


POLICY TITLE AND NO: 22. Group Anti-bribery and anti-corruption Policy		
OWNER: SVP General Counsel	APPROVED BY: Board of Directors	APPROVED DATE: 200507
TARGET AUDIENCE: All employees, directors and officers of the Securitas Group		

1. SUMMARY

The Securitas Group is committed to maintaining the highest standards of integrity and compliance with applicable laws, rules, regulations and any codes of conduct in the jurisdictions where it operates.

Securitas has **zero tolerance of any type of corruption** including any type of bribes, facilitation payments or other improper benefits and always aim to do what is right when it comes to our clients, our employees and society. It is clear that more and more of our clients are discovering the importance of working with a compliant company with strong values, and we aim to be their supplier of choice because of what we stand for.

The Board of Directors of Securitas AB (the “Board”) expects that the Securitas Group employee is loyal, ethical, honest, and upholds a high degree of integrity and compliance with all applicable laws and policies. Consequently, the Board has adopted this anti-bribery and anti-corruption policy (the “Policy”). This Policy is applicable to all Securitas legal entities, employees, directors and officers (jointly “Securitas Companies and Employees”).

Strict compliance with this Policy is mandatory. Violations of applicable anti-corruption laws can result in substantial fines and criminal penalties for Securitas, possible imprisonment and fines for employees, and significant reputational damage generally.

Securitas expects all business partners to maintain the same high ethical standards. Accordingly, the content of this Policy shall be implemented, to the greatest extent possible, with all business partners and consultants, for example, through the inclusion of suitable contractual rights and obligations.

Summary of main changes since last revision:

The Policy has been renamed and renumbered from 8.3 to 22. Securitas position on zero tolerance of any type of corruption has been expanded and clarified and consequences of violations clarified. A new instruction on Conflict of Interest has been drafted (*22.2. Conflict of Interest Instruction*), which clarifies Securitas position on Conflicts of Interests as well as includes a reporting obligation for such conflicts. A new global purchasing instruction has been drafted which sets forth requirements on compliance, review and monitoring of third parties with which Securitas does business (*15.6. Global Purchasing Instructions and Instructions for the Approval and Monitoring of Suppliers*). It has been clarified that a person responsible for Business Ethics compliance shall be appointed in each country.

2. MAIN TEXT OF THE POLICY

This anti-corruption policy (the “Policy”) sets forth the principles for appropriate and ethical conduct with regard to matters of anti-corruption, entertainment and gifts as well as conflicts of interest, and the compliance, review, and monitoring of third parties with

which the Company conducts business. This Policy complements local legislation applicable to the Securitas business in all parts of the world.

Principles for corruption and bribes: zero tolerance

Securitas believes in a free market for the provision of our services, in a free and fair competitive environment. Consequently, within the Securitas business, there is zero tolerance for any type of bribes, facilitation payments or other improper benefits contrary to this Policy, the Values and Ethics Code, local laws and regulations, industry standards or ethical codes in the countries in which we operate. The zero tolerance applies both when it comes to offering benefits or similar, but also in relation to accepting such benefits.

Non-compliance with this Policy and local laws and regulations may have very serious consequences for Securitas as a Group as well as for all Securitas Companies and Employees themselves.

Violations of this Policy are never in the interest of Securitas and reporting all such practices as well as offers or requests to provide any improper benefits will always serve the Securitas Group's best interest.

In order to avoid even the suggestions of unlawful or unethical behaviour, Securitas Companies and Employees shall, at all times, exercise good judgment and make every effort to avoid situations which may lead to an impression or even a suspicion of corrupt behaviour.

Anti-corruption legislation in certain countries has extra-territorial reach, meaning that it also applies to acts performed outside of the country that enacted the rules. Examples of such legislation are the US Foreign Corrupt Practices Act (the FCPA) and the UK Bribery Act. This Policy also seeks to ensure compliance with the principles of these Acts and to preserve the spirit and intent of these Acts in all countries.

For the purpose of this Policy, corruption is defined as any act or inaction which is intended to grant, offer or promise improper benefits or anything of value to induce the abuse of someone's entrusted power for illegitimate individual or group benefit or advantage. Corruption also includes accepting any such benefits.

"Corruption is the abuse of entrusted power for private gain"

Corruption includes a wide variety of behaviour including bribery, misuse of company assets but can also hide behind nepotism and conflicts of interest. The CEO of Securitas has issued *22.2. Instructions on Conflict of Interests*.

"Conflict of Interests exist when your personal interest conflict with, or appear to conflict with, the interests of Securitas"

Bribery is generally defined as promising, offering or giving, receiving or soliciting an undue advantage through the provision of anything of value to a person or entity, either directly or through an intermediary, in order to get the person or entity to perform, or refrain from performing, an act in breach of their business, public or lawful duties. Generally speaking, anti-corruption laws define "anything of value" to include as a bribe most anything that has value to the recipient, whether direct or to a family member or associate.

"Bribe is the act of giving someone something of value, often illegally, to persuade that person to do something you want"

The concept of a bribe or a corrupt behaviour is extremely broad and includes the provision or receipt of, as well as the facilitation of, for example:

- cash or other forms of payment or benefits to ensure or influence being awarded a contract or obtaining a permit or license
- inappropriate donations (either political or charitable) seeking to lead to specific benefits
- certain benefits without a direct financial value, such as memberships in clubs, prestigious awards or similar
- gifts, entertainment, lodging, or travel intended to influence the recipient to act in a specific way
- offers of employment or internships made to relatives of customers, business partners, or others, for an improper purpose
- so-called facilitation payments to obtain a decision or facilitate a process, even if such procedures are accepted or commonly practiced locally

It is not necessary that the benefit is given or offered directly to the person exercising the power. It may also be given or offered to an intermediary or a family member. Although corruption can occur in any business dealings (including with private companies and individuals) the risk of corruption is particularly acute when dealing with government officials. Particular care should be taken when dealing with government or public entity officials.

The definition of corruptive practices or bribery varies from country to country. This Policy is not in any way meant to allow procedures that are not legal and/or not in line with business ethics in a country in which Securitas operates, but may supplement and strengthen the requirements for a specific country with less developed anti-corruption legislation.

2.1 ALLOWED GIFTS AND ENTERTAINMENT

As discussed above, a bribe can represent "anything of value." An area in which this can often be an issue is in the giving and receipt of gifts, hospitalities, meals, entertainment, lodging, and similar benefits. When given or received for an improper purpose, such gifts and hospitalities can constitute bribery.

Certain forms of business-related gifts and entertainment may be appropriate and acceptable under local customs, provided that they are within the limits of this Policy and local laws and regulations and made in good faith. The standards for what is appropriate will vary from country to country, but will always need to be in compliance with local law and this Policy as well as the counterparty's anti-corruption policies.

Normally, acceptable benefits are benefits that can be given and received openly, when the benefit is limited and not such that it would normally be considered possible to influence the decision-making process.

The following factors can influence the assessment of whether a benefit given to or received by someone in connection with the Securitas business could be considered corruption or bribery or not:

- The value of the benefit - great care should be taken with any benefits that have more than an insignificant value

- The position of the recipient - any type of gifts to public officials should be avoided
- The nature of the benefit - benefits with little or no connection to the Securitas business are normally not appropriate
- The timing of the benefit – benefits are normally not appropriate when given close to a tender period (before-during–after) or a negotiation period
- The group of recipients and how the benefit is offered - any benefits that are not offered openly are normally not appropriate and benefits to selected individuals should be considered with more care than benefits offered to a whole group or category of people. Repeated invitations to or from the same person(s) within a short period of time should be avoided.
- Use common sense. If a gift could be perceived or interpreted as excessive, it is probably inappropriate.

All business-related gifts, meals, entertainment, travel, and other benefits must be approved and may only be given or received in accordance with a Gift Policy. See 22.1 *Instructions regarding Gift Policy*.

2.2 RISK ASSESSMENT

Some of the jurisdictions in which Securitas operates face difficulties with regard to corrupt practices and bribery. It is the responsibility of each Divisional president and Country president together with their respective responsible for BE Compliance to continuously assess the risk for any Securitas Companies and Employees becoming involved in any type of corrupt behaviour, to flag such risks immediately and to adopt appropriate measures to ensure that this is avoided.

When entering new jurisdictions, committing to different types of cooperative relationships or being involved in mergers or acquisitions of entities, all Securitas Companies and Entities must ensure that a full assessment of the risks for corruption, bribes and other improper benefits in the country or in the relationship in question has been conducted.

Due diligence procedures shall include appropriate investigations of past and present anti-corruptive measures and the overall risk exposure with regard to corruption and bribes for each acquisition target or prospective partner. It shall be the responsibility of each project manager to ensure that such processes are carried out routinely when commencing new relationships and continuously throughout the relationship if and when warranted.

3. APPLICABILITY TO SECURITAS AND THIRD PARTIES

This Policy is applicable to all Securitas Companies, employees, directors and officers and shall be communicated and implemented, to the greatest extent possible, with all business partners and consultants, including such acting on behalf of Securitas. It is the responsibility of each Divisional President and Country President together with their respective responsible for BE Compliance, to ensure that the Policy is fully understood and implemented in their areas or countries of responsibility.

Strict compliance with this Policy is mandatory.

Securitas can be held responsible for the conduct of business partners with which the Company conducts business and which act on its behalf. Securitas has a responsibility to ensure that all those with which it conducts business understand that Securitas has zero tolerance for corruption. Securitas expects all those with which it conducts

business to adhere to the same high ethical standards that govern Securitas. A business partner must never be engaged by the Company to do something that is prohibited by this Policy. See 21. *Securitas Business Partner Code of Conduct*.

Securitas requires that all agreements with business partners be on reasonable market terms and that a reasonable due diligence be conducted before retaining business partners and monitoring their activities going forward. The amount of due diligence and monitoring must be proportionate to the risk of corrupt activities occurring in the region, industry, or specific project in question. More detailed instructions pertaining to suppliers can be found in 15.6 *Global Purchasing Instructions and Instructions for the Approval and Monitoring of Suppliers*.

Securitas Companies and Employees shall make all reasonable efforts to include the 21. *Securitas Business Partner Code of Conduct* and the principles of this Policy in agreements with all types of partnerships and other business relationship. Special care should be taken in the selection and management of external agents and representatives. Note also the section in this Policy on the risk assessment of third party relationships.

As business partners can sometimes be used to create 'slush funds' from which bribes may be paid, care must be taken to ensure that business partners are paid only commercially reasonable fees for legitimate goods or services that are provided to the Company. Payments must be made only upon a showing of sufficient support that the goods or services have been rendered. All payments to business partners must be accurately recorded in Securitas' accounts indicating the nature of the goods or services provided to Securitas and the amount paid to the business partner.

When any type of bribe or other improper benefit is requested, offered or given by a third party, the Securitas Company or Employee should always bring this to the attention of his/her manager or other appropriate functions within the local company, such as the local responsible for BE Compliance, local legal or risk manager. As soon as reasonably possible, it should be made clear to the third party that Securitas Companies and Employees can never accept or give any type of bribe or improper benefit. Thereafter, the Country President of the country in question shall ensure that an evaluation of the possibility to continue the relationship is carried out. If the decision taken is not to abandon the relationship, it shall be the responsibility of the Country President together with the Divisional President and the divisional responsible for BE Compliance to ensure that such a decision is only taken after a proper risk assessment and appropriate safe-guards are put in place to avoid future incidents contrary to this Policy.

4. IMPLEMENTATION AND RESPONSIBILITY

A person responsible for Business Ethics compliance shall be appointed in each country ("responsible for BE Compliance").

It is the responsibility of each Divisional President and each Country President, together with their respective responsible for BE Compliance, to adopt proper procedures to ensure that all Securitas employees are aware of, understand and comply with local laws, rules and regulations and this Policy, in the country in which they operate. Each company shall also have appropriate internal procedures for staying up to date with legal developments within this area within the country or countries of operation and appoint a person responsible for providing guidance on this Policy.

All Securitas companies shall

- (1) if relevant and deemed required, issue a local version of the Policy adapted, as the case may be, to local laws and regulations; otherwise it is a minimum requirement to translate this Policy into local language and
- (2) issue specific local guidelines and rules for allowed gifts and entertainment and setting out procedures to be followed by any employees who have received gifts, intend to give gifts or are travelling to sponsored conferences (Gift and Entertainment Policy), in keeping with this Policy and local laws. These rules should be clearly published and known by all directors and employees to whom the Policy apply. The local Gift and Entertainment Policy must be reviewed and updated as necessary to reflect any changes in local or international laws, as well as any changes to this Policy.

A copy of any issued local policies and gift guidelines shall be provided to Group Legal.

5. TRAINING

Who: The following employees – as a minimum - shall undergo training to ensure proper understanding of the principles of this Policy and local rules and regulations on anti-corruption:

- all Securitas support staff (including finance/controller functions),
- all operative staff above and including branch manager level,
- all employees in contact with decision makers at customers or competitors,
- all sales personnel and
- employees responsible for purchasing and procurement

Such training shall be appropriate for the position of the individual in question and their responsibilities within Securitas as well as the local situation and risk assessment.

When: All relevant new employees shall undergo training within 6 months after start date and thereafter all employees shall undergo training every 18 months.

How: All relevant employees shall undertake the global web-based training and in complement a separate training on the *22.1 Instructions regarding Gift Policy* shall be held.

It is the responsibility of the Divisional Presidents and Country Presidents together with their respective responsible for BE Compliance to ensure that relevant training is provided to all employees on a regular basis, in order to ensure compliance with these principles. The BE compliance function shall monitor training activity to ensure that suitable training is deployed.

6. REPORTING, INVESTIGATIONS AND CONSEQUENCES OF BREACH

All Securitas Companies and Employees are required to report any suspicions of improper behaviour contrary to this Policy to their immediate managers, or, where this is not possible, a more senior manager, the local responsible for BE Compliance, the country risk manager, local ombudsman or legal counsel, as appropriate in each jurisdiction. Any instruction or requirement to act in violation of this Policy, must be reported as soon as possible. It shall be clearly communicated to all employees that no employee will suffer negative consequences for refusing to pay or accept bribes or

engage in corruptive practices, even if such a refusal may result in the company losing business. Nor will any employee be the subject of retaliation for making good faith reports of potential misconduct.

All reported events or suspicions will be investigated and followed-up appropriately.

If a reporting person does not wish, or is unable, to report a suspicion to his or her immediate manager or another official in his/her organization, all such issues should be reported through the Securitas Integrity Line at www.securitasintegrity.com (securitashotline.com for the USA, securitashotline.ca for Canada and lineadealerta.com.mx for Mexico), via e-mail at integrity@securitas.com or to the Securitas Group Sustainability Officer. Up to date contact information can be found on the Securitas web-site, www.securitas.com.


Any found violations of this Policy or local laws and regulations on anti-corruption and bribery will result in disciplinary action appropriate to the violation, including, but not limited to, termination of the employment. It may also result in fines or penalties for which the individual employee may be held responsible.

7. REVIEW AND FOLLOW-UP

Compliance with this Policy by all Securitas Companies and Employees will be monitored and followed-up as part of the Securitas Enterprise Risk Management process, which includes self-assessments, internal and external audits and routine follow-up of all reported matters.

8. REFERENCE TO INSTRUCTIONS AND GUIDELINES

- *22.1 Instruction regarding Gift Policy*
 - *15.6 Global Purchasing Instructions and Instructions for the Approval and Monitoring of Suppliers*
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TITLE AND NO: 22.1 Instruction regarding Gift Policy		
OWNER: SVP General Counsel	APPROVED BY: CEO	APPROVED DATE: 200507
TARGET AUDIENCE: The Group Legal Function		

GIFT POLICY – TEMPLATE


NOTE TO DRAFTER: This is a template gift policy. When used please note that it should be adapted to comply with local customs and local laws. Consequently, certain parts may need to be deleted or redrafted.

BACKGROUND AND PURPOSE

The purpose of these local guidelines for allowed gifts and entertainment is to set out a procedure to be followed by all employees and directors of [COMPANY] ("**Securitas**") before offering or accepting any benefits, such as travel, accommodation, meals, gifts, hospitality, entertainment and events, all in relation to external companies or people not employed within the Securitas Group, in order to ensure compliance with Securitas' anti-corruption policy. The guidelines have been drafted on the basis of transparency, meaning that benefits given or received should be transparent towards the company and the immediate superior.


All examples below relate both to offering and accepting benefits if nothing else is stated. When approval from your immediate supervisor is required, such approval shall, if possible be received before accepting or offering the benefit. If it is not possible to receive such approval prior to accepting or offering a benefit, the approval shall be requested at the earliest convenience following such event. If the supervisor would not accept an already offered or accepted benefit, the local legal department should be contacted to discuss how to handle the matter.

1. FORBIDDEN BENEFITS


The following benefits are always forbidden:		
a)	monetary gifts, gift cards or vouchers and any benefits that could be considered as cash equivalents;	
b)	access to vehicles, boats, holiday homes or similar for private use;	
c)	wholly or partially paid entertainment trips or holiday trips;	
d)	benefits which are private and not connected to the work (including if such benefits are offered to or received by family members, partners or friends);	
e)	offers that are perceived as generally unethical, e.g. strip club visits; and	

f)	the offering of benefits to public officials (public officials include e.g. (i) any employee of a government, state or municipality-owned or controlled enterprise or public international organization; (ii) members of political parties; (iii) any person acting in an official capacity; and (iv) any person that exercises public authority or carries out public procurements even if such person works on behalf of a private company).
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2. BENEFITS THAT REQUIRE PRECLEARANCE




If you are uncertain whether a benefit is allowed or not, it should always be approved by your immediate supervisor. The following benefits must always be approved by your immediate supervisor:		
a)	benefits of high value or regularly repeated (see examples and amount thresholds below);	
b)	benefits (if not otherwise allowed as per this gift policy) directed at a selected individual (as opposed to a group of people, e.g. an entire department) or that invites a private companion;	
c)	benefits of such nature or that are given in a way that cannot openly be discussed; and	
d)	benefits that are given while business negotiations with the counterparty take place.	

3. ALLOWED BENEFITS





A benefit may only be accepted or offered if it meets all the requirements below:		
a)	It is in accordance with Securitas' anti-corruption policy and not knowingly in breach of the counterparty's anti-corruption policy	
b)	It is of limited value and cannot be seen as extravagant (see examples and amount thresholds below);	
c)	It can openly be discussed both within Securitas' organization and the counterparty's organization; and	
d)	It does not create an appearance of a conflict of interest or a reputation risk for Securitas and is consistent with local customs and practices.	

4. EXAMPLES



Travel or accommodation




a)	Attending a conference with a clear and lawful business purpose for one or two days is normally allowed, but should be approved by your immediate supervisor before being accepted or offered.	
b)	However, do not accept that a business partner pays for your cost of travel or accommodation – this cost should be paid by Securitas. Correspondingly, do not offer to pay for travel or accommodation for a business partner.	
c)	Accepting or offering a free weekend at a hotel is never allowed.	

Meals






a)	Accepting or offering a <i>restaurant business lunch</i> is allowed if the lunch has a limited value (lower than SEK [AMOUNT] per person), has a clear business purpose and is not repeated regularly (not more than four times a year). If of a higher value and/or repeated more regularly or the business purpose is not clear, it should be approved by your immediate supervisor.	
b)	Attending or hosting a <i>dinner</i> with a business partner to e.g. network and discuss branch specific topics is acceptable if the value is limited (lower than SEK [AMOUNT] per person), is not repeated regularly (not more than twice a year) and the business purpose is clear. If of a higher value, repeated more regularly or the business purpose is not clear, it should be approved by your immediate supervisor.	
c)	Invitations to private companions (e.g. partner, child, close relative or friend) are never allowed unless the companions pay for their own meals.	
d)	Accepting or offering meals which coincides in time with business negotiations is normally not acceptable, unless offered for practical or time saving reasons and the meals are of limited value (lower than SEK [AMOUNT]) but should always be approved by your immediate supervisor.	


Gifts

a)	Accepting or offering low value tokens which are produced for the purpose of being given away is allowed. Examples are marketing materials such as pens, candy, mugs, USB sticks.	
b)	Certain gifts of limited value (lower than SEK [AMOUNT]) designated at an <i>entire department</i> , e.g. flowers or a box of chocolate, on certain regular occasions, e.g. Christmas, or in connection with office moves, are allowed.	

c)	Certain gifts of limited value (lower than SEK [AMOUNT]) designated at an <i>individual</i> in connection with certain occasions which are not regular, e.g. a decade birthday, a wedding or a new job appointment, are normally allowed but should be approved by your immediate supervisor.	
d)	Gifts which have no connection with certain occasions are never allowed.	
e)	If you are offered an expensive gift during a business meeting and, because of cultural traditions, it would offend the provider if it is not accepted, you should report the gift immediately to your immediate supervisor. The gift may be returned or, with the provider's permission, donated to charity.	

Hospitality, entertainment and events

a)	Hospitality, entertainment and events should always be approved by your immediate supervisor before being accepted or offered. Attendance is only allowed if (i) employees from the counterparty are also attending, (ii) the counterparty does not pay for your accommodation or travel and (iii) the entertainment or event has a clear business purpose.	
b)	An invitation to a conference for e.g. the presentation of new products and services which is followed by an event that includes dinner and drinks is normally allowed, but should be approved by your immediate supervisor before being accepted or offered. Attendance is only allowed if (i) the total value of the event is not extravagant (less than SEK [AMOUNT] per person), (ii) the event is aimed at a large group of people, and (iii) includes a company presentation or similar.	
c)	Invitations to private companions (e.g. partner, child, close relative or friend) are never allowed unless the companions pay for their own costs of attendance.	
d)	A ticket to a local sports event or a similar event should always be approved by your immediate supervisor before being accepted or offered. It is only allowed if the value is limited (lower than SEK [AMOUNT] per person) and the game is held in connection with a sales event or similar with a clear business purpose.	
e)	If the ticket can be used at one's own convenience there is no valid business purpose, and the gift is accordingly not allowed.	

INSTRUCTIONS TITLE AND NO: 22.2. Instructions on Conflicts of Interest		
OWNER: SVP General Counsel	APPROVED BY: Group CEO	APPROVED DATE: 200507
TARGET AUDIENCE: All employees		

1 SUMMARY

- IDENTIFY** You shall identify if you have any conflicts of interest
- AVOID** You must avoid all conflicts of interests. Certain practices - such as nepotism and self-dealings (personal gain) - are prohibited
- DISCLOSE** You have an obligation to disclose any actual or potential conflicts of interests to your manager
- RECORD** The resolution of any disclosed conflicts of interests shall be recorded

These instructions are applicable and mandatory for all directors, officers, employees, agents and other representatives of Securitas.

2 INTRODUCTION AND OBJECTIVE

Business decisions must always be based on objective reasons and criteria and be taken in the best interest of Securitas. Business decisions may never be influenced by an employee’s personal relationships, activities outside Securitas or financial interests. Conflicts of interest can impact the decisions we make, harm our brand and reputation, and create mistrust within and outside the company.

Pursuant to 20. Securitas’ Values and Ethics Code

- employees and business partners must avoid all conflicts of interest or perceived conflicts of interest between their personal activities and their part in the conduct of Securitas’ business.
- business transactions between Securitas and parties related to an employee, such as family members¹, relatives, friends, suppliers, clients or competitors (“**Related Parties**”), are only permitted under exceptional circumstances and after “grandfather approval”, that is, approval by the employee’s manager’s manager.
- Grandfather approval is also required when members of the same family are employed or where there are close personal relationships between employees.

These instructions aim to provide further guidance for all Securitas employees on what a conflict of interest situation is, how employees should act and which situations to avoid. They also include an obligation on the individual to disclose any conflicts of interests it may have.

¹ Family members include but are not limited to the individuals spouse or partner or someone it has a romantical relationship with, children, parents, siblings, in-laws, grandparents, grandchildren, nephews, nieces, aunts, uncles. It also includes persons with which such people have a relationship with

These instructions are applicable and mandatory for all directors, officers, employees, agents and other representatives of Securitas.

Summary of main changes since last revision:

These are new instructions.

3 WHAT IS A CONFLICTS OF INTEREST?

A conflict of interest exists when a person has relationships that compete with each other for the person's loyalties. For example, a person has a duty of loyalty to its employer, but may also have a loyalty to a family business. Each of these businesses expects the person to have its best interest first and when that is not possible there is a conflict between the interests.

Conflicts of interest can occur on all levels and in all areas within Securitas.

There are 3 types of conflicting interests:

1. ACTUAL you are being influenced by a conflicting interest

For example – You (on behalf of Securitas) sign an agreement with a supplier that is owned by your brother

2. POTENTIAL you could be influenced by a conflicting interest

For example – You are a board member of a company that considers tendering for Securitas business

3. PERCEIVED you could appear to be influenced by a conflicting interest

For example – You consider signing an agreement (on behalf of Securitas) with a supplier that is the employer of your sister. This does not influence your decision as the supplier is the best, but you understand that someone may think that you are choosing or influencing the decision to choose this supplier to benefit your sister

4 EXPECTED CONDUCT

All employees must avoid all conflicts of interest or perceived conflicts of interest between their personal activities and their role at Securitas.

Your expected conduct can be summarized in three key takeaways:

- Make a strict separation between business decisions and personal interests
- Do not give preferential treatment to personal contacts such as friends or family
- If a situation would arise that could lead to a conflict of interest (actual or perceived), you must immediately inform your manager

Make a habit of regularly asking yourself: (1) Do I have any conflict of interest to disclose? (2) Can my personal relationships influence business decisions? (3) Does my role include any decision-making authority over business with entities involving family members or close friends?

All employees are expected to report any and all actual or potential conflicts of interests, as set out in this instruction. Note that failure to report conflicts of interests may result in disciplinary action appropriate to the violation, including, but not limited to, termination of the employment.

Do

- tell your manager if you are aware of a potential conflict of interest
- keep a professional relationship with suppliers and business partners, avoiding over-familiarity
- avoid situations that might create suspicion of preferential treatment
- make sure you obtain approval before becoming a board member, employee or consultant of an external business, non-profit or similar organization
- take part in activities outside your normal job but tell your manager and obtain grandfather approval if it creates an actual, potential, or perceived, conflict of interest
- make sure that an appropriate due diligence is performed when involving agents and representatives to facilitate business for Securitas to ensure that potential conflicts of interest involving agents and representatives are identified and appropriate measures taken to avoid, manage and mitigate them.

For practical examples of different situation and how you should act, see [Exhibit 1](#).

5 PROHIBITED CONDUCT

NEPOTISM	you give favours to personal contacts such as family members or friends
<i>For example – you hire or directly or indirectly supervise a family member, close friend or somebody you are in a relationship with or grant them special benefits or promotions because of your personal relationship with them.</i>	
SELF-DEALINGS (PERSONAL GAIN)	you act in your own interest rather than the interest of Securitas
<i>For example – You take business opportunities that Securitas is entitled to for yourself or use Securitas' assets for your private benefit</i>	
CONTRADICTORY INTERESTS	you have an interest that is contradictory to Securitas interest
<i>For example – You serve on the board of a business that competes with Securitas or otherwise work/consult for or represent or help a business that competes with Securitas</i>	

Examples of prohibited conduct can be found in [Exhibit 2](#).

Prohibited transactions can only be permitted under exceptional circumstances and after both written grandfather approval AND approval by the General Counsel and President of the relevant Division or Group.

6 REPORTING OBLIGATIONS

6.1 ALL EMPLOYEES

All employees must inform their immediate manager of any actual or potential conflicts of interest when becoming an employee and thereafter immediately upon becoming aware of an actual, potential or perceived conflict of interest situation.

All raised concerns must be documented and filed with the person responsible for BE Compliance (see Section 9 below) for a period of 5 years or as set out in local legislation.

6.2 MANAGEMENT AND SENIOR EXECUTIVES

The following employees must annually (per January 1) fill out the form in Exhibit 3 – Declaration of Conflicts of Interest and send it to their manager²:

- All members of Group, Divisional and Country Management,
- Employees reporting to a President (Group, Division or Country President) and employees reporting to the person reporting to the President and
- employees holding particular sensitive positions/at-risk employees (such as members of the purchasing department).

All forms must be filed with the person responsible for BE Compliance for a period of 5 years or as set out in local legislation.

6.3 WHAT SITUATIONS SHOULD BE DISCLOSED?

The following situations should always be disclosed:

- If you have a direct or indirect interest (financial or non-financial) or other relationship with a supplier, client, or competitor of Securitas either directly or through a Related Party³.
- If a family member applies for a job with Securitas where that position will involve reporting lines to the employee (directly or indirectly) or where the employee is involved in the decision-making process for the job applicant
- A relationship with a public official, which could lead to a conflict of interest or a perceived conflict of interest.

The following examples illustrates situations that can appear to create conflicts of interests and that should be disclosed:

- Taking on a second job or consulting assignment that could conflict with your work at Securitas

² For 2020 such Declaration shall also be made as per July 1, 2020

³ Shareholdings in suppliers or clients publicly listed on a stock-exchange is excluded from the disclosure obligation.

- Signing a contract with a business that is managed or owned by a closely related party, such as a family member or close personal friend
- Acting as a corporate director, board member, or consultant for another business or organisation
- Having a financial interest or otherwise possibility to influence the operations in companies or organisations that are Securitas' suppliers, intermediaries, customers, other business partners or competitors.

7 EVALUATION AND DECISION

Any reported conflicts of interests shall be evaluated fairly by the “grandfather”, taking into account business and reputational risk for Securitas. The perception of the conflict of interest by others within and outside Securitas shall be taken into account. The decision taken by the grandfather shall be documented in writing and shall resolve the conflict of interest whilst minimizing the risks for Securitas and protecting the private interests of the individual to the extent possible.

The decision shall be communicated to the employee by the immediate manager and it is the immediate manager's responsibility to make sure that the employee understands and complies with the decision.

A copy of the decision shall be filed with the person responsible for BE Compliance for a period of 5 years or as set out in local legislation.

8 APPLICABILITY

These instructions are mandatory and applies to all companies, employees, directors and officers of companies within the Securitas Group, that is, companies where Securitas AB (publ) directly or indirectly, owns or has a controlling interest.

9 IMPLEMENTATION AND RESPONSIBILITY

A person responsible for Business Ethics compliance shall be appointed in each country (“person responsible for BE Compliance”).

It is the responsibility of the respective President and the person responsible for BE Compliance for the area or country to ensure that these Instructions are fully understood and implemented in their areas or countries of responsibility. They must also ensure that effective administrative and organizational processes and controls are implemented and maintained with a view of taking all reasonable steps to prevent conflicts of interests, and managing and mitigating them when avoidance is not possible.

These instructions should be clearly published and known by all employees, officers and directors. It should be clearly stated to whom an employee can turn for guidance in the relevant area or country.

10 TRAINING

It is the responsibility of the respective President and the person responsible for BE Compliance for the area or country to ensure that relevant training is provided to employees on a regular basis (at least every 18 months), in order to ensure compliance with these principles.

Such training shall be appropriate for the position of the individual in question and their responsibilities within Securitas, as well as the local situation and risk assessment.

11 REPORTING, INVESTIGATIONS AND CONSEQUENCES OF BREACH

If you have concerns or wish to report a conflict of interest you can report to any manager or another official or via email at integrity@securitas.com (securitashotline.com for the US, securitashotline.ca for Canada and lineadealerta.com.mx for Mexico). You can also raise concerns through Securitas Integrity Line available at www.securitasintegrity.com.

Violations of these instructions may result in disciplinary action appropriate to the violation, including, but not limited to, termination of the employment. It may also result in fines or penalties for which the individual may be held responsible.

12 REVIEW AND FOLLOW-UP

Compliance with these instructions by all Securitas entities and employees will be monitored through internal and external audits, and routine follow-ups of all reported matters.

PRACTICAL EXAMPLES

A. My neighbour is a supplier to Securitas and has invited me to stay at her summerhouse for the weekend. Can I go?

It depends. A personal relationship does not have to be negatively affected due to a business relationship. However, the personal relationship must never affect or influence the business relationship. Always ask your manager if you are unsure. If you are in a decision making position with regards to the supplier the presumption is that you have a conflict of interest and should avoid to go.

B. My niece recently graduated and is looking for a job. We have relevant positions open and she has asked me to help her secure one. What should I do?

Direct your niece to the website where she can apply or direct her to the contact person that manages applications. Inform the person responsible for hiring that the applicant is your relative and remind the person responsible for hiring that grandfather approval is required to hire relatives.

C. The CEO of one of our largest clients is a close friend of mine. Is this a concern or a problem?

Inform your manager and if you are a member of Group, Divisional and Country Management or have a sensitive position fill out the Declaration of Conflicts of Interest form. You cannot take part in any business related decisions regarding that client.

D. My husband is working for a company that is being considered as a supplier to Securitas. Is this appropriate?

It depends. It may be OK with grandfather approval. However, you need to remove yourself from this conflict of interest situation by declaring the relationship to your manager and not participating in the procurement or execution processes. Do not disclose information to the Related Party that might give them an advantage over other potential suppliers participating in a bidding process.

PROHIBITED BEHAVIOUR

It is, for example, prohibited to:

I. IN GENERAL

- participate in decision-making that creates a conflict of interest
- have close personal relationships that influences the decisions for example in a bidding process
- influence a business decision of a third party to the benefit of Securitas, with the help of a Related Party

II. NEPOTISM

- give preferential treatment to personal contacts such as family members or friends
- hire or directly or indirectly supervise a family member, close friend or personal business partner. This also includes approving employment terms (including salary, benefits and education) and not-insignificant changes of job descriptions for such person
- have a romantic relationship with someone who directly or indirectly reports to you
- have business transactions between Securitas and a company directly or indirectly controlled by Related Parties to the employee or in which the Related Parties otherwise have a financial interest

III. SELF-DEALINGS

- have business transactions between Securitas and a company directly or indirectly controlled by the employee or its family members or in which the employee otherwise has a financial interest
- own or control a supplier of Securitas either directly or through a Related Party
- use Securitas' assets for your private benefit unless such use is explicitly allowed pursuant to the employment agreement or company policies
- take business opportunities for yourself that Securitas is entitled to

IV. CONTRADICTORY INTEREST

- compete with Securitas by for example serving on the board of a competitor of Securitas or otherwise work/consult for or represent such competitor
-

Declaration of Conflicts of Interest

Name:

Date:

Employer company:

Employee ID number:

Line manager:

Manager's manager:

I would like to declare the following existing or potential conflict of interest situations arising from my duties as a representative of the entity stated above or the Securitas Group:

*Persons/companies with whom/which I have official dealings or other business contacts and private interests with and a description of my duties in relation to this person/s and/or company/ies (as described in **Securitas Instruction on Conflict of Interests**).*

- 1.
- 2.
- 3.
- 4.

I declare that to the best of my knowledge and belief neither I nor my Related Parties have any interests which might conflict – or be perceived to conflict – with my duties to the entity stated above and/or the Securitas Group. If my situation would change, I will update my declaration accordingly.

I confirm that there are no other actual or potential conflicts of interests that I am aware of than the ones described above.

Signature

DECISION

Name:	Date:
1.	
2.	
3.	
4.	
Signature	