

## Anti-Bribery Policy

### Introduction

The Company is committed to the highest standards of ethical conduct and integrity in its business activities. This policy outlines the Company's position on preventing and prohibiting, bribery in accordance with the Bribery Act 2010. The Company will not tolerate any form of bribery by, or of, its employees, agents or consultants or any person or body acting on its behalf. The Company is committed to implementing effective measures to prevent, monitor and eliminate bribery.

### Scope of this policy

This policy applies to all employees of the Company and to temporary workers, consultants, contractors, agents and subsidiaries acting for, or on behalf of, the Company ("associated persons"). Every employee and associated person acting for, or on behalf of, the Company is responsible for maintaining the highest standards of business conduct. Any breach of this policy is likely to constitute a serious disciplinary, contractual and criminal matter for the individual concerned and may cause serious damage to the reputation and standing of the Company.

The Company may also face criminal liability for unlawful actions taken by its employees or associated persons under the Bribery Act 2010. All employees and associated persons are required to familiarise themselves and comply with this policy, including any future updates that may be issued from time to time by the Company.

### Principle

The Company is committed to complying with the Bribery Act 2010 in its business activities as follows:

- The Company will carry out its business fairly, honestly and openly, showing transparent payment terms and clear records.
- The Company will not make bribes, nor will the Company condone the offering of bribes on its behalf, so as to gain a business advantage.
- The Company will not accept bribes, nor will agree to them being accepted on its behalf in order to influence business.
- The Company will avoid doing business with others who do not accept its values and who may harm its reputation.
- The Company will keep clear and updated records of all corporate hospitality, entertainment or gifts accepted or offered.
- The Company will make sure that everyone in its business and their business partners know its Principles.
- The Company will regularly review and update its programme and processes as required.

A criminal offence will be committed under the Bribery Act 2010 if:

- an employee or associated person acting for, or on behalf of, the Company offers, promises, gives, requests, receives or agrees to receive bribes; or
- an employee or associated person acting for, or on behalf of, the Company offers, promises or gives a bribe to a public official with the intention of influencing that official in the performance of their duties; and
- the Company does not have the defence that it has adequate procedures in place to prevent bribery by its employees or associated persons.

## **What is prohibited?**

The Company prohibits employees or associated persons from offering, promising, giving, soliciting or accepting any bribe. The bribe might be cash, a gift or other inducement to, or from, any person or company, whether a public or government official, official of a state-controlled industry, political party or a private person or company, regardless of whether the employee or associated person is situated in the UK or overseas. The bribe might be made to ensure that a person or company improperly performs duties or functions (for example, by not acting impartially or in good faith or in accordance with their position of trust) to gain any commercial, contractual or regulatory advantage for the Company in either obtaining or maintaining Company business, or to gain any personal advantage, financial or otherwise, for the individual or anyone connected with the individual.

This prohibition also applies to indirect contributions, payments or gifts made in any manner as an inducement or reward for improper performance, for example through consultants, contractors or sub-contractors, agents or sub-agents, sponsors or sub-sponsors, joint-venture partners, advisors, customers, suppliers or other third parties.

## **Corporate entertainment, gifts, hospitality and promotional expenditure**

### **Principle**

The Company is committed to not giving or receiving bribes. As gifts and entertainment could sometimes disguise bribes, or be misinterpreted as bribes, the Company has set out the following rules which clearly define what they consider to be genuine and acceptable and what is not:-

### **Gifts**

The Company Directors must be informed of any of accepted gifts or services.

Although the Company may accept a gift now and then, they may not accept gifts which are given regularly or often.

The Company rule is that gifts given must be of moderate value, legal under local law and agreed by management.

Valuable items received as gifts will be returned, or disposed of as agreed by management.

### **Entertainment**

The Company may give and accept reasonable, hosted entertainment which is in the legitimate interests of the business.

The Company will not give or accept lavish or frequent entertainment, or entertainment which is not hosted.

### **Action by the Company**

The Company will fully investigate any instances of alleged or suspected bribery. Employees suspected of bribery may be suspended from their duties while the investigation is being carried out. The Company will invoke its disciplinary procedures where any employee is suspected of bribery, and proven allegations may result in a finding of gross misconduct and immediate dismissal. The Company may terminate the contracts of any associated persons, including consultants or other workers who act for, or on behalf of, the Company who are found to have breached this policy.

The Company may also report any matter to the relevant authorities.