



# ANTI-CORRUPTION AND ANTI-BRIBERY POLICY

## 1. INTRODUCTION

At Mips we are committed to conducting business in accordance with the highest ethical standards and with integrity and honesty. Mips has a zero-tolerance policy when it comes to any form of corruption, including extortion and bribery, and has therefore adopted this Anti-Corruption and Anti-Bribery Policy (the “Policy”). This Policy applies to all employees, officers, directors, Board of Directors and consultants worldwide at Mips AB (publ) (“Mips”), including subsidiaries, as well as any third parties working on Mips behalf (the “Stakeholders”).

The zero-tolerance policy means that you are not allowed to accept bribes in any circumstances. In addition, you are not allowed to offer bribes to any organization or person, whether employed privately, in the public sector or in an organization. A violation of this Policy or the Code of Conduct could result in disciplinary actions, including, but not limited to, termination of employment, or even criminal charges. It is therefore vital that you not only understand and appreciate the importance of this Policy, but also comply with it in your daily work.

If you have any questions about this Policy or about how to act, please turn to your manager or the CEO or CFO to discuss.

## 2. APPLICABLE LAWS

Stakeholders of Mips must always abide by all applicable anti-corruption and anti-bribery laws, including the local laws and regulations in every country in which we do business. The principles in this Policy apply as long as they do not place Mips or the Stakeholder in violation of applicable laws and regulations. If applicable laws or regulations have stricter requirements, those laws and regulations supersede the principles stated in this Policy.

### 3. PROHIBITION OF CORRUPTION AND INTERNAL PRINCIPLES

#### 3.1 Prohibition of corruption, extortion and bribery

Mips has a zero-tolerance policy against any form of corruption, including extortion and bribery. **Corruption** is the same as the abuse of entrusted power for private gain. The OECD Guidelines for Multinational Enterprises define **extortion** in the following way: "The solicitation of bribes is the act of asking or enticing another to commit bribery. It becomes extortion when this demand is accompanied by threats that endanger the personal integrity or the life of the private actors involved." A **bribery** can be described as an offer or receipt of any gift, loan, fee, reward or other 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.

At Mips we do not (either directly or indirectly) offer, promise, or give, request, accept or receive bribes or other undue advantages to and/or from public officials or the employees or representatives of business partners to obtain or retain business, to encourage or reward a decision, to secure some other improper advantage or to improperly influence actions. All Stakeholders must also avoid the appearance of improper interactions with public officials.

Further, all Stakeholders must also resist the solicitation of bribes and extortion, and Stakeholders must decline requests by a public official or an employee or representative of a business partner asking for a bribe or other undue advantages.

#### 3.2 Prohibition of "facilitation payments"

Mips' prohibition on bribery applies to all improper payments regardless of size or purpose, including "facilitating" (or expediting) payments. Facilitating payments refer to small payments to encourage or ensure that routing procedures are carried out or speeded up, such as for example obtaining an ordinary license or business permit, processing government papers such as visas, customs clearance, providing power or water services, or loading or unloading cargo.

#### 3.3 Conflict of interest

Business decisions must always be based on objective reasons and may not be influenced by personal interest that are not relevant to Mips' business. Therefore, we encourage our Stakeholders to avoid situations where loyalty to Mips may come into conflict with other personal interests, such as private, financial or other external interests. A conflict of interest exists when your personal interests influence, or risk to influence, your judgment, objectivity or independence when making decisions and performing your job.

### **3.4 Gifts and corporate entertainment**

Gifts, meals, travel, or entertainment to anyone (including public officials or commercial partners) may only be provided, offered or accepted within the limits of local laws and regulations. It is never permissible to provide, offer or accept gifts, meals, travel, or entertainment to anyone (public officials or commercial partners) in exchange for any improper favour or benefit. In addition, gifts of cash or cash equivalents, such as gift cards, are never permissible.

### **3.5 Sponsorship and donations**

It is never permissible to provide a donation to improperly influence anyone (including public officials or commercial partners) or in exchange for any improper favor or benefit.

Mips observes neutrality with regard to political parties and individual politicians. Hence, we do not engage in or support any individual politicians, political parties, public officials and/or organizations that can be connected with a political organization.

### **3.6 Selection of suppliers and the Code of Conduct for Suppliers**

The selection of a supplier shall be based on objective criteria. For supplier selections with a significant transaction value several tenders should be made available before a decision is made in accordance with Mips' Authorization Framework and other internal policies. All suppliers should also have the same briefing and compete on equal terms. Personal relationship should never be a merit in supplier selection.

Our Code of Conduct for Suppliers also includes a strict prohibition for all forms of corruption and bribery.

### **3.7 Due diligence of third parties**

It is important that we do all we can to make sure that money paid to third parties, for example to agents, partners, vendors and consultants, is not used for corruption. Risk-based due diligence of third parties should be conducted and properly documented. Red flags shall be investigated, and necessary precautions and actions taken to eliminate or mitigate the risk for bribery and corruption in relation to third parties.

## **4. COMMITMENTS AND ENGAGEMENTS**

Mips is a signatory to the UN Global Compact and continually enhances efforts to protect and respect the UN Global Compact's 10 principles (which can be found at <https://www.unglobalcompact.org/what-is-gc/mission/principles>), and promote its spirit within the areas of human rights, labor standards, the environment and anti-corruption. In Mips' work against corruption, we

particularly promote that all businesses should work against corruption in all its forms, including extortion and bribery, in line with UN Global Compact's Principle 10.

Mips also aspires to contribute to achieving the 17 UN Sustainable Development Goals (which can be found at <https://www.unglobalcompact.org/sdgs/17-global-goals>) and have chosen to align Mips' sustainability targets with nine of the UN Sustainable Development Goals as set forth below. More information about Mips' sustainability work can be found in our Annual Report and on our website [www.mipscorp.com](http://www.mipscorp.com).



In addition, Mips also supports the International Bill of Human Rights, OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights. For more information about this, please visit:

- International Bill of Human Rights: <https://www.ohchr.org/en/what-are-human-rights/international-bill-human-rights>
- OECD Guidelines for Multinational Enterprises: <http://mneguidelines.oecd.org/guidelines/>
- UN Guiding Principles on Business and Human Rights: <https://www.ohchr.org/en/publications/reference-publications/guiding-principles-business-and-human-rights-implementing>

## 5. COMPLIANCE

### 5.1 Roles and responsibilities

This Policy has been adopted by the Board of Directors. The CEO has ultimate responsibility for implementation of the Policy and compliance by all Stakeholders of Mips. The CEO is responsible for ensuring that the Policy is regularly reviewed and revised as needed. The CEO is also responsible for informing Mips' Board of Directors about any material breaches of this Policy.

Managers are expected to introduce new employees and consultants to the Policy during their onboarding, as well as have a regular dialogue about its relevance in day-to-day duties.

It is the responsibility of all Stakeholders to be familiar and comply with the Policy and our other policies and procedures. Stakeholders can always bring up questions about the Policy with their manager but can also address the Legal Department or the CEO.

Violations of this Policy could result in disciplinary actions, including, but not limited to, termination of employment, or even criminal charges. Failure to report a violation of this Policy may constitute an independent violation of this Policy.

### 5.2 Reporting violations of the Policy

If you come across conduct that may violate this Policy, our other policies, or the law, we expect you to bring your concern to our attention.

If you are an employee or consultant, you can report a suspected violation against the Policy by reaching out to your manager (or the CEO or CFO). However, if you do not feel comfortable going to your manager, or if you are not an employee, you can use our whistleblowing system. The whistleblowing system is available on our website ([report.whistleb.com/mipsprotection](https://report.whistleb.com/mipsprotection)), where you also find more information about the reporting process.

Your privacy and integrity are of the greatest importance to us at all times. This is particularly relevant when you or one of your colleagues step forward to report a concern or suspected breach of the Policy, our other policies, or the law. Therefore, you may remain anonymous if you wish, when using the whistleblowing system, but all reporters are encouraged to identify themselves to help facilitate an investigation. There will be no retaliation taken against an employee or business partner who, in good faith, voices their concern. However, reports that are found to be malicious or frivolous may lead to disciplinary action. Feel confident that your concern will be treated seriously and respectfully.