



Anti-bribery and anti-corruption policy statement

Cromwell European REIT

1. Policy statement

- A. Cromwell European REIT (“CEREIT”) is listed and traded on the Singapore Exchange. Cromwell EREIT Management Pte. Ltd. acts as the REIT Manager of CEREIT. Cromwell EREIT Management Pte. Ltd. and its subsidiaries shall be referred to as the “Manager” and CEREIT and its subsidiaries together with the Manager shall be referred to as the “CEREIT Group”.
- B. CEREIT Group is committed to the prevention of bribery and corruption and has taken a risk based and proportionate approach which is reflective of the nature and scale of our business activities. To assist it in upholding its commitment in the context of bribery-related issues, it has designed and implemented the following Bribery and Corruption Policy (this “Policy”).
- C. This Policy applies to all CEREIT Group entities and to individuals working at all levels and grades, including senior managers, officers, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, seconded staff, homeworkers, casual workers and agency staff, volunteers, interns, agents, sponsors, and other associated persons¹, working in respect thereof wherever located (collectively referred to as “**CEREIT Personnel**” in this Policy).
- D. CEREIT Group’s zero-tolerance approach to bribery and corruption should be communicated to all business partners at the outset of a business relationship with them and as appropriate thereafter.
- E. CEREIT Group will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which it operates; including but not limited to the principles under the U.K Bribery Act 2010 (the “U.K. Bribery Act”) to conduct CEREIT Group entities across the EU and the Prevention of Corruption Act, Chapter 241 of Singapore the (“PCA”).
- F. There are four distinct bribery offences under the U.K. Bribery Act and the PCA:
- offering or giving a bribe;
 - receiving or agreeing to receive a bribe;
 - bribery of a foreign public official; and
 - failure on the part of a commercial organisation to prevent bribery from being committed by someone providing services on its behalf.
- G. Additionally, if CEREIT Group is found to have taken part in corruption it could be excluded from tendering for public contracts and face damage to our reputation. CEREIT Group therefore takes its legal responsibilities very seriously.
- H. The Policy requires that all CEREIT Group Personnel must conduct their activities in full compliance with all applicable anti-corruption laws, including without limitation, the U.K. Bribery Act and the PCA, and any other anti-corruption laws that are in effect in the country in which CEREIT Personnel operate. In the event of any conflict, the local law will prevail.

¹ The term “associated person” is a term of art used in the U.K.’s Bribery Act that applies to employees, agents and subsidiaries acting on behalf of CEREIT Group.

- I. The purpose of the policy is to:
 - (a) set out responsibilities, and of CEREIT Personnel, in observing and upholding our position on bribery and corruption; and
 - (b) provide information and guidance to CEREIT Personnel on how to recognise and deal with bribery and corruption issues.
- J. The Head of Risk, Compliance and Company Secretarial has overall responsibility for ensuring this policy complies with CEREIT Group's legal and ethical obligations, and that all those under our control comply with it.
- K. The Head of Risk, Compliance and Company Secretarial has primary and day-to-day responsibility for implementing this policy and for monitoring its use and effectiveness and dealing with any queries on its interpretation.
- L. Management at all levels are responsible for ensuring those reporting to them are made aware of and understand this policy and are given adequate and regular training on it.
- M. The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all CEREIT Group Personnel.
- N. CEREIT Group is responsible for keeping financial records and have appropriate internal controls in place, which will evidence the business reason for making payments to third parties. Applicable standards, principles, laws and practices for accounting and financial reporting must be followed strictly. In particular, all reports and records required by management must be completely accurately and timely. In particular, steps should be taken to ensure that no part of any payment is to be made for any purpose other than that to be fully and accurately described in CEREIT Group's books and records. No undisclosed or unrecorded accounts are to be established for any purpose. False or artificial entries are not to be made in CEREIT Group's books and records for any reason.
- O. CEREIT Group may report violations of this Policy to the appropriate supervisory regulatory or law enforcement authorities.
- P. In this Policy, **third party** means any individual or organisation and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.