GW SOLUTIONS Ltd.

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ANTI-BRIBERY & CORRUPTION (ABC) POLICY

Commitment to Integrity and Ethical Business Conduct

Document Title	Anti-Bribery & Corruption (ABC) Policy
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1. Introduction

GW SOLUTIONS Ltd. (hereinafter referred to as "the Company") is committed to conducting all of its business activities honestly, ethically, and with integrity. The Company operates a SaaS platform providing IBAN validation services at www.iban.com and serves clients across multiple jurisdictions.

Bribery and corruption are serious criminal offences in Bulgaria, across the European Union, and in most countries worldwide. They undermine trust, distort markets, and expose the Company and individuals to significant legal, financial, and reputational risk.

This Anti-Bribery & Corruption (ABC) Policy sets out the Company's zero-tolerance approach to bribery and corruption in all its forms and establishes the standards of behaviour required of all personnel.

2. Scope and Application

This Policy applies to:

- All directors, officers, and employees of GW SOLUTIONS Ltd.
- All contractors, consultants, agents, and third-party representatives acting on behalf of the Company

- All business activities conducted by or on behalf of the Company, regardless of geographic location
- All transactions, agreements, and dealings with public officials, government bodies, and private sector counterparties

Compliance with this Policy is a condition of engagement for all personnel. Any breach may result in disciplinary action, including termination of employment or contract, and potential referral to law enforcement authorities.

3. Applicable Legal Framework

This Policy is designed to ensure compliance with, among others:

- Bulgarian Penal Code (Nakazatelen Kodeks) — Articles 301-307 on bribery offences
- Bulgarian Anti-Corruption and Forfeiture of Illegal Assets Act (2018)
- EU Directive 2017/1371 on the fight against fraud to the Union's financial interests
- Council of Europe Criminal Law Convention on Corruption (ETS No. 173)
- OECD Convention on Combating Bribery of Foreign Public Officials
- UK Bribery Act 2010 (to the extent applicable to the Company's operations)

Where the Company operates in or with clients from jurisdictions with stricter anti-bribery requirements, the more stringent standard shall apply.

4. Definitions

4.1 Bribery

Bribery means the offering, giving, receiving, or soliciting of any financial or other advantage (directly or indirectly) with the intent to improperly influence the actions or decisions of another person, whether a public official or a private individual.

4.2 Corruption

Corruption is the abuse of entrusted power for private gain. It includes bribery, fraud, embezzlement, money laundering, and related misconduct.

4.3 Public Official

Any person holding a legislative, executive, administrative, or judicial role in any government or public body, or acting in an official capacity on behalf of a state-owned enterprise or international organisation.

4.4 Facilitation Payments

Facilitation payments (also known as "grease payments") are small unofficial payments made to secure or expedite routine government actions. Such payments are prohibited under this Policy regardless of their size, local custom, or whether they appear to be expected.

5. Prohibited Conduct

The Company strictly prohibits the following:

- Offering, promising, giving, or authorising any bribe or corrupt payment, whether in cash or in any other form of value
- Requesting, accepting, or agreeing to receive any bribe or corrupt advantage
- Making or accepting facilitation payments of any kind
- Using a third party (agent, distributor, partner) as a channel for paying or receiving bribes
- Offering or accepting gifts, hospitality, or entertainment that could improperly influence or create the appearance of influencing a business decision
- Making political contributions on behalf of the Company without prior written approval from senior management
- Making charitable donations or sponsorship arrangements that are intended to, or could be perceived to, confer an improper advantage
- Concealing, recording inaccurately, or failing to record any transaction that involves bribery or corruption

6. Gifts, Hospitality, and Expenses

The Company recognises that reasonable and proportionate gifts and hospitality, given and received in good faith, can play a legitimate role in building business relationships. However, gifts and hospitality must never be used to improperly influence business decisions.

6.1 Permitted

- Gifts of nominal value (below EUR 50 equivalent) that are infrequent and transparently given
- Business meals and entertainment that are reasonable, proportionate, and directly related to a legitimate business purpose
- Promotional items of modest value bearing the Company's logo or brand

6.2 Not Permitted

- Cash or cash equivalents (gift cards, vouchers) in any amount
- Any gift or hospitality offered to, or received from, a public official without prior written approval
- Gifts or hospitality that could create an obligation or appearance of improper influence
- Any gift or hospitality provided during an active tender, procurement, or contract negotiation

6.3 Recording

All gifts and hospitality given or received with a value exceeding EUR 20 must be recorded in the Company's Gift & Hospitality Register. Personnel must not accept any benefit they are uncertain about without first consulting management.

7. Third-Party Due Diligence

The Company can be held legally responsible for the corrupt acts of third parties acting on its behalf. Before engaging any agent, consultant, distributor, or intermediary in a business development or client-facing capacity, the Company will:

- Conduct appropriate background checks proportionate to the risk and value of the engagement
- Assess the third party's anti-bribery and compliance procedures

- Ensure contracts contain appropriate anti-bribery representations, warranties, and termination rights
- Monitor the third party's conduct and performance on an ongoing basis

No person shall be engaged or retained as an agent or intermediary if there are reasonable grounds to believe they may engage in corrupt conduct.

8. Roles and Responsibilities

8.1 Senior Management

- Champion a culture of integrity and zero tolerance for bribery and corruption
- Ensure adequate resources are allocated to anti-bribery compliance
- Review and approve this Policy at least annually
- Lead by example and respond decisively to any reported concerns

8.2 All Personnel

- Read, understand, and comply with this Policy
- Complete any mandatory training on anti-bribery and ethics
- Report any known or suspected breach of this Policy promptly
- Cooperate fully with any investigation into potential violations

9. Reporting Concerns

Any director, employee, contractor, or third party who suspects or becomes aware of a violation of this Policy — or who is offered or solicited a bribe — must report this immediately.

Reports should be made to:

- The senior management team of GW SOLUTIONS Ltd.
- Or via written communication to the registered address

All reports will be treated seriously and investigated promptly. The Company will take steps to protect the confidentiality of the person making the report to the greatest extent possible.

The Company strictly prohibits retaliation against anyone who raises a concern in good faith. Victimisation of a whistleblower will itself be treated as a serious disciplinary offence.

10. Consequences of Non-Compliance

Any breach of this Policy will be treated as a serious matter. Depending on the nature and severity of the violation, consequences may include:

- Formal disciplinary action, up to and including summary dismissal
- Termination of contract (for contractors, consultants, and agents)
- Referral to the relevant law enforcement authorities in Bulgaria or other applicable jurisdictions
- Civil or criminal prosecution
- Reputational damage to both the individual and the Company

Ignorance of this Policy or of applicable law will not be treated as a mitigating factor.

11. Record Keeping

The Company will maintain accurate and transparent financial records that fairly reflect all transactions. No false, misleading, or off-book entries shall be made. The Company will retain all relevant records — including the Gift & Hospitality Register and due diligence files — in accordance with applicable retention requirements and for a minimum of five (5) years.

12. Training and Communication

All relevant personnel will receive appropriate training on this Policy and the Company's obligations under applicable anti-bribery legislation. Training will be provided upon onboarding and refreshed periodically. This Policy will be made available to all personnel and relevant third parties upon request.

13. Policy Review

This Policy will be reviewed and updated at least annually, or sooner if there are significant changes to applicable law, the Company's business activities, or risk profile. Any material amendments will be communicated to all relevant personnel promptly.

Approved by Senior Management — GW SOLUTIONS Ltd.

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