

TFI GROUP COMPANIES – GLOBAL ANTI-CORRUPTION POLICY

1. Commitment of TFI and its subsidiaries

1.1 Introduction

TFI and its subsidiaries and affiliates (the “**Company**”) are committed to conducting the Company’s activities lawfully in accordance with all applicable Corruption Laws. This policy (the “**Policy**”) contains guidelines, standards, and procedures intended to ensure that the Company and the Company Personnel understand and comply with applicable Corruption Laws in all interactions with current and prospective Company clients and customers, Third Parties, Business Partners, and others.

Violations of applicable Corruption Laws may expose the Company and Company Personnel to potential civil and criminal monetary penalties and, in the case of Company Personnel, imprisonment.

The Company’s directors, officers, and managers stand fully behind this Policy and are committed to preventing bribery and corruption, and appropriately responding to any occurrences that may warrant action. The Company’s [Chief Financial Officer (the “**CFO**)], [Legal Department] and [Compliance Officer] will oversee its implementation. The purposes of this Policy include:

- to establish a clear anti-corruption policy for all Company Personnel, Third Parties, and Business Partners;
- to provide guidance for Company Personnel, Third Parties, and Business Partners to promote and ensure compliance with the Policy and applicable Corruption Laws; and
- to identify appropriate measures that the Company may take if a violation occurs of this Policy or any applicable Corruption Laws.

1.2 Persons Covered by this Policy

The Policy applies to all Company Personnel, and compliance with its terms is mandatory. Where appropriate, certain aspects of the Policy will also apply to Third Parties acting on the Company’s behalf and to the Company’s Business Partners.

2. Board of Directors Approval

The board of directors of the Company [is required to / has made] a determination that this Policy contains provisions reasonably necessary to prevent Company Personnel from violating applicable Corruption Laws. The board of directors of the Company [is required to/shall] approve the Policy and any subsequent material changes to the Policy within six months of such change.

3. Management Responsibilities

The [Legal Department] and/or the [CFO] shall take reasonable steps to ensure that this Policy is followed, including monitoring and auditing to detect non-compliance, and to evaluate periodically the effectiveness of this Policy.

In addition, [CFO] and/or [Legal Department], assisted as appropriate by outside experts, will conduct financial controls, including periodic internal audits and risk assessments, as well as other internal reviews including, if necessary, internal investigations of allegations of misconduct and to detect improper payments related to corruption or bribery.

This oversight shall consist of (a) requiring an annual report from the Compliance Officer as to the compliance with the Policy, and (b) in case of any report (annually or from time to time) by the [CFO] and/or the [Legal Department] of any non-compliance with the Policy for a review with the

board of directors with the procedures followed in respect of the potential non-compliance including the findings of any investigation.

The [Legal Department] shall review and revise the Policy as necessary and as required by any changes to any applicable Corruption Laws. Company Personnel should direct any suggestions for improvements to the Policy to the [Legal Department].

4. Appointment of a Compliance Officer Responsible for Anti-Corruption Compliance Program

The Company shall appoint a Compliance Officer to assist in the implementation, monitoring, and enforcement of this Policy. The Company's Compliance Officer shall be responsible for ensuring that the Company conducts business in accordance with the Policy. The Company's Compliance Officer shall be responsible for ensuring periodic training on this Policy to all Company Personnel. More in depth training will be provided to Associates whose duties and responsibilities present a greater risk to the Company (e.g., Company Personnel who frequently engage in contracting, distribution, marketing and engaging Third Parties).

5. Bribery and Corruption

5.1 Principles

Company Personnel must not give, offer, promise or authorize (or agree to give, offer, promise, authorize), directly or indirectly, [anything of value] to a Public Official for the purpose of intending to induce such Public Official to use his or her influence or office to assist the Company to secure any improper advantage or to improperly obtain or retain business or an advantage in the conduct of business.

The Company does not distinguish between any Public Officials and private persons so far as bribery is concerned; bribery is not tolerated regardless of the status of the recipient. Therefore, Company Personnel shall not give, offer, promise, or authorize (or attempt to give, offer, promise, or authorize), directly or indirectly, anything of value to a private person for the purpose of intending to induce such private person to assist the Company to secure any improper advantage or to improperly obtain or retain business or an advantage in the conduct of business.

Company Personnel shall also not solicit, request or accept (or attempt to solicit, request or accept) [anything of value] from a Public Official or private person, which in turn would lead to an improper business advantage.

In sum, this Anti-Corruption Policy prohibits any financial or other advantage—without any minimum monetary threshold—which is offered, provided, promised, authorized, requested or received as an inducement or reward for any undue advantage or the receipt of which is itself improper.

6. Compliance

6.1 Compliance with this Policy

Compliance with this Policy is a condition of employment. All Company Personnel subject to this Policy shall comply with the Policy and promptly report any known or suspected violations, [as well as any other illegal, improper or unethical conduct], pursuant to the procedures described below. The Company will view any violation of this Policy or failure to report a violation as a significant matter that warrants disciplinary action, up to and including termination of employment. Other disciplinary actions may include warnings and periods of "probation".

Meeting our responsibilities enables our business to succeed and grow, today and in the future.

Each of the Company Personnel is expected to:

- (1) Understand and act according to this Policy and applicable Corruption Laws.
- (2) Seek guidance from management, [compliance personnel] or [Legal Counsel] when he/she has questions.
- (3) Promptly report concerns about possible violations of this Policy or applicable Corruption Laws to management, as provided in Section 4.2 below.
- (4) Participate in training to keep up-to-date on current standards and expectations.

No reason, including the desire to meet business goals, can ever be an excuse for violating this Policy or applicable Corruption Laws.

6.2 Investigation of Suspected Violations

All reported incidents of suspected violations of this Policy will be investigated promptly and appropriately. All complaints will be handled confidentially to the extent possible, consistent with adequate investigation, the imposition of appropriate remedial action and requirements of Applicable Law. If, after investigation, the Company determines that prohibited conduct has occurred, the Company will take prompt remedial action commensurate with the circumstances and Applicable Law.

All persons subject to this Policy shall, consistent with applicable Corruption Laws, cooperate fully, truthfully and candidly with any inquiry conducted by or on behalf of the Company. Failure to cooperate may result in discipline, including termination of employment. The failure to report known or suspected wrongdoing of which a person has knowledge could, by itself, subject Company Personnel to disciplinary action, including termination of employment.

6.3 Certificate of Compliance

Company Personnel will receive a copy of this Policy and any amendments as they are made. New hires are required to certify that they have received a copy of the Policy and that they understand its contents. All Company Personnel are required to certify their receipt and understanding of amendments to the Policy [following approval of the amendments by the board of directors of the Company]. In addition, Company Personnel must make annual certifications within 30 days of the calendar year-end.

7. Reporting Violations / Whistleblower Protection Policy

The Company must adhere to all applicable Corruption Laws. The support of all Company Personnel is needed to assist the Company in achieving compliance with applicable Corruption Laws. If any employee reasonably believes that policy, practice, or activity of the Company or of another individual or entity with whom the Company has a business relationship is in violation of an [Applicable Law], including of Corruption Laws, a report must be filed by that employee with the [Compliance Officer].

Reports may be made in person or by letter, telephone, facsimile, e-mail, or other means and will be treated as confidential, to be used solely in connection with addressing the specific incident(s) the report concerns. Such reports will be shared with the Company's management and other authorized individuals only on a need-to-know basis.

The Company shall not retaliate against any Company Personnel who, in good faith and with reasonable belief, reports misconduct or who participates in an investigation of alleged illegal conduct. Although internal reporting is encouraged, no one may take any action to impede an individual from communicating with regulatory staff about a possible violation of law.

8. Books and Records

8.1 Retention of Third Parties and Business Partners

Third Parties may be retained when such entities or individuals provide bona fide services, are paid reasonable compensation, and are subject to appropriate due diligence and to a written contract with appropriate anti-corruption provisions before being retained.

Similarly, the Company may enter into business ventures with bona fide Business Partners when such entities or individuals are subject to appropriate due diligence and to a written agreement memorializing the relationship with appropriate anti-corruption provisions. The following guidelines must be followed in retaining any Third Party who may render services to, or for the benefit of, the Company, or in entering into any business venture with a Business Partner, especially where interaction with a Public Official is reasonably likely:

(a) Maintaining Accurate Books and Records

The Company shall maintain books, records, and accounts which, in reasonable detail, fairly and accurately reflect the Company's business transactions (including underlying income, expenses, profits, losses, and disposition of assets). This includes all expenditures related to interactions with all third parties, including Public Officials, current and prospective clients, customers, suppliers, or Company Personnel or Third Parties. In addition, the nature and purpose of all payments shall be accurately recorded in the Company's books and records in reasonable detail, as generic descriptions (e.g., "various airfares and hotel") are insufficient. Accordingly, the Company prohibits the mischaracterization or omission of any transaction.

The Company shall also establish and maintain adequate internal accounting controls to ensure that the Company's record-keeping and anti-corruption objectives are met.

"Off-the-books" accounts and false or deceptive entries in the Company books and records are strictly prohibited. All financial transactions shall be documented, regularly reviewed, and properly accounted for in the books and records of the Company.

Unless applicable Corruption Laws specifies a longer period of time, all records and reports, together with all supporting documentation, shall be maintained and readily retrievable for at least [five years] from the date that the record is created.

(b) Obtain Approval

Under this Policy, certain actions – particularly providing anything of value or any advantage to Third Parties or Public Officials – require prior written approval from the below persons.

For recurring or ongoing actions, this approval should be renewed annually, or more frequently if there is a change in the situation.

Copies of these approvals should be maintained by the Compliance Officer and made available to auditors or investigators if required.

If the total expenditure to, or for the benefit of, Third Parties or Public Officials, is expected to exceed US\$[●], or if any individual expenditure for gifts, meals, travel, local transportation, or entertainment could in the view of involved Company Personnel be considered to exceed the "reasonableness" threshold established in this Clause 9, such Company Personnel must:

- complete an "Expense Authorization Form" (see Schedule Schedule 4); and
- obtain prior written approval from:
 - the General Manager of the relevant Company for the expenditure, if the expenditure is more than US\$[●] and less than US\$[●],

- the Compliance Officer of the relevant Company for the expenditure, which is more than US\$[●] and less than US\$[●],
- the [CFO] and/or [Legal Department] of the relevant Company for the expenditures which exceed US\$[●] (General Manager, Compliance Officer and [CFO] and or [Legal Department], shall mean “**Authorized Persons**”)

In all other circumstances, the Company Personnel requesting or incurring the expenditure need not obtain prior approval or complete an “Expense Authorization Form,” but must adhere to the Policy and make and maintain full and complete records relating to the expense, including the name and title of the Third Parties or Public Officials, the description and value of the expenditure (including all receipts or invoices), and the business purpose of the expenditure.

(c) Due Diligence

Before retaining a Third Party or entering into a business venture with a Business Partner, the Company and relevant Company Personnel shall conduct due diligence appropriate in the circumstances that is documented and maintained in the Company’s books and records as provided under sub-paragraph (a) and Schedule 3 below. While the nature and extent of due diligence will vary depending on the attendant risks presented by the type of services to be provided by the Third Party or the type of business venture to be entered into with the Business Partner, due diligence should be conducted in appropriate circumstances to determine whether the Third Party or Business Partner:

- is qualified to perform the service or undertake the business venture;
- has the requisite reputation in the field;
- has any conflicts of interest;
- is or employs a Public Official;
- will act in accordance with high ethical standards; and
- has adopted appropriate policies to prevent corruption.

Due diligence of prospective Third Parties and Business Partners generally should include at a minimum:

- obtaining from the prospective Third Party or Business Partner a due diligence questionnaire or other similar due diligence information as prepared and updated by the Legal Department; and
- ascertaining the reputation and past business dealings of the prospective Third Party or Business Partner in the local business and financial community. Appropriate methods might include references from past or present clients, customers, financial references, searches of publicly-available sources, background checks, etc.

If the due diligence discloses one or more “red flags,” the [Legal Department] shall determine whether additional due diligence is necessary, whether the Third Party or Business Partner can eliminate the red flag(s), or whether discussions with the Third Party or Business Partner should be terminated. Some common “red flags” associated with Third Parties and Business Partners include:

- excessive commissions paid to Third Parties;
- Agreements for services that are vague and undefined;
- the entity is in a different line of business than that for which it has been engaged;
- the entity is owned or controlled by a Public Official;
- the entity became part of the transaction at the request of a Public Official;
- the entity is merely a shell company incorporated in an offshore jurisdiction; and
- the entity requests payment to offshore bank accounts.

The Company shall update the due diligence on Third Parties and Business Partners at appropriate regular intervals.

9. Guidance for Interactions

9.1 Facilitation Payments

Facilitation payments, no matter the size, are strictly prohibited. No payments shall be made in order to expedite the performance of a government action unless such payments are expressly permitted by the law and the schedule of such expediting fees is publicly posted.

9.2 Gifts and Hospitality

Company Personnel shall not, on behalf of the Company, offer, promise, authorize or give any gifts (including cash or cash equivalents), entertainment, meals, travel or accommodations, or other things of value, directly or indirectly, to any person or entity other than in accordance with this Policy or as approved in writing by the persons provided under Clause 6.1(b). Likewise, Company Personnel shall not, in connection with Company business, accept or request any gifts (including cash or cash equivalents), entertainment, meals, travel or accommodations, or other things of value, other than in accordance with this Policy or as approved in writing by the persons provided under Clause 6.1(b). As used below, concepts of value such as “modest” and “reasonable in amount and not extravagant” can vary between and among jurisdictions where the Company does business based on prevailing cultural and economic standards and norms. Because the cumulative value of gifts, entertainment, meals, travel or accommodations, or other things of value provided to an individual or entity over the course of a calendar year could give rise to the appearance of impropriety, Company Personnel should be mindful of the cumulative value of such items.

(a) Gifts

It is customary to provide business associates, clients and customers, [including Third Parties and Public Officials], with small gifts from time to time. Company Personnel may provide gifts of modest value provided that the provision of such gifts is customary, is not offensive, and does not violate applicable Corruption Laws. Company-branded items are generally acceptable gifts. Company Personnel shall not directly or indirectly provide gifts in the form of cash or cash equivalents.

(b) Meals

The Company may host or pay for meals and receptions for current and prospective clients and customers, including Third Parties and Public Officials, provided:

- Company Personnel are present for the meal and/or reception;
- the meal or reception is reasonable in amount and not extravagant;
- the venue is not inappropriate or disrespectful; and
- the meal or reception is directly related to the promotion or explanation of the Company’s business and services [or, with respect to meals or receptions for Third Parties or Public Officials, to the execution or performance of a contract with a government or any department, agency, or instrumentality thereof, including entities owned or controlled by the state.]

The frequency and value of such meals and receptions should not raise the appearance of impropriety and, both individually and cumulatively, must be at all times reasonable in amount.

(c) Travel and Accommodation

The Company may host current and prospective clients, including Third Parties or Public Officials, and their respective representatives at events that require travel and

accommodations, including airfare, local transportation, and lodging, provided that such travel and accommodations are:

- reasonable in amount and not extravagant; and
- directly related to the promotion or explanation of the Company's services or, [with respect to travel and accommodations for Third Parties or Public Officials, to the execution or performance of a contract with a government or any department, agency, or instrumentality thereof.]

In determining that travel is "reasonable in amount," Company Personnel should seek airfare that is the least expensive with the minimum number of stops (*i.e.*, no more than 2 stops). The location and duration of the event should determine which airport to fly into and the maximum length of stay. Business class airfare is only permissible on international flights greater than seven (7) hours in length, unless otherwise approved by the by the Authorized Persons. First-class airfare is presumptively unreasonable. Local transportation should also be reasonable in amount and not extravagant. Reasonable, not extravagant, business class lodging may be provided.

(d) Entertainment

The Company may host current and prospective clients, including Third Parties or Public Officials, and their respective representatives at sporting and cultural events such as concerts or other live performances, provided:

- when Third Parties or Public Officials are being entertained, Company Personnel shall be present for the entertainment;
- the total per person value of the entertainment is reasonable in amount and not extravagant;
- the event is not inappropriate or disrespectful; and
- when Third Parties or Public Officials are being entertained, the entertainment shall be directly related to the promotion or explanation of the Company's services or to the execution or performance of a contract with a government or any department, agency, or instrumentality thereof, including entities owned or controlled by the state.

(e) Family Members and Guests

Company Personnel may not provide gifts, entertainment, meals, travel, or accommodations for any Family Members or guests of any Third Parties or Public Officials.

9.3 Political Contributions

Contributions by the Company or by Company Personnel on the Company's behalf to a political party, candidate, or campaign must be approved in advance in writing by the Company's [Legal Department]. Contributions to political parties or candidates by Company Personnel, acting solely in their personal capacities, may not involve the use of any Company funds or office space and must be made in accordance with all Applicable Laws, including applicable Corruption Laws.

9.4 Charitable Donations

The Company may make donations to bona fide charitable organizations with the prior approval of the Company's [Legal Department]. Such donations may create risks, however, under the applicable Corruption Laws. The Company must be vigilant in evaluating and conducting due diligence on all requests for charitable donations, particularly if suggested by a Public Official.

In determining whether to approve a charitable donation, the Company's [Legal Department] will consider each proposal on its merits and identify any potential "red flags" of corruption risk during its review.

10. Definitions

“Applicable Laws” means all laws, regulations, directives, statutes, subordinate legislation, common law and civil codes of any jurisdiction, all judgments, decrees, orders, instruments, by laws, ordinances, notices, instructions, decisions and awards of any court or competent authority or tribunal exercising statutory or delegated powers and all codes of practice / legislative measures having force of law, statutory guidance and policy notes, including without limitation to those relating to tax, in each case to the extent, at any time, (i) applicable to a Party either directly or (ii) indirectly because of application to a Party as result of its direct or indirect application to a parent of a Party, or (iii) applicable to any TFI Group Company, (iv) or as the context otherwise requires.

“Business Partner” means any entity other than a client, customers or Third Party with which the Company enters into a business relationship for profit.

“Company Personnel” means officers, directors, managers and employees of the Companies.

“Corrupt Act” means either in business dealings with private parties or in dealings with the Public Officials (and for the avoidance of doubt restricted to a person’s professional dealings and not such person’s personal actions or undertakings where such actions and undertakings are not related to their business dealings or dealings with the Public Officials), directly or indirectly giving, making, offering or receiving or agreeing (either themselves or in agreement with others) to give, make, offer or receive any payment, gift or other advantage; (i) in violation of any Applicable Laws; or (ii) to or for a Public Official or to any other person to secure an improper advantage or to improperly obtain or retain business or an advantage in the conduct of business.

“Corruption Laws” means all applicable laws in connection with bribery and corruption, including:

- (a) the United States Foreign Corrupt Practices Act (the “**FCPA**”); and
- (b) the United Kingdom Bribery Act 2010 and, in relation to conduct prior to the Bribery Act 2010 being brought into force, the United Kingdom Public Bodies Corrupt Practices Act 1889 and the Prevention of Corruption Act 1906 (together with the United Kingdom Bribery Act 2010); anti-corruption laws in Turkey and China.

“Family Member” means a parent, spouse, spousal equivalent, child, sibling, uncle, or aunt.

“Public Official” means: (i) an officer, agent or employee of a government, government-owned enterprise (or any agency, department or instrumentality thereof), political party or public international organization, (ii) a candidate for government or political office, or (iii) an agent, officer, or employee of any entity owned by a government.

“Third Party” means any individual (other than Company Personnel) or entity engaged to provide goods or services to or on behalf of the Company, including attorneys, accountants, lobbyists, agents, consultants, brokers, advisors, and other persons who the Company has used or is using in the conduct of business.

SCHEDULE 1

TFI GROUP COMPANIES ANTI-CORRUPTION POLICY CERTIFICATION OF COMPLIANCE

I, _____, have received a copy of, read, and understand [TFI Group Companies] (“**Company**”) Global Anti-Corruption Policy (the “**Policy**”). I agree to comply with the specific requirements of the Policy in all respects during my work for or with the Company, and thereafter to the extent required. I understand that any activity in violation of any applicable anti-corruption laws, including, but not limited to, the applicable Corruption Laws as defined under the Policy, is prohibited, and I understand the possible consequences of such a violation. I am presently in full compliance with the Policy, and I know of no violations of the Policy by any other person or entity subject to them, except as may have been previously reported to the Company. I recognize that failure to comply in all respects with the Policy may be a basis for disciplinary measures, up to and including termination for cause of my authorized employment or work for the Company.

Printed Name

Company

Signature

Department/Title/Position

Date

SCHEDULE 2 COMPLIANCE OFFICER CONTACT INFORMATION

Company Chief Financial Officer

- [●] (e-mail address: [●])

Company Compliance Officer:

- [●] (e-mail address: [●])

Company Legal Department:

- [●] (e-mail address: [●])
- [●] (e-mail address: [●])
- [●] (e-mail address: [●])

SCHEDULE 3 DUE DILIGENCE QUESTIONNAIRE

Instructions: Company Personnel shall complete this form in consultation with an authorized representative of the Third Party or Business Partner and return it to the Company's Compliance Officer or the Company's Legal Department. The form must be submitted to and thereafter maintained by the Company's Compliance Officer or the Company's Legal Department.

This questionnaire is a part of the Company's risk analysis and due diligence process. Company Personnel shall shall complete this questionnaire before conducting any business on behalf of the Company in consultation with authorized representative of Third Parties or Business Partners.

For risk analysis and due diligence purposes, the Company defines the terms:

- **"Public Official"** as: (i) an officer, agent or employee of a government, government-owned enterprise (or any agency, department or instrumentality thereof), political party or public international organization, (ii) a candidate for government or political office, or (iii) an agent, officer, or employee of any entity owned by a government.

1. Full Legal Name of Third Party or Business Partner:

Is the Third Party or Business Partner publicly traded? ☐ Yes ☐ No

Has the Third Party or Business Partner ever conducted business under an alias, assumed name, or trade name or used any other business name other than the legal name listed above?

☐ Yes ☐ No

If yes, please list other names used in the past five years:

2. What type of business entity is the Third Party or Business Partner?

- ☐ Individual
- ☐ Joint Venture
- ☐ Corporation
- ☐ Limited Liability Company
- ☐ Partnership
- ☐ Limited Liability Partnership
- ☐ Other organization (please specify): _____

3. If the Third Party or Business Partner is an individual, please provide the names of any companies in which the individual owns 10% or more of the company, and indicate his/her relationship with that company.

4. Third Party or Business Partner contact information:

Postal Address: _____

Headquarters address (if different):

Telephone: _____ Fax: _____ Email: _____

Website: _____

Contact information for person completing this questionnaire:

Name: _____

Relationship to Third Party or Business Partner : _____

Postal Address:

Telephone: _____ Mobile Number: _____

Fax: _____ Email: _____

5. Please provide contact information for the person(s) employed by the Company that the Third Party or Business Partner considers its primary contact(s) for the business relationship.

Name/Title	Email	Telephone

6. When and where did the Third Party or Business Partner begin doing business?

7. What type of business relationship does the Third Party or Business Partner have or seek to have with the Company? Check all that apply:

- ☐ Advertising/Public Relations
- ☐ Charitable Organization
- ☐ Consultant
- ☐ Customs Agent/Broker
- ☐ Distributor
- ☐ Joint Venture Partner
- ☐ Lobbyist
- ☐ Logistics Agent

- ☐ Manufacturer
- ☐ Referral Partner
- ☐ Research & Development
- ☐ Reseller
- ☐ Sales Agent or Representative
- ☐ Service Provider - Professional (accountant, auditor, legal advisor)
- ☐ Service Provider - Other
- ☐ Supplier - Parts
- ☐ Supplier - Other
- ☐ Trade Association
- ☐ Union
- ☐ Not listed (please specify): _____

8. Qualification of the Third Party or Business Partner in relation to the services or products provided:

- ☐ expert in the field (please specify): _____
- ☐ experience in the field (please specify): _____
- ☐ professional knowledge and network (please specify): _____
- ☐ other (please specify): _____

9. Approximately what percentage of the Third Party or Business Partner's business is or will be devoted to the Company?

10. Are any of the Third Party or Business Partner's directors, officers, members, employees, shareholders who own 10% or more of the company, or their immediate family members, Public Officials?

- ☐ Yes ☐ No. If yes, please explain.

11. Does the Third Party or Business Partner (including any of its subsidiaries, sister companies, joint venture partners, etc.) interact with any of the types of entities listed below on behalf of the Company?

- ☐ National, state, local, or municipal governmental authority
- ☐ Government owned or controlled entity
- ☐ Customs
- ☐ Military
- ☐ Police
- ☐ A political party
- ☐ International organization

If so, please describe the nature of the contact.

-
12. **Does the Third Party or Business Partner conduct business on behalf of the Company, either directly or indirectly, with any Public Official or family member(s) of a Public Official?**

☐ Yes ☐ No. If yes, please explain and identify the entity and/or individuals involved.

13. **Does the Third Party or Business Partner perform due diligence on other parties it has engaged or those it anticipates engaging to act on behalf of the Company?**

☐ Yes ☐ No

14. **In the last ten years, has the Third Party or Business Partner or any of the Third Party or Business Partner's officers, directors, employees, or shareholders who own 10% or more of the company been convicted of violating any law or regulation concerning bribery (whether in the public or private sector), corruption, money laundering, or fraud?**

☐ Yes ☐ No. If yes, please explain.

15. **Are you aware of any government investigation for bribery, (whether in the public or private sector), corruption, money laundering, or fraud, involving the Third Party or Business Partner, or any of the Third Party or Business Partner's officers, directors, employees, or shareholders who own 10% or more of the company?**

☐ Yes ☐ No. If yes, please identify the parties under investigation, the government agency involved, and whether any conduct was identified bearing any connection to any person at the Company.

16. **Does the Third Party or Business Partner have a written code of business conduct, ethics, or similar policy?**

☐ Yes ☐ No. If so, please attach.

17. **Does the Third Party or Business Partner have an anti-corruption policy or program?**

☐ Yes ☐ No. If so, please attach.

18. Does the Third Party or Business Partner train its employees in the applicable anti-corruption laws?

☐ Yes ☐ No. If so, how often is the training conducted.

19. Does the Third Party or Business Partner request payment in cash or in a form inappropriate for the engagement or requests compensation other than as documented?

☐ Yes ☐ No. If so, please specify irregularity.

20. Please specify the remuneration/fee proposal requested by the Third Party or Business Partner:

- ☐ fixed (e.g.i upfront fee amounts)
- ☐ variable (e.g., hourly based)
- ☐ success based (e.g., based on sales %)
- ☐ Other (please specify): _____

21. Does the Third Party or Business Partner request payment to third country account or an account in the name of another party?

☐ Yes ☐ No. If so, please specify.

22. Does the Third Party or Business Partner request compensation for services that conforms to market rates for such services or rates paid for other third parties engaged by the Company to perform comparable services?

☐ Yes ☐ No. If not, please specify.

23. Does the Third Party or Business Partner commit to detailed description of adequate services in writing?

☐ Yes ☐ No. If not, please specify inadequate or unclear description of services.

24. Does the Third Party or Business Partner have a conflict of interest in relation to the services requested by the Company?

☐ Yes ☐ No. If so, please specify.

25. Please use the space below to provide any additional information which you feel may be relevant to the existing or prospective relationship between the Third Party or Business Partner and the Company.

SCHEDULE 4

EXPENSE AUTHORIZATION FORM

INSTRUCTIONS: *In accordance with Clause 8.1(b) of the TFI Group Companies – Global Anti-Corruption Policy (the “Policy”), please complete and submit this Form when the total amount of anticipated expenses is greater than US\$[●], or if any expenditure for gifts, meals, travel, local transportation, entertainment, or other expenses individually or collectively may exceed the “reasonableness” thresholds established in Clause 8.1(b).*

Please complete the Form, sign and date the bottom, and submit it to your [Authorized Person] for review and approval at least fourteen (14) days prior to the expenditure of funds, or as soon as reasonably possible. Contact the Company’s Compliance Officer with questions about this form.

A. REQUESTER INFORMATION

Name: _____ Date of Request: _____

Title: _____ Contact Phone: _____

B. BENEFICIARY(IES)

(Please list the names, titles, and employers of all individuals receiving or otherwise benefiting from the requested expenditure of Company funds. A separate sheet of paper may be used and attached to this Form if additional space is needed.)

Name(s): _____

Title(s): _____

Employer(s): _____

Is the beneficiary(ies) a Public Official, a Family Member of a Public Official, or otherwise associated with a Public Official, as defined in Section 2 of the Policy? ☐ Yes ☐ No *(If yes, please explain.)*

What is the total amount of expenditures, if any, made by the Company to or for the beneficiary(ies) during the past twelve (12) months? *(Please provide a brief description and the amount of any such benefit previously conferred.)*

C. NATURE AND AMOUNT OF REQUEST

Type of Expense	Description	Cost Per Person	Total Cost
Gifts		\$	\$
Meals		\$	\$
Travel and Accommodation		\$	\$
Entertainment		\$	\$
Family Members and Guests			

Other:		\$	\$
TOTAL:		\$	\$

Date Funds Needed By: _____

Will any funds be paid directly to the beneficiary(ies)? ☐ Yes ☐ No (If yes, please explain to whom the funds will be provided and why the funds will not be sent directly to the vendor or other third party.)

D. ATTESTATION

I have read the Company's Global Anti-Corruption Policy and hereby attest that the information contained on this form is complete, accurate, and consistent with the Company's policies.

Signature

Date

E. APPROVAL

The undersigned has reviewed this request and recommends (please circle one): Approved or Denied

Name: _____ Title: _____

Total Amount Approved (in US\$): _____

Additional Instructions and/or Conditions: _____

I have read the Company's Anti-Corruption Policy and hereby attest that the information contained on this form is complete, accurate, and consistent with the Company's policies.

Signature

Date