

ANTI-BRIBERY, ANTI-CORRUPTION, AND ANTI-MONEY LAUNDERING POLICY AND PROCEDURE FOR NLM VANTINGE

*Approved by Management
Subject to yearly review. Updated January 2024*

INTRODUCTION

NLM Vantinge Group ApS (“NLM Vantinge” or “the Company”) and its daughter companies are businesses with high ethical standards, integrity, and transparency at its core. NLM Vantinge has a zero tolerance towards Bribery, Corruption, and Money laundering in any form. The Purpose of this Anti-Bribery, Anti-Corruption, and Anti-Money Laundering (“ABCML”) Policy and Procedures is to define the minimum standards expected from all our employees as well as to establish the framework for NLM Vantinge’s strategy on prevention of Money Laundering and financing of terrorism in general.

Any incidents of Bribery, Corruption, and/or Money Laundering involving, or relating to, NLM Vantinge is contrary to our culture and will damage our reputation and potentially threaten our ability to continue to do business. We are therefore committed to conducting all our business activities in an honest and ethical manner through acting transparently, professionally, fairly and with integrity in all business dealings and relationships, wherever we operate.

SCOPE

This ABCML Policy and Procedures is applicable to all individuals working for, or on behalf of, NLM at all levels including employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, seconded staff, homeworkers, casual workers and agency staff, volunteers, interns, intermediaries, agents, sponsors, or any other person associated with the Company.

WHAT IS EXPECTED FROM YOU?

This ABCML Policy and Procedures defines the minimum standards of conduct that all employees must abide by, as well as duties to report any concerns or suspected breaches of this Policy by others. It is every employee’s responsibility to familiarize oneself with this ABCML Policy and Procedures and act in accordance with this.

Breaches of the ABCML Policy and Procedures are not acceptable and may result in disciplinary sanctions up to and including dismissal. This ABCML Policy and Procedures sets out the minimum requirements that all employees must follow. Where applicable legislation, regulatory requirements or rules impose a higher standard, that higher standard must be followed.

This ABCML Policy and Procedures is available on the internal common drive and a copy can always be requested from the CFO. All employees are required to comply with the current ABCML Policy and Procedures and any updates which may be issued by the Company, and act in accordance with it at all times.

It’s important to stress, that if you experience, or suspect, breaches of this ABCML Policy and Procedures, or of the wider NLM Code of Conduct or other company policies, you are expected to speak up by contacting the CFO or CEO. If your concern involves the CFO and/or the CEO you are expected to directly contact our Chair of the Board of Directors, Anne Arhning by sending an e-mail on: arhninganne@gmail.com

TERMS AND DEFINITIONS

Bribe (or Bribery) shall mean any transfer of money, securities or other assets, provision of property related services or granting any other property rights to an official to obtain any benefits, provided that such actions contradict the applicable law. For the purposes hereof the term Bribe shall include commercial bribery.

Conflict of Interests shall mean a situation where the personal (direct or indirect) interest of an employee affects or may affect the impartial performance of his/her employment and where there is or may be a conflict between Personal interests of an employee and legal interests of other persons that may cause damage to such legal interests.

Corruption shall mean the abuse of office, bribery, bribe-taking, abuse of power, commercial bribery or any other illegal use by an individual of his/her official position in order to obtain benefits in the form of money, property or other assets or property-related services, other property rights for himself/herself or for any third parties, or illegal provision of such a benefits to the specified individual by other individuals.

Facilitation Payment shall mean any unofficial payment provided to officials to speed up the performance of any formal standard procedures (for example, including but not limited to, issue of licenses, permits, visas, etc.).

Gifts shall include any gifts purchased in order to promote the Company's brand during any advertising, marketing or other special events including exhibitions, industry conferences and corporate events, as well as any gift received from a company pursuing a similar objective.

Hospitality shall mean any cultural, leisure and other activities designed to build friendly relationship with partners (such as sports events, music performances, shows, business lunches and dinners).

Money Laundering shall mean to unlawfully accept for oneself or others a share in profits which have been obtained by a violation of the law subject to criminal sanctions; and/or to conceal, retain, transport, assist or in any other manner subsequently serve to ensure, for the benefit of another person, the profits of a punishable violation of law; and/or attempting to participate in either of the above. Money laundering thus covers actions or omissions with the purpose of changing the identification or origin of money or other assets acquired from criminal acts so the proceeds from the criminal activities appear as if they were legally obtained.

Officials shall mean any state and municipal officials, persons holding government positions, persons holding municipal offices as well as members and elected officials with state bodies and local self-governments.

Personal interest shall mean that when performing his/her job duties, a company employee has an opportunity to gain income (other than the official salary) in cash or in-kind, to obtain financial benefits for himself/herself or for his/her close relatives as well as to obtain illegal benefits directly for the company he/she is employed with.

GIFTS AND HOSPITALITY AND PROCEDURES

In contemporary business environment, the exchange of Gifts and Hospitality plays a role in facilitating business, and at NLM Vantage, offering or accepting such courtesies serves as a part in how we manage to build strong and trusting bonds to our business partners.

However, Gifts and Hospitality must be offered and accepted with caution, as failing to do so may give rise to a conflict of interest or accusations of Bribery, contravening both this ABCML Policy and Procedures and the law.

Gifts and Hospitality are acceptable when they are not given or received with the intention of influencing the receiver's decision making and the following requirements are met:

- It is not made with the intention or suggestion of influencing the party to whom it is given to obtain or reward the retention of business or a business advantage;
- It complies with applicable law and regulation;
- It is of an appropriate nature and value and given at an appropriate time, taking into account the reason for the Gift;
- It is given/received openly, not secretly;
- It is not, or does not give the appearance of being, lavish, offensive or inappropriate (for example adult entertainment);
- It may not be cash (or cash equivalents such as vouchers, gift cards, credit cards or credit notes);
- It does not influence or appear to influence the independence of the giver or receiver.

Gifts should not be offered to, or accepted from, government officials or representatives, or politicians or political parties, without the prior approval of the CFO or CEO.

CHARITABLE DONATIONS

NLM Vantage only makes charitable donations that are legal and ethical under applicable laws, regulations and practices. No donation shall be offered or made without the prior approval of the CFO or CEO. The procedure of making a donation must follow the same guidelines as those laid out above in respect of the value, nature and transparency.

The following information must be obtained before making promises or giving any donation and should be retained for the records, stating:

- Who is nominating the particular organization and how the relationship has come about
- Details of the proposed recipient organization
- The proposed amount of the donation
- The specific purpose of the donation

In any instance of charitable giving, there must be an accurate receipt or letter of acknowledgement for any donation.

Requests for charitable donations may sometimes conceal Bribery, corrupt activity, and/or Money Laundering. No charitable donations should be made if these could be perceived as improperly influencing another party with whom NLM has a business relationship. Should

you have any ethical concerns about a proposed charitable donation, you should report this immediately to the CFO or CEO.

POLITICAL DONATIONS

It is not the Company's policy to make political donations, and any donations made on behalf of the Company by any individual will be deemed to be a violation of this ABCML Policy and Procedures.

FACILITATION PAYMENTS

Facilitation payments are typically small, unofficial payments made, for example, to secure, or expedite a government action by a government official.

In most countries where we do business, mainly in Europe, Facilitation Payments are considered bribes and are illegal. NLM Vantinge prohibits the making of Facilitation Payments whether or not they are permitted by applicable legislation or regulatory requirements or by bona fide industrial standards.

If you are asked to make a payment, you should consider what the payment is for and whether the amount requested is proportionate to the goods or services provided. You should ask for a receipt which details the reason for the payment. If you have suspicions or concerns regarding a payment, you should raise these with the CFO or CEO.

EXTORTION

If making a demanded payment is necessary to avoid potential risk to your health, safety, or freedom (or that of your family, colleagues, or traveling companions) you may make the payment to avoid harm. However, you must promptly report both the payment and the circumstances surrounding it to the CFO or CEO.

If you make a payment under these circumstances and you promptly report the payment, NLM Vantinge will not take disciplinary action against you, if you genuinely believed that your health, safety, or freedom or that of your family, colleagues, or travelling companions was at risk. This is extortion and not a Facilitation Payment. The health, safety, and liberty of NLM Vantinge employees is always the main priority.

SPEAK UP – WHISTLEBLOWING

NLM is a value driven business with a strong ethical culture.

At the core of all our activities lies a fundamental value of respect: respect for the business and our customers, respect for our people, respect for society, and respect for our shareholders. We expect all our employees to exercise mutual respect towards each other as well as towards external stakeholders. As a result, we aim to foster a culture where all employees can raise concerns and ask questions without fear of facing any form of retaliation.

It's therefore of utmost importance to emphasize, that if you as an employee experience, or suspect, breaches of this ABCML Policy and Procedures, or indeed the wider NLM Code of Conduct and/or other Company policies, you are expected to speak up by contacting the CFO or CEO. If your concern involves the CFO and/or the CEO you are expected to directly contact our Chair of the Board of Directors, Anne Arhning by sending an e-mail on: arhninganne@gmail.com.

Amendments

This ABCML Policy and Procedures may be updated from time to time to reflect changes in laws, regulations, or NLM Vantinge policies.