

Document name: **Terrafame Lahjonnan ja korruption vastainen politiikka (ID 60950)**  
Document ID: **60950**  
Department: **Yhteinen**  
Area: **0000 YHTEISET**

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## Anti-Bribery and Anti-Corruption Policy

### Policy application and goals

Terrafame is committed to and complies with all applicable laws and regulations in its business operations, including the prevention of corruption and bribery. The purpose of this policy is to guide the daily work of the persons participating in Terrafame's operations so that they can detect and try to prevent bribery or corruption. The principles of the policy are described more in detail in the internal instructions of the personnel.

The Company has zero tolerance towards corruption and other unethical influencing, and the Company does not accept direct or indirect bribery in any form.

The anti-bribery and anti-corruption policy applies to all of Terrafame's operations, from quarrying to customer deliveries, and to all operations supporting this core process. The anti-bribery and anti-corruption policy applies to all Terrafame employees, management and the Board of Directors. The policy is communicated to the personnel.

The policy is applied to service and material suppliers and other business partners through contractual clauses.

Any suspicion of abuse of this policy should always be reported. Terrafame's employees can report to their supervisor or personnel representatives. As a rule, representatives of business partners shall submit a notification to their contact person at Terrafame. Any suspicion of policy misconduct can also be reported anonymously to Terrafame's whistle-blowing channel, which can be found on Terrafame's website. The whistle-blowing channel is compliant with the Protection of Whistleblower Directive and its maintenance is the responsibility of an external party.

Violation of or non-compliance with the policy's principles will be investigated and corrective measures decided in accordance with Terrafame's policies regardless of the suspect's position at Terrafame or relationship with Terrafame. Violation of or non-compliance with the instructions may lead to disciplinary action and may also lead to a request for an investigation to the police. Bribery and accepting a bribe are criminal offences which, depending on their seriousness, may be subject to criminal penalties in accordance with the legislation in force at any given time.

Transparency International's Business Principles for Countering Bribery (2013) were utilised in the creation of the policy.

### Giving and receiving gifts and hospitality

Terrafame is permitted to give and receive ordinary business gifts and to give and receive hospitality related to normal business operations (hereinafter referred to as an "benefit"), provided that they comply with the following principles:

- The gift or benefit is given or received without any obligation or expectation.
- The gift or benefit is given or received openly and for a legitimate business or other acceptable reason, such as a celebration or anniversary.
- The gift or benefit can withstand public scrutiny and does not even seem to influence decision-making. Terrafame employees only participate in partner events that have a direct business agenda, including training and networking events, and where the organised catering is reasonable.
- As a rule, giving and receiving a gift or benefit occur on an irregular basis.
- The gift or benefit is reasonable in relation to the recipient's position and circumstances as well as industry practice.

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When given or received, gifts and hospitality must never

- breach the anti-bribery rules of the recipient's organization.
- include cash, money transfers or similar benefits, e.g. a gift card that can be converted directly into cash.
- occur at an inappropriate time, especially when competitive tendering or other cooperation and/or agreement negotiations or other decision-making processes are ongoing between the parties .
- be inappropriate or contrary to good taste.
- create even suspicion about one's own or the other party's motives.

The principles apply to both giving and receiving gifts and benefits.

## Conflicts of interest

At Terrafame, transactions are carried out on market terms and decisions are made in the best interest of the employer. The personnel must act in Terrafame's best interests and avoid conflicts of interest. A conflict of interest is a situation where a personal, professional or financial interest is or may appear to be in conflict with Terrafame's interests.

As a conflict of interest may result in a decision influenced by personal interests or loyalty to several parties, all Terrafame employees must actively avoid situations that may cause a conflict with the company's interests.

A conflict of interest may arise, for example, in a situation where:

- An employee of Terrafame owns shares in a partner, supplier, customer or competitor company of Terrafame. The ownership restriction does not apply to minor holdings in listed companies or funds. Terrafame's financial administration maintains a register of the company's related parties (organisations and natural persons).
- An employee of Terrafame participates in external work that is similar to and may therefore conflict with Terrafame's work, or an employee of Terrafame cooperates with an actual or potential competitor, partner company, supplier or customer of Terrafame.
- A Terrafame employee has decision-making powers or influence in matters related to a business partner who employs family members of a Terrafame employee or has some other personal connection to the company.
- A Terrafame employee has a direct reporting line with their family member or another similar person, or a Terrafame employee is considering hiring them.

In these or similar situations, every Terrafame employee must ensure that their own actions do not lead to a conflict with Terrafame's interests. In the event of an identified conflict of interest, the decision-maker shall withdraw from their position as decision-maker and inform their manager thereof. Any conflict of interest concerning yourself, another Terrafame employee or a Terrafame representative must also be immediately reported to a supervisor in order to assess the situation and possible measures.

## Business partners and acquisitions

Terrafame operates in the market honestly and in compliance with the law. Efforts are made to identify and avoid inappropriate situations and transactions. There shall be no undue cooperation with competitors to restrict competition through pricing, market sharing or other anti-competitive practices. As far as possible, Terrafame seeks to identify any ethical risks related to business partners before establishing a partnership with them. All major purchases are subject to appropriate competitive tendering.

Terrafame requires that its service and material suppliers and other partners comply with the company's Supplier Code of Conduct.

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## Stakeholder collaboration (lobbying)

The goal of stakeholder collaboration, or lobbying, is to communicate the company's vision and will in accordance with its objectives to political or other decision-makers. Stakeholder collaboration utilises e.g.

- face-to-face meetings
- networks
- events, seminars
- customer events
- media.

Terrafame engages in an active dialogue with its stakeholders, which is open, transparent and two-way, and is based on accurate, relevant, clear, sufficient and truthful facts and information. The company communicates positive and negative news openly. Terrafame's communication principles are defined in more detail in the company's communication policy (internal).

Facilitating payments (any payment that can be made to, for example, an authority, a political party, or any other official party in the hope that normal authority routines, such as applying for permits, licenses, or other authority documents, will advance or expedite) are strictly prohibited.

## Sponsorship, donations and grants

Sponsorship at Terrafame means cooperation aimed at supporting the goals of both parties. Sponsorship is part of Terrafame's marketing communications.

Terrafame sponsors and supports the following according to a budget to be decided annually at its discretion:

- Sports and culture
- Local activities and the wellbeing of children and young people
- Activities of students involved in Terrafame's industry.

The sponsored partner must promote well-being and vitality, or the cooperation of students in the company's industry. The activities of the supported organisation or group must be in line with Terrafame's values and objectives. Terrafame does not sponsor private individuals or religiously committed communities. Terrafame also does not provide direct or indirect support to political parties, organisations or individual politicians.

Donations to charitable or other non-profit purposes are made and grants are awarded on the basis of separate decisions.

## Monitoring and reporting

Gifts given, as well as hospitality expenses, are properly recorded in the accounts. Any suspicions or irregularities of bribery or corruption are monitored as part of management reporting.

Exceptions to the principles laid down in this policy may be made only after special consideration. Exceptional arrangements are decided by a working group consisting of the CEO, the Chief People Officer and the Chief Sustainability Officer. The processing of decisions shall be properly documented.

## Approval and interpretation

Terrafame Oy's Board of Directors has approved this anti-bribery and anti-corruption policy on 17 December 2025. The CEO of Terrafame is responsible for implementing the policy. The Chief People and Governance Officer, as a member of the Leadership Team, is responsible for the monitoring and interpretation of the policy's implementation. The policy is reviewed annually and updated as necessary.

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