

Gelsenkraft GmbH

Anti-Corruption Policy

Document owner	Management, Gelsenkraft GmbH
Approved by	Roger Boeing, Managing Director
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1. Purpose and Scope

This Anti-Corruption Policy sets out the commitment of Gelsenkraft GmbH (“Gelsenkraft” or “the Company”) to prevent bribery and corruption in all of its business dealings, and the rules that everyone acting on our behalf must follow.

It applies to all directors, employees and staff, and to third parties acting for or on behalf of the company. It supports the principles of our Code of Conduct.

2. Policy Statement

Gelsenkraft maintains a strict zero-tolerance approach to bribery and corruption. We conduct business honestly and reject corrupt practices in any form, whether direct or indirect, and whether involving private parties or public officials.

3. Definitions

- Bribery: offering, promising, giving, requesting or accepting any financial or other advantage to improperly influence a business or official decision.
- Corruption: the abuse of an entrusted position for private gain.
- Facilitation payment: a small unofficial payment made to secure or speed up a routine action to which one is already entitled.

4. Prohibited Conduct

No one acting for the company may, directly or through a third party:

- offer, promise or give a bribe or any improper advantage to any person;
- request, agree to receive or accept a bribe or improper advantage from any person;
- use a third party, agent or intermediary to do anything that would breach this Policy.

These rules apply regardless of local custom or perceived commercial pressure. We comply with applicable anti-corruption law, including the relevant provisions of the German Criminal Code (§§ 299 ff., 331 ff. StGB) and applicable international standards such as the OECD Anti-Bribery Convention.

5. Gifts and Hospitality

Gifts and hospitality are only acceptable where they are modest in value, infrequent, transparent, appropriate to the business relationship, and not intended to influence a decision improperly. Cash or cash equivalents must never be given or accepted. Anything beyond modest and customary requires prior approval from management.

6. Facilitation Payments

Facilitation payments are prohibited, regardless of amount or local practice. If an employee is pressured to make such a payment, they must decline where safe to do so and report the matter to management.

7. Dealing with Public Officials

Particular care must be taken in any dealings with public officials, authorities and state-owned entities. No advantage of any kind may be offered to a public official to obtain or retain business or any improper advantage.

8. Conflicts of Interest

Employees must avoid situations where personal interests could improperly influence their business judgement and must disclose any actual or potential conflict of interest to management.

9. Charitable Donations and Sponsorships

Donations and sponsorships must be lawful, transparent and never used as a means to disguise a bribe or to improperly influence a decision. Such contributions require prior management approval and proper documentation.

10. Third Parties and Intermediaries

Corruption risk can arise through third parties acting on our behalf. We apply proportionate care when selecting and engaging agents, consultants and intermediaries, and we make clear that they are expected to comply with this Policy.

11. Record-Keeping

We keep accurate and complete books and records. All transactions must be properly recorded and supported by appropriate documentation. No undisclosed or unrecorded accounts may be maintained for any purpose.

12. Reporting and Whistleblowing

Anyone who suspects a breach of this Policy must report it promptly to management or via info@gelsenkraft.com. Reports made in good faith will be treated confidentially as far as reasonably possible, and Gelsenkraft does not tolerate retaliation against anyone who raises a concern in good faith.

13. Consequences of Breach

Breach of this Policy is treated as a serious matter and may lead to disciplinary action, up to and including termination of employment or contract, and may also result in civil or criminal liability under applicable law.

14. Governance, Training and Review

The management of Gelsenkraft is responsible for this Policy and for ensuring that employees understand and apply it. Employees are made aware of these rules and reminded of them periodically. This Policy is reviewed at least annually and updated as needed to reflect changes in our business and applicable law.