

# Bitpanda Custody MENA FZCO

## Anti-Bribery and Corruption Statement

## 1 Introduction

Bitpanda Custody MENA FZCO ("**Bitpanda**") is committed to conducting all business activities with honesty, fairness, and integrity, adopting a zero-tolerance stance towards bribery and corruption. All Bitpanda staff are expected to behave ethically and professionally in all business dealings and relationships.

This anti-bribery and corruption statement outlines Bitpanda's standards and procedures for preventing, detecting, and responding to bribery and corruption in all jurisdictions where Bitpanda operates. The statement ensures that all Bitpanda staff strictly comply with applicable anti-bribery and corruption laws and regulations, including those set forth by the Virtual Assets Regulatory Authority ("**VARA**").

In accordance with VARA's regulatory requirements, Bitpanda has established an effective anti-bribery and corruption statement to ensure:

- compliance with all applicable laws and regulations relevant to anti-bribery and corruption in every jurisdiction where Biptanda operates;
- the implementation of clear procedures allowing reports of suspected bribery or corruption to be made by entities outside of Bitpanda, while safeguarding the confidentiality and identity of the reporting entity at all times; and
- regular monitoring and enforcement of anti-bribery standards, as well as prompt and thorough investigation of any reported incidents.

This statement applies to all Bitpanda staff and third parties associated with Bitpanda and supports Biptanda's commitment to maintaining a transparent, ethical, and compliant operating environment. The statement aligns with VARA's requirements, ensuring that all potential risks related to bribery and corruption are effectively mitigated and managed.

## 2 Prohibited Conduct

At Bitpanda, we are committed to maintaining the highest standards of integrity and ethical conduct in all our business dealings. We strictly prohibit any form of bribery or corruption and expect all Bitpanda staff and associated third parties to adhere to these standards. This section outlines what constitutes bribery and corruption and details the

specific actions that are prohibited under this statement.

- **Bribery**: Bribery involves offering, giving, receiving, or soliciting something of value (such as money, gifts, or hospitality) to influence the actions of an official or other person in a position of authority to gain an undue business or personal advantage. Examples of bribery include providing cash or gifts to a government official to secure a contract, offering excessive hospitality to influence a client's decision, or promising a favour in return for confidential information.
- **Corruption**: Corruption is the abuse of entrusted power for private gain. This can manifest as bribery, embezzlement, nepotism, favouritism, fraud, or other practices where personal interests are prioritised over professional responsibilities. Examples of corruption include a manager awarding contracts to companies in exchange for kickbacks or a public official granting licences in exchange for illicit payments.

### 2.1 Prohibited Activities

It is strictly prohibited for Bitpanda to engage in any activity that would breach the anti-bribery and corruption rules put in place by VARA, including any of the following activities.

- **Giving or Offering Bribes**: It is prohibited to give, promise to give, or offer a payment, gift, or hospitality to a third party or otherwise engage in or permit a bribery offence to occur, with the expectation or hope that a business advantage will be received or to reward a business advantage already given. This includes both direct and indirect actions, such as using intermediaries to offer bribes on behalf of Bitpanda.
- **Facilitating Payments**: It is prohibited to give, promise to give, or offer a payment, gift, or hospitality to a third party to facilitate or expedite a routine procedure, also known as "facilitation payments." Such payments are typically made to secure or speed up a service to which the payer is legally entitled, but they are considered a form of bribery and are strictly prohibited under this statement.
- **Receiving Bribes**: It is prohibited to accept a payment, gift, or hospitality from a third party if it is known or suspected that such payment, gift, or hospitality is offered or provided with an expectation that a business advantage will be provided by Bitpanda in return. Accepting such payments, gifts, or hospitality is

considered bribery and is strictly forbidden.

- **Retaliation Against Whistleblowers**: It is prohibited to threaten or retaliate against a member of Bitpanda staff who has refused to commit a bribery offence or who has raised concerns regarding potential bribery or corruption. Protecting those who report concerns is critical to maintaining a culture of transparency and compliance.

### 2.2 Permissible Conduct

While this statement reflects that Bitpanda prohibits bribery and corruption in all forms, it does not prohibit normal and appropriate hospitality given or received in accordance with Bitpanda's Group anti-bribery and corruption policies, provided that such conduct complies with applicable laws. The statement sets out what is considered appropriate or inappropriate when giving or receiving gifts or entertainment from third parties.

All Bitpanda staff and associated third parties must adhere to this statement and ensure that any hospitality or gifts are reasonable, proportionate, and transparent, and do not create any conflict of interest or appear to be an attempt to improperly influence business decisions.

Bitpanda's compliance officer from time to time (the "**CO**") will monitor the effectiveness of this anti-bribery and corruption statement regularly. Any deficiencies identified will be addressed promptly. The CO will report the effectiveness of the statement and any issues identified to the board of directors of Bitpanda from time to time (the "**Board**"), ensuring that necessary actions are taken to maintain compliance with all applicable laws and regulations.

### 2.3 No Corrupt Payments

It is strictly prohibited for Bitpanda, and its staff, consultants, contractors, group companies, agents, business partners, contractors, or suppliers to make any payments to a third party where there is any reason to believe that all or any part of such payment will go towards a bribe or otherwise facilitate any corruption.

All payments made by Bitpanda for services must be appropriate, justifiable, and directly related to legitimate services provided. Under no circumstances should payments be made that could be construed as facilitating or concealing any form of bribery or

corruption.

## 3 Escalation, Investigation and Reporting

Bitpanda is committed to promptly addressing any suspected violations of its anti-bribery and corruption statement. The following procedures are established to ensure that all reports of potential violations are thoroughly investigated, documented, and resolved.

### 3.1 Reporting Procedure

Bitpanda is dedicated to fostering an environment where any suspected violations of its anti-bribery and corruption statement can be reported safely, confidentially, and anonymously. To achieve this, Bitpanda has established an internal Whistleblowing tool (https://bitpanda.integrityline.app/) to ensure that all Bitpanda staff and third parties, including Bitpanda customers, can report any concerns without fear of retaliation.

This method allows persons to escalate any concerns directly to the CO or designated representatives without revealing their identities unless they choose to do so and without fear of reprisal, thereby supporting Biptanda's commitment to transparency, integrity, and compliance. The confidentiality of all reporting parties will be protected in accordance with applicable UAE laws and regulations. Please refer to the Whistleblowing Policy for further information.

### 3.2 Investigation and Reporting Procedures

To maintain the highest standards of integrity and transparency, Bitpanda is committed to thoroughly investigating all reported violations or potential violations of its anti-bribery and corruption statement. The following procedures are implemented by the CO to ensure a comprehensive, fair, and timely investigation process:

- **Opening an Investigation File:** Upon receiving a report concerning a violation or possible violation of the anti-bribery and corruption statement, the CO immediately opens an investigation file. If the report is made orally, the CO prepares a detailed written summary to accurately document the nature of the report, the parties involved, and the circumstances surrounding the alleged violation.
- **Appointment of an Independent Entity:** To ensure impartiality, the CO promptly appoints an independent entity to conduct a thorough investigation. This entity is

responsible for gathering and documenting all relevant facts, including the entities involved, timelines, dates, actions taken, and any supporting evidence, ensuring that all aspects of the investigation are conducted in a fair, unbiased, and thorough manner

- **Confidentiality and Protection of Whistleblowers:** Bitpanda is committed to protecting the identity and confidentiality of persons who report potential violations in good faith. The identity of any whistleblower or individual disclosing relevant information is safeguarded in accordance with applicable UAE laws and regulations. Bitpanda strictly prohibits any form of retaliation against individuals who report suspected violations.
- **Conducting the Investigation:** The CO will advise the Board of the existence of an investigation and the independent entity appointed by the CO will carry out the investigation diligently, ensuring a thorough examination of all relevant facts and circumstances. The investigation includes interviews, evidence collection, and analysis, conducted in a manner that respects the rights of all parties involved.
- **Completion of the Investigation and Reporting:** Upon completing the investigation, the independent entity provides a comprehensive written report to the CO, detailing all findings, evidence, conclusions, and recommendations. If any unlawful conduct is identified, the CO promptly informs the Board, outlining the findings and the recommended course of action.
- **Ongoing Monitoring and Continuous Improvement:** The CO regularly reviews and assesses the effectiveness of the investigation and reporting procedures to ensure they remain robust, fair, and aligned with best practices. Any identified weaknesses or areas for improvement are promptly addressed to enhance the statement's effectiveness.

## 4 Review and Update

To ensure that Bitpanda anti-bribery and corruption statement remains effective and compliant with all applicable laws and regulations, it is reviewed at least annually and more frequently if there are significant changes in applicable laws, regulations, or the business environment. The CO coordinates the review process.