



Dornan Engineering Limited its Subsidiaries and Branches  
Hereafter for the purpose of this Policy known as **Dornan**

# ANTI BRIBERY POLICY



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## ANTI-BRIBERY POLICY

### 1. PURPOSE

The purpose of this Anti-Bribery Policy (the “Policy”) is to establish Dornan’s commitment to conducting business with integrity, transparency, and in compliance with all applicable anti-bribery laws and regulations. This Policy is designed to prevent, detect, and respond to bribery and corruption in all forms, whether direct or indirect, and to promote a culture of ethical conduct across all levels of Dornan. This Policy supports the implementation and maintenance of an Anti-Bribery Management System in accordance with the requirements of ISO 37001:2016. It outlines the principles, responsibilities, and procedures that guide our efforts to identify and mitigate bribery risks, ensuring that all employees, Business Partners, and stakeholders understand and uphold our zero-tolerance stance on bribery.

This Policy is aligned with and reinforces Dornan’s Employee Code of Conduct and Code of Conduct for Business Partners, ensuring consistency in ethical expectations and behaviour across all internal operations and external engagements.

Dornan is committed to complying with all applicable national anti-bribery legislation across the jurisdictions in which it operates. Furthermore, we recognise the evolving regulatory landscape in Europe, including the proposed EU Anti-Corruption Directive, and affirm our readiness to adapt our practices and systems to meet any new legal requirements as they are introduced.

This Policy strictly prohibits the offering, giving, soliciting, or receiving of bribes in any form, whether directly or through third parties, in both public and private sector dealings.

### 2. SCOPE

This Policy applies to all employees, contractors, consultants, and third parties, Business Partners acting on behalf of Dornan.

### 3. DEFINITIONS

<b>Anti-Bribery Management System (“ABMS”)</b>	Structured framework designed to prevent, detect, and respond to bribery risks within an organisation. Implemented in accordance with ISO 37001:2016, an ABMS integrates anti-bribery controls into business processes such as procurement, finance, HR, and project management. It includes policies, procedures, risk assessments, due diligence, financial and non-financial controls, training, and monitoring to ensure compliance
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with anti-bribery laws and maintain a zero-tolerance approach to bribery.

**Benefit in Kind (“BIK”)**

A Benefit in Kind refers to any non-cash advantage or item of value provided to an employee in connection with their role or business relationship. This includes goods, services, hospitality, travel, entertainment, or any other benefit that is not part of normal remuneration.

**Business Partners**

Business Partners are all third parties that provide goods or services to Dornan Group and its subsidiaries, including but not limited to subcontractors, suppliers, vendors, consultants, agents, distributors, and any other entities or individuals acting on behalf of or in connection with Dornan’s business. This includes their owners, officers, directors, employees, contractors, agents, and others working on their behalf.

**Bribery**

The offering, promising, giving, accepting, or soliciting of an undue advantage of any value, financial or non-financial, directly or indirectly, and regardless of location, in violation of applicable law. It is intended as an inducement or reward for a person acting, or refraining from acting, in relation to the performance of their duties.

**Compliance Management System (“CMS”)**

Is a structured framework that integrates policies, procedures, and controls to ensure Dornan meets its legal, regulatory, and ethical obligations. It provides the foundation for managing compliance risks across all business activities and supports the implementation and continual improvement of the ABMS.

**Conflict of Interest**

A situation where personal interests could improperly influence professional judgment or actions. Employees must disclose any actual or potential conflicts and avoid situations that compromise impartiality.

**Corrective and Preventive Actions (“CAPA”)**

Measures taken to eliminate the causes of identified non-conformities and prevent recurrence. CAPA is a key

component of continual improvement under both CMS and ABMS

<b>Facilitation Payments</b>	Small, unofficial payments made to expedite routine government actions (such as issuing permits or processing paperwork). These are strictly prohibited under Dornan's Anti-Bribery Management System.
<b>Gifts</b>	Items of value received as a gesture of goodwill. While gifts may be acceptable under strict rules and specific conditions, they must never be used to influence business decisions or compromise ethical standards. All gifts must comply with Dornan's internal policies and be recorded.
<b>Hospitality</b>	Includes meals, entertainment, or travel offered or received in a business context. Hospitality must be proportionate, transparent, and not intended to influence business decisions. Reimbursement and proper documentation are required for acceptance.
<b>Investigation Protocol</b>	A structured process for handling suspected bribery or compliance breaches, covering initiation, evidence collection, documentation, and corrective actions, ensuring impartiality and alignment with ISO 37001:2016.
<b>Non-Conformity</b>	Any deviation from established policies, procedures, or legal requirements. Non-conformities must be investigated, documented, and addressed through corrective actions.
<b>Third Party Due Diligence</b>	The process of assessing external entities, such as suppliers, subcontractors, and agents for integrity, compliance history, and bribery risk before engagement and throughout the business relationship.
<b>Whistleblowing</b>	The act of reporting suspected misconduct, unethical behaviour, or violations of law or policy. Dornan maintains secure and confidential channels for whistleblowing and prohibits retaliation against whistleblowers.

#### **4. ROLES AND RESPONSIBILITIES**

Dornan is committed to maintaining a culture of integrity, transparency, and accountability. To ensure the effective implementation and continual improvement of the ABMS, the following roles and responsibilities are defined:

##### **Top Management**

Top Management shall demonstrate visible and active commitment to the ABMS by setting the tone at the top, allocating necessary resources, and ensuring that anti-bribery objectives are integrated into Dornan's strategic direction. They are responsible for fostering a culture of compliance and ethical conduct across all levels of Dornan.

##### **Compliance Function**

The Compliance Function is responsible for overseeing the design, implementation, and monitoring of the ABMS. This includes conducting risk assessments, developing and updating policies and procedures, delivering training and awareness programs, auditing, and reporting on compliance performance to Top Management. The Compliance Function shall maintain independence and have unrestricted access to both the governing bodies and the highest level of management at Dornan, ensuring transparency and the absence of any conflict of interest.

##### **Employees and Business Partners**

All employees and Business Partners are required to understand and comply with Dornan's anti-bribery policies and procedures. They must participate in relevant training, remain vigilant to potential bribery risks, and report any suspected or actual incidents of bribery or non-compliance through the appropriate reporting channels without fear of retaliation.

#### **5. RISK ASSESSMENT AND RISK MANAGEMENT**

Dornan adopts a structured, risk-based approach to identifying, assessing, and managing bribery risks in accordance with ISO 37001:2016. This approach ensures that anti-bribery controls are proportionate to the level of risk and are integrated into decision-making processes across the business.

Bribery risk management is conducted in alignment with Dornan's Compliance Risk Management Policy, which defines the principles, responsibilities, and procedures for risk governance. The ABMS operates within this framework to address bribery-specific risks.

Dornan conducts bribery risk assessments to identify and evaluate internal and external factors that may expose it to bribery. This includes:

- All employees are considered exposed to bribery risks and must adhere to the same anti-bribery controls and training requirement
- Evaluation of third-party relationships, including suppliers, consultants, and contractors
- Consideration of geographic, sectoral, and operational risk indicators
- Assessment of specific projects, transactions, and business engagements

Bribery risk assessments are carried out:

- Prior to initiating high-risk projects or engagements
- At regular intervals, and
- Whenever significant changes occur in Dornan's structure, operations, or external environment

### **5.1. BRIBERY RISK REGISTER**

All identified bribery risks are documented in the Compliance Risk Register, which serves as a central tool for monitoring and managing bribery-related exposures across Dornan. The register is owned and maintained by the Legal, Compliance, and Data Protection Department, who are responsible for ensuring its accuracy, relevance, and alignment with Dornan's ABMS. The Compliance Risk Register also feeds into the Corporate Risk Register, ensuring that bribery risks are integrated into the broader enterprise risk management framework.

The register is reviewed and updated regularly to reflect current risk exposure, mitigation efforts, and any changes in the internal or external environment. This risk-based approach enables Dornan to maintain a robust and responsive anti-bribery framework that supports ethical values, legal obligations, and stakeholder expectations. It also contributes to the continual improvement of Dornan's compliance practice.

### **6. DUE DILIGENCE**

Dornan adopts a comprehensive due diligence approach to mitigate bribery risks associated with third-party relationships, particularly in procurement and subcontracting activities. Due diligence procedures are central to Dornan's onboarding process and are designed to assess ethical, legal, and operational risks. All third parties engaged by Dornan must meet specific compliance criteria that reflect our commitment to integrity and anti-bribery standards.

Due diligence involves detailed pre-engagement assessments and ongoing compliance monitoring to identify potential bribery risks and ensure adherence to applicable laws and internal policies. These processes are reviewed regularly to maintain effectiveness, align with regulatory developments, and respond to emerging risks. Dornan remains committed to

refining these procedures to uphold the highest standards of ethical conduct and regulatory compliance

## **7. RECEIVING GIFTS, HOSPITALITY, AND OTHER BENEFITS**

Dornan maintains a zero-tolerance approach to bribery and corruption. To uphold integrity and transparency, strict rules apply to gifts, hospitality, and donations. Employees must not accept gifts from any external party under any circumstances. If a gift is offered, it must be declined and reported to the employee's manager and the Legal, Compliance and Data Protection Department.

In exceptional cases where refusal is impractical and a gift is accepted for personal use, Dornan will reimburse the cost of the gift, and the employee will be liable for the corresponding BIK tax. All such instances must be recorded in the department gift register.

Hospitality is generally prohibited unless it has prior approval from the employee's manager, is reasonable and proportionate, and is not intended to influence business decisions. Dornan must reimburse part of the expenses in line with company policy, and all hospitality expenses must be documented and approved before reimbursement.

All gifts and hospitality, whether offered or received, must be recorded in a gift register maintained by each department to ensure transparency and accountability. Department managers are responsible for maintaining and reviewing their registers, which must be accessible for compliance audits. Employees are expected to exercise sound judgment and seek guidance from their manager or the Legal, Compliance, and Data Protection Department if unsure about the appropriateness of any gift or hospitality.

Gifts must never be offered to public authorities.

## **8. REPORTING AND WHISTLEBLOWING**

Dornan is committed to maintaining a culture of transparency, accountability, and ethical conduct. All employees, contractors, and Business Partners are encouraged to report any suspected bribery, corruption, or unethical behaviour without fear of retaliation.

### **8.1. REPORTING CHANNEL**

Reports may be submitted through any of the following secure and confidential channels:

#### **Internal Reporting**

Dornan encourages individuals who have concerns or information about potential wrongdoing to report them internally. Whistleblowers can report their concerns to [compliance@dornangroup.com](mailto:compliance@dornangroup.com).

Reports in the first instance may be made orally or in writing. Alternatively, they may use the designated whistleblowing channel available via the Legal, Compliance and Data Protection page on Dornet by completing a Microsoft Form. The company will acknowledge in writing to the person making a disclosure the receipt of the report not more than 7 days after receipt of it.

#### **External Reporting (Third party reporting)**

Dornan encourages individuals from outside the Dornan Group who have concerns or information about potential wrongdoing to report them. Whistleblowers can report their concerns to the Legal, Compliance and Data Protection Department.

Reports can be made orally or in writing, the details of how to do this are outlined below. The company will acknowledge in writing to the person making a disclosure the receipt of the report not more than 7 days after receipt of it.

External Third-Party Reporting Channels:

Legal, Compliance and Data Protection Department

Unit 10 Eastgate Avenue,

Eastgate

Little Island

T45 PC63

Email address: [compliance@dornangroup.com](mailto:compliance@dornangroup.com)

Telephone: +353-21-423390900

#### **8.2. INVESTIGATION PROCESS**

Upon receipt of a report, Dornan will initiate a structured investigation in line with its Investigation Protocol. This includes:

- Appointment of an Investigation Team with appropriate expertise and independence
- Preliminary assessment to determine scope and credibility
- Formal investigation procedures, including evidence collection and interviews
- Documentation of findings and recommended actions

The investigation process will be conducted impartially, promptly, and with respect for all parties involved.

#### **8.3. OUTCOMES AND REMEDIATION**

If bribery or misconduct is confirmed, appropriate disciplinary and corrective actions will be taken, which may include:

- Termination of employment or contract
- Legal reporting to authorities
- Review and strengthening of internal controls
- Lessons learned from investigations will be used to improve Dornan's ABMS.

#### **8.4. NON-RETALIATION COMMITMENT**

Dornan strictly prohibits retaliation of any kind against any individual who reports concerns in good faith. Any act of retaliation will be treated as a serious violation of this Policy and may result in disciplinary action.

#### **9. INTEGRATION WITH OTHER POLICIES**

This Policy forms a core component of Dornan's broader ABMS and is designed to work in alignment with other key governance and compliance frameworks. To ensure consistency and reinforce ethical conduct across all operations, this Policy should be read in conjunction with Employee Code of Conduct, Code of Conduct for Business Partners, Compliance Policy, Human Rights Policy, Whistleblowing Policy.

Together, these policies support a unified approach to ethical business practices and legal compliance. All employees and relevant stakeholders are expected to be familiar with and adhere to these policies as part of their responsibilities under the ABMS.

#### **10. TRAINING AND COMMUNICATION**

Dornan recognises that effective training and clear communication are essential to fostering a culture of integrity and ensuring compliance with anti-bribery standards.

##### **10.1. MANDATORY TRAINING**

Dornan is committed to fostering a culture of integrity through comprehensive training programs. All employees are required to complete mandatory annual corporate compliance training. This includes an anti-bribery module to reinforce core principles and regulatory obligations. All new employees are required to complete ethics and compliance training, which features a specific module on anti-bribery principles. The training uses an interactive approach, including a live quiz to test understanding and highlight important points. Participation and quiz scores are monitored to ensure everyone is engaged and comprehends the material. Workshops continue throughout the year to reinforce these topics.

##### **10.2. ONGOING COMMUNICATION**

Dornan maintains regular communication on anti-bribery topics through:

- Internal newsletters
- Intranet
- Email communication
- Posters and flyers at work sites and offices
- Training and awareness

These communications reinforce expectations and keep employees informed of any changes in this Policy or legislation.

### **10.3. ON-SITE COMPLIANCE ENGAGEMENT**

To ensure that anti-bribery standards are upheld in practice, Dornan conducts on-site visits and compliance checks. These visits are carried out by designated employees from the Legal, Compliance and Data Protection Department.

## **11. MONITORING, REVIEW, AND CONTINUAL IMPROVEMENT**

Dornan is committed to the continuous improvement of its ABMS. To ensure its effectiveness and alignment with evolving legal and regulatory requirements, the following measures are in place:

### **11.1. INTERNAL COMPLIANCE MONITORING, AUDITS, AND MANAGEMENT REVIEWS**

Regular internal audits and management reviews are conducted to assess the performance and compliance of the ABMS. These activities are governed by the Internal Monitoring, Audit, and Management Review Policy, which is owned by the Legal, Compliance and Data Protection Department. All reviews are documented and used to identify areas for improvement, with findings feeding into corrective actions and system enhancements to strengthen Dornan's anti-bribery framework.

### **11.2. LEGISLATIVE MONITORING**

Relevant anti-bribery and corruption legislation is continuously monitored. Any changes in applicable laws or regulations are logged, and the ABMS is updated accordingly to maintain compliance and legal integrity.

### **11.3. TRAINING UPDATES**

Training materials and programs are reviewed and updated in response to changes in legislation or updates to this Policy. This ensures that all employees and stakeholders remain informed, competent, and compliant with Dornan's anti-bribery standards.

### **11.4. POLICY OWNERSHIP AND INDEPENDENT AUDITING**

This Policy is authored and maintained by the Legal, Compliance, and Data Protection Department, who are responsible for its implementation and oversight. The department is subject to an independent audit on an annual basis to verify adherence to legal and regulatory standards and to identify opportunities for improvement.

### **11.5. CONTINUAL IMPROVEMENT**

Dornan actively promotes a culture of continual improvement. Feedback from audits, training sessions, employee input, and external developments is used to refine and enhance the ABMS. Improvement initiatives are tracked and reviewed to ensure they deliver measurable benefits and strengthen Dornan's ethical and compliance posture.

### **12. NON-COMPLIANCE**

Dornan maintains a zero-tolerance approach to bribery and corruption. Any breach of this Policy, whether intentional or due to negligence, will be treated as a serious matter and may result in disciplinary action, up to and including termination of employment or contract. Non-compliance may also expose individuals and the company to legal consequences, reputational damage, and regulatory penalties.

All employees, Business Partners, and subcontractors are expected to fully understand and adhere to the requirements of this Policy. Failure to comply with the due diligence procedures, reporting obligations, or ethical standards outlined herein will be subject to investigation and appropriate remedial action.

Dornan encourages proactive reporting of suspected non-compliance and assures protection under its non-retaliation commitment for those who report concerns in good faith.

### **13. REVIEW AND MAINTENANCE**

This Policy is owned by the Legal, Compliance, and Data Protection Department, who are responsible for its implementation, oversight, and continuous improvement. The Policy shall be reviewed annually to ensure it remains effective, relevant, and aligned with applicable laws, regulations, and internal standards.

If you have any questions, concerns, or require further clarification regarding this Policy, you are encouraged to contact the Legal, Compliance, and Data Protection Department either by email at [compliance@dornangroup.com](mailto:compliance@dornangroup.com) or in person. Dornan remains committed to transparency and collaboration in maintaining a strong anti-bribery culture.