



# ANTI-FRAUD & ANTI-BRIBERY POLICY

*International Trade • Sourcing • Brokerage • Business Facilitation*

**WE CONNECT. WE FACILITATE. WE CREATE OPPORTUNITIES.**

## **VERSION 1.0**

Effective Date: 01 October 2026

Review Date: 01 October 2027

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### **AFRICA GLOBAL TRADE LINK LTD**

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## Document Control

|                       |                                                       |
|-----------------------|-------------------------------------------------------|
| <b>Document Title</b> | Anti-Fraud & Anti-Bribery Policy                      |
| <b>Company</b>        | Africa Global Trade Link Ltd                          |
| <b>Policy Owner</b>   | Management / Designated Compliance Responsible Person |
| <b>Version</b>        | 1.0                                                   |
| <b>Effective Date</b> | 01 October 2026                                       |
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## Corporate Context

Africa Global Trade Link Ltd is an international trade, sourcing, brokerage and business facilitation company connecting qualified buyers, sellers, suppliers, manufacturers, distributors and commercial partners across Africa and international markets. Its activities include business introduction, sourcing, brokerage, market access, trade facilitation, procurement support and business development. The Company's corporate profile identifies integrity, professionalism, confidentiality, transparency, reliability, partnership and results as core professional standards.

This Policy is structured to support those standards while addressing the elevated integrity risks that can arise in international sourcing, brokerage, third-party engagement, public-sector interactions, cross-border payments and commercial facilitation.

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## 1. PURPOSE AND POLICY STATEMENT

Africa Global Trade Link Ltd ("AGTL" or the "Company") is committed to conducting international trade, sourcing, brokerage and business facilitation activities lawfully, ethically, transparently and with integrity. This Anti-Fraud & Anti-Bribery Policy ("Policy") establishes the minimum standards and controls that AGTL applies to prevent, detect, report, investigate and respond to fraud, bribery, corruption and related misconduct.

### ZERO TOLERANCE

*AGTL has a zero-tolerance corporate position toward bribery, corruption, fraud, deliberate misrepresentation, embezzlement, falsification of records, improper influence and other dishonest conduct. No commercial opportunity, contract, commission, brokerage fee, customer relationship, government interaction or business objective justifies a breach of this Policy or applicable law.*

The Policy is designed for AGTL's international operating model, including business introductions, sourcing, procurement support, brokerage, market access and trade facilitation. It reflects the Company's stated values of Integrity, Professionalism, Confidentiality, Transparency, Reliability, Partnership and Results, and complements the Company's corporate profile and responsible-business commitments.

## 2. LEGAL AND COMPLIANCE FRAMEWORK

This Policy shall be interpreted and applied consistently with the laws and regulations applicable to AGTL, its personnel and the relevant transaction. In Rwanda, Law No. 54/2018 of 13 August 2018 on Fighting Against Corruption provides the principal anti-corruption framework relevant to private institutions operating in Rwanda and requires corruption-prevention mechanisms. The Rwanda Office of the Ombudsman identifies this law together with the whistle-blower protection legislation and other related laws as key instruments for preventing and fighting corruption.

For cross-border transactions, AGTL shall also consider applicable anti-bribery, fraud, sanctions, export/import-control, customs, tax, anti-money-laundering, competition, procurement and other regulatory requirements in the jurisdictions concerned. Where an applicable law or contractual requirement imposes a higher standard than this Policy, the higher standard shall apply to the extent legally permissible.

International good practice is also relevant to AGTL's compliance framework. OECD guidance emphasizes risk-based compliance, senior-management commitment, third-party due diligence, accurate books and records, controls over gifts and hospitality, reporting channels, training, disciplinary measures and periodic review of anti-bribery controls. These principles inform this Policy but do not replace applicable law.

## 3. SCOPE AND APPLICATION

This Policy applies to all directors, officers, employees, consultants, representatives, agents and other persons acting for or on behalf of AGTL, regardless of location, role, seniority or contractual status. It also applies, as appropriate and subject to contractual arrangements, to suppliers, sourcing partners, brokers, intermediaries, contractors, consultants, distributors, joint-venture or consortium partners and other third parties engaged in connection with AGTL business.

The Policy applies to all Company activities and transactions, including mineral and metal sourcing, machinery and heavy equipment, vehicles and transport, industrial products and plant, commodities and raw materials, electrical and mechanical products, spare parts and components, procurement and sourcing, brokerage, market access and business introductions, to the extent those activities are undertaken under an AGTL mandate.

## 4. DEFINITIONS

|                             |                                                                                                                                                                                                                                                                 |
|-----------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Bribery</b>              | Offering, promising, giving, requesting, agreeing to receive, or accepting an improper or illegal advantage intended to influence a decision, action or omission.                                                                                               |
| <b>Fraud</b>                | Intentional deception, concealment, false representation, falsification, misappropriation or other dishonest conduct intended to obtain an improper benefit or cause loss to another person or entity.                                                          |
| <b>Corruption</b>           | Includes bribery and other conduct prohibited by applicable anti-corruption law, including illicit benefits, abuse of functions, influence peddling, favoritism, illicit enrichment and related misconduct where applicable.                                    |
| <b>Facilitation Payment</b> | An unofficial payment or benefit made to secure or accelerate a routine governmental or administrative action. AGTL prohibits facilitation payments except where a payment is legally required, officially receipted and processed through legitimate channels. |
| <b>Third Party</b>          | Any external person or entity that performs services for, represents, intermediates for, supplies, advises, introduces business to, or otherwise acts in connection with AGTL's activities.                                                                     |
| <b>Public Official</b>      | Officials, employees or representatives of government bodies, public agencies, state-owned or state-controlled entities, international organizations and persons exercising public functions, as defined by applicable law.                                     |

## 5. PROHIBITED CONDUCT

No Covered Person may directly or indirectly offer, promise, authorize, provide, request, solicit or accept a bribe or other improper advantage. This prohibition applies whether the benefit is monetary or non-monetary and whether it is provided personally or through a third party.

**Prohibited conduct includes, without limitation:**

- Kickbacks and secret commissions
- Improper referral fees
- Payments intended to influence public or private decision-makers
- Falsification of invoices or supporting documents
- Creation of undisclosed or off-book accounts
- Diversion of Company or client funds
- False supplier or buyer credentials
- Fraudulent product or ownership documents

- Concealment of conflicts of interest
- Manipulation of quotations or tender processes
- Deliberate misrepresentation of transaction status

A person must not circumvent this Policy by using a consultant, broker, supplier, family member, business associate, intermediary or other third party to perform conduct that would be prohibited if carried out directly by AGTL personnel.

## 6. GIFTS, HOSPITALITY, TRAVEL AND ENTERTAINMENT

Gifts and hospitality may create actual or perceived conflicts of interest. They must therefore be modest, lawful, transparent, proportionate to a legitimate business purpose and never intended to influence a decision or secure an improper advantage.

Cash and cash equivalents, personal loans, hidden rebates, excessive entertainment, luxury travel, benefits to family members and any gift or hospitality linked to a pending award, procurement decision, licensing decision, inspection, customs action or other official decision are prohibited unless expressly permitted by applicable law and approved under Company procedures.

Any gift, hospitality, travel or entertainment involving a public official or a counterparty with decision-making authority must receive prior written approval from the designated Company authority where required by internal procedures. Records must state the recipient, provider, purpose, value or estimated value and approval.

## 7. FACILITATION PAYMENTS AND EXTORTION

AGTL does not permit unofficial facilitation payments. Personnel must not pay or authorize unofficial amounts to accelerate routine governmental actions, clear goods, obtain permits, secure inspections or obtain other administrative services.

### **PERSONAL SAFETY COMES FIRST**

*Where a person faces an immediate and credible threat to personal safety, the priority is personal safety. Any payment made under genuine duress must be reported to management as soon as safely practicable, documented accurately and reviewed for legal and compliance implications.*

No employee or representative may treat a demand for an improper payment as an ordinary transaction cost or conceal it within commissions, brokerage fees, transport charges, consulting fees or other expense categories.

## 8. THIRD-PARTY DUE DILIGENCE

Because AGTL operates through sourcing, brokerage, introductions and commercial facilitation, third-party risk is a core compliance concern. Before engaging a higher-risk third party, AGTL should conduct proportionate, risk-based due diligence appropriate to the nature and value of the engagement.

**Due diligence may include verification of:**

- Legal identity and registration
- Beneficial ownership, where appropriate
- Business address and contact details
- Qualifications and experience
- Authority to represent the counterparty
- Sanctions and restricted-party screening, where relevant
- Reputation and adverse information
- Licensing, conflicts of interest and bank-account ownership
- Commercial rationale for the proposed engagement

Contracts with material-risk third parties should include appropriate anti-bribery, audit/cooperation, records, termination and compliance obligations. Compensation must be commercially reasonable, documented, paid through legitimate channels and proportionate to genuine services actually provided.

The Company's corporate profile states that counterparties may be asked for registration documents, authorized representative identification, licences, product documentation, certificates and other compliance materials. Those controls should be integrated into transaction-specific due diligence.

## 9. COMMISSIONS, BROKERAGE AND SUCCESS FEES

All commissions, brokerage fees and success fees must be based on a written commercial arrangement identifying the parties, scope of services, fee basis, payment terms and responsible approver. No fee may be structured or described in a manner intended to conceal an improper payment.

Payments shall, wherever practicable, be made to the contracting entity's verified account in the name of the entitled recipient. Payments to unrelated personal accounts, cash payments, unexplained offshore accounts, or accounts in a different name require enhanced review and documented justification before approval, and must not be made where unlawful or inconsistent with this Policy.

Success fees must not be used to reward an improper influence over a public official, procurement process, licensing decision, customs process, inspection, tender or other decision-maker.

## 10. CONFLICTS OF INTEREST

Covered Persons must disclose actual, potential or perceived conflicts of interest that could affect their impartiality in selecting suppliers, buyers, agents, service providers, counterparties or commercial opportunities.

**Examples include:**

- A financial interest in a supplier or buyer
- Undisclosed family or close personal relationships with decision-makers
- Ownership or control of a proposed intermediary
- Side agreements or undisclosed referral arrangements
- Personal benefits connected to a Company transaction

A disclosed conflict shall be assessed by the designated Company authority, and appropriate measures may include recusal, additional review, independent verification, reassignment of duties or termination of the proposed arrangement.

## 11. BOOKS, RECORDS AND FINANCIAL CONTROLS

AGTL shall maintain books, records and supporting documentation that accurately and fairly reflect transactions and expenditures. False, misleading, incomplete or deliberately disguised entries are prohibited.

No undisclosed or off-book fund, account, asset or liability may be established or maintained for the purpose of facilitating or concealing improper payments or other misconduct. Expenses, commissions, brokerage fees, gifts, hospitality, travel, donations and other payments must be supported by appropriate documentation.

Financial controls should include appropriate segregation of duties, authorization thresholds, invoice and contract verification, bank-account verification, reconciliation, retention of supporting documents and periodic review of unusual or high-risk transactions.

## 12. PROCUREMENT, SOURCING AND TRADE INTEGRITY

AGTL personnel shall not manipulate supplier selection, quotations, product descriptions, ownership information, origin documents, inspection results, technical specifications or other transaction information for an improper purpose.

Where a transaction involves minerals, metals, machinery, vehicles, commodities or other regulated or higher-risk goods, personnel shall apply appropriate due diligence and comply with applicable licensing, sanctions, export/import-control, customs, responsible-sourcing and documentation requirements.

The Company does not guarantee the performance, financial capacity, product quality, quantity, ownership, documentation, delivery or payment obligations of third parties unless expressly agreed in writing. Counterparties remain responsible for their own due diligence and legal, financial, technical, tax, customs and regulatory advice.

### 13. DONATIONS, SPONSORSHIPS AND POLITICAL CONTRIBUTIONS

Charitable donations and sponsorships must have a legitimate business or community purpose, be transparent, properly documented and approved under Company procedures. They must not be used as a means of obtaining an improper business or governmental advantage.

AGTL shall not make or authorize any unlawful political contribution, nor provide personal benefits to political candidates, parties or public officials for the purpose of influencing an official act. Any activity of this nature must comply with applicable law and must not create an actual or perceived conflict with Company interests.

### 14. REPORTING AND WHISTLEBLOWER PROTECTION

AGTL encourages prompt reporting of suspected fraud, bribery, corruption, conflicts of interest, falsification, sanctions violations, money-laundering concerns or other material misconduct. Reports may be made through the Company's designated reporting channel or directly to senior management where appropriate.

#### NO RETALIATION

*Reports made in good faith shall be treated seriously and handled as confidentially as reasonably practicable, subject to applicable law and the requirements of a fair investigation. Retaliation, intimidation, dismissal, discrimination, harassment or other adverse treatment against a person for making a good-faith report or participating in an investigation is prohibited.*

Rwanda's Law No. 44bis/2017 relating to the Protection of Whistle Blowers establishes a legal framework for reporting offences or illegal conduct and provides protections against victimisation. AGTL's internal process shall be operated consistently with applicable whistleblower-protection requirements.

### 15. INVESTIGATIONS AND COOPERATION

Allegations shall be assessed promptly and proportionately. Where appropriate, AGTL may preserve records, restrict access, conduct interviews, review transactions and communications, engage independent professionals, and take interim measures to protect evidence or prevent further loss.

Personnel and relevant third parties must cooperate honestly with authorized investigations, preserve relevant records and not conceal, alter or destroy evidence. Investigations should respect confidentiality, procedural fairness and applicable legal requirements.

Where facts indicate possible criminal conduct, regulatory breach or other legally reportable conduct, AGTL may seek legal advice and make disclosures or referrals to competent authorities where required or appropriate.

### 16. TRAINING, COMMUNICATION AND AWARENESS

AGTL shall communicate this Policy to personnel and relevant third parties in a manner proportionate to their roles and risk exposure. Training should address bribery and fraud risks arising from international trade, sourcing, brokerage, public-sector interactions, third-party relationships, gifts and hospitality, conflicts of interest, books and records, and reporting obligations.

Higher-risk personnel, including those involved in procurement, brokerage, business development, customs or government-facing activities, should receive enhanced practical guidance and periodic refresher training.

## **17. RESPONSIBILITIES AND GOVERNANCE**

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Senior management is responsible for setting the tone from the top, ensuring adequate resources and supporting a culture of integrity and compliance. Management shall ensure that commercial pressure does not override legal or ethical requirements.

Managers are responsible for implementing controls within their areas, escalating concerns and ensuring that personnel understand applicable procedures. All Covered Persons are personally responsible for complying with this Policy and reporting suspected violations.

Where AGTL's scale or structure permits, responsibility for compliance oversight should be assigned to a suitably independent person or function with sufficient authority to receive reports, coordinate investigations and monitor implementation.

## **18. RISK ASSESSMENT AND MONITORING**

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AGTL shall use a proportionate, risk-based approach to compliance. Relevant risk factors include:

- Country and sector exposure
- Public-sector interactions
- Transaction value
- Use of intermediaries
- Unusual payment structures
- Opaque ownership
- High-risk commodities and sanctions exposure
- Complexity of the supply chain

The effectiveness of this Policy and related controls should be reviewed periodically and when there are significant changes to AGTL's business model, markets, counterparties, applicable law or identified risk profile. Lessons from incidents and investigations should be incorporated into updated controls and training.

## **19. BREACHES AND DISCIPLINARY ACTION**

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A breach of this Policy may result in disciplinary action up to and including termination of employment or engagement, termination of a third-party relationship, recovery of losses, withholding or cancellation of payments, and referral to competent authorities where appropriate.

Disciplinary measures shall be proportionate to the circumstances and consistent with applicable employment, contract and other laws. A person who reports a concern in good faith shall not be disciplined merely because the allegation is ultimately unsubstantiated.

## 20. RECORD RETENTION

Records relating to due diligence, contracts, approvals, payments, gifts and hospitality, training, reports, investigations and corrective actions shall be retained in accordance with applicable law and AGTL's document-retention requirements.

Records must be stored securely, remain reasonably accessible to authorized persons and be protected from unauthorized alteration, destruction or disclosure.

## 21. IMPLEMENTATION AND REVIEW

This Policy takes effect upon approval by the Company's authorized governing authority and shall be communicated to relevant personnel and business partners. It should be reviewed at least annually or sooner where legal, regulatory, operational or risk developments warrant revision.

This Policy establishes minimum corporate standards. Transaction-specific controls, contractual requirements, delegated authorities, compliance procedures and legal advice may impose additional requirements.

## 22. APPROVAL AND CONTACT

|                           |                                                                 |
|---------------------------|-----------------------------------------------------------------|
| <b>Policy Owner</b>       | Management / Designated Compliance Responsible Person           |
| <b>Approval Authority</b> | Authorized Management / Board or equivalent governing authority |
| <b>Version</b>            | 1.0                                                             |
| <b>Effective Date</b>     | 01 October 2026                                                 |
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For compliance concerns, business-integrity questions or reporting of suspected misconduct, contact AGTL through its official corporate contact channels:

### AFRICA GLOBAL TRADE LINK LTD

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**MINERALS | MACHINERY | VEHICLES | EQUIPMENT | COMMODITIES | SOURCING | BROKERAGE**

— END OF POLICY —

## Legal & Good-Practice References

- Republic of Rwanda, Law No. 54/2018 of 13 August 2018 on Fighting Against Corruption, Official Gazette, Special of 20 September 2018.
- Republic of Rwanda, Law No. 44bis/2017 of 6 September 2017 relating to the Protection of Whistle Blowers.
- Republic of Rwanda, applicable legislation on prevention and punishment of money laundering, financing of terrorism and financing of proliferation of weapons of mass destruction, as amended from time to time.
- OECD, Anti-Bribery Recommendation and Good Practice Guidance on Internal Controls, Ethics and Compliance, as applicable to international business transactions.

*Legal notice: This document is drafted as a corporate compliance policy and is not a substitute for transaction-specific legal advice. Applicable law, licences, regulatory requirements, contractual obligations and competent-authority requirements must be assessed for each transaction and jurisdiction. Where a conflict arises, applicable mandatory law prevails.*