

Anti-Corruption Code of Wageningen University & Research (WUR)

This anti-corruption code including WUR policy regarding sanctioned countries (hereinafter named "Code") is applicable to all activities of WUR all over the world, whether directly by WUR and its employees, or through third parties, including subsidiaries, joint ventures, agents, representatives, consultants, brokers, contractors, suppliers or any other intermediary under effective control of WUR.

It is the policy of Wageningen University & Research to conduct its business in an honest and ethical manner. WUR takes a zero-tolerance approach to bribery and corruption and is committed to acting professionally, fairly and with integrity in all of its business dealings and relationships wherever WUR operates.

WUR will uphold all laws relevant to countering bribery and corruption in respect of its conduct both at home and abroad.

This Code has been developed to secure and detect actions which do not comply with the rules described herein and to give insight in doing business with bonafide parties and the anti-corruption policy of WUR and prevails over any other applicable anti-corruption code or policy, unless expressly agreed otherwise by WUR.

Sections 1 to 5 of this Code contain minimum requirements doing business with countries, entities and bodies to which restrictive international measures apply, and furthermore doing business in relation to political contributions, charitable contributions and sponsorships, facilitation payments, gifts, hospitality and expenses. The requirements in this Code do not supersede national and international laws and regulations.

1. General Conduct

As employees of WUR we:

- behave honestly, are trustworthy and set a good example;
- make sure that our behaviour complies with the policies and rules of WUR;
- use the resources of our company in the best interest of our company and do not misuse these resources;
- do not pay or accept bribes;
- make a clear distinction between the interests of WUR and our private interests, and avoid possible conflict of interest;
- ensure compliance with national legislation;
- report incidents, risks and issues which deviate from the policies of WUR;
- are continuously conscious about maintaining our personal integrity and the integrity of WUR.

As management of WUR we:

- commit ourselves to the policy incorporated in this Code and to an ongoing effort to maintain our integrity;
- make sure that WUR complies with applicable national and international laws and regulations;
- expect our partners and other business associates to respect the policy incorporated in this Code;

2. Definition of Corruption and Bribery

Corruption is the misuse of entrusted power for private gains.

Bribery is to voluntarily offer, receive, promise or give any undue financial or other advantage with the purpose of influencing the conduct of a public official or an agent, official or employee of a business in relation to the performance of the (official) duties of said person, in order to obtain or retain business or other improper advantage.

Political and Charitable Contributions and Sponsorships

WUR does not grant financial or other support to political parties or political campaign efforts.

Community support and donations are acceptable provided that they are in support of relevant social needs and that they take form as in-kind services, transfer of knowledge,

exchange of services, or direct financial contributions. These shall always be decided upon by the management of WUR. However, the managers must ensure that charitable contributions and sponsorships are not used as a subterfuge for, and do not constitute bribery. In relation to donations and community support, WUR consults local stakeholders in advance to unveil relevant needs.

3. Gifts, Hospitality and Expenses

Gifts or courtesies in whatever form offered or accepted shall have no higher value than EUR 50,--.

Courtesies in the form of travel, meals, receptions, sightseeing, gifts or other expenses may only be offered or given to persons with a professional interest in the relationship. This rule may be subject to reasonable exceptions, to be applied with restraint and careful consideration. Such exception requires the prior consent of the management of WUR.

Protection money

In some instances protection money may be solicited. This is a kind of extortion which might involve physical threats. WUR and its employees will not engage in such affairs. It is an obligation of WUR to protect any employee or partner, and such incidents must be reported to the management of WUR immediately. In certain situations such threats might lead to a cessation of business activities.

4. Facilitation Payments

Facilitation payments are payments without any legal basis, made with the purpose of expediting or facilitating the performance by a public official for a routine governmental action, and not to obtain or retain business or any other improper advantage. Facilitation payments are typically demanded by lower level officials to obtain levels of service to which one under normal conditions would be entitled to. Facilitation payments are prohibited in most countries.

When confronted with a demand for a facilitation payment, we shall take the following steps:

1. Ask the public official demanding payment, to see the enabling legislation of the facilitation payment;
2. Refuse if enabling legislation is not showed;
3. Say no again and refer to the prohibition for facilitation payments in anti-bribery legislation and the policy of WUR;
4. Inform the designated manager of WUR;
5. Report the incident to the designated confident of WUR.

5. Sanctioned countries

- WUR will see to it that it will not be directly or indirectly engaged in international (non-)commercial research and or education projects in countries violating with International sanction rules. In general, Sanction Risk Subjects for WUR are: anti-bribery, anti-cyber-crime, anti-money laundering and anti-terrorist financing as stated in the European Union, the United Kingdom and the United States sanctions lists.
- Restrictive measures (sanctions) are applicable to listed persons, entities and/or bodies as published by the EU in the consolidated list of sanctions¹, by the UK in the list of the Office of Financial Sanctions Implementation², and by the USA in the Office of Foreign Assets Control (OFAC) country list³.

¹ https://eeas.europa.eu/headquarters/headquarters-homepage_en/8442/Consolidated%20list%20of%20sanctions

² <https://www.gov.uk/government/organisations/office-of-financial-sanctions-implementation>

³ <https://www.treasury.gov/about/organizational-structure/offices/Pages/Office-of-Foreign-Assets-Control.aspx>

6. Implementation

Communication

WUR is responsible to secure that all employees are informed about and understand this Code. It is the responsibility of every employee of WUR to prevent bribery and corruption within WUR and to comply with the Code.

Every manager and employee of WUR has an independent obligation to ensure that any interaction with enterprises, governmental authorities or public officials complies with all relevant laws and regulations, as well as with the requirements contained in this Code.

It is the responsibility of every manager to communicate this Code and ensure that all relevant employees and external parties working on behalf of WUR, within their area of responsibility, understand and comply with the procedure.

The responsibility for the implementation, monitoring and the answering of questions regarding this Code rests with the unit managers of WUR.

The unit managers shall be the confidants, who shall act as first point of contact regarding this Code. Any incidents and/or actions, which are or may be deemed as contrary to the contents of this Code, shall be reported to the confidant.

Business Relationships

Subsidiaries and Business Partners

WUR acts with due care before engaging with a business partner and ensures that subsidiaries and business partners know and respect our Code.

In cases where WUR participates in joint ventures, compliance with this Code shall be adhered to by WUR. The contents of this Code shall also be an important consideration in the decision whether or not WUR will participate, or continue to participate, in a project or joint venture.

Distributors and Agents

Compensation paid to distributors and agents must be

appropriate and justifiable remuneration for legitimate services rendered. The relationship with WUR must be documented and the agent or distributor must contractually agree to comply with this Code. WUR reserves the right of termination in case of violations of this Code.

Contractors and Suppliers

WUR conducts procurement practices in a fair and transparent manner and acts with due care when evaluating major prospective contractors and suppliers. We will make this Code known to our contractors and suppliers. WUR reserves its right of termination in the event of violations of this Code. WUR avoids dealing with contractors and suppliers known to be paying bribes.

Each employee will receive information on compliance with this Code and new employees will be briefed as a part of the welcome orientation. When an employee is being sent on assignment to a country with high corruption (CPI < 40), the unit manager responsible can oblige him or her to follow an anti-corruption training.

Procedures

WUR has a set of procedures that underpin this Code, including procedures for risk assessment, due diligence of third parties and communication.

Sanctions

No employee will be penalized or be subject to other adverse consequences for complying with this Code even if it may result in WUR losing business. Failure to observe the policy laid down in this Code is a cause for disciplinary action, which may involve dismissal.

22 October 2018 Wageningen, The Netherlands