

GLOBAL ANTI-CORRUPTION POLICY FOR EMBRACER GROUP

Adopted 17 September 2019

GLOBAL ANTI-CORRUPTION POLICY

This internal policy applies to all companies and employees in the Embracer Group. The statement also applies to any individual or entity when acting for or on behalf of the Embracer Group, including but not limited to all representatives, agents, subcontractors and other intermediates ("Third Parties").

ANTI-CORRUPTION POLICY-STATEMENT

This policy outlines acceptable and non-acceptable behaviours to ensure compliance with anti-bribery laws. Bribery includes facilitation or "grease" payments paid to secure, facilitate or speed-up routine or non-discretionary government actions. It is our policy always to avoid facilitation payments and to conduct our business in such a manner as to maintain honesty and oppose fraud and corruption. This includes compliance with all laws, domestic and foreign, prohibiting improper payments, gifts or inducement of any kind to and received from any person, including both the private and public sector, customers and suppliers.

The Embracer Group is committed to preventing and prohibiting corruption in all its forms, including extortion and bribery. The Embracer Group will not tolerate any form of bribery by, or of, its employees or Third Parties acting on its behalf.

Bribery is offering, giving, receiving, or soliciting of any item of value to influence the actions of a person in order to obtain or retain business or an advantage in the conduct of business; or to induce or reward improper conduct. "Kickback" is another term for bribery.

Bribe includes, but is not limited to:

Cash

Gifts

Hospitality (such as expensive meals, hotel, tickets to sporting or cultural events)

Travel and accommodation costs

Political contributions

Charitable donations

Free use of company services, facilities or property

Favours that are of value to the recipient (e.g. offering a job to a member of a public official's family)

Bribery can arise in both the public and the private sector. It can take place directly or indirectly e.g. through an agent or business partner. It can take many forms and can be difficult to distinguish from legitimate business. If in doubt whether a payment constitutes a bribe, you must consult your superior or local manager or person responsible for compliance in the Group, Group CEO or CFO.

PURPOSE

The purpose of this policy is to set common standards for all Embracer Group business regarding compliance with our zero tolerance policy towards any form of bribery and corruption, and in compliance with local laws of the countries where the Embracer Group operates.

What is prohibited?

The Embracer Group prohibits its employees or ThirdParty employees from offering, promising, giving, soliciting or accepting any bribe.

This prohibition also applies to indirect contributions, payments or gifts made in any manner as an inducement or reward for improper performance, for example through consultants, contractors, sub-contractors, agents, sub-agents, sponsors or sub-sponsors, joint venture partners, advisors, customers, suppliers or other third parties.

The Embracer Group depends on its employees and associated persons to ensure that the highest standards of ethical conduct are maintained in all its business dealings.

Employees and associated persons are requested to assist the Embracer Group and to remain vigilant in preventing, detecting and reporting bribery.

FACILITATION PAYMENTS

Facility payments are defined as small unofficial payments made in order to secure or speed up the performance of routine administrative tasks, which they are legally obliged to perform without such payments. However, this definition of facilitation payments does not include fees paid in order to expedite or fast track a service in accordance with an official published price list.

The Embracer Group has a zero policy against facilitation payments unless there is an extraordinary reason for such payment and it is in accordance with law.

GIFTS AND HOSPITALITY

Gifts and hospitality are often areas where the “grey zone” between what is acceptable and what is considered bribe is difficult to define.

In relation to all contact with customers, agents and counterparties and in all other business relationships, employees must not seek, accept, promise or offer (and must take care not to suggest, imply or create the appearance of seeking, accepting, promising or offering) any improper benefit or advantage in exchange for the furnishing or receipt of any financial benefit or other advantage. Employees should take particular account of whether the hospitality (invitations to sporting, entertainment or similar events, expensive meals) or gift (anything of value, such as merchandise, free goods, wine or spirits) could be seen as lavish or excessive and the context in which the hospitality or gift is being offered or accepted.

Gifts, hospitality etc. to Government Officials

Specific rules apply in relation to gifts, hospitality and other payments involving Government Officials. "Government Official" means any officer, employee, representative or any other person acting in an official capacity on behalf of a government or any department, agency, or body thereof. This includes employees of private companies that are state-owned or controlled.

Employees (and, when acting on behalf of the Embracer Group , Third Parties) must not pay, offer, or promise to provide or arrange, or authorize the payment or provision of, directly or indirectly through any other person or firm, anything of value to a Government Official without prior approval by its Group CEO.

Acceptable or unacceptable payments?

How do you know if an offered gift, entertainment or hospitality by the Embracer Group or to the Embracer Group is acceptable? First, take a step back and ask yourself the following questions:

What is the intent? Is it to build a relationship or is it something else, e.g., intended to persuade you to agree to terms that you ordinarily would not accept?

How would it look if these details were on the front of a newspaper?

What if the situation was reversed - would there be a double standard?

Is the intent of the gift to persuade a Third Party to give you or the Embracer Group a benefit, which would not have been given if you had refrained from giving the gift or benefit?

If you find it difficult to provide answer to one of the above questions, then you must ask your superior or local manager.

Example of acceptable payment:

Paying for and providing lunch to a customer (not exceeding what is regarded as admissible in the specific country and under the specific circumstances) in order to develop the business relationship and promoting our brand.

Examples of **not** acceptable payments:

Paying a government official to speed up the process for issuing a license or permit that the company is entitled to because it has met all requirements

Paying to governmental harbour master to get an earlier berth in order to have the vessel working faster than competition

Paying to immigration officer to obtain visa although no documents have been presented

RAISING A CONCERN

The Embracer Group will investigate fully any instances of alleged or suspected bribery. The Embracer Group is committed to ensuring that all of us have a safe, reliable, and confidential way of reporting any suspicious activity.

We all have a responsibility to help detect, prevent and report instances of bribery and corruption. If you have a concern regarding a suspected instance of bribery or corruption, please speak up – your information and assistance will help.

If you have any concerns, please contact your local management, or if you would like to report your concerns anonymously, please send your letter to:

Embracer Group AB
Älvgatan 1
SE – 652 25 Karlstad
Sweden

In the event that an incident of bribery, corruption, or wrongdoing is reported, we will act as soon as possible to evaluate the situation.

Staff who refuse to accept or offer a bribe or those who raise concerns or report wrongdoing can understandably be worried about repercussions. The Embracer Group encourage openness and will support anyone who raises a genuine concern in good faith under this policy, even if they turn out to be mistaken.

The Embracer Group is committed to ensure that nobody suffers detrimental treatment through refusing to take part in bribery or corruption, or because of reporting a concern in good faith.

If you have any questions about these procedures, please contact your local manager or the Group CEO.

This policy will be revised at need. CEO of Embracer Group AB is responsible for updating this policy and the publication of the up-to-date version, after approval by the board.

Lars Wingefors,
Group CEO and Co-Founder