

VIKING LINE

Anti-bribery Policy

for the Viking Line Group

“Anti-bribery Policy”

This Policy document has been approved in Viking Line Abp's Group management meeting on 7th Aug 2018. The Policy shall be continually updated to ensure that applicable legislation is correctly referenced, and that the Policy reflects the relevant principles against bribery within the business.

VIKING LINE

ANTI-BRIBERY POLICY

Table of Contents

INTENT	2
1. ON BENEFITS	3
2. PROHIBITED BENEFITS.....	3
3. PROVIDING BENEFITS	4
4. ACCEPTING BENEFITS.....	7
5. IMPLEMENTATION OF AND COMPLIANCE WITH THIS POLICY	8
6. APPLICABLE CRIMINAL PROVISIONS	8

VIKING LINE

ANTI-BRIBERY POLICY

INTENT

This policy has been introduced by Viking Line to clarify and complement the main principle against all forms of bribery verified in Viking Line's current Code of Conduct.

Viking Line Abp, its group companies, management and all employees are expected to comply with this policy at all times. Viking Line also requires that its agents and partners comply with the principles set forth in this policy.

The policy is based on applicable laws and established principles, as specifically presented in the Code of Business Conduct published by the Swedish Anti-Corruption Institute (Institutet Mot Mutor). The Code of Business Conduct sets forth detailed regulations on a general level and serves as a good reference for more in-depth details. The Code of Business Conduct can be accessed at <http://www.institutetmotmutor.se/en/publications/business-code/>

If the applicable legislation or valid industry practice at some point include stricter regulations than those set forth in this Policy, such legislation or practice shall be complied with. The national laws that primarily concern Viking Line are the laws of Finland, Sweden and Estonia.

It is essential that all employees are aware of Viking Line's stance on, and the relevant regulations concerning, bribery and bribery. Within the seafaring and shipping industry questions may arise in particular when it comes to collaboration with different authorities and officials, especially those that carry out supervision and affect different kinds of permits. Moreover, questions about the correct way to act may arise while collaborating with private actors, or private businesses such as travel agencies etc. Furthermore, there shall be no uncertainty regarding what individual employees are allowed to accept from external entrepreneurs, current suppliers, or those whom hope to become suppliers for Viking Line.

It is important that each employee observes special caution and is actively aware of the principles in this Policy because it is not always obvious what may constitute a bribe. A mere suspicion of bribery can be detrimental to the reputation of a company or an individual. Similarly, it is detrimental if an act appears wrong or improper to a third party, even if the individual carrying out the act were convinced that no foul has been committed.

Bribes and corruption offences are not always obvious, as they can be difficult to recognise. Bribery offences and breaches of this Policy may include different types of activities, which ordinary people would not associate with conventional major crimes, but which are nevertheless considered offences. In practice, all types of gifts, rewards and other benefits may constitute bribes. In this Policy, gifts, rewards and other benefits are collectively referred to as "benefits".

VIKING LINE

ANTI-BRIBERY POLICY

This Policy covers all types of benefits, including such benefits which may lack financial value, but can otherwise be of personal value to the recipient.

In this Policy, **benefits** collectively refers to what is given (“providing benefits”) and what is taken (“accepting benefits”).

1. ON BENEFITS

Benefits can be divided into those that influence behaviour and those that influence attitude.

Benefits influence behaviour if they directly influence or risk influencing the recipient’s decisions or the manner in which he/she carries out work tasks. Benefits that influence behaviour shall not be permitted.

Benefits influence attitude if they are intended to promote the recipient’s knowledge on, understanding of, or interest in the company. Benefits that influence attitude, which agree with what is generally considered to be accepted forms of interaction between business and public organs, or within the business world, are typically permitted. However, local circumstances may affect the evaluation of what is acceptable and what is not.

Additionally, the context and the respective roles of the parties may have great significance in the evaluation of a specific situation. Activities that are totally prohibited in certain circumstances may in other situations be acceptable – that is to say, actions involving benefits are by no means prohibited in every situation. Whether providing a benefit is prohibited or not primarily depends on the position of its intended recipient.

Ordinary hospitality within reasonable extent is in all cases considered permitted.

2. PROHIBITED BENEFITS

Certain types of benefits are always prohibited, irrespective of whether the person is the providing or accepting party, and regardless of the respective positions of the parties. Benefits that are always prohibited include:

- monetary gifts, or corresponding gifts that can be considered as cash equivalents;
- delivery of goods or services for private use on terms that are not market terms;
- benefits conditional on the recipient performing a return favour, and is not approved by the recipient’s employer or assigner;
- covert personal commissions to employees or contractors (“kick-backs”);

VIKING LINE

ANTI-BRIBERY POLICY

- wholly or partially paid entertainment or holiday trips without a connection to the permitted marketing of one's own operations according to the principles of this policy, or
- an offer that is perceived as generally unethical.

This list is not exhaustive. The ethical reasons that form the rationale for the prohibition on the above benefits could apply to other similar benefits. An evaluation must be made on a case-by-case basis.

3. PROVIDING BENEFITS

The types of recipients of benefits can be roughly divided into three categories:

1. Those who directly exercise public authority or decide on public procurements;
2. Employees or contractors of public authorities, or other state-financed activities, or employees or contractors operating within sectors where integrity is particularly sensitive, and
3. Employees or contractors in private companies.

The basic principles for these categories are as follows:

1. Those who directly exercise public authority or decide on public procurements

It is forbidden to provide, promise or offer a benefit to a person who exercises public authority or decides on public procurement. This also applies to the provision of benefits that indirectly favour such decision makers, e.g. when directed at family members or other activities in which the decision maker participates. The prohibition also applies to persons who have indirect influence over decisions or measures, e.g. when preparing or reporting on a matter.

2. Employees or contractors of public authorities, or other state-financed activities, or employees or contractors operating within sectors where integrity is particularly sensitive

Great care must be taken in connection with benefits directed at such employees or contractors of public authorities who do not themselves exercise public authority or decide on public procurement (e.g. the administrative staff at bodies who exercise public authority), and employees or contractors of state-owned or state-financed companies or private operations, where integrity is particularly sensitive (e.g. banks, insurance companies and companies involved in certifying or overseeing operations).

VIKING LINE

ANTI-BRIBERY POLICY

The following, in particular, must be considered when evaluating whether a benefit is prohibited:

a) The value of the benefit

The risk of influencing behaviour is increased by the financial or personal value of the benefit as well as the frequency of benefits.

b) The position of the recipient

The recipient's type of employment or assignment is important. If the employee or contractor works for a public entity exercising public authority or carrying out public procurements, he/she holds a particular position even if he/she does not take decisions on those matters (but instead belongs to, e.g. administrative or service staff).

c) The nature of the benefit

The risk that a benefit is to be deemed improper increases the weaker the link is to the work tasks of the recipient. Thus, it is important whether the benefit has a clear connection to and forms a natural and useful part of the work carried out by the recipient or not. This would include, for example, discussing work related matters during a meal or a field trip during which work-related agenda items form a substantial part.

d) The group of recipients and forms for offering the benefit

A benefit containing access to an event should, in principle, be aimed at an undefined group of people, rather than at specifically chosen individuals. It is important that the benefit is provided overtly. That is, a benefit should generally be directed at the recipient's employer, be approved by it or comply with its established policies on benefits.

Red flags

Special caution shall be observed in the following cases:

- the benefit has a not insignificant value, or it is granted frequently,
- the benefit has no clear connection to the recipient's work or assignment;
- the benefit does not form a natural and useful part of the recipient's work or assignment;
- the benefit is offered or provided to the recipient (or his/her close relations) in close connection with decisions that affect the provider;
- the employee or contractor is invited to an event together with a companion, e.g. a relative or friend;
- the benefit (of an event type or similar) is directed at specifically chosen individuals;
- the benefit is not granted overtly;
- the benefit deviates from the generally accepted forms of interaction between business and public entities, or
- the provision of the benefit is initiated by the recipient.

VIKING LINE

ANTI-BRIBERY POLICY

3. Employees or contractors in private companies

General care shall be applied in connection with benefits directed at employees of privately owned companies. Marketing nevertheless requires different measures, offers and events, including marketing events, demo trips etc.

In such context Viking Line may provide, promise or offer a benefit to employees or contractors of private companies if the following conditions are fulfilled:

- a) it is done overtly;
- b) the benefit is moderate, and
- c) the benefit is not otherwise of such a nature that it could be deemed to influence behaviour.

Condition c) means that the benefit does not influence, or does not risk influencing, the recipient's decisions or the manner in which he/she carries out his/her work tasks, so that the recipient, due to the benefit, is invited to make a decision that is less favourable for his/her company in exchange for personal gain. However, taking into account the principles of conditions a-c) above, it is not wrong to help the recipient become convinced that choosing Viking Line is in fact in the best interests of the recipient's company.

Thus, the general starting point is that a benefit is permitted if it is moderate and it is provided overtly.

The requirement of overtness means that a benefit normally should be directed to the other company, be approved by the company or comply with that company's established policies on benefits.

The requirement that the benefit shall be moderate means that the benefit must not appear to be influencing the recipient's behaviour. Thus, the financial or sentimental value of the benefit shall be put in relation to the importance of the employee's integrity and susceptibility to influence, in which factors such as position, work tasks, age and experience can form part of the overall assessment. Accordingly, what is moderate or not moderate is dependent on the provider as well as the recipient. Further, it is dependent on the company and business sector. Local practices must also be taken into account when determining what is moderate. If several benefits are offered to the same employee or contractor, these benefits shall be considered together. A benefit that is itself moderate is not considered moderate if it, together with other benefits directed at the same recipient increases the risk of influencing the recipient in his/her carrying out of work tasks or assignments.

In general, it is less likely for an offer to be deemed improper if it is aimed at a wide group of people in the other company than if a corresponding offer is aimed at a

VIKING LINE

ANTI-BRIBERY POLICY

limited group. An event that is aimed at a wider group of people, and which is useful in carrying out the recipient's work tasks and is otherwise not extravagant, is thus typically permitted.

Red flags

Particular caution shall be observed in connection with benefits linked to private businesses, if:

- the benefit has high value or is provided frequently;
- the employee or contractor is offered products or services that can be for private use;
- the benefit coincides with business negotiations with the recipient's employer or assigner;
- an event-type benefit or similar is directed at specifically chosen individuals;
- the benefit is not known by the recipient's superior;
- the provision of the benefit is initiated by the recipient;
- the benefit deviates from the generally accepted forms of interactions in the business world, or
- the benefit also includes an invitation to accompanying people, e.g. a relative or friend.

4. ACCEPTING BENEFITS

The limitations in this Policy regarding the provision of benefits also apply, for the corresponding parts, to the accepting of benefits for Viking Line and its employees. Viking Line's employees and contractors shall immediately report any such benefits that are at risk of deviating from this Policy. If an employee considers an offered benefit to potentially be improper, he/she shall either reject it directly or – prior to accepting it – refer the decision to his/her supervisor, or ultimately to the Group management.

In unexpected situations where an immediate and polite rejection of the benefit is not possible, because it might damage relations between the companies, the benefit shall be reported, as above, to the recipient's supervisor as soon as permitted by the circumstances for their knowledge and processing.

The starting point is that in each individual case, even when the benefit can be considered permitted, the recipient needs to consider its justification, taking into account the basic principles of this Policy.

If nothing in particular points to a different outcome, a Viking Line employee is permitted to accept personal Christmas or birthday presents, with a maximum value of 60 euros (an exception being benefits, e.g. in connection with a 50th birthday present from a long-time partner, with a maximum value of 120 euros).

VIKING LINE

ANTI-BRIBERY POLICY

Gifts that are not specifically personal – e.g. sweets or beverage samples from suppliers – shall be forwarded to the respective departments and used in a way that is intended to benefit Viking Line.

All personally accepted benefits shall be reported and documented per department on a list accessible to Viking Line's internal control and compliance function.

The aforementioned limitations do not concern modest amounts of marketing articles of insignificant value (mass articles, such as pens and various small items).

5. IMPLEMENTATION OF AND COMPLIANCE WITH THIS POLICY

Every Viking Line department head or supervisor shall ensure that each of his/her subordinates familiarise themselves with this Policy. At a request from a department head or supervisor, the legal department may organise training regarding the policy. Individual employees can, if necessary, pose questions regarding the policy to their supervisor or the legal department directly.

If an employee notices or suspects a breach of this Policy, he/she shall notify his/her immediate supervisor or inform Viking Line's legal department or internal control. An employee shall never have to fear negative consequences on the grounds of a relevant notification. The same applies, if an employee takes up issues that are not satisfactorily covered in this policy.

Viking Line Group management shall, as needed, and at least every second year, follow up that the Policy is complied with, and go over whether updates are necessary.

6. APPLICABLE CRIMINAL PROVISIONS

It should be noted that legislation can always be amended. It is therefore ultimately the individual's responsibility to know and comply with applicable laws and regulations at any given time.

Finland

Giving of bribes to public officials is criminalised in chapter 16, sections 13–14 of the Criminal Code. Acceptance of bribe by a public official is criminalised in chapter 40, sections 1–4 of the Criminal Code. Section 15 of the State Civil Service Act (750/1994) also forbids a public official to demand, accept or receive a financial or some other benefit if it can compromise the credibility of the public official or the authority.

Bribery offences in business are regulated in chapter 30 of the Criminal Code. The giving of bribes is criminalised in section 7 and acceptance of bribes is criminalised

VIKING LINE

ANTI-BRIBERY POLICY

in section 8, and through an amendment passed in 2011 also aggravated giving of bribes and aggravated acceptance of bribes have separate mentions.

Sweden

New punishments for bribery offences entered into force on 1 July 2012 (Penal Code, chapter 10, sections 5a–5e). The main points of the regulations are as follows:

1. An employee or contractor must not receive, accept a promise of or request an improper benefit for the carrying out of the employment or assignment (passive bribery);
2. It is not permitted to provide, promise or offer an improper benefit to an employee or contractor for the carrying out of the employment or assignment (active bribery);
3. it is not permitted to receive, accept a promise of or request an improper benefit in order to influence a person who exercises public authority or decides on public procurements, or to provide, promise or offer an improper benefit in order for the recipient to influence the decision maker when exercising public authority or deciding on a public procurement
4. A businessman must act with caution when providing cash or other assets to its representatives, agents, cooperation partners and other representatives to ensure that the funds are not used for bribes (negligent financing of bribery)

The punishment for accepting bribes and giving bribes is fines or imprisonment of at most two years. If the offence is deemed to be aggravated, the punishment is imprisonment of at least six months and at most six years.

Estonia

Sections 294–298 of the Penal Code of Estonia prescribe on bribery offences involving an official and sections 402,3–402,4 prescribe on bribery offences in the private sector. The punishment can be up to ten years of imprisonment in the former case and up to five years in the latter.

Pursuant to section 6 of the Penal Code, Estonian law applies to acts committed on board of ships registered in Estonia, regardless of the location of the ship at the time of commission of the offence.