



# Global Anti-Bribery & Anti-Corruption Compliance Policy



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## I Overview

It is an essential element of Linde's *Code of Business Integrity* that full compliance with applicable anti-bribery and anti-corruption laws be maintained wherever and whenever Linde does business. This *Global Anti-Bribery & Anti-Corruption Compliance Policy* ("ABAC Policy") sets forth Linde's commitment to conducting business in accordance with the highest ethical standards and prohibits all forms of bribery and corruption. This *ABAC Policy* prohibits bribery of Government Officials, as defined below, as well as persons in the private sector (commercial bribery), including the offering, promising, authorizing or providing anything of value to any Government Official, customer, business partner, service provider or other third party acting on behalf of Linde in order to obtain or retain business or secure any improper business advantage for Linde.

The terms "Government" and "Government Official" refer to elected and appointed government employees at an official level of a government department or agency, including companies under government ownership or control.

Government employees at an "official level" are those in a position to affect a person's business dealings with a Government.

The terms "Government" and "Government Official" may have different meanings/definitions based on local laws and practices. If you have any questions on the definition in your country, please contact your compliance officer or legal counsel.

This *ABAC Policy* will provide a basic understanding of anti-bribery and anti-corruption laws and the actions required to comply with it. However, if you have any concerns about whether certain conduct meets the standards of this *ABAC Policy* or our *Code of Business Integrity*, you should consult your business or region's compliance officer or assigned legal counsel.

Non-compliance with anti-bribery and anti-corruption laws can result in severe civil and criminal penalties, and can potentially harm Linde's reputation with its customers, shareholders and the public at large. Linde Employees, which includes employees, directors and officers, who violate these laws may also face severe civil and criminal penalties, including jail time. Accordingly, Linde Employees who fail to comply with this *ABAC Policy* are subject to disciplinary action up to and including termination of employment.

## II Linde Policy

Linde Employees and others acting on behalf of Linde must comply with applicable anti-bribery and anti-corruption laws, including the US Foreign Corrupt Practices Act ("FCPA"), the UK Bribery Act ("UKBA"), the anti-bribery provisions of the German Criminal Code, and any relevant local laws in each country in which Linde conducts business. These laws prohibit bribery of Government Officials and private sector individuals (commercial bribery). In addition to the prohibition of bribery, the FCPA and this *ABAC Policy* require that Linde establish and maintain accurate books and records and adequate internal controls. If



there are any inconsistencies between Linde policies and anti-bribery and anti-corruption laws or regulations, the more restrictive standards will apply.

Linde Employees and others acting on behalf of Linde are prohibited from giving, promising, offering, authorizing, or making payment of anything of value (refer to Section III of this policy for additional information about what constitutes “anything of value”) to any Government Official to improperly obtain or retain business, to secure some other improper advantage, or to improperly influence a Government Official’s actions. Linde Employees should refrain from any conduct giving rise to an appearance of impropriety in interactions with Government Officials.

In addition to the prohibition of bribing Government Officials, Linde also prohibits the offering or providing of improper payments and other advantages to private persons and entities. Such payments can constitute commercial bribery.

Linde’s prohibition on bribery applies to all improper payments regardless of amount or purpose.

### III Anything of Value

Bribery may take different forms other than cash and still be prohibited. For example, the following can all be considered “anything of value”:

- an offer to pay (even if it is not accepted);
- promise to pay;
- gifts and entertainment (also refer to *Global Gifts & Entertainment Policy and Global Healthcare Compliance Policy*);
- stock;
- donations or contributions (also refer to Linde’s *Global Giving Program Guidelines and Global Healthcare Compliance Policy*);
- discounts on products or services not readily available to the public;
- offer of employment;
- forgiveness or assumption of a debt;
- reimbursement of travel expenses.

This list is not exhaustive. Therefore, due to the complexities surrounding these matters, consult your compliance officer or assigned legal counsel before making or authorizing any payment that may appear to be an improper payment.

### IV Gifts & Entertainment

Gifts and entertainment can be used to build goodwill between Linde, our business partners and other third parties. Providing or accepting occasional, reasonable and customary gifts and entertainment is allowed



under certain conditions. Those conditions include limitations and require specific approvals (refer to *Global Gifts & Entertainment Policy* and *Global Healthcare Compliance Guide* for details).

Irrespective of amount, Linde Employees and others acting on behalf of Linde must exercise good judgment, taking into account pertinent circumstances, including the character of the gift or entertainment, its purpose, its appearance, the positions of the persons providing and receiving the gift or entertainment, the business context, and applicable laws and social norms.

Gifts and entertainment must not be intended to create an improper advantage for Linde. Also, expenditures for gifts and entertainment provided must be accurately recorded in the books and records of Linde.

All employees should be familiar with the *Global Gifts & Entertainment Policy* and the *Global Healthcare Compliance Guide* and follow them closely.

## V Record Keeping and Accounting Internal Controls

The FCPA gives enforcement authority to the US Securities and Exchange Commission (SEC) and the US Department of Justice (DOJ), and requires companies whose securities are listed in the United States, such as Linde, to meet its accounting provisions. These accounting provisions operate in conjunction with the anti-bribery section of the FCPA. They require corporations to maintain books and records that accurately and fairly reflect the transactions of the corporation and to devise and maintain an adequate system of internal accounting controls. The purpose of these provisions is to prevent companies from concealing bribes and to discourage fraudulent accounting practices.

## VI Engagement of Certain Service Providers

Third-party agents, consultants or any other third-party representatives acting for or on behalf of Linde (collectively, "Service Providers") are prohibited from making improper payments on Linde's behalf. This prohibition also applies to subcontractors hired by the Service Providers to perform work on Linde's behalf.

All payments made to Service Providers, including commissions, compensation, reimbursements, must be reasonable in relation to the services provided and accurately documented in the books and records of the company.

Service Providers who interact with Government Officials or entities on behalf of Linde, as outlined in the *Global Policy for Engagement of Certain Service Providers*, must complete a prior due diligence process before beginning work on Linde's behalf. Any potential red flags raised during the due diligence review of a Service Provider must be reviewed and addressed prior to entering the relationship with the Service Provider.



Once a Service Provider has been retained by Linde, the Service Provider's activities and expenses must be monitored in accordance with the *Policy for the Engagement of Certain Service Providers* to ensure continued compliance with applicable laws and related Linde policies.

If there is a suspicion that a Service Provider has made or will make an improper or questionable payment, decline payment to the Service Provider and immediately notify your compliance officer or assigned legal counsel.

## VII Training

Linde requires that eligible employees complete anti-bribery and anti-corruption training in a frequency defined by the chief compliance officer. The required training may include online and/or in-person training.

## VIII Audits

Linde will conduct periodic internal audits to help ensure the company's continued compliance with applicable anti-bribery and anti-corruption laws, this *ABAC Policy* and other related policies. All employees must cooperate with the conduct of such audits and/or investigations.

## IX Effective Date

This policy is effective as of April 2021.



## Appendix:

### Your 10 Core Principles

1. Business activities must be conducted with integrity and in accordance with Linde's values.
2. Compliance requirements apply to all Linde Employees and entities worldwide, and to Linde representatives, consultants, and Service Providers acting on Linde's behalf.
3. Bribery or corruption will not be tolerated, whether in the public or private sector. Even the appearance of impropriety must be avoided.
4. Bribery may take different forms, including improper gifts, entertainment, or offers of employment. In short, it can be "anything of value".
5. If you see something, speak up! Be alert for red flags that raise questions concerning benefits given or payments made or to be made.
6. Maintain internal accounting controls and fair and accurate records (including accurate and reasonably detailed expense reports) to provide reasonable assurances that transactions are executed in accordance with the applicable anti-corruption laws.
7. If there are any inconsistencies between Linde's policies and anti-corruption laws or regulations, the more restrictive standards apply.
8. Compliance due diligence must be conducted with respect to certain Service Providers prior to entering into engagements with them. Once engaged, ongoing monitoring of services and payments must occur.
9. Anti-corruption laws provide severe criminal and civil penalties for violations committed by both companies and individuals.
10. If you have any concerns about whether certain conduct or action violates the law or Linde's policies, consult with your manager, your compliance officer or assigned legal counsel.