



ANTI BRIBERY AND CORRUPTION POLICY

INTRODUCTION

It is Company policy to conduct business in an honest and transparent way, and without the use of corrupt practices or acts of bribery to obtain an unfair competitive advantage.

The Company is committed to the practice of responsible corporate behaviour and complying with all UK Laws, Regulations and other requirements which govern the conduct of our business dealings.

The Company is committed to instilling a strong anti-corruption culture and is fully committed to compliance with all anti-bribery and anti-corruption legislation, including the Bribery Act 2010 to ensure that no bribes or other corrupt inducements or similar are made, offered, sought or obtained by us or anyone working on our behalf.

DEFINITION

Bribery is the accepting of gifts, money, hospitality or other favours in return for providing something of value to the briber. The purpose of this policy is to set out the rules that must be followed in this organisation to ensure that no bribery occurs.

UNACCEPTABLE BEHAVIOUR

The following behaviour is unacceptable, and must not occur in this organisation:

- Accepting any financial or other reward from any person in return for providing some favour.
- Requesting a financial or other reward from any person in return for providing some favour.
- Offering any financial or other reward from any person in return for providing some favour.

CONSEQUENCES OF BRIBERY

Anyone in the Company found guilty of Bribery under the Act may face fines and/or prison. In addition legal costs and adverse publicity are likely to be highly damaging to the business. Therefore the following action may be taken.

For employees who fail to comply with the policy and/or breach the Act, this may result in:

- Disciplinary action up to and including dismissal.
- Criminal prosecution which may result in a fine or imprisonment.

RESPONSIBILITIES

This policy applies to all employees, agents, contractors, subcontractors, consultants, business partners and any other parties (Including individuals, partnerships or bodies corporate) associated with the Company (or any Group Company).

It is the responsibility of the abovementioned parties to ensure that bribery is prevented, detected and reported in accordance with the Company's Public Disclosure (Whistleblowing) Policy.

No party described in this section may:

- Give or promise any financial or other advantage to another party (or use third party to do the same) on the Firm's behalf where that advantage is intended to induce the other party to perform a particular function improperly, to reward them for the same, or where the acceptance of that advantage will in itself constitute improper conduct.





- Request or agree to receive any financial or other advantage from another party where that advantage is intended to induce the improper performance of a particular function, where the acceptance of that advantage will, in itself, constitute improper conduct, or where the recipient intends to act improperly in anticipation of such an advantage.

The Parties described in this section must:

- Be aware and alert to the risks of bribery as described in this policy.
- Exercise due diligence at all times when dealing with third parties on behalf of the Company.
- Report any concerns relating to bribery to a director or their point of contact, or in accordance with the Public Interest (Whistleblowing) Policy.

FACILITATION PAYMENTS

- A facilitation payment is defined as a small payment made to officials in order to ensure or speed up the performance of routine or necessary functions.
- Facilitation payment constitutes bribes and may not be made at any time irrespective of prevailing business customs in certain territories.

GIFTS, ENTERTAINMENT AND HOSPITALITY

Gifts and hospitality remain a legitimate part of conducting business and should be provided only in compliance with the Company's Gifts and Hospitality Policy.

Gifts and hospitality can, when excessive or disproportionate, constitute a bribe and/or conflict of interest. Care and due diligence should be exercised at all times when giving or receiving any form of gift or hospitality on behalf of the Company.

The following general principles apply:

- Gifts and hospitality may neither be given nor received as rewards, inducements or encouragement for preferential treatment or inappropriate or dishonest conduct.
- Neither gifts nor hospitality should be actively sought or encouraged from any party, nor should the impression be given that the award of any business, custom, contract or similar will be in any way conditional on gifts or hospitality.
- Cash should neither be given nor received as a gift under any circumstances.
- Gifts and hospitality to or from relevant parties should be generally avoided at the time of contacts being tendered or awarded.
- The value of all gifts and hospitality, whether given or received, should be proportionate to the matter to which they relate and should not be unusually high or generous when compared to the prevailing practices within our industry.
- Certain gifts which would otherwise be in breach of this policy and/or the Hospitality and Gifts Policy may be accepted if refusal would cause significant and/or cultural offence, however the Company will donate any gifts accepted to a Charity of the Directors' choosing.
- All gifts and hospitality, whether given or received must be recorded in the Hospitality and Gifts Register.

