

ANTI-BRIBERY POLICY

INTRODUCTION

- \\ Bribery and corruption remain a major issue in world trade, despite the many dedicated efforts to prevent them. Our legal obligations are primarily governed by the Bribery Act 2010. That Act affects us, as a UK Company, if bribery occurs anywhere within our operations.
- \\ Involvement in bribery and corruption exposes the Company and relevant individuals to a criminal offence. It will also damage our reputation and the confidence of our clients or customers, suppliers and organisational partners.
- \\ Company's position is simple: the Company conducts its activities to the highest legal and ethical standards. The Company will not be party to corruption or bribery in any form. Such acts would damage the Company's reputation and expose the Company, and its employees and representatives, to the risk of fines and imprisonment.
- \\ We run our activities with integrity and in an honest and ethical manner. All of us must work together to ensure that our Company remains untainted by bribery or corruption. This policy is a crucial element of that effort and is the personal responsibility of the Finance Director, it has the full support of the Company's leadership team, and it is the Chief Executive's commitment to make sure it is followed. However, the policy needs the full support of you, our colleagues, to make it work.
- \\ This policy sets out the steps all of us must take to prevent bribery and corruption in the Company's operations in order to comply with relevant legislation and the Company's requirements. It does not form part of any employee's contract of employment and we may amend it at any time.

WHAT IS BRIBERY AND CORRUPTION?

- \\ A 'bribe' is a financial or other advantage offered, promised, requested or given to induce a person to perform a relevant function or activity improperly, or to reward them for doing so. In this context, a 'financial or other advantage' is likely to include cash or cash equivalent, gifts, hospitality and entertainment, services, loans. Preferential treatment in a tendering process, discounts etc. The timing of the bribe is irrelevant, and payments made after the relevant event will still be caught, as will bribes that are given or received unknowingly. It is not necessary for the individual or organisation to receive any benefit as a result of the bribe.
- \\ 'Bribery' includes offering, promising, giving, accepting or seeking a bribe.
- \\ 'Corruption' is the misuse of office or power for private gain.
- \\ All forms of bribery and corruption are strictly prohibited. If you are unsure about whether an act constitutes bribery, you should raise it with your line manager or the Finance Director.
- \\ **This means that no person must:**
 - \\ give or offer any payment, gift, hospitality or other benefit in the expectation that a business advantage will be received, or to reward any business received;
 - \\ accept any offer from a third party that you know, or suspect is made with the expectation that we will provide a business advantage for them or anyone else;
 - \\ give or offer any payment (sometimes known as a 'facilitation payment') to a government official in any country to facilitate or speed up a routine or necessary procedure.
 - \\ No person must threaten or retaliate against another person who has refused to offer or accept a bribe or who has raised concerns about possible bribery or corruption.
 - \\ It does not matter whether the bribery occurs in the UK or abroad. A corrupt act committed abroad may well result in a prosecution in the UK. Nor does it matter whether the act is done directly or indirectly.

WHO CAN BE INVOLVED IN BRIBERY AND IN WHAT CIRCUMSTANCES?

- \\ Bribery and corruption may be committed by anyone working for us or on our behalf in any capacity, such as our employees, officers or directors, anyone they authorise to do things on their behalf, our representatives and other third parties who act on our behalf, our suppliers and even our customers.
- \\ The provisions of this policy therefore apply to all those listed in the paragraph above.
- \\ Bribery can occur in both the public and private sectors. The person receiving the bribe is usually able to influence the award or the progress of business, often a government or other public official.

LAST REVIEW: DECEMBER 2020

THE LEGAL POSITION ON BRIBERY AND CORRUPTION

- \\ Bribery and corruption are criminal offences in most countries where we do business. UK-incorporated companies are subject to the Bribery Act 2010.

WHO IS RESPONSIBLE FOR THIS POLICY?

- \\ The Finance Director has overall responsibility for this policy. The senior management team and line managers have responsibility for it in their areas of responsibility. The Finance Director is responsible for ensuring that this policy is adhered to throughout the Company.

GIFTS AND HOSPITALITY

- \\ We forbid anyone working with us from soliciting any gift or hospitality in the course of their work for us.
- \\ We also forbid anyone working with us from offering or receiving from any person or organisation who has had, has or may have any influence over our business any gift or hospitality which is unduly lavish or extravagant or otherwise inappropriate, or which could be considered an inducement or reward for any preferential treatment. We regard the following to be inappropriate (the list is not exhaustive):
 - \\ a personal or corporate gift to a value in excess of £20.00;
 - \\ hospitality to a value in excess of £50.00;
 - \\ any gift that includes cash or a cash equivalent (such as vouchers);
 - \\ any gift or hospitality given or received in secret; and
 - \\ any gift or hospitality given or received in your name rather than our name.

RECORDS

- It is essential that we keep full and accurate records of all our financial dealings. Transparency is vital; false or misleading records could be very damaging to us. Under money laundering regulations our lawyers and accountants are obliged to report anything which appears to be irregular.
- You must therefore declare and properly record (in writing) all hospitality and gifts given or received. You must also submit all expenses claims relating to hospitality, gifts or payments to third parties in accordance with our prevailing reimbursement of expenses policy and properly record the reason for the expenditure.
- All accounts, invoices, credit notes, purchase orders and other records relating to dealing with third parties (including suppliers and customers) must be properly prepared in accordance with our prevailing practices and requirements and with accuracy and completeness. No account may be kept 'off book'.

MONITORING

- The Finance Director will monitor the policy regularly to make sure it is being adhered to.

WHAT TO DO IF YOU THINK THIS IS WRONG

- Each of us has a responsibility to speak out if we discover anything corrupt or otherwise improper occurring in relation to the business. If you are offered a bribe, or ask to make one, or if you discover or suspect that any bribery or corruption has occurred or may occur, you must report in accordance with the procedure set out in our Public Interest Disclosure Policy as soon as possible. You must make your report as soon as reasonably practicable and you may be required to explain any delays.

COMPLIANCE WITH THIS POLICY

- The company takes compliance with this policy very seriously. Failure to comply puts both individuals and the company at risk.
- Individuals may commit a criminal offense if they fail to comply with this policy. The criminal law relating to bribery and corruption carries severe penalties.
- Because of the importance of this policy, failure to comply with any requirement of it may lead to disciplinary action under our procedures, and this action may result in summary dismissal without notice for gross misconduct. Any employee who breaches this policy is liable to have their contract terminated with immediate effect.

If you are in doubt about anything in this policy, do not hesitate to contact your Line Manager.