



ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

OF

DÜMMEN ORANGE

1. INTRODUCTION

This Anti-Bribery and Corruption Policy (the “**Policy**”) establishes certain minimum standards concerning the prevention of corruption and is intended to ensure that Dümmen Orange conduct its activities ethically and in compliance with all applicable laws and regulations in respect of anti-bribery and corruption. These laws and regulations include, without limitation, national and international anti-corruption laws such as the articles 126, 177 and 178 of the Dutch Penal Law, the US Foreign Corrupt Practices Act, the UK Bribery Act and the anti-corruption laws of every country in which we operate.

2. SCOPE

This Policy covers all activities and interactions with external individuals and organizations, irrespective of their jurisdiction, country or business. These may include growers, suppliers, customers, governmental officials, third party representatives, and other business partners.

3. APPLICATION

This Policy applies worldwide to:

- members of Dümmen Orange Management Board and the Non-Executive Board;
- members of Dümmen Orange Extended Management Board (currently top 50 of the company);
- all sales, procurement and customer service employees;
- management of our farms, including employees responsible for import and export;
- the engagement of third-party service providers by Dümmen Orange or any individual or corporate entity associated with Dümmen Orange (for example rooting stations, contract producers and other suppliers, agents and distributors).

for you



This Policy applies to all public and private sector transactions in which Dümmen Orange is engaged.

4. POLICY

At Dümmen Orange we comply with the following standards:

Bribery / Improper payments

Dümmen Orange does not tolerate any form of bribery or corruption in the course of its business. You must never – directly or indirectly – give, offer or promise anything of value for the purpose of improperly obtaining or retaining business, securing a business opportunity, or influencing any other decision or action by the recipient. Dümmen Orange does not tolerate corruption regardless of local customs or traditions. Dümmen Orange's zero tolerance for corruption applies to our relations with everyone.

Dümmen Orange also prohibits facilitation payments. These are small payments of cash or anything of value to a government official to secure or speed up a routine government action, such as clearing our products through customs.

Ethical business practices

Dümmen Orange is committed to doing business the right way. You will comply with all applicable laws and regulations, and avoid situations that are contrary to Dümmen Orange Business Principles or that may damage Dümmen Orange's reputation.

In order to prevent bribery, improper payments or corruption, we make sure that all of our activities and payments:

- have a legitimate purpose and are not intended to gain an improper advantage;
- are appropriate and reasonable; and
- comply with all applicable laws and regulations.

Charitable donations must not be provided for a promotional purpose or to gain an improper advantage. Charitable donations may only be rewarded to reputable not-for-profit organisations, and must always be made directly and not via another party or individual.

for you



Unfair business practices

Dümmen Orange complies with all applicable antitrust and competition laws and regulations. These laws and regulations are intended to promote the preservation of competitive free market by prohibiting unreasonable restraints on competition.

Certain interactions with competitors (including potential competitors) could be deemed unlawful. In order to ensure reasonable and appropriate competitive business practices at Dümmen Orange:

- you shall never communicate with actual or potential competitors about commercially confidential information, unless you have prior written approval from Dummen Orange Legal Department. Such commercially confidential information includes, but is not limited to, commercial strategies, business opportunities, and any aspect of pricing, costs or market allocation.
- if you are at a meeting and competitors start discussing (commercially) confidential information, you shall leave immediately, making sure that everyone present in the meeting would recall that you left upon refusing to exchange such information and have this recorded in the minutes of the meeting, if any. Dummen Orange Legal Department must be notified immediately of any such event.
- you shall never agree or cooperate in any way with competitors to fix any price related conditions and terms of trade, share or allocate markets in respect to specific territories, products, customers, customers, fix sale or purchase volume, etc.

Political contributions

No political contribution to a candidate for public office, an elected official, a political party or political action committee, can be made, on behalf of Dümmen Orange without prior written approval from the Executive Committee of Dümmen Orange.

Accurate books and records

At Dümmen Orange we are accurate and transparent in our books and records. You shall comply with local finance and accounting policies and procedures. False or misleading entries in books and records or “off-the-books” accounts *for you* are prohibited at all times.



Charitable donations

Funds can only be donated in Dümmen Orange's name for charitable purposes when appropriate due diligence is conducted and written agreement is obtained from line management.

Any charitable donation must always be made directly to a recognised charitable organisation and not via another party or individual.

5. BREACH

If you know of an actual incident or breach of this Policy or any attempt to bribe or otherwise engage in corruption, you must report immediately in accordance with the Dümmen Orange Whistleblowing Policy.

6. AUDIT, MONITORING AND EVALUATION

Dümmen Orange will monitor and conduct self-assessments to test compliance with this Policy. These monitoring activities and audits are intended to ensure that Dümmen Orange's policies, procedures and internal controls are effective in preventing and detecting any violation of this Policy, other corporate responsibility policies and procedures and applicable laws and regulations.

for you

January 2018