

Anti-Corruption Policy

Introduction

Corruption can take many forms, but most often it occurs through bribery. At the A.P. Gilfoyle group, we have zero tolerance for any form of corruption in connection with our business dealings. This includes bribes, embezzlement, extortion, and theft. If you are unsure of the proper course of action, or whether something constitutes corruption, please contact Legal & Compliance ("L&C").

Bribery

Bribery involves offering, promising, or providing anything of value to anyone, whether a public official or a private party, to improperly influence business decisions or secure an undue advantage. "Anything of value" includes cash, cash equivalents (such as gift cards), gifts, meals, travel, entertainment, promises, guarantees, and job opportunities, including internships or contract positions.

While reasonable and customary business gifts, meals, and hospitality provided for legitimate business purposes may be permissible under applicable anti-corruption laws, such activities must always comply strictly with the A.P. Gilfoyle Group's policies and require prior approval from Legal & Compliance (L&C).

For additional guidance on acceptable gifts and hospitality practices, please refer to the relevant sub-policies and procedures provided by L&C.

Kickbacks are a form of bribery involving the offer or receipt of anything of value in exchange for providing something of benefit to a third party, such as information, discounts, or favors. Like other forms of bribery, kickbacks can include cash, cash equivalents (e.g., gift cards), gifts, meals, entertainment, or any other benefits. Kickbacks are strictly prohibited at A.P. Gilfoyle.

Facilitating payments are small bribes typically demanded by lower-level officials to expedite routine, non-discretionary government actions, such as processing permits or licenses. Facilitating payments are strictly prohibited by A.P. Gilfoyle. The only permissible exception is when there is an imminent threat to health or safety; any such payments must be reported immediately to Legal & Compliance (L&C).

Published and documented expediting fees payable directly to a government or government-owned entity (and not to individuals), such as those openly published for passport applications or visas, are generally not considered facilitating payments under anti-corruption laws. If uncertain about a specific payment, seek clarification from L&C.

Interactions with Public Officials

A "public official" is anyone who is compensated with government funds or serves in a governmental or public capacity. This definition includes employees of local, state, or national governments, international public organizations, state-run enterprises, public schools, and hospitals. Regardless of title, any employee within these organizations is considered a public official.

Special guidelines govern providing gifts, meals, travel, and entertainment to public officials and their immediate family members. All interactions involving U.S. or non-U.S. public officials must comply with relevant internal policies, and reasonable travel expenses directly related to legitimate business activities may be allowed if pre-approved by L&C.

Third-Party Compliance

A.P. Gilfoyle can be held accountable for bribery, kickbacks, or facilitating payments made by third parties on its behalf. Third parties working with A.P. Gilfoyle must ensure compliance by their subcontractors and agents with all applicable anti-corruption laws and company policies. Engaging third parties to circumvent anti-corruption laws is strictly prohibited. Ignorance or willful blindness to third-party misconduct is not an acceptable defense.

Before engaging any third party interacting with public officials on behalf of A.P. Gilfoyle, additional due diligence may be required. Contact L&C for assistance. Be alert for red flags, including:

- Reputation or rumors of bribery.
- Invoices lacking detailed descriptions or containing requests for unusually large or lump-sum payments.
- Close ties between a third party and a government official, or insistence on a particular consultant with unclear added value.

Immediately report any such red flags to L&C.

Accurate Records and Internal Controls

A.P. Gilfoyle is legally obligated to maintain accurate business records that truthfully reflect all corporate transactions and to maintain robust internal accounting controls. Documentation must be preserved and accurately represent the nature of transactions.

Ensure all records—including invoices and expense reports—fully disclose the details of transactions, particularly when involving interactions with public officials or government entities. Vague or generalized descriptions (e.g., "project management" or "consulting fee") are unacceptable.

If confronted with bribery demands or kickback offers, refuse immediately, explain clearly that these activities violate A.P. Gilfoyle policy and applicable law, and promptly report the incident to L&C.

Reporting Violations

Immediately report any suspicious activities, potential violations of anti-bribery policies, or related misconduct to L&C or the appropriate company representative. Consultation with L&C is encouraged for any uncertainties regarding business practices or ethical concerns.

Non-Retaliation

A.P. Gilfoyle prohibits retaliation against any individual reporting misconduct in good faith or participating in the investigation of such reports. Retaliation of any form will not be tolerated.