



# **Anti-Bribery and Corruption Policy (ABC Policy)**

Diersch & Schröder Group  
Status 2024

ENERGY

DS / WESER-PETROL

DS / MINERALÖL

DS / CARD+DRIVE

CARD+DRIVE  
Polska

LANFER  
ENERGIE

EMOVA  
Energie. So einfach.

LANDS

UTG  
Unabhängige Tanklogistik GmbH

ENERGU

JUICIFY

WESER  
TANKING

BISCHOFF &  
VIELHAUER  
Energie mit Sympathie

HAUER  
Energie mit Sympathie

ADDITIV  
CHEMIE  
LUERS

ESTICHEM<sup>AS</sup>

ACF

LEVACO  
CHEMICALS

Sparks<sup>AS</sup>

SCS

ELAPRO

ecopox

polytives

Lynatox

DS / DIERSCH &  
SCHRÖDER

CHEMICALS

YOUNG BUSINESS

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# FOREWORD

04

Dear Readers,

Diersch & Schröder GmbH & Co. KG and its affiliated companies (hereinafter referred to as "DS Group") are committed to integrity and transparency.

**We do not tolerate any form of bribery or corruption.** This zero-tolerance policy applies to all business relationships of the DS Group and is applicable in all countries where we operate.

The DS Group excels with its products and services, not through inappropriate influence over our Business Partners. We make decisions based on objective and understandable reasons and do not allow ourselves to be unduly influenced.

In our dealings with employees of authorities, public sector companies, officials, and politicians, we act with **integrity, transparency, and avoid even the appearance of inappropriate influence.**

The failure to recognize and avoid bribery and corruption risks within our DS Group can have devastating effects on our reputation and our business and may result in criminal and/or civil liability.

If you are acting on behalf of the DS Group, you should adhere to the principles and procedures set forth in this ABC Policy.

Bremen, January 1, 2024



**Jan Christiansen**  
Chief Executive Officer  
of the Diersch & Schröder Group

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## 1 Scope of Application

This Policy applies to all members of the management, executives, and employees of the DS Group, as well as any other authorized representatives acting on behalf of the DS Group (hereinafter jointly referred to as "Employees").

Third parties working with the DS Group, such as consultants, subcontractors, suppliers, customers, and others, are also expected to comply with this Policy.

The current version of this Policy is available at [www.ds-bremen.com/en/responsibility](http://www.ds-bremen.com/en/responsibility) and in the DS Group's intranet.

## 2 Objective

The aim of this Policy is to consistently and rigorously address instances of corruption and bribery and to counteract corruption through preventive measures.

This Policy serves to protect and ensure the safety of Employees in dealing with corruption and bribery risks and to raise awareness among Employees regarding these risks.

## 3 Responsibility

The Chief Executive Officer of Diersch & Schröder GmbH & Co. KG and the Compliance Officer of the DS Group are responsible for the content of this Policy.

The Managing Directors of the respective affiliate of the DS Group (hereinafter referred to as "DS Unit") are responsible for compliance with and implementation of this Policy. This responsibility can be delegated to an employee of the respective DS Unit or business division. Even when legally delegated, the duty of supervision remains with the Managing Directors.

The Compliance Officer of the DS Group and/or the Compliance Manager of the respective DS Unit is/are available to the Managing Directors for advisory support in fulfilling their obligations.

# 4 Corruption and Bribery

## Definitions

**Corruption** refers to the misuse of a position of trust in business, administration, politics, judiciary, or other non-business organizations and associations. Corruption includes, but is not limited to, bribery.

**Bribery** is understood as the direct or indirect offering, promising, granting, receiving, or demanding of valuables to or from a person or entity with the intention of obtaining or retaining a business advantage in a corrupt or improper manner.

Bribery can be active (offering or promising to give something of value) or passive (requesting, consenting to, or accepting something of value) when committed with the intention to induce the recipient to engage in improper conduct in the performance of their duties.

The terms "valuables" or "something of value" are hereinafter referred to as "benefits". The term **benefits** includes, in particular:

### Criminal Law Regulations

Under German Law the term "corruption" encompasses the criminal offenses of bribery and accepting bribes in commercial transactions (§ 299, 300 StGB), and the bribery and acceptance of bribes by public officials (§§ 332, 334 StGB), as well as acceptance of advantages (§ 331 StGB) and granting of advantages (§ 333 StGB). Other criminal offenses related to corruption may include fraud (§263 StGB), embezzlement (§266 StGB), anti-competitive agreements in tenders (§298 StGB), or money laundering (§261 StGB).

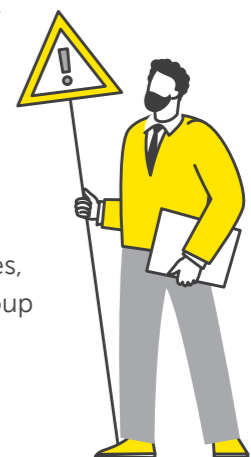


## 5 Areas at Risk of Corruption within the DS Group

Particularly at risk of corruption are all work areas within the DS Group where information is available or decisions are made that – immediately recognizable – represent a material or immaterial advantage for third parties (e.g., in purchasing or sales). Within the DS Group, these may include:

### 1. Our Relationship with Business Partners

For the purposes of this Policy, "Business Partners" refers to all individuals or companies, as well as their executives, employees, suppliers, service providers, and agents with whom the DS Group maintains or will maintain business relationships.



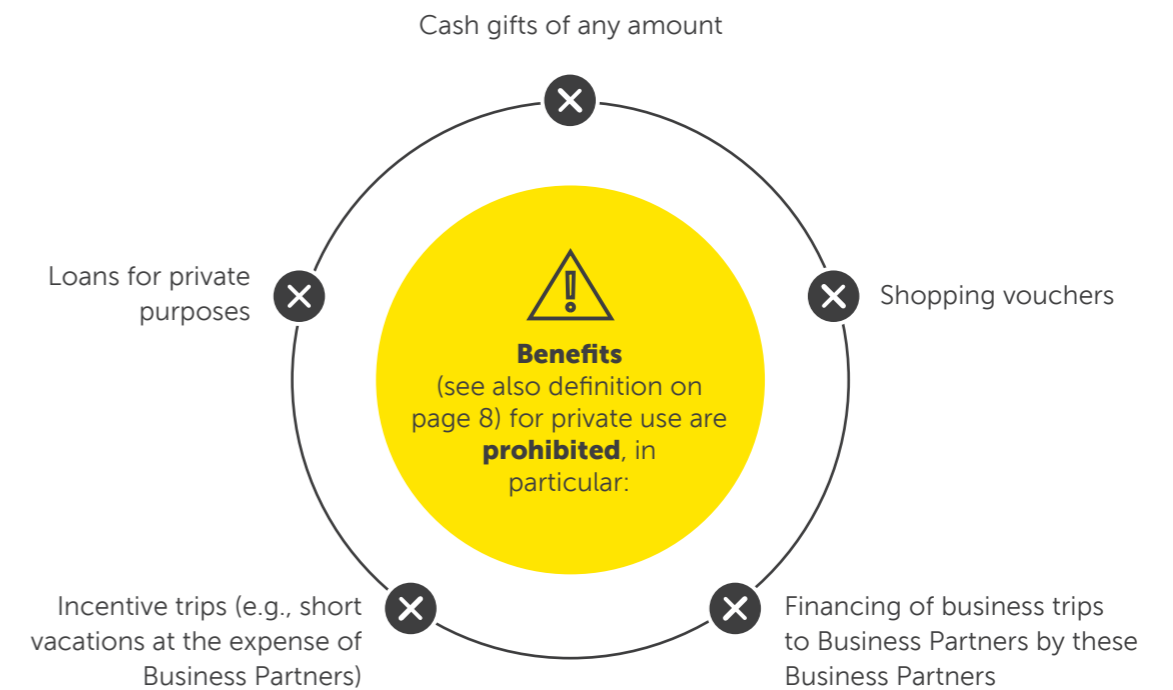


In business, maintaining relationships with Business Partners for business development are common practices. Benefits, especially in the form of gifts, are customary courtesies in every culture and societal form. However, benefits can also be misused as a means of bribery. Often, the transition from benefits and favors to corruption is seamless.

No Employee of the DS Group may – in connection with their business activities – offer, promise, demand, or accept benefits aimed at influencing fair, objective, and appropriate decisions or merely giving the appearance thereof. Before granting or accepting benefits, every Employee must consider the following principles:

**The following principles must be adhered to:**

- ✓ Benefits must not represent a quid pro quo and must be voluntary.
- ✓ Benefits must never be provided in the form of cash or cash-like instruments (discounts, vouchers, loans, etc.).
- ✓ Benefits must have a customary and appropriate value in business terms.
- ✓ Benefits and invitations must not occur with unusual frequency.
- ✓ Every benefit must be transparent and not secretive (this is the case, for example, if it would be uncomfortable to report the benefit to a supervisor).
- ✓ Benefits may only be provided or accepted if they do not influence a business decision.
- ✓ When providing hospitality, care must be taken to ensure that it corresponds to the significance of the business and does not exceed the usual scope.



In principle, benefits are permitted if they **comply with the aforementioned principles** (page 9), are of reasonable value, and do not give the impression of a quid pro quo.

If there are doubts or questions regarding the handling of benefits, the respective supervisor or the Compliance Officer should be contacted.



## 2. Our Behavior towards Public Officials

In the purchasing and sales departments, in the areas of labor and data protection law, and in the context of approval, court, registration, and certification procedures, as well as in leasing and the acquisition of real estate, the DS Group works with public officials in authorities and public institutions.

The term "public official" is broadly interpreted and includes individuals holding a public office for a specific country. Public officials include, among others:

- ✓ All elected or appointed representatives of a government or members of a ruling family,
- ✓ employees, officials, agents, consultants, or other representatives of a government, ministry, or authority or institution (e.g., semi-state or state-owned companies, such as state-owned oil companies, savings banks, or banks with significant state participation).
- ✓ All political parties as well as individuals acting on their behalf.
- ✓ All persons acting for or on behalf of an international organization (e.g., EU).
- ✓ Family members and close relatives of the aforementioned groups of people.



As laws regarding interactions with public officials are more stringent, benefits should be avoided:



- ✓ When extending invitations to public officials, it is essential to ensure that the hospitality is customary and appropriate for the occasion.
- ✓ When inviting officials to events, the official should always be invited as a representative of their authority or according to their exercised mandates.

Most public institutions have their own legal and administrative regulations governing the acceptance of benefits and invitations. Therefore, it is not uncommon for the acceptance of benefits and invitations to be declined.



### Contact

If there are doubts or questions regarding the handling of public officials, the Compliance Officer should be contacted immediately at [compliance@ds-bremen.de](mailto:compliance@ds-bremen.de).

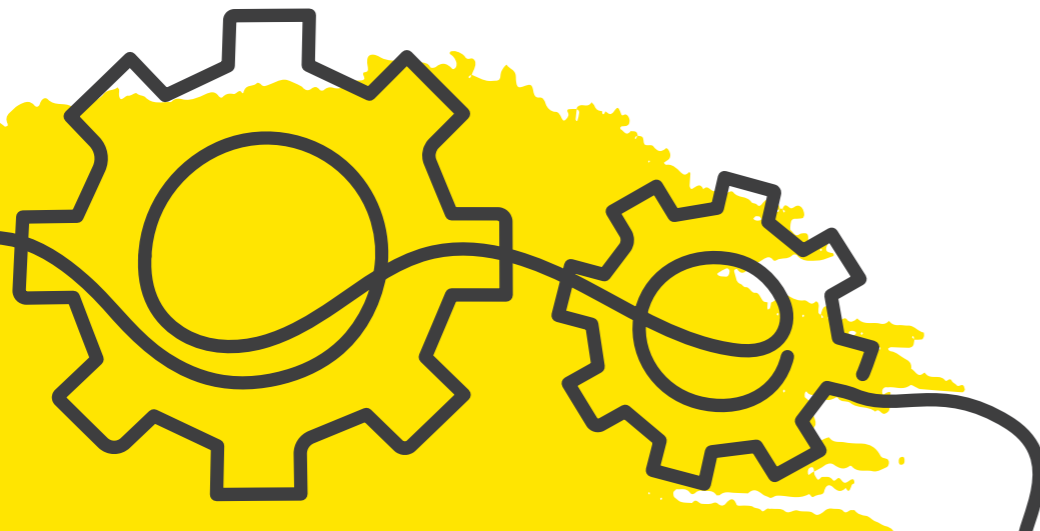
## 3. Our Relationship with Representatives and Consultants (including Consultancy Agreements)

Business collaboration with representatives or consultants is quite common in the daily operations of the DS Group. Like any other company, we engage lawyers, tax advisors, management consultants, and auditors.

Furthermore, we also enter into agency agreements, broker contracts, intermediary agreements, and commission agreements, and consult advisors for the implementation of new IT systems or the exploration of new markets, or for the development of marketing strategies.

Fees for representatives and consultants often raise suspicions of concealing corrupt benefits.

To counter potential risks, in 2024 the DS Group established a mandatory approval process for entering into these contracts. This process creates transparency and ensures that these contracts are only concluded with appropriate approval.





To best safeguard the interests of the DS Group and to prevent any appearance of corrupt behavior, in addition to the principles mentioned under section 5.1 of this Policy, the following principles must be adhered to by all Employees when dealing with representatives and consultants:

- ✓ The amount of compensation for consultants, agents, and intermediaries must be in a reasonable proportion to the value of the services provided and to the personal qualifications, and must be market-standard.
- ✓ Payments intended to influence Business Partners or third parties are unlawful and strictly prohibited.
- ✓ Payments must not be made in cash.

#### 4. Our Procurement Process

Contractors and suppliers must be engaged through a fair and formal procedure. Employees must ensure that all activities and transactions are properly approved, accurately recorded, and carried out in accordance with the respective procurement behavior guidelines.

Employees should make all decisions regarding procurement and awarding contracts based on a "Best-Value Approach," considering factors such as price, quality, performance, competence, compliance, and suitability.

Employees must pay special attention to the risks associated with potential procurement and contract partners.

Should Employees have concerns during the procurement process about whether they are violating this Policy, these concerns must be communicated to their supervisor, the respective management, or the Compliance Officer.



#### 5. Our Staff Recruitment and Selection

The DS Group must not seek any undue advantages through the staff recruitment and selection process. All employees must be hired solely based on their performance, skills, and the needs of the DS Group.

#### 6. Our Donations and Sponsorship Program / Donations to Political Parties

All donation and sponsorship activities of the DS Group are carried out based on the principles of transparency, voluntariness, and legal compliance.

The DS Group supports charitable projects through in-kind and monetary donations to engage with society. Sponsorship is used to a limited extent to positively shape the company's reputation and public perception.

Contributions in the realm of politics or donations to political parties are not granted.



## 6 Corruption Prevention in the DS Group

### 1. Implementation of this Policy

Each Employee of the DS Group receives this ABC Policy through the respective HR system and must mark it as "read and approved." It is reviewed annually by Corporate Compliance and updated as needed. The current version is always accessible on the DS intranet or at [www.ds-bremen.de/en/responsibility#downloads](http://www.ds-bremen.de/en/responsibility#downloads)

### 2. Awareness and Training

The Management Directors and Executives of the DS Group serve as role models in implementing and adhering to this Policy.

Raising awareness among all Employees and the willingness to openly address and discuss corruption and bribery risks are fundamental components of corruption prevention. Executives are responsible for ensuring awareness through preventive measures and through shared discussions about any existing vulnerabilities.





### 3. Four-eyes-principle

To protect our Employees and the DS Group, all legally relevant business processes, especially the conclusion of contracts and the signing of legally binding documents, must adhere to the four-eyes-principle. The four-eyes-principle is executed in mutual responsibility and serves as a control measure for the protection of oneself and one's colleagues.

### 4. Proper Management of Business Books and Records

- We adhere to relevant standards and principles for financial reporting and accounting as well as tax laws and regulations. Our internal control system is designed to ensure that all business transactions and dealings are recorded fully and accurately.
- It is the responsibility of the designated individuals to ensure that the business books and records accurately, timely, and fully reflect all transactions and dispositions of company assets. This includes documents that contribute to clarifying facts.
- No Employee may participate in falsifying accounting or other business documents. All records must reflect the true facts and nature of payments.
- No purpose justifies the establishment or maintenance of undisclosed or unrecorded funds or assets. Each cash payment must be recorded individually and accurately.
- Questions from internal or independent auditors must be answered comprehensively and truthfully by the Employees.



## 7 Behavior in Case of Suspected Corruption

### 1. Reporting Violations

All Employees have a duty to report violations or suspicions of violations related to this Policy. This is not intended to create a culture of mistrust. However, to protect the DS Group, it is necessary to report serious violations to take the necessary actions.

### 2. Our Whistleblower System

To report violations of this Policy, our Whistleblower System (available at [www.ds-bremen.com/en/whistleblowing-process](http://www.ds-bremen.com/en/whistleblowing-process)) is accessible to all Employees, Business Partners, and third parties. Our Whistleblower System accompanies the processing from the submission of the report to the conclusion of the procedure. The Whistleblower System ensures the highest confidentiality and, upon request, anonymity.

We emphasize fairness in dealing with all parties involved in the respective process and consider the appropriate and effective handling of concerns as part of our corporate due diligence. The principle of proportionality is always maintained, and in each individual case, it is examined which consequences are suitable, necessary, and appropriate.

Reports can also be submitted to [compliance@ds-bremen.de](mailto:compliance@ds-bremen.de). The principles of confidentiality, fairness, and proportionality outlined above also apply here.



## 8 Dealing with Rule Violations

Employees who violate this Policy may face disciplinary actions, which can range up to termination of the employment relationship. Additionally, Employees can be personally liable for bribery or violations of anti-bribery and corruption laws.

Violations can be forwarded to the competent law enforcement or supervisory authorities, which can result in penalties, fines, and/or imprisonment for the Employees.

If it is determined that a Business Partner has not complied with the provisions of this Policy, appropriate measures should be taken. These can include terminating the contract with the Business Partner, initiating appropriate legal actions, and/or notifying the relevant authorities.

# ENERGY

Better together for **mobility, heat and electricity** – that's what drives us.

# CHEMICALS

Our **additives** lubricate industrial production equipment and protect banana plants.

# YOUNG BUSINESS

Start-ups help the DS Group to stay **young** and **innovative**.