

# eDreams ODIGEO

## Anti-Bribery & Anti-Corruption Policy

### The eDO Values are intrinsic to the success of our Group Policies



**We fly high** – We expect from each one of us a commitment to act in accordance with the highest standards of ethical business principles. At eDO, we value integrity, honesty, transparency, respect, trust and professionalism in our daily operations and relationships.



**We set the path** – Our reputation is built on and affected by the decisions and actions we take. Each one of us should be an example to our fellow eDOers in following Group Policies.



**We Journey Together** – Compliance with Group Policies is a collective responsibility of our diverse team, and we should be ready to help fellow eDOers in understanding, interpreting, and adhering to Group Policies, and resolving any doubts.



**We explore, grow, and discover** – As a Company we are committed to continually improving and adapting our Group Policies, to ensure that we are up to date with all legal, regulatory, compliance and ethical standards.

**Owner:** Compliance Committee

**Approved by:** Chief Executive Officer

## 1. Purpose of the document

eDreams ODIGEO (“eDO” or the “Company”) is committed to conducting business ethically and professionally in compliance with all applicable anti-corruption laws, rules and regulations.

The aim of this Anti-Bribery & Anti-Corruption Policy (the “Policy”) is to further develop our Business Code of Conduct, providing additional guidance on anti-bribery and anti-corruption, describing and specifying the ethical conducts to be followed.

At eDreams ODIGEO, we believe ethical behavior is fundamental to building a successful relationship among employees as well as with our customers, suppliers, business partners, shareholders and with the community at large. This commitment includes complying with all laws, rules, and regulations governing anti-bribery and anti-corruption, in all the countries where we operate. There is a zero-tolerance approach to acts of bribery, facilitation payments or corruption of any kind, committed by employees or anyone acting on behalf of the Group.

## 2. Scope of application

The Policy is applicable to all employees including Board members, investors, contractors and to any other person or organization representing eDreams ODIGEO’s interest (referred to collectively as “eDO Stakeholders” throughout the Policy).

Adherence to these rules is both an individual and a Company responsibility.

Any intentional breach of or negligence action regarding the obligations covered in this Policy could lead to severe consequences under labor laws and trigger civil and/or criminal liability of the employee(s) and/or any other liable stakeholder involved depending on the specificities of the case.

## 3. Roles & Responsibilities

The prevention of bribery or corruption in any form is a collective responsibility of all eDO Stakeholders, who must help prevent, detect and report bribery or corruption in any form. Appropriate confidential channels are in place to report any suspicion of corrupt behavior (as described in Section 7 of this Policy).

User	Responsibility
<b>Executive Management Team</b>	<ul style="list-style-type: none"> <li>Formally support &amp; approve this Policy</li> </ul>
<b>Compliance Committee</b>	<ul style="list-style-type: none"> <li>Develop, maintain, and periodically update this Policy</li> <li>Ensure that any updates or new legislation will be reflected in this Policy and disseminated throughout the Organization</li> <li>Review exceptions to the requirements of this Policy</li> <li>Review any potential queries that may arise from the eDO Stakeholders in regard to differences resulting from the provisions of this Policy and the specific regulations of countries where eDreams ODIGEO operates</li> </ul>

<p><b>Human Resources</b></p>	<ul style="list-style-type: none"> <li>• Ensuring the Policy has been formally communicated to eDO Stakeholders: to all new starters as part of the onboarding process, and to existing workers via periodic company-wide communications</li> <li>• Management of any disciplinary procedures relating to non-compliance with the Policy</li> </ul>
<p><b>eDO Stakeholder</b></p>	<ul style="list-style-type: none"> <li>• Compliance with the Policy at all times</li> </ul>

**4. Requirements and examples of prohibited conduct**

The Policy requires compliance with all applicable laws and regulations on bribery and corruption, including, but not limited to, the U.S. Foreign Corrupt Practices Act (FCPA), the UK Bribery Act 2010 (UKBA), UN Convention against Corruption and other applicable national anti-bribery statutes and implementing rules and regulations.

**Prohibited payments:** No eDO Stakeholder may offer, give, promise or receive money, or anything else of value, to or from a government official or an individual or entity in the private sector in order to obtain an improper advantage. The prohibition covers cash payments, benefits and favors. In certain circumstances, it also covers otherwise legitimate business expenditures such as gifts, entertainment, travel, donations, sponsorships or training. The above-mentioned payments are prohibited regardless of whether or not they are made directly or indirectly through third party intermediaries.

eDO Stakeholders should bear in mind that conscious disregard of a bribe may be enough to trigger liability under anti-corruption laws.

**Facilitation Payment:** Facilitation payments are not permitted for eDO Stakeholders when conducting business on behalf of the eDreams ODIGEO Group. A facilitation payment is a 'speed payment' typically solicited to facilitate or expedite the performance of a routine transaction or service to which the person or company making the payment is legally entitled to receive. Common examples are facilitation payments demanded at border crossings, where officials will hold up a company's cargo from entering a market until they receive payment. In case of eDreams ODIGEO it may occur when applying for a business license or business certifications needed to provide services, while the official asks for a small payment to expedite or facilitate the application process. Employees and third parties, in particular third-party intermediaries, are prohibited from facilitating payments on the Group's behalf.

**Kickbacks:** Kickbacks are not permitted for eDO Stakeholders when conducting business on behalf of the Group. Kickbacks are payments made as compensation for biased representation or preferential treatment in a decision-making process. They can take the form of bribe in which a percentage of the revenues from a contract or other financial award is illicitly paid or returned directly or indirectly to the person awarding a contract or otherwise conveying a benefit. An example of preferential treatment would be choosing to award a contract/grant/state aid to eDreams ODIGEO Group instead of another competitor, agreeing to pay inflated costs for services and/or pay for unneeded or excess services.

**Gift, Benefit or Hospitality:** eDreams ODIGEO has adopted an internal Gift and Hospitality Policy available to employees, that reminds the strict conditions under which business gifts can be offered or accepted.

**Relationship with Political Parties and Political Contribution:** eDreams ODIGEO may have relationships with political parties and political candidates, or persons in the exercise of public duties, which are considered officials. Those relations must not constitute any form of illegal financing, sponsorship or patronage that directly or indirectly funds a political party.

**Donations, founding, sponsorship, patronage:** eDreams ODIGEO must always verify the intended use of funds before engaging in any donation, financing, sponsorship and patronage projects and in case of any collective, collaborating initiatives carried jointly with different private or public companies, NGOs, foundations, non-profit associations. The legitimacy of such partners' activities should be verified in advance. Any kind of verifications should be transparent, properly documented and approved. It is essential to ensure that any review and approvals required from depts. such as Legal, Finance, Tax, or Executive Management, are duly obtained in advance. Donation funds should always be granted to an organisation and never to an individual. All donations must adhere strictly to the requirements set out in the Gift and Hospitality Policy and may not be used as a means to improperly influence business decisions.

**Third parties relationship (Mergers, Acquisitions, Partnerships and Collaborations):** Reasonable investigation (due diligence) into the background, reputation, and business practices of third parties to be engaged with should be performed before entering into any kind of business relationship. Indeed, eDO Stakeholders may be liable for offenses committed by third parties, taking into account the circumstances where eDO Stakeholders know or reasonably should have known of such party's unlawful conduct. Turning a blind eye, or pretending not to see any non-compliant practices, does not exonerate eDreams ODIGEO or eDreams Stakeholders from possible criminal liability. Appropriate due diligence measures should be taken by eDO Stakeholders engaging with third parties to ensure transparency and compliance with this Policy. To mitigate any corruption & bribery risks, in case of doubt, eDO Stakeholders should consult the Compliance Committee or the Legal team as needed. eDreams ODIGEO must never engage any third party with a history or suspected of engaging in bribery or corruption.

**Books, Records, Accounting And Payment Practices:** all eDreams ODIGEO business and financial records must fairly and accurately reflect each transaction involving Group business and/or the deployment of company assets. Secret, unrecorded or unreported transactions are prohibited. All expenses must be accurately accounted for, include appropriate supporting documentation and be promptly entered into company records before they are reimbursed. The requirement under section 7.3 includes, but is not limited to, the accurate identification (in expense reports, related business and financial records) of all payments to third-party intermediaries acting for or on behalf of the Group.

## 5. Consequences of Policy Violation

Engaging in bribery and corruption can have ethical, moral and legal implications. It could seriously harm eDreams ODIGEO reputation, generate losses, result in the imposition of monetary penalties, trading sanctions, block relationships, and for the individual involved result in serious legal consequences.

All eDO Stakeholders are required to strictly comply with the provisions of this Policy. Any failure with this requirement will subject the non-complying eDO Stakeholder to disciplinary procedures, aligned

with the collective labor agreement<sup>1</sup> in force for the group of workers and legal entity that the worker forms a part of. Ignorance or misunderstanding of this Policy will not excuse a violation, as awareness, prevention, detection and the proper addressing of a breach is the basic ethical principle and value that should preside over every eDO Stakeholders.

There is **zero tolerance for any form of corruption or bribery**.

## 6. Training

All eDO employees will receive Anti-Bribery & Anti-Corruption training as part of the online compliance training suite of courses.

Every eDO Stakeholder is expected to read, understand, and comply with this Policy.

## 7. Reporting actual/suspected violations of this Policy

All eDO Stakeholders are responsible for the success of this Policy and should ensure they use it to disclose any suspected danger or wrongdoing.

eDreams ODIGEO encourages eDO Stakeholders who have concerns relating to violations of the Policy to inform through the Reporting Ethical and Compliance-related Concerns Platform (the "**Reporting Platform**") and immediately report their doubts even if they don't have all the details of a suspected violation. **Prompt reporting is crucial so the issue can be investigated in a timely manner.**

### Report when you:

- **are approached, directly or indirectly, to be involved in activity relating to bribery or corruption, or**
- **suspect the existence of corrupt activity or bribery.**

**NO RETALIATION:** The identity of the person reporting an irregular action is deemed confidential. eDreams ODIGEO is committed to take no direct or indirect reprisals against employees or other eDO Stakeholders reporting in good faith an irregular action, while also protecting the rights of the person subject to investigation. Any retaliatory actions taken will be subject to disciplinary measures.

eDreams ODIGEO has developed **several channels available for concerns to be reported**; employees may select the one they are the most comfortable with; external stakeholders may reach the Compliance Committee through the Reporting Platform.

The channels available include:

- Ongoing feedback culture and regular reporting lines: if employees have a doubt or suspect a

<sup>1</sup>For individuals hired by the entity **eDreams International Network based in Barcelona** refer to "[Convenio colectivo de trabajo del sector de oficinas y despachos de Cataluña para los años 2019-2021](#)", Articles: 78-83.

For individuals hired by the entity **eDreams International Network based in Madrid & Opodo SL Madrid** refer to the "[Convenio Colectivo de Oficinas y Despachos de la Comunidad de Madrid 2022-2024](#)"; Articles: 46-51.

For individuals hired by the entity **eDreams International Network based in Portugal** refer to "[Contrato coletivo entre a Associação Portuguesa das Empresas do Sector Eléctrico e Electrónico e a Federação dos Sindicatos da Indústria e Serviços - FETESE e outros](#)"; Cláusula 101-104.

For individuals hired by the entity **Engrande & Vacaciones eDreams** refer to: "[Convenio colectivo laboral de ámbito estatal para el sector de agencias de viajes, para el período 2019-2022](#)", Articles 61-67.

For individuals hired by the entity **Go Voyages SAS** refer to: "[Convention Collective Nationale de Travail du Personnel des Agences de Voyages et de Tourisme du 12 mars 1993, Chapitre 9](#)", Articles 53-60.

For individuals hired by the entity **Liligo Metasearch** refer to "[Convention collective nationale des bureaux d'études techniques, des cabinets d'ingénieurs](#)"

For individuals hired by the entity **eDreams SRL** & "[CCNL COMMERCIO E TERZIARIO/Confcommercio](#)", Articles 233-240"

For individuals hired by the entity **eDreams International Network based in Milan** refer to "[CCNL COMMERCIO E TERZIARIO/Confcommercio](#)", Articles 233-240"

breach, they are encouraged to address this directly with the person involved or consult it with their line manager, with the People team, Legal team or Compliance Committee, where appropriate. These internal points of contact have been entrusted by the Company with providing insightful solutions to business concerns, in an efficient manner.

- [eDreams ODIGEO Reporting Platform](#): is a secure and confidential communication tool enabling to raise concern with the Compliance Committee. This platform offers the choice to remain anonymous for eDO employees and external stakeholders who feel more comfortable that way. All eDO Stakeholders should keep in mind that in some circumstances, it may be difficult or impossible for the Company to thoroughly investigate reports that are made anonymously. Therefore, all eDO Stakeholders are encouraged to share their identity and they are guaranteed that the Company will commit to treat reports with as much confidentiality as the situation permits and in compliance with applicable law.

Within eDreams ODIGEO the Compliance Committee is responsible for reviewing and investigating any cases brought to its attention by a line manager or other internal or external stakeholder, including reports received through the eDreams ODIGEO Reporting Platform. All concerns raised will be thoroughly investigated and treated with the level of confidentiality and protection the applicable law allows.

## 8. Glossary

**Corruption** is a form of dishonesty or a criminal offense undertaken by a person or an organization entrusted with a position of authority, in order to acquire illicit benefits or abuse power for personal gain. In other words, it is the use of power of one’s position to gain advantage for oneself or for others.

It can take the following form:

- bribery,
- facilitation payments,
- gifts, promotions and hospitality.

**Bribery** means offering or accepting of an advantage as an inducement for an action which is illegal, unethical or a breach of trust. A bribe is an offer made to any individual with the intent of securing an advantage that would not have been given if the offer had not been made.

The phrase “advantage” is deliberately broad and includes, but is not limited to, money, services, gifts, meals, entertainment, travel, no-bid contracts, jobs, favors, business opportunities, sponsorships, charitable donations, and political contributions. Offering something of value to gain an advantage is a violation of this Policy and the law, regardless of whether the offer is accepted.

## 9. Policy updates/Amendments

This Policy is effective as of 29th of July 2022 and will be updated as necessary to protect the interests of eDreams ODIGEO without impeding the process to conduct business in an ethical and efficient manner.

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