

## ANTI-CORRUPTION AND BRIBERY POLICY

### 1. POLICY STATEMENT

This anti-corruption and bribery policy applies to Tapir Holdings Ltd and its subsidiaries (collectively, the “Company”).

1. It is the Company’s policy to conduct all of its business in an honest and ethical manner. The Company take a zero-tolerance approach to bribery and corruption and is committed to acting professionally, fairly and with integrity in all of its business dealings and relationships anywhere it operates, and to implement and enforce effective systems to counter bribery and corruption.
2. The Company will uphold all laws relevant to countering bribery and corruption in all of the jurisdictions in which it operates including, but not limited to, the United Kingdom Bribery Act 2010 and the United States equivalent being the Foreign Corrupt Practices Act 1977.
3. It is a criminal offence to offer, promise, give, request, or accept a bribe. Individuals found guilty can be punished by imprisonment and/or a fine. If the Company fails to prevent bribery, it can face an unlimited fine and damage to its reputation. The Company therefore takes its legal responsibilities very seriously.
4. This policy does not form part of any contract of employment or other contract to provide services, and we may amend it at any time.

To address these risks the Company:

- Has published a public statement of the Company’s zero tolerance to corruption and bribery, both internally and externally, via the website and by internal dissemination;
- Shall maintain a Compliance Officer (who shall report to the Board of Directors) to monitor anti-corruption and bribery matters and policies;
- Shall conduct an annual comprehensive Company risk assessment, and
- Shall review anti-corruption and bribery policies and procedures, especially taking into consideration corporate hospitality and donations.

## 2. WHO MUST COMPLY WITH THIS POLICY?

This policy applies to all persons working: (a) for the Company, and (b) on the Company's behalf in any capacity, including directors, officers, employees at all levels, seconded workers, intern, volunteers, agents, contractors, external consultants, third-party representatives or any other person associated with the Company, wherever located (each an "Associated Person").

## 3. THE COMPANY'S PROCEDURES

The Company is firmly committed to preventing bribery and corruption, and has established procedures to minimize associated risks. These procedures are shaped by regular assessments of the specific bribery risks the Company may face. In high-risk scenarios, additional measures such as enhanced due diligence may be required.

## 4. WHAT IS BRIBERY AND CORRUPTION?

A bribe means a financial or other inducement or reward for action which is illegal, unethical, a breach of trust or improper in any way. Bribes can take the form of money, gifts, loans, fees, hospitality, services, discounts, the award of a contract or any other advantage or benefit.

'Bribery' includes offering, promising, giving, accepting or seeking a bribe.

'Corruption' is the misuse of office or power for private gain.

All forms of bribery are strictly prohibited. It is a criminal offence to offer, promise, give, request, or accept a bribe. Individuals found guilty can be punished by up to ten years' imprisonment and/or a fine and employers that fail to prevent bribery can face an unlimited fine and damage to its reputation.

If you are unsure about whether a particular act constitutes bribery, raise it with your manager or the Compliance Officer.

## 5. WHAT WE MUST NOT DO

It is not acceptable for the Company or any Associated Person to:

- 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;
- 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;

- accept a payment, gift or hospitality from a third party, that an Associated Person knows or suspects is offered with the expectation that it will provide a business advantage for them, or anyone else in return;
- accept hospitality from a third party that is unduly lavish or extravagant under the circumstances;
- offer or accept a gift to or from government officials or representatives, or politicians or political parties, without the prior approval of the Compliance Officer;
- threaten or retaliate against another Associated Person who has refused to commit a bribery offence or who has raised concerns under this policy; or
- engage in any other activity that might lead to a breach of this policy.

The list is not intended to be exhaustive and is simply to give you some concrete examples.

Appendix 1 also sets out examples of “red flag” situations. If an Associated Person encounters any of these red flags while working for the Company, the Associated Person must report them promptly to the Compliance Officer.

## 6. FACILITATION PAYMENTS AND KICKBACKS

1. The Company does not make, and will not accept, facilitation payments or “kickbacks” of any kind.
2. 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).
3. Kickbacks are typically payments made in return for a business favour or advantage.
4. Each Associated Person must avoid any activity that might lead to a facilitation payment or kickback being made or accepted by the Company or on its behalf, or that might suggest that such a payment will be made or accepted. If anyone is asked to make a payment on the Company’s behalf, they should always be mindful of what the payment is for, and whether the amount requested is proportionate to the goods or services provided. Each Associated Person should always ask for a receipt which details the reason for the payment. If an

Associated Person has any suspicions, concerns or queries regarding a payment, they should raise these with the Compliance Officer.

## 7. GIFTS, HOSPITALITY AND EXPENSES

1. 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.
2. 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 favours or benefits;
  - it is given in the Company's name after receiving all required internal approvals, not in any other person's name;
  - it is appropriate in the circumstances, taking account of the reason for the gift, its timing and value. For example, in a number of countries, it is customary for small gifts to be given at Christmas;
  - it is given openly, not secretly; and
  - it complies with any applicable local law.
3. Promotional gifts of low value such as branded desk items to or from existing customers, suppliers and business partners will usually be acceptable.
4. Reimbursing a third party's expenses, or accepting an offer to reimburse the Company's expenses (for example, the costs of attending a business meeting) would not usually amount to bribery. However, a payment in excess of genuine and reasonable business expenses (such as the cost of an extended hotel stay) is not acceptable.
5. The Company acknowledges that practices vary 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 (e.g., would it be an offence in the U.K.? If so, it is not acceptable under this policy). The intention behind the activity should always be carefully considered.

## 8. DONATIONS

1. The Company does not make contributions to political parties.
2. The Company only makes charitable donations that are legal and ethical under local laws and practices. No donation must be offered or made without the prior approval of the Compliance Officer.

## 9. USE OF PARTNERS AND OTHER THIRD PARTIES AND DUE DILIGENCE

Anti-bribery laws strictly prohibit the offering or acceptance of improper benefits, whether directly or through intermediaries. This means the Company can be held liable if a business partner or third party acting on its behalf engages in bribery or unethical conduct—even if such actions are against Company policy or occur without its knowledge. To mitigate this risk, the Company conducts due diligence before entering any commercial relationship.

## 10. OUR RESPONSIBILITIES

1. All Associated Persons must ensure that they read, understand and comply with this policy.
2. The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those associated with the Company or under its control. All Associated Persons are required to avoid any activity that might lead to, or suggest, a breach of this policy.
3. All Associated Persons must notify the Compliance Officer, or any member of the [Board], as soon as possible if they believe or suspect that a conflict with this policy has occurred, or may occur in the future. For example, if a client or potential client offers an Associated Person something to gain a business advantage with the Company, or indicates to the person that a gift or payment is required to secure their business.
4. Any Associated Person who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct. The Company reserves its right to terminate its contractual relationship with any Associated Person who breaches this policy.

## 11. RECORD-KEEPING

1. The Company shall keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.
2. Each Associated Person must declare and keep a written record of all hospitality or gifts given or received, which will be subject to managerial review.
3. Each Associated Person 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.
4. 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.

## 12. HOW TO RAISE A CONCERN

1. All Associated Person's are encouraged to raise concerns about any issue or suspicion of bribery or corruption at the earliest possible stage.
2. Any Associated Person who refuses to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. The Company's aim is 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.
3. The Company is 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. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If a person believes that they have suffered any such treatment, they should inform the Compliance Officer immediately.
4. Even if an Associated Person is unsure about whether a particular act constitutes bribery or corruption, it should still be raised it with the Compliance Officer.

### 13. TRAINING AND COMMUNICATION

1. Training on this policy forms part of the induction process for all individuals who work for the Company.
2. The Company's zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors and business partners at the outset of the business relationship and as appropriate thereafter.
3. The Board of Directors has overall responsibility for ensuring this policy complies with the Company's legal and ethical obligations, and that all those under the Company's control comply with it.
4. The Compliance Officer has primary and day-to-day responsibility for implementing this policy, and for monitoring its use and effectiveness. Management at all levels are responsible for ensuring those reporting to them are made aware of and understand this policy and are given adequate and regular training on it.

### 14. FAILURE TO PREVENT FRAUD OFFENCE

In addition to preventing bribery and corruption, the Company can also be held liable for the failure to prevent fraud due to the Company having a nexus with the United Kingdom, in accordance with the United Kingdom's Economic Crime and Corporate Transparency Act. The process for reporting, raising concerns and training under this policy also apply to the Company and the Associated Persons in preventing fraud.

The Company can be held criminally liable if an Associated Person commits fraud intending to benefit the Company, and the Company fails to implement reasonable prevention procedures.

The Company may avoid liability if it can demonstrate that it had adequate procedures in place to prevent fraud, even if those procedures were ultimately circumvented.

As also described above, the Company:

1. Conducts risk assessments and due diligence to identify potential fraud risks. The extent of the due diligence will depend on the nature of the relationship and the level of risk involved;
2. Will establish training on preventing fraud for all individuals who work for the Company; and
3. Has established ongoing monitoring of its internal controls (including financial controls) to ensure their effectiveness on preventing fraud.

## 15. MONITORING AND REVIEW

1. The Compliance Officer will monitor the effectiveness and review the implementation of this policy, regularly considering its suitability, adequacy and effectiveness. Any improvements identified will be made as soon as possible. Internal control systems and procedures will be subject to regular audits to provide assurance that they are effective in countering bribery and corruption.
2. All Associated Persons are responsible for the success of this policy and should ensure they use it to disclose any suspected danger or wrongdoing.
3. All Associated Persons are invited to comment on this policy and suggest ways in which it might be improved.

**APPROVED BY THE BOARD OF DIRECTORS OF THE COMPANY ON MARCH 2, 2026.**

## APPENDIX 1

If an Associated Person encounters any of these red flags while working for the Company, the Associated Person must report them promptly to the Compliance Officer:

- (a) an Associated Person becomes aware that a third party engages in, or has been accused of engaging in, improper business practices;
- (b) an Associated Person learns 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;
- (c) a third party insists on receiving a commission or fee payment before committing to sign up to a contract with the Company, or carrying out a government function or process for us;
- (d) 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;
- (e) a third party requests that payment is made to a country or geographic location different from where the third party resides or conducts business;
- (f) a third party requests an unexpected additional fee or commission to "facilitate" a service;
- (g) a third party demands lavish entertainment or gifts before commencing or continuing contractual negotiations or provision of services;
- (h) a third party requests that a payment is made to "overlook" potential legal violations;
- (i) a third party requests that an Associated Person provides employment or some other advantage to a friend or relative;
- (j) an Associated Person receives an invoice from a third party that appears to be non-standard or customised;
- (k) a third party insists on the use of side letters or refuses to put terms agreed in writing;
- (l) an Associated Person notices that the Company have been invoiced for a commission or fee payment that appears large given the service stated to have been provided;
- (m) 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 the Company; or
- (n) an Associated Person is offered an unusually generous gift or offered lavish hospitality by a third party.