

Anti-Corruption Code of Deltares

This Anti-Corruption Code (hereinafter named “Code”) is applicable to all activities of Deltares all over the world, whether directly by Deltares and its employees¹, or through third parties, including subsidiaries, joint ventures, agents, representatives, consultants, brokers, contractors, suppliers or any other intermediary under effective control of Deltares.

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

Sections 2 to 5 of this Code contain minimum requirements 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 Deltares we:

- behave honestly, are trustworthy and set a good example
- make sure that our behaviour complies with the policies and rules of Deltares
- use the resources of our company in the best interest of the company, and do not misuse these resources
- do not pay or accept bribes
- make a clear distinction between the interests of our company and our private interests, and we avoid possible conflicts of interest
- ensure that we comply with national legislation
- report incidents, risks and issues which deviates from our policies
- are continuously conscious about and aim to maintain our personal integrity and the integrity of Deltares

As management of Deltares we:

- commit ourselves to this policy, and to an ongoing effort to maintain our integrity
- make sure that Deltares 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.

3. Political and Charitable Contributions and Sponsorships

Deltares 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 Deltares. 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, Deltares consults local stakeholders in advance to unveil relevant needs.

¹ Deltares' employee in this case means:

- staff with a permanent or temporary employment contract
- student-staff
- volunteers
- interns
- people that work for Deltares on a different contractual basis than an employment contract,
- for example as seconded personnel, temporary personnel assigned through an employment agency or freelancer.

4. Facilitation Payments

Facilitation payments are payments without any legal foundation, 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, you must 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 in the policy of Deltares;
4. Inform your manager or department head;
5. Report the incident to the designated confident of Deltares.

5. 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 unit manager or of the Board of Directors.

6. Protection money

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

7. Implementation

Roles and Responsibilities

This Code has been developed to secure and detect actions which do not comply with the rules described herein and to give insight in the anti-corruption policy of Deltares. It is the responsibility of every employee of Deltares to prevent bribery and corruption within Deltares and to comply with the Code.

Every manager and employee of Deltares 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 Deltares, 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 Deltares.

The Unit magers shall be the confidents, who shall act as first point of contact regarding this Code. You must report any incidents and/or actions, which are or may be deemed by you as contrary to the contents of this Code, to the confident. You may do so anonymous.if you wish.

Business Relationships

Subsidiaries and Business Partners

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

Distributors and Agents

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

Contractors and Suppliers

Deltares 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. Deltares reserves its right of termination in the event of violations of this Code. Deltares avoids dealing with contractors and suppliers known to be paying bribes.

Communication and Training

Deltares is responsible to secure that all employees are informed about and understand this Code. 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 send on assignment to a country with high corruption (CPI-index < 40) the Unitmanager responsible can oblige him or her to follow a anti-corruption training.

Procedures

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

Sanctions

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

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