

Nordea's Anti-Corruption and Bribery Policy Statement



Nordea's Anti-Bribery and Corruption (ABC) programme and commitment

Nordea acknowledges that it has a responsibility towards its customers, shareholders, stakeholders and regulators to ensure that Nordea, its employees, and third parties do not commit acts of bribery or corruption (B&C) and that applicable ABC laws and regulations are complied with.

Nordea has made a commitment to detect, deter, manage and identify the B&C risks that it is exposed to and to take the proportionate measures required to manage these risks across all jurisdictions in which it operates.

Nordea's B&C risk appetite

- Nordea has zero-risk appetite towards B&C.
 - This means it is strictly prohibited for Nordea, its employees, and third parties acting on Nordea's behalf, to offer/give/promise or receive/accept/request a bribe of any kind, in any form, either directly or indirectly or through an official act.
- Nordea will only engage in business that is in accordance to applicable laws, regulations, signed commitments and Nordea's own Code of Conduct or Supplier Code of Conduct.
- Nordea prohibits the following regardless of local legislation:
 - Trading in influence
 - Nordea, its Employees or Third Parties may never engage others to trade in influence.
 - Nordea may engage in political advocacy in order to communicate its views to political decision-makers, whether directly or through an external lobbyist. However, all such activities must be conducted in a transparent and documented manner, without suggestion of B&C, conflicts of interest or other impropriety.
 - Facilitation payments
 - All employees must ensure that Nordea, either directly or through third parties providing services on behalf of Nordea, never offer or accept a facilitation payment.
 - Political donations

- Nordea is an a-political organisation, as such, donations (financial or in kind) to political parties or individuals are not permitted. Nordea, its Employees or Third Parties may not make any political contributions on behalf of Nordea.

The ABC Policy Framework

Nordea's ABC policy framework sets out the minimum standards that Nordea expects from its employees. The framework focuses on adherence to legal and regulatory expectations and covers topics such as the onboarding and oversight of employees, sponsorship and charitable donations, mergers and acquisitions as well as setting the Gifts & Hospitality standards.

The purpose of the ABC policy framework is to:

- Inform and educate the Group about the commitment of the Group Board of Directors and the Group Leadership Team to the prevention of B&C.
- Define the roles and responsibilities as well as the requirements for the management of B&C risk within the Group.
- Articulate Nordea's B&C risk appetite and expected behaviour.
- Promote strong and uniform governance and B&C risk management throughout Nordea.
- Define a clear and consistent foundation across Nordea to detect, deter, manage and identify B&C.

ABC Policy Framework and accompanying framework requirements include, but are not limited to:

- Requirements related to recruitment
 - Ensuring fair and transparent recruitment, and that employment must always be merit based.
- Requirements related to sponsorships, community involvement and charitable donations.
 - Internal rules must be in place to regulate these activities.
 - Records of these activities must be maintained.
 - The formal selection criteria for these activities must be defined and should be made public.
 - Nordea requires full transparency around any sponsorships so that, where relevant, the employer of the recipient is aware the sponsorship has taken place
- Requirements related to majority-owned mergers and acquisitions.
 - Prior to the acquisition of a majority stake in an entity, Nordea must conduct an appropriate B&C risk assessment and have adequate risk management measures.
- Requirements related to new products or services.
 - The potential B&C risk associated with new products or services must be considered, such as entry into new jurisdictions or the inherent risks of targeting a new customer group or market segment.
- Requirements related to suppliers
 - Risk assessments, due diligence and ongoing monitoring
- Requirements related to conflicts of interest
 - Details are further outlined in the [policy for conflicts of interest found here](#)
- General requirements
 - Annual mandatory ABC training for all employees.
 - Performance of annual Group wide B&C risk assessments.
 - The right and the responsibility to report issues that may relate to B&C. This can be done anonymously.

- Defined accountabilities and responsibilities, decision-making fora/committees, necessary resources and deployment of technology, where possible, for B&C risk management.
- Independent assurance, monitoring and testing of ABC controls and measures.
- Processes for management Information and internal and external reporting.
- Processes for record keeping and processing of personal data.

Requirements related to gifts and hospitality (G&H)

- We only offer or accept gifts and hospitality in accordance to strict internal rules and always with regard to avoiding conflict of interests or the appearance of impropriety.
 - Depending on the risk and value there are different rules for recording and seeking approval for G&H
- Financial value is only one aspect, the following principles must also be adhered to:
 - Gifts and Hospitality must always be:
 - Offered and accepted in an open and transparent manner, i.e. it should have the informed consent of the employer;
 - Offered and accepted with consideration to actual or perceived conflicts of interest, i.e. on objective grounds and out of loyalty to Nordea, not personal gain;
 - Ethical, appropriate and proportionate to the situation, business relationship, custom and culture;
 - Made with regard to Nordea's reputation and the appearance of the Gift or Hospitality;
 - In line with the internal rules on G&H and local laws and regulations;
 - Where material decisions or contract negotiations are ongoing or imminent with an External Party, such as in tender offer situations or during a "request for proposal", extra caution is necessary, and additional requirements are in place
 - If involving Public Officials, Hospitality must be modest and in line with generally accepted forms of interactions between private enterprise and public agencies. Gifts or Entertainment events however are not allowed; and
 - Carefully considered.
 - Gifts and Hospitality cannot:
 - Create or appear to create an improper advantage or performance for Nordea;
 - Create or appear to create conflicts of interest;
 - Be offered with conditions or expectation of a return favour, i.e. reciprocity;
 - Be frequent (i.e. from/to the same External Party);
 - Be lavish or extravagant, as interpreted against the situation, local culture and customs; and
 - Be paid for personally to circumvent requirements for G&H or other Nordea systems and controls.
 - Offering or accepting any of the following Gifts are always prohibited:
 - Any commissions, kickbacks and rewards offered directly to an Employee for services carried out as part of their job;
 - Secret or hidden commissions;
 - Money, or items which can easily be redeemed for cash, even if they are of insignificant value;

- Gift cards valued over EUR 100. Gift cards valued at EUR 100 or less, for narrowly and clearly defined products or services are permissible;
 - Access to vehicles, boats, holiday homes or the like for private use, including use by friends or family; and
 - Loans subject to non-market adjusted terms, providing of security (guarantees), waivers of claims, repayments or interest and other related benefits.
- Nordea only offers very limited hospitality to public officials, and only in very specific circumstances.
 - Offering, promising or transferring a benefit of any kind to a public official in order to influence them or which is conducive to influence and obtain or retain business or an advantage is strictly prohibited for Nordea, its Employees and its third parties.
 - As a general rule gifts are not allowed to public officials, however in rare, specific circumstances, small tokens such as flowers may be possible.
 - Entertainment events are not allowed.
 - Only meals and business events are permissible in specific circumstances. There is an emphasis on modesty and the occasion must have a clear connection to, and form a natural and useful part of the work carried out by the public official in question.
 - For public officials who exercise direct public authority over or supervision of Nordea, G&H is essentially not permitted.
 - It is the responsibility of each employee to ensure that all gifts and hospitality are appropriate and that the appropriate reporting is in place. This applies both when Nordea offers and accepts G&H.

Nordea's ABC definitions:

- Bribery
 - Bribery means a promise/request, offer/acceptance or transfer of an item (material or non-material) of value (financial or non-financial) in order to induce or reward improper performance related to a commercial arrangement or public affairs.
 - It does not matter if the Bribe is received directly or through someone else, or whether the advantage is (or is to be) for the benefit of the person doing the requesting, agreeing or accepting, or another person.
- Corruption
 - Abuse of entrusted power for personal gain
- Facilitation payment
 - A facilitation payment is a type of bribe, sometimes referred to as a 'speed' or 'grease' payment. It is made to secure or expedite the performance of a routine or necessary action to which the payer is legally entitled. It is usually of minor local value. Facilitation payments are treated as a form of bribery by Nordea.
- Trading in influence
 - 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

[Read more on Nordea Wolfsberg Financial Crime Compliance Questionnaire](#)