

Anti-Corruption Policy

Number:	GPP10-02 GL/en	Scope:	Global
Owner:	Chief Ethics & Compliance Officer	Owner Organization:	Ethics & Compliance
Original Effective:	8/1/2016	Last Updated:	6/6/2022
Security Classification:	Public	Category:	Ethics & Compliance

1 PURPOSE

At Diebold Nixdorf we have zero tolerance to bribery and corruption. We act with integrity in all our business dealings and we expect third parties acting on our behalf to do the same. We have systems in place to prevent, detect and respond to bribery and corruption risks. Diebold Nixdorf's **Code of Business Ethics** requires that we do business the right way and comply with all anti-corruption and anti-bribery laws wherever we do business. This Anti-Corruption Policy is to ensure that Diebold Nixdorf's business is free from bribery and corruption and to ensure compliance with anti-bribery laws.

2 SCOPE

This Anti-Corruption Policy (the "Policy") applies to all directors, officers, employees and contingent workers (collectively "Employees") of Diebold Nixdorf ("DN") and all third parties acting on behalf of DN such as agents, resellers, distributors, joint venture partners, suppliers, and other representatives, including all High Risk Third Parties (as defined in the **Third Party Enhanced Screening Procedure**) (collectively "Third Parties").

3 SUMMARY

DN's Code of Business Ethics states that at DN we are committed to achieving our goals the right way.

There is no place for bribery or corruption in our business. Bribery is giving someone a financial or other advantage to encourage that person to perform their functions or activities improperly or to reward that person for having already done so. Corruption is the abuse of entrusted power or position for private gain.

Many countries have enacted anti-corruption laws or have signed on to international anti-corruption conventions including the US Foreign and Corrupt Practices Act and the UK Bribery Act.

Violations of anti-bribery and corruption laws can result in substantial penalties for the individuals and entities involved. Employees may face significant fines and imprisonment. DN could face, for example, large fines, reputational harm, debarment from government contracting, the loss of export and other privileges, and the confiscation of any benefits derived from the offense. DN and its Employees also may be held liable for violations by Third Parties.

Any non-compliance with this Policy may lead to disciplinary action for Employees which could include dismissal. DN may also terminate relationships with Third Parties if they breach this Policy.

To comply with relevant anti-bribery and anti-corruption laws:

- DN Employees and Third Parties are strictly prohibited from offering or making a bribe or other improper payment to any person or entity;
- DN Employees and Third Parties are strictly prohibited from requesting or accepting a bribe or other improper payment from any person or entity; and
- DN and its Employees must maintain accurate books and records and provide accurate and transparent supporting documentation that does not disguise the true nature of any transaction.

In addition, DN and its Employees must ensure that DN's Third Parties comply with this Policy and must follow its requirements regarding third party contracting and due diligence.

4 REQUIREMENTS

DN Employees and Third Parties, regardless of location, must act with integrity, comply with this Policy and all applicable anti-corruption laws, and DN ethics and compliance policies. You must consider the risk of bribery and corruption in any contract which you enter into on behalf of DN and take appropriate action to mitigate any risks seeking advice from [Ethics and Compliance](#) where necessary.

4.1 Never Authorize, Offer, Request, Make or Accept Bribes or Improper Payments

You must never authorize, offer, or make a bribe or improper payment to any person or entity, whether government-affiliated or not.

You must never request or accept a bribe or improper payment from any person or entity, whether government-affiliated or not.

This prohibition on bribery applies to giving or receiving ***anything of value for an improper purpose or to gain an improper business advantage***

- **'Anything of value'** is not only money. It can include providing business opportunities, jobs, favorable contracts, donations, travel, gifts, and hospitality
- In addition to obtaining or retaining business, an **"improper business advantage"** may include, for example, obtaining insider information (e.g., access to sealed bid information), influencing legislation, improperly securing a required permit, license, or certification, or avoiding or reducing taxes, customs fees, or import duties.

"Facilitating payments" or "grease payments" are strictly prohibited. These are payments to government officials or public bodies to speed up routine services which they are obliged to provide. You must never offer or make such payments.

4.2 Gifts, Travel and Entertainment

DN's **Gifts, Entertainment, & Travel Policy** requires that gifts and entertainment must only be provided for a legitimate business purpose. Certain gifts and entertainment must be pre-approved by the [Ethics and Compliance Department](#).

ALL travel that Diebold Nixdorf intends to pay any third party including government officials, customers, and potential customers, suppliers, journalists, and industry analysts must be pre-approved by the Ethics and Compliance Department.

4.3 Charitable Contributions or Sponsorship

Charitable donations and Sponsorships must be in line with the **Charitable Donations Policy** and the **Sponsorship Policy**. They must not be given with the expectation or hope that a business advantage will be improperly received.

4.4 Political Contributions and Activity

Political contributions must not be made on behalf of DN nor may DN assets or DN time be used to engage in any political activities. Certain Employees are prohibited from making any political contributions or engaging in any political activities of any kind. Please see the **Political Donations & Activities Policy** for details.

4.5 Conflicts of Interest

Any conflicts of interest or potential or perceived conflicts of interest must be disclosed in line with our **Conflicts of Interest Policy**.

4.6 Maintain Accurate Books and Records

DN must keep books, records and accounts that are supported by a proper system of internal accounting controls and which accurately and fairly reflect transactions and asset dispositions in reasonable detail. Our accounting rules and procedures ensure that our books, records, and accounts are accurate and supported. Employees and Third Parties must strictly comply with these rules. You must provide accurate and transparent supporting documentation that does not disguise the true nature of a transaction.

Off-the-books accounts must never be used, and any requests for false invoices or requests for payment that are unusual, excessive, or inadequately described must be rejected and promptly reported to the [Ethics and Compliance Department](#).

4.7 Third Party Compliances

DN and its Employees may be held liable for improper payments by or through a Third Party if there is actual knowledge or reason to know that a bribe might be paid. **Willful ignorance—which includes not making a reasonable inquiry when there are suspicious circumstances—is not tolerated.**

Third Parties acting on behalf of DN must complete the screening procedures described in the **Sales Intermediary Policy** and **Payee Policy**—including, as required, documented due diligence, anti-corruption training, execution of a written contract, and periodic monitoring.

Employees are responsible for ensuring that **all** Third Parties acting on behalf of DN have completed the required screening procedures before they are engaged in DN business. You must take steps to ensure that you have visibility in and oversight of all activities performed by Third Parties for which you are responsible to ensure that they are engaged in legitimate business practices.

4.8 Limited Personal Security Exception

In emergency situations, payments to protect an Employee, an Employee’s family member, or a coworker from an imminent threat to his or her health, safety, or welfare are permitted. This personal security exception must be applied narrowly, and every reasonable effort must be made to avoid any illegal payment. Payments must be reported immediately to the [Ethics and Compliance Department](#) and must be recorded accurately in DN’s books and records.

5 REPORTING AND NON-RETALIATION

If you are aware of or suspect any violations of this Policy, it is your duty and responsibility to report that violation to management or through the EthicsPoint hotline, which is available by telephone at 1-866-ETHICSP (1-866-384-4277) and online at <http://www.ethicspoint.com>. DN’s **Whistleblower and Non-Retaliation Policy** protects you from retaliation for any good faith report.

6 CONTACTS

If you have any questions or suggestions regarding this Policy, please contact the Ethics and Compliance Department at Compliance@dieboldnixdorf.com.

If you are aware of any violations of this Policy, it is your duty to report that violation to management or through the EthicsPoint hotline, which is available by telephone at 1-866ETHICSP (1-866-382-4277) and online at <http://www.ethicspoint.com>.

7 RELATED DOCUMENTS / REFERENCES

Title	Number
Code of Business Ethics	GPP10-01
Gifts, Entertainment, & Travel Policy	GPP10-10
Payee Policy	GPP10-16
Sales Intermediary Policy	GPP10-17

Title	Number
Third Party Enhanced Screening Procedure	GPP10-15.001
Political Donations & Activities Policy	GPP10-12
Whistleblower and Non-Retaliation Policy	GPP10-03
Sponsorship Policy	GPP10-31
Charitable Donations Policy	GPP10-11
Conflicts of Interest Policy	GPP10-05

8 HISTORY

Revision	Date	Comment	By
1	8/2016	Original Release	Chief Ethics & Compliance Officer
2	2/2017	Removed Works Council Disclaimer	Assistant Global Compliance Counsel
3	7/2017	Format update	Global Compliance Counsel
4	01/2020	Review and Format Update	Chief Ethics & Compliance Officer
5	05/2021	Review and formal update	Chief Ethics & Compliance Officer
6	06/2022	Reviewed; no updated required	Chief Ethics & Compliance Officer