

Nicdox Resources Limited – Anti-Bribery and Anti-Corruption Policy

Effective Date: 26th May, 2025

Approved by: Executive Management

Applies to: All employees, directors, officers, contractors, consultants, and third-party associates

Review Cycle: Annually

1. Policy Statement

Nicdox Resources Limited maintains a zero-tolerance approach to bribery and corruption. We are committed to conducting business with integrity, transparency, and accountability. We will not engage in or condone any form of bribery, kickbacks, improper payments, or corrupt practices in our operations, whether public or private, domestic or international.

2. Purpose

This policy is intended to:

- Prevent bribery and corruption in all forms within Nicdox's operations
- Ensure compliance with Ghanaian law and relevant international anti-corruption regulations
- Promote a culture of integrity, accountability, and legal compliance
- Provide clear guidance on acceptable and unacceptable behavior regarding gifts, facilitation payments, and dealings with third parties

3. Definitions

- **Bribery:** Offering, giving, receiving, or soliciting anything of value to influence a decision or gain an improper advantage.
- **Corruption:** Abuse of entrusted power for private gain, including fraud, embezzlement, extortion, and nepotism.
- **Facilitation Payment:** A small, unofficial payment made to expedite a routine governmental action. These are prohibited under this policy.
- **Kickback:** A form of negotiated bribery where a commission is paid to the bribe-taker in exchange for services rendered.

4. Legal Framework

Nicdox is subject to the following laws and regulations:

- **Criminal Offences Act, 1960 (Act 29)** – particularly Sections 239–252 on corruption and bribery of public officers
- **Public Procurement Act, 2003 (Act 663)** – rules on fair bidding and procurement
- **Whistleblower Act, 2006 (Act 720)**
- Relevant international anti-bribery laws (e.g., UK Bribery Act 2010, US Foreign Corrupt Practices Act)

5. Scope

This policy applies to:

- All directors, officers, and employees of Nicdcox
- All contractors, consultants, agents, joint venture partners, intermediaries, suppliers, and service providers
- Any third party representing or acting on behalf of Nicdcox

6. Prohibited Conduct

Under this policy, the following are strictly **prohibited**:

- Offering, promising, giving, or receiving a bribe or kickback
- Making facilitation payments to public or private individuals
- Giving or receiving gifts, hospitality, or entertainment that may influence a decision
- Engaging third parties to commit bribery on behalf of Nicdcox
- Concealing or falsifying accounting records to cover corrupt activity

7. Gifts, Hospitality, and Donations

Gifts or hospitality must:

- Be modest, transparent, and infrequent
- Not exceed GHS [insert limit] in value without prior written approval from management
- Not create a sense of obligation or expectation
- Be reported to the Compliance Officer if in doubt

Donations and sponsorships must:

- Be reviewed by the Legal and Compliance Department
- Not be used as a substitute for a bribe
- Be documented and traceable

8. Third Parties and Due Diligence

Nicdcox will conduct due diligence on all third-party partners, especially agents, contractors, vendors, and lobbyists. This includes:

- Background checks
- Conflict of interest assessments
- Contractual obligations to comply with this policy

All third-party agreements must include anti-bribery clauses and the right to audit.

9. Responsibilities

Role	Responsibilities
Executive Management	Champion ethical business culture and enforce policy
Compliance Officer	Monitor adherence, investigate breaches, and provide training
All Employees	Comply with the policy and report suspicious activity
Contractors/Third Parties	Comply with the policy and undergo necessary onboarding and due diligence

10. Reporting and Whistleblowing

- Suspected violations must be reported immediately to the Compliance Officer, HR Manager, or via the Whistleblower Hotline.
- Reports can be made **confidentially** and **without fear of retaliation**, in accordance with the **Whistleblower Act, 2006 (Act 720)**.
- All reports will be thoroughly investigated, and disciplinary action, including termination or legal prosecution, may result.

11. Training and Awareness

- All employees and relevant third parties will receive mandatory training on anti-bribery and corruption annually.
- Awareness campaigns will be conducted regularly at project sites and administrative offices.

12. Recordkeeping

- All financial transactions, approvals, and gifts must be accurately documented.
- Nicdox will maintain audit trails to verify compliance.

13. Breaches and Sanctions

Violations of this policy may result in:

- Disciplinary action (including dismissal)
- Contract termination
- Criminal prosecution
- Reporting to regulatory authorities or industry bodies

14. Policy Review

This policy shall be reviewed annually and updated as required to reflect changes in law, regulation, or company operations.


Nana Adu Tutu Poku

CEO, Nicdox Resources Limited

Date: 26th May, 2025

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