

ANTI-BRIBERY AND CORRUPTION POLICY

1.0 INTRODUCTION

- 1.1 Everybody is requested to ensure that the Company conducts its business in compliance with the highest professional and ethical standards, with honesty and integrity, and within the laws of England and Wales.
- 1.2 Whilst the Company recognises that what is seen as normal and acceptable behaviour in one country would not necessarily be considered normal and acceptable in another, acts of bribery, fraud, and corrupt business practices could expose the Company and its staff to the risk of prosecution, fines and imprisonment, as well as endangering the reputation of the Company. In recognising the spirit of the law rather than purely the wording, the Company has adopted a zero tolerance approach towards bribery and corruption of any kind and is committed to acting professionally, fairly and with integrity in all of our business dealings and relationships wherever we operate and implementing and enforcing effective systems to counter bribery, aiming to maintain compliance as “business as usual”, rather than as a one-off exercise.
- 1.3 We will uphold all laws relevant to countering bribery and corruption in all of the jurisdictions in which we operate. However, we remain bound by the laws of England and Wales, including the Bribery Act 2010, in respect of our conduct both at home and abroad.
- 1.4 This policy applies to all persons working for us or on our behalf in any capacity, including employees at all levels, directors, officers, agency workers, seconded workers, volunteers, interns, agents, contractors, external consultants, third party representatives and business partners, sponsors, or any other person associated with us, wherever located.

2.0 GLOBAL ANTI-BRIBERY AND CORRUPTION PRINCIPLES

- 2.1 All persons connected to the Company will not:
- give, promise to give, or offer a payment, gift or hospitality with the expectation or hope that a business advantage will be received, or to reward a business advantage already given;
 - ask for or accept any payment, gift or hospitality that they know or suspect is offered with the expectation that it will obtain a business advantage for the other party or during any commercial negotiations

or tender process, if this could be perceived as intended or likely to influence the outcome;

- accept or offer a gift to or from government officials or representatives, or politicians or political parties [without the prior approval of the Chief Executive].
- encourage or authorise any other employee or person connected with the Company to give, promise to give, offer, ask for or accept any payment, gift or hospitality with the expectation or hope that it will obtain a business advantage for them;
- retaliate against or threaten a person who has refused to undertake any activity which could give rise to a suspicion or allegation of bribery, fraud or other corrupt business practice, or who has raised concerns under this policy; and/or
- engage in activity indirectly or directly that would constitute a breach of the Bribery Act 2010 and/or this policy.

2.2 Any breach of these principles by staff will be treated very seriously, and the Company will investigate and take all appropriate action, including disciplinary action.

3.0 WHAT IS BRIBERY AND CORRUPTION?

“**Bribery**” is offering, promising, demanding, providing or accepting any financial, personal, commercial, regulatory or contractual gain, to induce the recipient or any other person to act improperly in the performance of their functions, or to reward them for acting improperly, or whether the recipient would act improperly by accepting the advantage. Bribery is a criminal offence, and includes using a third party as a conduit to channel bribes to others. As an employer we can face an unlimited fine, exclusion from tendering public contracts and damage to our reputation. We therefore take our legal responsibilities very seriously.

“**Corruption**” is the misuse of public office or power for private gain, or the misuse of private power in relation to business outside of the realm of government.

4.0 GIFTS, HOSPITALITY AND INDUCEMENTS

4.1 It is not acceptable for you or someone on your behalf to:

- give, promise to give, or offer, a payment, gift or hospitality to a government official, agent or representative to “facilitate” or expedite a routine procedure;
- give, promise to give, offer, ask for or accept any cash, cheques, or voucher payments;
- give, promise to give, offer, ask for or accept any significant and unreasonable gifts or hospitality or those given with the possible intention of influencing business transactions; and/or
- give, promise to give, offer, ask for or accept any unreasonable corporate entertaining or hospitality which has the possible intention to influence the placing of contracts with a supplier(s) or recognise the award of a contract to a supplier(s).

However, you may:

- receive casual small gifts as a thank you. If you are unclear as to the value of the gift and whether you are able to accept it, please refer to your line manager for a decision;
- attend reasonable hospitality events with the knowledge of your manager;
- undertake training offered where this can be considered to enhance the service provided in relevant circumstances

4.2 If staff are offered a gift with a significant value, or invited to a hospitality event which seems disproportionate to the relationship, they must disclose this to their line manager giving full details of the circumstances.

4.3 We appreciate that practice varies between countries and regions and what may be normal and acceptable in one region may not be in another. The test to be applied is whether in all the circumstances the gift, hospitality or payment is reasonable and justifiable. The intention behind it should always be considered.

5.0 CONFLICTS OF INTEREST

The Company recognises that staff members will in some cases have ties with external organisations, and that in the course of your duties, a relationship with others may influence business decisions. If you think you have a potential conflict of interest in any of the circumstances which arise for deliberation or decision with your working environment, please immediately and officially advise your line manager.

6.0 YOUR RESPONSIBILITIES

- 6.1 You must ensure that you read, understand and comply with this policy.
- 6.2 The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for us or under our control. All workers are required to avoid any activity that might lead to, or suggest, a breach of this policy.
- 6.3 You must notify your line manager as soon as possible if you believe or suspect that a conflict with this policy has occurred, or may occur in the future.
- 6.4 Any employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct.

7.0 HOW TO RAISE A CONCERN

- 7.1 You are encouraged to raise concerns about any issue or suspicion of bribery or corruption at the earliest possible stage.
- 7.2 If you are offered a bribe, or are asked to make one, or if you believe or suspect that any bribery, corruption or other breach of this policy has occurred or may occur, you must report it in accordance with our Whistleblowing Policy as soon as possible.
- 7.3 If you are unsure about whether a particular act constitutes bribery or corruption, raise it with your line manager.

8.0 PROTECTION

- 8.1 Workers who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. We aim to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.
- 8.2 We are committed to ensuring no one suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or other corruption offence has taken place, or may take place in the future. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavorable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform the Chief Executive immediately. If the matter is not remedied, and you are an employee, you should raise it formally using our Grievance Procedure.

8.3 Please refer to our Whistleblowing Policy for further information in relation to raising concerns and reporting violations of this policy.

9.0 TRAINING

9.1 Training on this policy forms part of the induction process for all new workers.