

***RULES FOR MANAGEMENT
SYSTEMS CERTIFICATION
ADDENDUM ISO 37001***

DISTRIBUTION

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| Revision History | | | | |
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| N. | Date | Reason | Author | Verified and Approved |
| 0 | 2017-11-08 | First issue | CRM | QD |
| 1 | 2022-10-25 | Updated company logo and certification marks | CRM | QD |
| 2 | 2023-07-04 | Updated section 3 | CRM | QD |
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1. PURPOSE AND SCOPE

This regulation defines the general conditions for the certification of Anti-Bribery Management System (ABMS).

It constitutes an integration of the EuCI Regulation OP.QP01.01 "Rules for management systems certification", whose requirements therefore continue to be fully applicable for the execution of ABMS certification process.

The requirements contained in this Regulation, similarly to those of OP.QP01.01, are of a contractual nature both for EUCI and for the Organization requesting the certification of its Anti-Bribery Management System, implemented in accordance with ISO 37001.

This Regulation is applied uniformly and impartially to all Organizations that request certification of their Anti- Bribery Management System to EUCI.

2. DEFINITIONS

- **ABMS:** Anti-Bribery Management System ISO 37001
- **Bribery:** offering, promising, giving, accepting or soliciting of an undue advantage of any value (which could be financial or non-financial), directly or indirectly, and irrespective of location(s), in violation of applicable law, as an inducement or reward for a person acting or refraining from acting in relation to the performance of that person's duties
- **anti-bribery compliance function:** person(s) with responsibility and authority for the operation of the anti-bribery management system
- **conflict of interest:** situation where business, financial, family, political or personal interests could interfere with the judgment of persons in carrying out their duties for the organization.

3. REFERENCE DOCUMENTS

- ISO 37001– Anti-bribery management systems Requirements with guidance for use.
- ISO 17021–9 Conformity assessment — Requirements for bodies providing audit and certification of management systems - Part 9: Competence requirements for auditing and certification of anti-bribery management systems
- OP.QP01.01 Rules for management systems certification
- fo.QP03.01 documents of external origin for ABMS

4. PROCEDURE

Certifications according to ISO 37001 follow the same rules prescribed in the Regulation for the certification of management systems OP.QP01.01, with the additions indicated in the following paragraphs.

4.1. Information that the Customer must provide before starting the certification process

An essential element in the certification process is the information that the applicant organization provides to EUCI. To start the certification process, the following information must be collected:

- If the organization applying for certification has, in the last 5 years, been involved a legal investigation concerning corruption/bribery
- If the organization belongs to one of the following categories:
 - Public Administrations
 - Public financial entities
 - Companies either fully or partially under public control
- % Of financing (receiving public contributions, funds or financing) by the Public Administration Authorities or entities
- % Of revenue received from public companies, entities or international institutions, any type of payment, including payment deriving from public contracts, at a rate of over 30% of their revenue
- If the members of decisional and/or control functions are designated by the Public Administration Authorities
- The CPI (corruption perception index) of the country in which the organisation is located (In cases of companies based in a number of countries coming within the scope of the certificate, the index of the country with the lowest score is applicable).

4.2. Determination of ABMS equivalent staff

For the purposes of the certification process, the employees involved in activities and processes that are considered sensitive are computed.

Examples of sensitive processes:

- finance and control
- commercial, agents and sales network
- procurement, purchases, gifts and donations management, cash administration and management
- institutional figures and corporate bodies, management offices and board of directors
- internal auditing, control and testing activities
- license management, tenders and authorizations
- human resources management (including management, selection, hiring and career advancements)

- relations with institutional authorities and control bodies
- patronage and sponsor management
- litigation and complaints management
- IT services, security management.

According to the analysis carried out by the organization, the number of employees involved in processes with a low risk of corruption can be reduced to the square root of the total (e.g. production operators, drivers, ...).

In the event that sensitive processes / activities of the organization are carried out in outsourcing (e.g. consortia), the calculation of the employees will also take into account these subjects.

During the stage 1 audit or in any case during the first useful audit, EuCI will re-examine the reasonableness of this adjustment based on the identified corruption risks and will verify the congruence of the number of employees communicated by the organization when defining the contract, reporting the results in the Audit Report.

4.3. Audit duration

Audit duration is determined following the rules of Procedure QP02 -DETERMINATION OF MANAGEMENT SYSTEMS AUDIT DURATION **for QMS** based on the company's classification as a company with a "low, medium or high" corruption risk, according to the following criteria:

High risk organizations

- If the organization applying for certification has, in the last 5 years, been involved a legal investigation concerning corruption/bribery.
- Public Administrations.
- Public financial entities.
- Companies either fully or partially under public control.
- Associations, foundations and private law entities with majority financing by the Public Administration Authorities or entities in which all the members of the administrative and policy bodies are designated by the Public
- Administration Authorities.
- Third sector entities (e.g. voluntary organizations, bodies for cooperative activities) and company cooperatives.
- Category/umbrella associations (including political parties and trade unions) at national representation level.

- i) Professional associations and national boards.
- j) Companies located in countries with a CPI score of less than or equal to 30.
- k) The classification of perceived bribery is made by Transparency International. In cases of companies based in a number of countries coming within the scope of the certificate, the index of the country with the lowest score is applicable.
- l) Non-SME organizations in the following sectors:
 - health
 - construction
 - banking and insurance
 - utilities (gas, electricity, water)

Medium risk organizations

- Organizations which do not have a high-risk level presenting at least one of the following conditions:
 - receiving public contributions, funds or financing – national and international – at a rate of over 30% of their revenue.
 - receiving, from public companies, entities or international institutions, any type of payment, including payment deriving from public contracts, at a rate of over 30% of their revenue.
 - located in countries in possession of a CPI score between 31 and 592.
 - trading, intermediation and commercial companies not classifiable for their revenue as SMEs.

High risk organizations certified for at least three years under EA/IAF MLA certification for ISO 37001 are classified as medium risk. This condition is not applied if the applicant organization for certification has been involved, in the previous five years, in legal proceedings concerning corruption/bribery.

Low risk organizations

Not coming within the two above categories. Increases and reductions are applied as provided for the calculation of the duration related to the QMS.

4.4. MULTISITE CERTIFICATIONS

The requirements already defined in the regulation OP.QP.01.01 apply, with the clarification that sites where processes / activities at risk of corruption are carried out, and those deriving from the risk analysis prepared by the organization, cannot be excluded from the sampling. The certification is issued to a single legal entity and includes all sites, branches, secondary offices, activities and processes actually carried out by the organization. No exclusions to sites/processes/functions carried out in the same country are

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allowed. However, it is possible to limit the application to specific countries, but the field of application must always include sensitive processes and activities carried out abroad when carried out under the responsibility and direct control of the organization (e.g. representative offices or secondary offices, agents or mediators). This aspect must be clearly stated in the certificate. In the case of groups of companies, when sensitive activities / processes are carried out by other group companies (parent company and / or subsidiaries), even abroad, the requirements of clause 8.5 of ISO 37001 apply.

5. OBLIGATIONS

5.1. Obligations of clients

- The certified organization or with an ongoing certification process must promptly inform when it becomes involved in any critical situation that could compromise the guarantee of the system certification (for example scandal, crisis or involvement in some judicial proceedings for corruption or similar)
- the organization must promptly notify EuCI of any event relating to corruption phenomena that may have involved one or more of its Human Resources, and the consequent actions taken to contain the effects of such event, the analysis of the root causes, the related corrective actions.

5.2. Obligations of EuCI

If EuCI comes to know, directly from the organization or from other sources, that the Organization is implicated with any responsibility in some scandal or in some judicial proceedings for corruption, it has the duty (in accordance with the requirements that EuCI has to respect as a certification body) to promptly conduct specific assessments / investigations that may lead to the suspension / withdrawal of the certificate.

In these cases, EuCI will proceed to carry out the necessary investigations for taking the appropriate measures and actions, for example it may inform the market that the organization is "under observation" (without prejudice to the obligations of law and regulated markets - for example for the stock exchange), decide on the filing of the case, decide on sanctions, strength audit activities, etc.), defined according to the adequacy of the response and the strategies adopted by the client.

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6. LIABILITY LIMITS

The certification of an ABMS proves the application of the requirements of the reference standard and relevant regulatory requirements, it is not a guarantee that the organization or parts of it operate according to the principles defined in its ABMS or according to the applicable legal requirements.

The audits of the certification cycle have no investigatory value, aimed at detecting corruption events, but to verify that the organization has implemented the requirements of the reference standards.

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7. USE OF CERTIFICATION MARKS

The use of the certification mark and of the reference to certification follows the requirements defined in the regulation OP.QP01.01. Following the certification mark and the reference to certification for ISO 37001 certifications:



ORGANIZATION WITH ANTI-BRIBERY MANAGEMENT SYSTEM
CERTIFIED to ISO 37001:XXXX by
EuCI European Certification Institute Ltd

XXXX indicates the year of the current revision of the reference standard.