advance if you wish to give a gift or hospitality to a civil servant.
- DO** only make charitable donations if there is no intention to influence performance or obtain an advantage. Make accurate and transparent records when donations and sponsorships are done in Luminescence entity books and records.
- DO** record gifts or hospitality fully transparently and accurately in Luminescence entity books and records.
- DON'T** give or accept gifts with a high material value without obtaining approval from your manager.
- DON'T** accept or give gifts or hospitality if this is in violation of the laws and regulation or the generally accepted social standards and values in the country where Luminescence is operating.


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-  **DON'T** offer gifts or hospitality if this is in violation of the counterparty's policy.
-  **DON'T** make facilitation payments to secure or accelerate the performance of a routine act that an official in the public sector is obliged to perform.

### 3. Third Parties

-  **DO** perform a risk assessment before engaging with a third-party.
-  **DO** remember to communicate Luminescence Anti-Corruption and Anti-Bribery Policy to the third party acting for or on Luminescence behalf.
-  **DO** monitor the integrity of third parties, be alert and report potential breaches of Luminescence Anti-Corruption and Anti-Bribery Policy.
-  **DO** pay specific attention to the public sector, including both public officials and politically exposed persons, and keep in mind the specific limitations that apply at clause 7.2 **DON'T** give, promise, or offer anything of value to any government official without first consulting with the legal department.

### 4. Record-keeping and Accurate Recording

-  **DO** detail all Luminescence books and records reasonably so that they accurately and fairly reflect all transactions and other business engagements.