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***ULTRA TECHNOLOGIES COMPANY  
Anti-Bribery and Corruption Policy***

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Approved by:

A handwritten signature in blue ink, appearing to read "Abdul Gurbanov".

Abdul Gurbanov, General Director

## 1. INTRODUCTION

ULTRA TECHNOLOGIES COMPANY acts with integrity in how we conduct our business. ULTRA TECHNOLOGIES COMPANY does not tolerate bribery or corruption in any form. In addition to our desire to run an ethical business, ULTRA TECHNOLOGIES COMPANY is subject to laws that prohibit bribery and corruption and that requires us to take certain steps to prevent bribery within ULTRA TECHNOLOGIES COMPANY and by our business partners. The consequences of any violation of these laws can be severe, including unlimited fines for ULTRA TECHNOLOGIES COMPANY and imprisonment of the individuals involved and their managers. Moreover, failures to follow applicable laws can result in irreparable damage to the ULTRA TECHNOLOGIES COMPANY brand and reputation. ULTRA TECHNOLOGIES COMPANY endeavors to abide by both the spirit and letter of applicable laws wherever we operate. To that end, we have implemented this Anti-bribery and Corruption Policy (the Policy). See also the Code of Conduct which sets forth our commitment to the highest ethical standards in all aspects of our business.

## 2. SCOPE

### **This Policy applies to:**

1. all directors, officers, employees and any other person whose work is supervised by ULTRA TECHNOLOGIES COMPANY as though that person were a ULTRA TECHNOLOGIES COMPANY employee (ULTRA TECHNOLOGIES COMPANY Personnel);
2. all ULTRA TECHNOLOGIES COMPANY operations, including all legal entities and business area units, and to ULTRA TECHNOLOGIES COMPANY joint ventures over which ULTRA TECHNOLOGIES COMPANY is able to exercise control over policies and procedures. For those joint ventures over which ULTRA TECHNOLOGIES COMPANY is unable to exercise control, ULTRA TECHNOLOGIES COMPANY will endeavor to influence the joint venture's policies and practice, so that they reflect the values described in this Policy; and
3. any other person or entity to the extent that they act on behalf of ULTRA TECHNOLOGIES COMPANY in any way, including consultants, contractors, suppliers, agents or intermediaries.

### 3. POLICY

ULTRA TECHNOLOGIES COMPANY does not accept or allow bribery or corruption in any form, whether by our ULTRA TECHNOLOGIES COMPANY Personnel or by any third party who acts on our behalf. In addition, we will seek to influence the policies and actions of our other business partners so that they too meet the ULTRA TECHNOLOGIES COMPANY standards. ULTRA TECHNOLOGIES COMPANY desires to do business with business partners that share in our commitment to compliance, and have policies and procedures reflecting that commitment. This Policy applies to private or commercial bribery, as well as bribes given to public officials. A public official is an employee, official, or any individual acting on behalf of: any government bureau, department, or agency of any level; a public international organization; a political party; or any company owned or controlled in whole or in part by a government. Public officials may also include candidates for political offices.

ULTRA TECHNOLOGIES COMPANY should abide by international standards and laws, as it has suppliers and business partners in Europe and the United States and participates in national projects funded by international financial institutions. It is vital for ULTRA TECHNOLOGIES COMPANY to comply with all applicable laws and regulatory requirements that affect our business operations.

It is widely accepted that the best global practice of building anti-corruption systems in enterprises is supported by 2 laws:

- 1) U.S. Foreign Corrupt Practices Act which prohibits corruption of public officials.
- 2) 2010 UK Bribery Act which prohibits any corruption of both public officials and individuals and includes any facilitating payments in governmental authorities.

ULTRA TECHNOLOGIES' corporate policies relating to prevention of corruption and bribery are in compliance with applicable anti-corruption laws, including those mentioned above, as well as the current anti-corruption laws of Azerbaijan Republic. These policies prohibit all forms of corruption, bribery and actions aimed at an improper advantage.

According to the Company's policy, all employees and partners who represent and act on behalf of ULTRA TECHNOLOGIES COMPANY are expected to comply with these laws and policies. ULTRA TECHNOLOGIES COMPANY shall control and check its units for potential corrupt practices and associated risks as well as ensure proper maintenance of accounting records.

## 4. WHAT IS COVERED BY THIS POLICY?

A bribe is anything of value given or offered with the intent to influence the recipient to act in your or another's favor. Bribes can be money payments - a gift, kickback, excessive commission or other payment - but nearly anything can be a bribe. Some examples are gifts, excessive travel and entertainment, offers of employment, or any form of preferential treatment. For detailed guidance on gifts, entertainment and providing third party travel, please consult the UT Gifts and Entertainment Policy and UT Code of Business Ethics.

ULTRA TECHNOLOGIES COMPANY Personnel and those acting on ULTRA TECHNOLOGIES COMPANY's behalf must not:

- offer or make any payments that are not for bona fide services or goods;
- induce or attempt to induce a public official to do anything by offering or giving anything of value to her/him personally or to a family member, friend or business associate;
- influence or attempt to influence the business decisions of any person by offering or giving anything of value to her/him personally or to a family member, friend or business associate;
- accept or request anything of value for your personal benefit or the benefit of a family member, friend or business associate in exchange for giving preferential treatment to a business partner;
- record any payments or other disbursements in ULTRA TECHNOLOGIES COMPANY's books or records inaccurately or with insufficient detail, that do not appropriately reflect ULTRA TECHNOLOGIES COMPANY's transactions or do not conform to applicable legal requirements and to ULTRA TECHNOLOGIES COMPANY's system of internal controls;
- maintain "off the books" funds or assets unless permitted by applicable law or regulation;
- offer or make any payments that are not properly authorized;
- offer or make any facilitation payments
- fail to record gifts or entertainment in accordance with the applicable local gifts and entertainment policy accurately and with sufficient detail, obtaining approval where required;
- participate, encourage or otherwise facilitate any of the above actions by anyone other than yourself; or
- fail to report any suspicion that any of the above actions have taken place (see our Whistleblowing Policy for how to report concerns related to corruption). Those acting on ULTRA TECHNOLOGIES COMPANY's behalf are one of the main sources of corruption risk. ULTRA TECHNOLOGIES COMPANY maintains standards for the appointment of others to act on its behalf, and you must comply with the procedures that are in force at the time.

## 5. EXAMPLES AND RED FLAGS

Some examples of red flags that you should look out for that suggest a risk of improper conduct. Although such red flags may not themselves constitute violations, they are warning signs that need to be taken seriously and investigated.

- A contractor we are about to engage has asked for a large retainer to “get things started” or a “success bonus”.
- A new customer has asked us to use a particular agent that charges commission at an above market rate.
- A local consultant recently submitted an unusually high invoice for “services rendered” without supporting documentation or a description of the services provided.
- A public official has indicated that a large donation to a local charity, or his political party, will be “looked favorably upon” in the upcoming license/permit renewal.
- A public official has asked for a small payment to be paid to him to speed up a basic administrative task like issuing a visa, giving customs clearance, or connecting a phone line. ULTRA TECHNOLOGIES COMPANY does not make “grease” or “speed” payments (sometimes called “facilitation” payments), however small.
- A supplier has asked us to make payment to a bank account not registered in its name.
- A consultant, contractor or other intermediaries is an active or retired public official or is related to a public official, or such intermediary is owned in whole or in part by a public official or relative of a public official.
- A consultant, contractor or other intermediaries is new to the business or lacks the facilities or staff to perform customary services or can only contribute “influence”.
- There have been public accounts in the media of actual or suspected improper conduct by a consultant, contractor or other intermediaries.
- Conduct by a consultant, contractor or other intermediaries is suspicious or inconsistent with good business practices.
- Refusal by a consultant, contractor or other intermediaries to comply with anti-corruption laws and standards.
- Promises by a consultant, contractor or other intermediaries of being able to “expedite” normal business or bid processes.
- Requests for commission or other payment to be made only in cash.

## 6. NON-COMPLIANCE

We will consider non-compliance of the policy as a serious matter warranting disciplinary action, up to and including dismissal, where allowable by law. If you become aware of any information that gives you concerns about bribery or corruption related to ULTRA TECHNOLOGIES COMPANY, including a breach of this policy, you should alert your Team leader/Head of group or General Manager immediately, or consult the ULTRA TECHNOLOGIES COMPANY Whistleblowing Policy. The Whistleblowing Policy explains how to confidentially and anonymously report your concerns, and that ULTRA TECHNOLOGIES COMPANY will protect good-faith whistleblowers from retaliation.

## 7. FOR FURTHER INFORMATION

If you have any questions about this Policy, please contact Business Integrity Group officer(s). This Policy may be amended and updated from time to time. The latest version of this Policy can be accessed through web resource [www.ultraintegrity.com](http://www.ultraintegrity.com) . Amendments to this Policy may be accepted only by the ULTRA TECHNOLOGIES COMPANY General Director.