

Anti-Corruption Guidelines in Overseas Business

[Document No.: I-PL-108] [Revision No.: 3] [Revision Date: 2021-01-04]

Index

- 1.0 Purpose
- 2.0 Compliance with relevant laws
- 3.0 Specific Guidelines for Foreign Anti-Corruption
- 4.0 Reporting and Investigation
- 5.0 Document maintenance and exclusion from work
- 6.0 Evaluation of Investigation
- 7.0 Confirmation of Compliance

1.0 Purpose

This guideline is provided to regulate employees of the company operate overseas businesses either by themselves or through business partners [All entities including but not limited to any companies, individuals, and corporates who is bound by business cooperation through consortium agreement, joint venture agreement, consultancy agreement, agency agreement, subcontract agreement or any other forms of business cooperation. Hereinafter called as "Business Partner"]

1.1 Definition

- Foreign public official : foreign national institutions, public officials, or other related persons

2.0 Compliance with Relevant Laws

2.1 Executives and employees shall comply with the company's ethical management standards and comply with laws, regulations, policies, and reasonable commercial practices of each country and region related to the business conducted by the company.

2.2 As the management policy is to promote overseas business through fair trade by complying with the competition laws, anti-trust laws, and competition principles of each country in which the company conducts business in. The executives and employees must understand and comply with the relevant laws and regulations of each country.

2.3 This management policy of the company shall be explained to business partners who participate in the company's overseas business together, and shall be complied with as long as they partake in joint business ventures. Therefore, executives and employees must take measures to ensure joint implementation of the company's policies in the process.

2.4 Executives and employees must accurately and appropriately record and describe all payments, expenses, debts, etc. paid to the company or incurred on behalf of the company in relation to overseas business in accordance with the company's accounting and book entry procedures. Debt must be proven by supporting documents and evidence.

3.0 Specific Guidelines for Foreign Anti-Corruption

3.1 When conducting business with a foreign company, all employees must comply with both domestic and foreign anti-corruption laws including Anti-Bribery Act on Foreign Public Officials ("FBPA"), the US Foreign Corrupt Practices Act ("FCPA"), the OECD Anti-Briber Convention, and so on. However, exceptions are permitted in the following cases within the scope of not violating local laws and regulations.

- 1) When payment is permitted or required by the laws and regulations of the country to which the foreign public official, etc. belongs to.
- 2) In the case of promising or giving a small amount of money or other benefits to foreign public officials, etc. engaged in routine and repetitive duties, or expressing their intention to do so for the purpose of facilitating the legitimate performance of their duties.

3.2 Executives, employees and/or business partners shall not directly or indirectly provide, promise, plan or approve bribery, etc. to foreign public officials for the purpose of illegally acquiring or maintaining the business or gaining unjust profit.

3.3 Executives, employees and business partners shall not engage in any act that a reasonable person could deduce as an illegal form of bribery, in shape of money or valuables, provided to foreign government agencies or foreign public officials.

3.4 In carrying out business related to the company, executives and employees must enter into consortium contracts, joint venture contracts, consultancy and agency contracts, or other subcontracts related to business cooperation with overseas business partners, or receive Confirmation of Compliance from a business partner and implement following provisions.

3.4.1 Check, understand and comply with all local laws, including anti-trust laws and competition-related laws, and regulations that have or are expected to have jurisdiction over foreign business activities (hereinafter referred to as "relevant laws") such as the U.S. FCPA

3.4.2 Do not provide any illegal or unfair benefits to related foreign public officials.

3.4.3 If there is any contact or exchange of information with public officials or civilians of the Party concerned that may violate the relevant laws and regulations, the detailed circumstances shall be immediately reported to the superior.

3.4.4 If it is judged that the relevant laws and regulations have been violated or is likely to be violated, the company may explain the reason and request the suspension of related work, and may conduct necessary investigations, and executives and employees shall cooperate as much as possible.

3.5 The company trusts that its executives and employees have performed company-related business legally in accordance with the relevant laws, unless it has been reported in accordance with the provisions of Section 3.4.4 above.

4.0 Reporting and Investigation

4.1 Executives and employees shall immediately report to their superiors if they or other employees of the company or business partners violate or are expected to violate Paragraph 3.1 above.

4.2 When a supervisor receives the above report, an internal investigation team led by an independent management shall be formed to objectively and strictly investigate whether the relevant laws and regulations have been violated.

4.3 The internal investigation team shall evaluate the above investigation results neutrally and objectively and maintain the records.

4.4 If a violation of related laws or regulation is recognized as a result of the investigation by the internal investigation team, the supervisor may prove the reason and terminated the business cooperation contract or business cooperation relationship.

5.0 Document Maintenance and Exclusion from Work

In order to conduct the above investigation neutrally and objectively, the internal investigation team may immediately issue a Document Retention Notice for related documents, and may take measures to exclude related executives and employees under investigation from work (Isolation Order).

6.0 Evaluation of Investigation

After evaluating the results of the investigation neutrally and objectively, the company must take appropriate measures to prevent recurrence and provide intensive training for related executives and employees.

Confirmation of Compliance

[Name and Address]

Date :

Subject : Confirmation of Compliance

Dear Madam/Sir,

DL E&C Co., Ltd. ("DL E&C"), in doing its business at home and abroad, is to abide by the rules and regulations and compete with others in a fair way and manner, thereby building a mutually reliable and cooperative business relationship for the mutual benefits and development.

[] acknowledges and agrees that it is the policy of DL E&C to comply with all applicable laws and regulations of the Republic of Korea and all jurisdictions in which it does business, and [] warrants and represents that it has not, in relation to("Project"), taken any action, or will not take any action, which would constitute a violation, or implicate DL E&C in a violation of any law of jurisdiction in which it performs services, or under which it is organized, including without limitation, the Republic of Korea's Foreign Bribery Prevention Act of 1999 ("FBPA"), the United States of America's Foreign Corrupt Practices Act of 1977, as amended("FCPA") and where applicable, legislation enacted by member States and signatories implementing the OECD Convention Combating Bribery of Foreign Public Officials in International Business Transactions.

The FBPA prohibits every Korean company and its employees and representatives or agents from giving, paying, promising, offering, or authorizing the payment, directly or indirectly through a third party, of anything of value to any "foreign public official" to persuade that official to help the company, or any other person, obtain or retain business or to secure some other improper advantage.

[] shall immediately notify DL E&C of any violation or potential violation of the relevant laws and regulations and be responsible for any damages caused to DL E&C from such violation of [] or its agents and partners in relation to the Project.

For and On behalf of

[]

Name and Signature