

Darling Ingredients Inc.

Anti-Corruption Policy

Updated: September 2025

Created by: Compliance Department

Purpose

The purpose of this Anti-Corruption Policy ("Policy") is to help ensure compliance with the U.S. Foreign Corrupt Practices Act (FCPA), the U.S. Foreign Extortion Prevention Act (FEPA), the United Kingdom Bribery Act 2010 (the Bribery Act), Brazil's Clean Company Act, and many other laws. It is the company's policy to comply fully with both the letter and spirit of all applicable anti-corruption laws.

Who does this affect?

This Policy covers the worldwide operations of Darling Ingredients Inc., its subsidiaries, and applies to the following people and entities:

- (a) All of the Company's directors, officers and employees regardless of where you live or conduct business.
- (b) All third parties such as agents, consultants, distributors, customs brokers, joint venture partners, and any other representatives (each herein referred to as "Third Party" or collectively as "Third Parties") that have or likely to have contact with foreign government officials on the Company's behalf. Refer to the [Third Party Risk Management policy](#) for specific definitions and approval steps.

Introduction

Darling Ingredients and its subsidiaries (the "Company") operates and conducts business in a wide range of legal and business environments, many of which may pose challenges to our ability to conduct our business operations with integrity. The Company strives to conduct itself according to the highest standards of business ethics. Throughout its operations, the Company seeks to avoid even the appearance of impropriety in the actions of its directors, officers, employees, and Third Parties.

Accordingly, this Policy reiterates our commitment to integrity and explains the specific requirements and prohibitions applicable to our operations under the anti-corruption provisions of the U.S. Foreign Corrupt Practices Act and other international anti-bribery laws, including the U.K. Bribery Act and Brazil's Clean Company Act. This Policy contains information intended to reduce the risk of corruption and bribery from occurring in the Company's activities. The Company strictly prohibits all forms of corruption and bribery and will take all necessary steps to ensure that corruption and bribery do not occur in its business activities.

Policy

Under the FCPA, it is illegal for U.S. persons, including U.S. companies or any companies traded on U.S. stock exchanges, and their subsidiaries, directors, officers, employees and Third Parties to bribe foreign public officials. The concept of prohibiting bribery is simple. However, understanding the full scope of the FCPA is essential as this law directly affects everyday business interactions between the Company and foreign government and government-owned or government-controlled entities.

Violations of the FCPA can also result in violations of other U.S. laws, including anti-money laundering, mail and wire fraud, and conspiracy laws. The penalties for violating the FCPA are severe. In addition to being subject to the Company's disciplinary policies (including termination), individuals who violate the FCPA may also be subject to imprisonment and fines.

Aside from the FCPA, the Company may also be subject to other, and in some cases more stringent, non-U.S. anti-corruption laws, in addition to the local laws of the countries in which the Company conducts business. This Policy generally sets forth the expectations and requirements for compliance with those laws.

1. Prohibited Payments

Company directors, officers, employees and Third Parties are prohibited from directly or indirectly making, promising, authorizing or offering "anything of value" to a "foreign government official" on behalf of the Company to secure an improper advantage, obtain or retain business, or direct business to any other person or entity. This prohibition includes payments to third parties where the Company director, officer, employee or Third Party knows, or has reason to know, that the third-party will use any part of the payment for bribes.

(a) *Anything of Value*

Payments that violate the FCPA or other anti-corruption laws may arise in a variety of settings and include a broad range of payments beyond the obvious cash bribe or kickback. Anti-corruption laws, especially the FCPA, prohibits giving "anything of value" for an improper purpose. This term is very broad and can include, for example:

- (i) gifts and gift cards
- (ii) gifts for relatives of a foreign official
- (iii) travel, meals, lodging, entertainment
- (iv) loans or non-arm's length transactions
- (v) personal favors
- (vi) charitable or political donations
- (vii) business, employment, or investment opportunities.

(b) *Foreign Government Official*

The FCPA broadly defines the term "foreign government official" to include:

- (i) officers or employees of a foreign government or any department, agency or instrumentality of a foreign government
- (ii) officers or employees of a company or business owned in whole or in part by a government
- (iii) officers or employees of a public international organization (such as the United Nations, World Bank or the European Union)
- (iv) foreign political parties or officials of foreign political parties
- (v) candidates for political office

Importantly, in certain circumstances the term “foreign government official” could also include royal family members.

(c) *United Kingdom Bribery Act 2010*

Bribery involving commercial (non-governmental) parties is also prohibited under this Policy. To this end, Company directors, officers, employees and Third Parties shall not offer, promise, authorize the payment of, or pay or provide anything of value to any employee, agent, or representative of another company to induce or reward the improper performance of any function or any business related activity. Company directors, officers, employees and Third Parties also shall not request, agree to receive, or accept anything of value from any employee, agent, or representative of another company or entity as an inducement or reward for the improper performance of any function or business-related activity.

(d) *U.S. Public Officials*

Under U.S. laws prohibiting domestic bribery, you may not offer, authorize the giving of or promise anything of value to any U.S. public official in exchange for influencing an official government act (that is, no quid pro quo). Public officials include U.S. federal officials and state and local government officials, as well as candidates for public office. In addition, every U.S. state and territory prohibits bribery of public officials.

(e) *U.S. Foreign Extortion Prevention Act*

A foreign government official may attempt to solicit or extort improper payments or anything of value from Company directors, officers, employees or Third Parties. This is a violation of the newly enacted U.S. Foreign Extortion Prevention Act (“FEPA”), which prohibits any foreign official or Third Party from demanding a bribe. Such directors, officers, employees or Third Parties must inform the foreign government official that the Company does not engage in such conduct and immediately contact the Company’s Chief Compliance Officer.

2. Permitted Payments

The FCPA does not prohibit all payments to foreign government officials. In general, the FCPA permits three categories of payments. To ensure compliance, all payments listed below must be pre-approved in writing by the Chief Compliance Officer:

(a) *Facilitating Payments.*

The FCPA includes an exception for nominal payments made to low-level government officials to ensure or speed the proper performance of a government official's routine, non-discretionary duties or actions.

- (i) Although the FCPA may permit such payments, the laws of the foreign countries may not and no facilitating payment may be made in such circumstance.
- (ii) In the event of a health or safety emergency where prior approval of the Chief Compliance Officer cannot be obtained, information regarding the facilitating payment should be provided to the Chief Compliance Officer as soon afterwards as practicable.

(b) *Promotional Hospitality and Marketing Expense.*

The Company may pay for the reasonable cost of a foreign government official's meals, lodging or travel if, and only if, the expenses are bona fide, reasonable, and directly related to the promotion, demonstration or explanation of Company products or services, or the execution of a contract with a foreign government or agency.

(c) *Promotional Gifts.*

Promotional gifts of nominal value may be given to a foreign government official as a courtesy in recognition of services rendered or to promote goodwill. These gifts must be nominal in value and should generally bear the trademark of the Company or one of its products.

If the Chief Compliance Officer approves the payment, accurate records of the payment and its purpose must be maintained, and a copy forwarded to the Company's Chief Compliance Officer.

3. Charitable Contributions

Donating to or sponsoring any charitable organization headed by any foreign government official are prohibited unless approved in writing by the Company's Chief Compliance Officer.

4. U.S. Political Contributions

Company contributions to candidates for political office are prohibited unless pre-approved in writing by the Company's Chief Compliance Officer. Please refer to the Company's [U.S. Political Activity Policy](#).

5. Record Keeping

It is the Company's Policy to implement and maintain internal accounting controls based upon sound accounting principles. All accounting entries in the Company's books and records must be timely and accurately recorded and include reasonable detail to fairly reflect its transactions. Specifically:

- (a) Transactions involving a foreign government official and considered non-routine must have written approval from the Company's Chief Compliance Officer. Routine transactions with government officials such as environmental inspections or regulatory filings do not require Chief Compliance Officer approval.
- (b) All transactions involving a foreign government official must be recorded in accordance with generally accepted accounting principles.

- (c) All transactions involving a foreign government official must be recorded with supporting documentation identifying:
 - (i) the name and position of the director, officer, employee or Third Party requesting and authorizing the transaction;
 - (ii) the name and position of the foreign government official involved in the transaction; and
 - (iii) a description, including the value of the payment or provision of anything of value, and where applicable, a description of the Company's products or services being promoted or the relevant contractual provision if the payment was made pursuant to a contract.

These accounting entries and the supporting documentation may be periodically audited to identify and correct discrepancies, errors and omissions.

6. Duty to Comply

Company directors, officers, employees and Third Parties must be familiar with and perform their duties according to the requirements set out in this Policy. Company directors, officers, employees or Third Parties who violate this Policy are subject to disciplinary action, up to and including termination. Third-party representatives who violate this Policy may be subject to termination of all commercial relationships with the Company.

To ensure that all Company directors, officers, employees and Third Parties are thoroughly familiar with the provisions of this Policy, the FCPA, and any other applicable anti-corruption laws, the Company provides anti-corruption training and/or resources to those Company directors, officers, employees and Third Parties, as appropriate.

Any Company directors, officers, employees or Third Parties who suspect that this Policy may have been violated must immediately notify the Company as specified in Section 9 - Reporting Policy Violations. When in doubt about the appropriateness of any conduct, the Company requires that you seek additional guidance before taking any action that may subject the Company to potential corruption liability.

7. Duty to Cooperate

The Company may at times undertake a more detailed review of certain transactions. As part of these reviews, the Company requires all directors, officers, employees and Third Parties to cooperate with the Company, outside legal counsel, outside auditors, internal auditors, or other similar parties. The Company views failure to cooperate in an internal review as a breach of your obligations to the Company and will deal with this failure severely in accordance with any local laws or regulations.

Questions About the Policy

If you have any questions relating to this Policy, please contact Chris King, SVP and Chief Compliance Officer at:

Darling Ingredients Inc.
Attn: Christopher King, Senior Vice President and Chief Compliance Officer
5601 N. MacArthur Blvd., Irving, TX 75038
christopher.king@darlingii.com
(972) 657-7926

Reporting Policy Violations

Any employee who suspects or becomes aware of any violation of this Policy must immediately report the violation to the Chief Compliance Officer. Also, any employee who suspects or becomes aware of any violation of this Policy, may report anonymously potential violations to the Speak Up Line, the company's confidential hotline online at www.diispeakupline.com or via a toll-free number, see the Speak Up Line website or local poster for your country's specific phone number. Darling Ingredients does not tolerate any form of retaliation against a reporter for making a report in good faith or toward other individuals who are named or provide information about the allegations under investigation.