



# AME COMPLIANCE FRAMEWORK (AMECF)

AME International GmbH  
Hietzinger Hauptstrasse 46, 1130 Vienna, Austria  
Version 1.11, CD01, valid from 21<sup>st</sup> September 2021

CM Yana Cevik

21.09.2021

## Preamble

**“Our attitude towards Bribery and Corruption is clear: We do not engage in any form of Corruption practices, nor do we tolerate it by our Business Partners.”**

Anything we do must be in the best interest of our clients and their patients. However, our attitude towards Bribery and Corruption is clear: We do not engage in any form of Corruption practices, nor do we tolerate it by our Business Partners.

We conduct our activities in line with all applicable laws and regulations, and our own AMECF in its current version, which closely corresponds with the ISO 37301:2021 and ISO 37001:2016 Standards. On 5<sup>th</sup> July 2013 AME and its Anti Bribery Management System got first successfully certified under BS 10500:2011 Standard – as first small and medium-sized company in Austria – and on 28<sup>th</sup> June 2017 AME got certified under ISO 19600:2014 and ISO 37001:2016 Standards.

AME operates in some challenging commercial markets, where Corruption could be part of the local business tradition. This shall not be an excuse for us, neither for any of our Business Partners. We expect anyone working for us and with us to recognise the responsibility and to share our approach to Corruption and ethical standards.

Our AMECF, supported by the respective Policies, shall provide anyone at AME and our Business Partners with guidance and a broad understanding of the importance of Anti-Corruption Measures being installed at AME.

Vienna, 21<sup>st</sup> September 2021

A handwritten signature in blue ink, consisting of a large, stylized initial 'H' followed by a series of loops and a long horizontal stroke.

Heinz MESSINGER  
Managing Director

A handwritten signature in blue ink, featuring a cursive style with a prominent initial 'E' and a long, sweeping horizontal stroke at the end.

Ekkehart STREMITZER  
Managing Director

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## 1. Introduction

### 1.1. About the AMECF

The AMECF outlines the firm's response towards Bribery and Corruption threats. It expresses AME's expectation towards its Business Partners, too. It closely corresponds with the ISO 37301:2021 and ISO 37001:2016 Standards. Together with newly introduced Policies, and the installation of a Compliance Manager, it forms part of the firm's intention to get its Compliance Management System externally certified under the Standard mentioned above.

For individuals working for and with AME, the AMECF shall, together with the respective Policies, the Employee's Code of Conduct and the Employee's Non-Disclosure Agreement:

- Outline what AME expects from its employees and Business Partners
- Give guidance on how to comply with the firm's approach to Corruption and Bribery
- Raise awareness for Corruption and Bribery risks in day to day business
- Tell employees and Business Partners how to channel any compliance incidents in a professional and confidential way

### 1.2. Corresponding Policies

If in-depth, detailed information on processes or specific guidance for employees and business partners seems to be required, the firm will put relevant Policies in place. Currently, the following Policies connected to the AMECF are installed:

- *Alert Policy*
- *Business Partner Policy*
- *Gift Policy*
- *Hospitality Policy*
- *Training Policy*

### 1.3. Compliance Manager

The appointed Compliance Manager(s) (hereinafter “CM”) shall be the first contact for any compliance issue for both employees and Business Partners. Together with the Board of Directors the CM will keep the AMECF and its corresponding Policies up to date, support colleagues and Business Partners in compliance issues, and document and investigate any genuine suspicions in a serious, impartial way.

The CMs of AME International GmbH are:

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and as deputy CM:

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tel. +43 (01) 503 59 79

### 1.4. Accessibility and Documentation

The AMECF is published on the firm’s webpage [www.ame-international.com](http://www.ame-international.com), and can be found on the firm’s server: N:\INTERN\Compliance\01\_AME\_Compliance\_Management\_System\01\_AMECF\_und\_related\_Policies.

The corresponding Policies can be found on the firm’s server: N:\INTERN\Compliance\01\_AME\_Compliance\_Management\_System\01\_AMECF\_und\_related\_Policies.

Valid hardcopies of both are available in the firm’s compliance record, accessible to anyone at any time. The record is called “AME Compliance System”, to be found in the CM’s office.

Any employee has to sign for being familiar with both AMECF and Policies. This will be documented in the individual HR records. Updated version(s) of the AMECF or related Policies are communicated by the CM via email to the staff members. Any individual having concerns regarding updated version(s) is encouraged to discuss with the CM. If no concerns are raised within 10 work days, the new version of a document shall become a valid part of the individual’s employment contract.

### 1.5. Range of Corruption and Bribery

Both words are widely used interchangeably.

Corruption is the misuse of power by a person it has been entrusted to, for its own private gain.

The most common form of Corruption is giving or receiving money, a gift or other advantage, related directly to a decision maker, or indirectly to relatives, friends and Business Partners of such one. Inflated commissions, fake consultancy agreements, unauthorised rebates, political or charitable donations are the most common practices to hide Corruption.

Intention usually is to influence a decision of someone in government or in private business, in order to get a commercial advantage, e.g. to win a tender or to get a sales deal signed.

Though the most common form of Corruption involves Government Officials, and focus of worldwide Anti-Bribery laws is on the public sector, AME prohibits any kind of Bribery to and from the private sector as well.

Corruption limits growth, restricts competition and innovation on the markets. It leads to inequality by benefiting just a few. Corruption is not only against AME values, it is strictly illegal under national and various international laws. As a result, AME and its Business Partners are expected to have a suitable Anti Bribery Management System installed, being able to prevent and detect Corruption related to the firm and its employees.

Companies and individuals can face drastic charges under national and international law, ranging from large fines, prison to debarment from public bid procedures. If a Business Partner of AME, such as an agent or a sub-contractor has committed a Corruption offence, AME could face similar charges as if the Corruption was committed directly by AME itself.

Non-compliance puts individuals and the firm at risk. AME strives to minimize these risks by introducing a structured, certified Anti Bribery Management System.

### **1.6. Government Officials**

AME interacts closely with representatives of government bodies during all project phases, e.g. employees of public hospitals or representatives of the respective ministries, so called "Government Officials".

A Government Official can be defined as an officer or employee

- acting on behalf of a government body (including departments, agencies, health and reimbursement authorities).
- of companies owned in whole or part by a government body.
- of a government international organisation, e.g. WHO or the UN.
- of a political party or any person acting in an official capacity on behalf of a political party or candidating for a role in politics.
- working for a state-owned health care institution, i.e. healthcare professionals and hospital staff.

Corruption and Bribery related to a Government Official we consider to be our highest risk. In particular, we would like to stress almost any healthcare professional AME deals with can be considered as Government Official.

Specific Anti-Corruption laws require AME and anyone doing business with AME to be highly aware when dealing with them. The following points of the AMECF, and the relevant Policies will pay special attention to them where required.

## **2. Principles of the AMECF**

The AMECF and the relevant Policies, as well as our employee's and Business Partner's conduct, shall be linked to the following principles:

**Separation**

Any kind of advantage or benefit given or received must be clearly separated from any kind of decision making process.

**Transparency**

Advantages or benefits given or received by an individual must be disclosed to the individual's superior(s) or management.

**Proportionality**

Considerations given or received in return for a service or a performance must not exceed normal market value.

**Documentation**

Granting and receiving of advantages and benefits must be documented.

**3. DOs and DON'Ts**

As a result of the AMECF

- Giving, offering, taking or demanding payments or personal favours (Bribery) is strictly prohibited
- AME considers it as the individual's responsibility to familiarise with the AMECF and the respective Policies
- AME will monitor its compliance system, adapt it if required and assess Corruption risks on an ongoing base
- Documentation must be complete and accurate at any time to show compliance with the AMECF
- We encourage and observe each other, in order to preserve the standards of the AMECF. If non-compliance is observed, it must be reported in a fair and confidential way to an appropriate channel

## 4. Guideline Section

AME offers formal guidelines to both AME staff and AME Business Partners.

This section summarizes general requirements and processes currently implemented at AME regarding the following topics:

### 4.1. Gifts

In general, for both giving and receiving, Gifts have to be

- modest in nature,
- connected to a proper business reason,
- may not exceed any amounts specified by the relevant law, and
- may only be given or received without expectation of consideration or value in return.

Any kind of Gift to be given needs prior approval of a Managing Director of AME. Cash or its equivalents, from those with whom AME has got any kind of business relationships are strictly prohibited.

Gifts to Government Officials are considered as high risk, as they might be suitable to create improper influence regarding business with AME, or to be seen as a bribe or illegal advantage. Therefore, on an exceptional basis only, Gifts to a Government Official are possible

- if they are of minimal value,
- if it is legal, and
- if they are given transparently in respect of a local custom.

Additional guidelines on procedures, suitability and unsuitability concerning Gifts are given in the *AME Gift Policy*.

### 4.2. Hospitality

AME employees may pay for and accept customary business amenities, such as meals, travel/accommodation or entertainment, if linked to an appropriate business meeting and if approved by one of the Managing Directors. It is frequently necessary for a supplier, including AME, to provide education and executive briefings for customers. It's all right to accept or provide some services in connection with this type of activity.

However, any means of Hospitality

- must be modest in nature,
- must have an appropriate business reason,
- may not exceed any amounts specified by the relevant law, and
- may only be given or received without expectation of consideration or value in return.



AME knows, understands and respects the regional and cultural differences of its clients and markets. We encourage our employees to accustom to those differences. As far as Hospitality is concerned, we ask our employees to apply this section reasonably and tactfully.

Furthermore, locations for Hospitality must be appropriate (lodging and food at company facilities is generally all right, although AME normally expects its employees to use commercial facilities), and the respective measure or event must be subordinate in both time and focus to the appropriate business purpose.

Hospitality such as promotional premiums and discounts may be accepted when offered to travellers generally, unless AME has specified to the contrary.

Invited individuals must not be induced to a business transaction through Hospitality.

Hospitality to Government Officials is considered as high risk, as it might be suitable to create improper influence regarding business with AME, or to be seen as a bribe or illegal advantage. Therefore, on an exceptional basis only,

- provided it is legal and
- given transparently,

actual costs of Hospitality may be reimbursed.

It is considered inappropriate to invite any other person, not having a professional interest in the meeting, such as relatives, spouses or any other guests of the invited person. Any invitation may not be extended to such persons.

Additional guidelines on procedures, suitability and unsuitability concerning Hospitality are given in the *AME Hospitality Policy*.

### **4.3. Daily Allowances**

Daily Allowance is a reasonable sum of money paid by AME - if contractually obliged to pay - to cover food, accommodation and other living expenses that a member of a delegation or a participant of a training measure organised by AME incurs. The allowance does not cover the actual costs of travel or accommodation usually, as AME strives to do respective bookings for individuals mentioned above.

A Daily Allowance will only be paid if the individual's employer does not cover such costs himself, and has approved the Daily Allowance in advance in writing.

Provided AME has made arrangements to cover expenses mentioned above, payment of a Daily Allowance is excluded.

AME considers the WHO Per-Diem Rates as guidance.

Daily Allowance (incl./excl. costs of accommodation) must be suitable to cover the average costs an individual will face within the respective country per day while being part of a delegation or training. However, it will not exceed the WHO' recommendations for the respective countries.

#### **4.4. Relationship with Government Officials**

What is acceptable in the business world may not be acceptable and may even be against regulations when dealing with Government Officials. Gifts and Hospitality especially raise AME's concerns. Many countries have strict limitations installed regarding value and nature of Gifts and Hospitality their Officials are allowed to receive.

Any meeting with Government Officials must be conducted in an open and transparent way, to avoid the perception of corrupt activities.

AME assigns Government Officials only if approved by a Managing Director, if the expertise is unique on the market and the assignment is legally allowed.

#### **4.5. Managing our Business Partners**

Business Partners are with whom AME's contracts are with, including but not limited to, suppliers, clients/customers, consortium/joint venture partners, contractors /sub-contractors, agents, advisors and consultants.

Due to the potential risk of taking over liability when dealing with certain Business Partners or entering into M & A deals, it is essential for AME to know its counterparty.

AME has set up a risk-based process, responding accordingly to the respective Business Partners. The process aims to find out who we deal with, to define how we select our Business Partners and how we evaluate the risk coming along with each co-operation (due diligence).

AME requires any Business Partner to carry out its obligations towards AME with integrity and to comply with any relevant law and regulations. AME encourages its Business Partners to share AME's values and standards, as conduct of a Business Partner could be considered as conduct of AME itself.

In general, any kind of individually agreed contract needs a signature from one Managing Director and at least one authorised officer, and must include an integrity clause, obliging our Business Partner to comply with any applicable law and regulation, and with the AMECF. Any Business Partner shall disclose its own compliance system to AME- if such one exists. Payments are only done to the Business Partner's business account, which has to be with a bank based in the same country as the Business Partner. Any exception thereof has to be justified and documented in writing.

AME's procurement process is determined by the client's requirements, such as technical specifications being agreed with the client, and the ability of a supplier to provide adequate after sales services. It has always been part of AME's strategy that decisions are based on sustainable merit for the customer. The person initialising, preparing and monitoring the contract must be separated from the one that signs the contract.

During a tender, AME will consider any regulations set by the tender regarding e.g. conflicts of interests, dealing with Government Officials and any other person being involved in the tender. AME strictly prohibits any measure such as, but not limited to, Gifts and Hospitality, to persons being related to a tender.

Further Information and guidelines on AME's interaction with Business Partners can be found in *AME's Business Partner Policy*.

#### **4.6. Contributions**

Donation practice has always been a solid part of the firm's corporate social responsibility approach. Donations AME makes are of charitable character only, with negligible or no benefits in return. AME only donates to charities registered under the local country's law, if they provide a donation receipt in return. Any receiver of a donation must report to AME's Compliance Manager at least annually how the money is/was spent.

AME sponsors for advertisement and marketing purposes both commercial and non-commercial organisations for the mutual benefit of both sides. Any sponsorship is contractually based and requires the receiver to issue a commercial invoice to AME.

Donations to charities and sponsorship for marketing purposes are the only Contributions AME does.

Before a contribution is made, an internet-based check on the receiving organisation and its members of board is performed and documented by AME's CM. Results must be reported to the Managing Directors to support their decision making process. Focus of the CM's investigation is to find out if the respective contribution might be in conflict with AME's business activities.

AME acknowledges that donations and sponsorships could be seen as a bribe. Therefore, AME does not make any Contributions to political parties, their sub-organisations, or charities related to them or to a government body if any applicable law prohibits this. AME will never contribute to a single person- only to an organisation, through a bank account in the country the receiving organisation is based or registered. Contributions are denied if they are likely to be considered to win a business deal, or to influence any kind of decision maker such as Government Officials in favour of AME. Donation and sponsorship activities need approval by one Managing Directors and at least one authorised officer.

#### **4.7. Facilitation Payments**

AME strictly prohibits any kind of payment or value given or taken to speed up business processes, to secure deals or to obtain approvals or permits AME is legally entitled to anyway.

In the event our staff members or Business Partners are faced with a demand e.g. for a facilitation payment or similar benefit, AME's Compliance Manager has to be informed for further follow-up without delay about: Name and function of person who demanded, when and where such demand was made, in relation to which activity or project, demanded item/value, and response of the reporting person.

#### **4.8. Internal Controls**

Adequate and orderly accounting under the supervision of AME's finance manager forms the basis of our financial control system. The system is certified under DIN EN 9001:2015, and gets checked by an external auditor annually. Details on processes are given in AME's internal guidelines and instructions for the accounting department, as part of QM Handbook for ISO EN 9001:2015.

Once a year a full internal system audit, consisting of an internal audit of the whole Compliance Management System and a management review, is performed and documented by the Quality Manager. Focus of both measures is to evaluate the AMECF and its related Policies have been implemented accordingly, and to identify any weak points requiring improvement.

#### **4.9. Employment Procedures**

AME screens employees carefully during all stages of the hiring process to protect our valuable assets such as reputation, integrity and customer satisfaction from Corruption practice of any kind.

Any employee must have the claimed qualifications and has to provide a gapless CV. It is part of the hiring procedure that any copy gets compared with the respective original. It is mandatory for an applicant to supply a positive written reference for any previous position held. AME will reserve the right to contact a previous employer, if a reference statement shows gaps, ambiguities, or a reference is not provided at all. The AMECF forms part of the employment contract, and therefore has to be signed together with the employment contract. AME reserves the right to request a criminal record from applicants. The person responsible for hiring will perform and document any of the steps mentioned above.

Any new hire will have an individual session regarding the AMECF with the AME's Compliance Manager to discuss the importance of our anti-Corruption measures in detail. The session will take place within 2 weeks of the actual start date and will be documented by the Compliance Manager.

AME pro-actively provides guidance by the AMECF and the corresponding Policies, through regular Training for employees with a high risk of exposure to Corruption, and one to one sessions with the Compliance Manager if required or requested.

AME will not penalize any employee that rejects, turns down or resists to take part in a business opportunity the employee considers reasonable and in good faith to be an unacceptable risk of Corruption. However, AME will consider appropriate disciplinary measures in cases of breach of applicable law or the AMECF. In severe cases non-compliance can lead to termination.

Additional information on AME's internal Compliance Training is given in the *AME Training Policy*.

#### **4.10. Reporting any Misconduct**

AME has set up a standard and confidential process for its employees on how to raise a genuine concern of misconduct under the AMECF. The process ensures confidentiality and protects employees reporting in good faith from retaliation or harassment.

Additional information on AME's process of reporting suspects or misconduct is given in the *AME Alert Policy*.

Third parties, e.g. our Business Partners, are encouraged to approach AME's CM in the event of a genuine concern of misconduct under the AMECF related to AME's employees, including its Board of Directors. AME's Alert Policy enables the CM to either channel such concern internally, or in the event a board member might be concerned, to link such third party to a representative of AME's shareholders for further discussions.


## 5. Certificates



# CERTIFICATE

No.: Y 000016

The Austrian Standards plus GmbH (an accredited certification body in accordance with ISO/IEC 17021-1) issues this certificate.

<b>Holder of certificate:</b>	AME International GmbH Hietzinger Hauptstraße 46, 1130 Wien, Austria
<b>Scope:</b>	AME International GmbH Hietzinger Hauptstraße 46, 1130 Wien, Austria
<b>Standard(s):</b>	ISO 37301:2021-04-12 <i>Compliance management systems — Requirements with guidance for use</i>  This certificate attests that the certificate holder has implemented an effective management system that meets the requirements of the referenced document.
<b>Management system:</b>	Compliance management system The certified compliance management system covers the risk area "Corruption".
<b>Mark of conformity:</b>	This certificate entitles the holder of the certificate to use the following conformity mark: 
<b>Date of issue:</b>	2021-09-20
<b>Date of initial issue:</b>	2017-06-28
<b>Date of expiry:</b>	2023-06-28

Dr. Peter Jonas  
Director Certification



# CERTIFICATE


No.: Y 000054

The Austrian Standards plus GmbH (an accredited certification body in accordance with ISO/IEC 17021-1) issues this certificate.

**Holder of certificate:** AME International GmbH  
Hietzinger Hauptstraße 48, 1130 Wien, Austria

**Standard(s):** ISO 37001:2016-10-15 *Anti-bribery management systems - Requirements with guidance for use*  
This certificate attests that the certificate holder has implemented an effective management system that meets the requirements of the referenced document.

**Management system:** Anti-bribery management system

**Mark of conformity:** This certificate entitles the holder of the certificate to use the following conformity mark:  


**Date of issue:** 2021-09-21  
**Date of initial issue:** 2020-06-18  
**Date of expiry:** 2023-06-28

Dr. Peter Jonas  
Director Certification

## 6. Revision Index

Revision Index:	Date:	
Version 1.8	13.05.2020	Cover page: adapted new CM SV; page 2: adapted date; page 5: adapted new CM
Version 1.9	09.06.2020	Cover page: adapted new CM; page 2: adapted date; page 3: adapted content; page 7, page 9, page 10, page 11: changed "should", "shall" vs. "must"; cl.4.1 paragraph 2: adapted; cl.4.2 paragraph 5: adapted; cl.4.3 paragraph 4: adapted, link deleted; cl.4.4 paragraph 4: deleted.
Version 1.10	20.07.2021	page 2: ISO 19600:2014 changed to ISO 37301:2021; cl. 1.1: ISO 19600:2014 changed to ISO 37301:2021; cl. 4.8: ISO EN 9001:2008 changed to ISO EN 9001:2015; page 13: new certificate.
Version 1.11	21.09.2021	page 13: new certificate.