

## **Anti Corruption and Bribery Policy**

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# **Purpose and Scope**

The purpose of this Policy is to:

- Set out our responsibilities, and the responsibilities of those working for and on our behalf, in observing and upholding our position on bribery and corruption; and
- Provide information and guidance to those working for and on our behalf on how to recognize and deal with bribery and corruption issues

The scope of this policy applies to all Wiz personnel. This policy applies to the corporate controls environment.

# **Policy**

Wiz conducts all business in an honest and ethical manner. We take a zero-tolerance approach to bribery and corruption and are

committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever we operate and implementing and enforcing effective systems to counter bribery and corruption.

We take our legal responsibilities very seriously. We will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate.

Wiz may amend this policy from time to time and shall make the amended policy available to all individuals to which this policy applies.

## Who does this policy apply to?

This policy applies to all persons working for Wiz or on Wiz's behalf in any capacity, including employees at all levels, directors, officers, agency workers, volunteers, interns, agents, contractors, external consultants, third-party representatives and business partners, sponsors, or any other person associated with us, wherever located.

### Who is responsible for this policy?

Wiz's legal team has the overall responsibility for the effective operation of this policy. However, Wiz's management shall ensure the overall enforcement of this policy throughout the company. Suggestions for change should be reported to Wiz's legal team.

## Definitions

- 1. **Bribery** is offering, promising, giving or accepting any financial or other advantage, to induce the recipient or any other person to act improperly in the performance of their functions, or to reward them for acting improperly, or where the recipient would act improperly by accepting the advantage.
  - a. An **advantage** includes money, gifts, loans, fees, hospitality, services, discounts, the award of a contract, or anything else of value.
  - b. A person acts **improperly** where they act illegally, unethically, or contrary to an expectation of good faith or impartiality, or where they abuse a position of trust. The improper acts may be in relation to any business or professional activities, public functions, acts in the course of employment, or other activities by or on behalf of any organization of any kind.

It is a criminal offence to offer, promise, give, request, or accept a bribe. Individuals found guilty can be punished with imprisonment and/or fines and employers that fail to prevent bribery can face an unlimited fine, exclusion from tendering for public contracts, and damage to its reputation.

- 1. **Corruption** is the abuse of entrusted power or position for private gain.

### EXAMPLES

**Offering a bribe:** You offer tickets to a major sporting event to a potential client, but only if they agree to do business with Wiz.

This would be an offence as you are making the offer to gain a commercial and contractual advantage. We may also be found to have committed an offence because the offer has been made to obtain business for Wiz. It may also be an offence for the potential client to accept your offer.

**Receiving a bribe:** A supplier gives your nephew a job, but makes it clear that in return they expect you to use your influence at Wiz to ensure we continue to do business with them.

It is an offence for a supplier to make such an offer. It would be an offence for you to accept the offer as you would be doing so to

gain a personal advantage.

**Bribing a foreign official:** You arrange for the business to pay an additional "facilitation" payment to a foreign official to speed up an administrative process for Wiz.

The offence of bribing a foreign public official is committed as soon as the offer is made. This is because it is made to gain a business advantage for us. We may also be found to have committed an offence.

- 1. **Facilitation Payments**, also known as "back-handers" or "grease payments," are typically small, unofficial payments made to secure or expedite a routine or necessary action (for example, by a government official).
  2. **Kickbacks** are typically payments made in return for a business favor or advantage.
  3. **Third Party** means any individual or organization you come into contact with during the course of your work for or with Wiz, 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.

## What You Must Not Do

It is not acceptable for you (or someone on your behalf) to:

- 1. give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that a business advantage will be received, or to reward a business advantage already given;
  2. give or accept a gift or hospitality during any commercial negotiations or tender process, if this could be perceived as intended or likely to influence the outcome;
  3. accept a payment, gift or hospitality from a third party that you know or suspect is offered with the expectation that it will provide a business advantage for them or anyone else in return;
  4. offer or accept a gift to or from government officials or representatives, or politicians or political parties, without the prior approval of the legal team;
  5. threaten or retaliate against another individual who has refused to commit a bribery offence or who has raised concerns under this policy; or
  6. engage in any other activity that might lead to a breach of this policy.

## Facilitation Payments and Kickbacks

We do not make, and will not accept, facilitation payments or "kickbacks" of any kind. See section 2 for definitions of these terms.

You must avoid any activity that might lead to a facilitation payment or kickback being made or accepted by us or on our behalf, or that might suggest that such a payment will be made or accepted. If you are asked to make a payment on our behalf, you should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. You should always ask for a receipt which details the reason for the payment. If you have any suspicions, concerns, or queries regarding a payment, you should raise these with Wiz's legal team.

# Gifts, Hospitality, and Expenses

This policy allows reasonable and appropriate hospitality or entertainment given to or received from third parties, for the purposes of:

- establishing or maintaining good business relationships;
- improving or maintaining our image or reputation; or
- marketing or presenting our products and/or services effectively.

The giving and accepting of gifts is allowed if the following requirements are met:

- it is not made with the intention of influencing a third party to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favors or benefits;
- it is appropriate in the circumstances, taking account of the reason for the gift, its timing and value;
- it is given openly, not secretly; and
- it complies with any applicable local law.

Promotional gifts of low value such to or from existing customers, suppliers and business partners will usually be acceptable.

Reimbursing a third party's expenses or accepting an offer to reimburse our expenses (for example, the costs of attending a business meeting) would not usually amount to bribery. However, in excess of genuine and reasonable business expenses (such as the cost of an extended hotel stay) is not acceptable.

We appreciate that practice varies between countries and regions and what may be normal and acceptable in one region may not be in another. The test to be applied is whether in all the circumstances the gift, hospitality or payment is reasonable and justifiable. The intention behind it should always be considered.

## Donations

We do not make contributions to political parties.

We only make charitable donations that are legal and ethical under local laws and practices.

## Record-Keeping

We must keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.

You must declare and keep a written record of all hospitality or gifts given or received, which will be subject to managerial review.

You must submit all expenses claims relating to hospitality, gifts, or payments to third parties in accordance with our expenses policy and record the reason for expenditure.

All accounts, invoices, and other records relating to dealings with third parties including suppliers and customers should be prepared with strict accuracy and completeness. Accounts must not be kept "off-book" to facilitate or conceal improper payments.

# Your Responsibilities

You must ensure that you read, understand, and comply with this policy.

The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for Wiz or under Wiz's control. You are required to avoid any activity that might lead to, or suggest, a breach of this policy.

You must notify the Wiz legal team as soon as possible if you believe or suspect that a conflict with this policy has occurred or may occur in the future. For example, if a customer or potential customer offers you something to gain a business advantage with us or indicates to you that a gift or payment is required to secure their business. Further "red flags" that may indicate bribery or corruption are set out in section 13.

## How to Raise a Concern

You are encouraged to raise concerns about any issue or suspicion of bribery or corruption at the earliest possible stage.

If you are offered a bribe, or are asked to make one, or if you believe or suspect that any bribery, corruption, or other breach of this policy has occurred or may occur, you must notify your manager, the HR team, or the legal team as soon as possible.

If you are unsure about whether a particular act constitutes bribery or corruption, raise it with your manager, the HR team, or the legal team.

## Protection

Individuals who refuse to accept or offer a bribe or who raise concerns or report another's wrongdoing are sometimes worried about possible repercussions. We aim to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.

We are committed to ensuring no one suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or other corruption offence has taken place or may take place in the future. Damaging treatment includes dismissal, disciplinary action, threats, or other unfavorable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform the legal team immediately.

## Training and Communication

Training on this policy will be provided as necessary.

Our zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors, and business partners at the outset of our business relationship with them and as appropriate thereafter.

# Breaches of this Policy

Any employee who breaches this policy will face disciplinary action, up to dismissal for misconduct or gross misconduct.

We may terminate our relationship with other individuals and organizations working on our behalf if they breach this policy.

## Potential Risk Scenarios: “Red Flags”

The following is a list of possible red flags that may arise during the course of your work for or with Wiz and which may raise concerns under various anti-bribery and anti-corruption laws. The list is not intended to be exhaustive and is for illustrative purposes only.

If you encounter any of these red flags while working for or with Wiz, you must report them promptly to your manager, the HR team or legal team:

- you become aware that a third party engages in, or has been accused of engaging in, improper business practices;
- you learn that a third party has a reputation for paying bribes, or requiring that bribes are paid to them, or has a reputation for having a "special relationship" with foreign government officials;
- a third party insists on receiving a commission or fee payment before carrying out a government function or process for us;
- a third-party requests payment in cash and/or refuses to sign a formal commission or fee agreement, or to provide an invoice or receipt for a payment made;
- a third party requests that payment is made to a country or geographic location different from where the third party resides or conducts business;
- a third party requests an unexpected additional fee or commission to "facilitate" a service;
- a third party demands lavish entertainment or gifts before commencing or continuing contractual negotiations or provision of services;
- a third party requests that a payment is made to "overlook" potential legal violations;
- a third party requests that you provide employment or some other advantage to a friend or relative;
- you receive an invoice from a third party that appears to be non-standard or customized;
- a third party insists on the use of side letters or refuses to put terms agreed in writing;
- you notice that we have been invoiced for a commission or fee payment that appears large given the service stated to have been provided;
- a third party requests or requires the use of an agent, intermediary, consultant, distributor, or supplier that is not typically used by or known to us; or
- you are offered an unusually generous gift or lavish hospitality by a third party.

## Document Ownership and Approval

- 1. The Wiz Legal team is the owner of this document.
  2. This policy is designated as non-critical; the Wiz Legal team is responsible for ensuring the policy is reviewed and approved every second year.
  3. The current version of this document is available to all staff on the internal policy management tool.
  4. This Policy was approved by Mya Joel, Privacy Officer & Legal Counsel and is issued on a version-controlled basis.

**1. Change Record**

<b>Version</b>	<b>Author</b>	<b>Approver</b>	<b>Approval Date</b>	<b>Description of Changes</b>
2.0	Gosia Gilad	Mya Joel	16 July 2023	Template and formatting updates