



Charter of participation

Preamble

Towards Transparency (TT), the national contact of Transparency International (TI) in Vietnam, is a not for profit company that receives both public and private funds for the fulfillment of its mission. Among those who cooperate to achieve their institutional goals, TT also includes companies that share and seek to promote change in the direction of "a world in which government, politics, business, civil society and everyday life of people are free from corruption" and accordingly, undertake to comply with standards and best practices to combat corruption. Many companies are eager to collaborate in the fight against corruption and are working to mitigate the risks to which they are exposed.

For this purpose, over the last few years TT has been engaged in the private sector to develop a work to prevent corruption, assisting companies in the development and implementation of specialized anti-corruption plans, and tools and programs aimed at increasing transparency. For companies that are committed to fighting corruption and supporting the global fight against corruption, a collaboration with TT is a significant step that demonstrates a real commitment. Joining the Vietnam Business Integrity Forum will reverberate throughout the industry, positioning the company among the pioneers of a system based on integrity, sustainability and better governance.

TT independence

Working with private sector operators who collaborate to achieve our objectives, from which we receive funding, must in no way compromise the ability of TT to carry out its mission autonomously and totally independently and to support the principles of Transparency, Responsibility and Integrity that TT shares with the whole global movement of Transparency International. For this reason, TT undertakes to refuse or suspend any relationship with companies that seek to exert an undue influence or that interfere in TT's activities.

Controls and due diligence

Companies that wish to join the Vietnam Business Integrity Forum and support the organization are subjected to an internal due diligence procedure that examines the current position on corruption, and any cases found in the company's past. TT evaluates with particular attention the values expressed and shared by the top management of the companies, aimed at fighting corruption and promoting transparency and integrity.

Anti-Corruption program

Companies that adhere to the Vietnam Business Integrity Forum should demonstrate a commitment to high standards of transparency, accountability and fight against corruption. Concretely, the anti-corruption program of the company that aspires to join the Vietnam Business Integrity Forum should be compatible with TI Principles against corruption, and include elements such as:

- Prohibition of corruption and bribery
- Policy governing the conflict of interest
- Policy governing Facilitation Payment



- Whistleblowing mechanism
- Monitoring and evaluation procedures to ensure effective compliance
- Appropriate training activities

Cooperation and communication during the duration of the service contract with TT

TT expects the company to communicate its anti-corruption commitment, publicly exposing itself as leader of change. TT and the company will meet regularly - at least twice a year - to discuss the progress made by the company in the field of anti-corruption.

In the event of allegations of corruption or gross human rights violations against the company or one of its affiliates in the course of the duration of the service contract, the company is required to commit to act decisively to:

- Inform TT promptly about the nature of the allegations
- Share with TT a plan to remedy the violation
- Take the necessary measures to implement the plan
- Share the terms of a monitoring activity on the timing and implementation of the plan

TT, as expressed in the paragraph "Our independence", reserves the right to comment on the corruption cases affecting the companies participating in the Vietnam Business Integrity Forum.

Suspension and termination procedure

This section describes the procedures for examining and starting the company suspension procedure from the Vietnam Business Integrity Forum following the disclosure of corruption allegations or the company's censurable conduct. These procedures can also be applied in the case of allegations of violations that are outside of TT's mandate, but constitute serious ethical violations.

Suspension: The suspension procedure from the Vietnam Business Integrity Forum of a company is a provision aimed at giving the necessary time to the company to respond to the accusations, as well as to the judicial authorities the possibility of confirming or rejecting the accusation. It is important to note that TT intends to maintain the dialogue with the company during the suspension period, in order to monitor progress and support the company in implementing remediation plans.

Evaluation procedure and criteria for suspension / termination: The phases leading to the suspension / termination procedures are described below:

Step 1: TT examines the allegations and relates to the collaborating company's referent to investigate the position of the company.

Step 2: If the doubts persist after the initial interview with the company, TT requires a meeting with the company to take note of the relevant explanations and to examine the relevant documentation. The interlocutors requested by TT are at the top level.

Step 3: After reviewing the allegations, explanations provided by the company, TT Executive Director formulates one of the following evaluations:



1. The suspension procedure is not necessary because the company's response is satisfactory and no further action is required.

2. The suspension procedure is initiated because the company's response is not satisfactory and / or the allegations are serious or of a nature such that they concern one or more of the following points:

- Systemic corrupt behavior throughout the company
- Direct involvement of top management
- Corruption or other unlawful conduct involving large amounts of money
- Serious violations of human rights
- Other situations deemed incompatible with the continuation of the service contract with TT.

A company subjected to the aforementioned verification may be allowed to remain in the Vietnam Business Integrity Forum if it is able to provide convincing evidence that the alleged problem, specific or systemic, is being resolved or has been remedied. Evidence of this attitude may include:

- A change in the top positions following the scandal
- The appropriate sanction to the employees involved in the accusation
- Availability of collaboration with the supervisory authorities
- A recovery plan or other appropriate remediation measures.

In any case, the decision regarding the suspension of the company from the Business Integrity Forum will be taken by the Executive Director.

Duration and consequences of suspension

TT undertakes to make a timely decision on suspension. Depending on the seriousness of the allegations and the assessment of the proofs of resolution, the decision can be taken immediately or within a reasonable time frame after learning of the allegations. The suspension period can last up to 18 months, at the end of which the termination or resumption procedure will be adopted. The company can no longer take part in the activities of the Vietnam Business Integrity Forum. The decision and the reasons for the suspension are published in the Vietnam Business Integrity Forum website. The funds received by TT, not committed, are frozen and the return to the company is assessed if the relationship is definitively terminated. During the suspension period, TT will review the suspension provision every 6 months.

Notice of suspension decision

The suspension decision is communicated by the TT Executive director in writing to the company's legal representative. A statement on the company's suspension is published on the TT website in the Business Integrity Forum section.

Termination

Definitive termination of a company's relationship with the Vietnam Business Integrity Forum, is taken into account after all efforts to dispel or resolve the allegations during the 18-month suspension period prove to be unsuccessful. TT reserves the right to terminate the collaboration with a company at any time during the suspension period where the Executive Director determines that continuing the



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collaboration with the company could jeopardize the independence of TT and its ability to pursuing its mission and / or harming its integrity and reputation. The termination of the collaboration will be communicated by TT's Executive Director in writing to the legal representative of the company and a declaration of the termination in place will be published on the TT website in the Business Integrity Forum section.