

## **BUSINESS ETHICS & ANTI-BRIBERY POLICY**

It is the policy of [Company] to conduct business in an honest and ethical manner. A zero-tolerance approach is applied to bribery and corruption at every level in the business. This policy provides guidance in accordance with the Bribery Act 2010 but if you are concerned about any business dealing, irrespective of the ACT, you should report this immediately to your Manager or a Director.

This policy applies to all individuals working at all levels and grades, including senior managers, officers, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, seconded staff, home workers, casual workers and agency staff, volunteers, interns, agents, sponsors, or any other person associated with the Company, its subsidiaries or their employees (collectively referred to as workers in this policy, whether located in the UK or overseas. It also applies to third parties. In this policy, third party means any individual or organisation you come into contact with during the course of your work, and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

The Company will monitor the effectiveness of this policy regularly considering its suitability, adequacy and effectiveness. Any improvements identified will be made as soon as possible. It does not form part of your contractual terms.

### **WHAT IS BRIBERY?**

A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage. This may include offering potential client tickets to a major sporting event, but only if they agree to do business with the Company.

Bribes may not be obvious. For instance, if a supplier gives your nephew a job, but makes it clear that in return they expect you to use your influence in the business for their benefit, this would be unlawful. It would also be an offence to arrange to pay an additional amount a foreign official to speed up an administrative process, such as clearing our goods through customs.

The aim of this policy is not however to prohibit normal and appropriate hospitality being given to or received from third parties. Gifts or hospitality must not however be given or received with the intention of influencing a third party to provide a business or personal advantage. You should ensure:

- The gift or hospitality offered or received complies with local law;
- Is given in the name of the Company, not in your name;
- It does not include cash or a cash equivalent (such as gift certificates or vouchers);
- It is appropriate. For example, in the UK it is customary for small gifts to be given at Christmas;
- Considering the reason for the gift, it is appropriate in terms of type, value and timing;
- It is given openly, not secretly; and
- It is not offered to or accepted from government officials or representatives, or politicians or political parties, without the prior approval of a Director.

It is not acceptable for you (or someone on your behalf):

- To 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;
- Accept payment from a third party that you know or suspect is offered with the expectation that it will obtain a business advantage for them or a business advantage will be provided by the Company in return;
- Accept a gift or hospitality from a third party if you know or suspect that it is offered or provided with an expectation of a business advantage;
- Threaten or retaliate against another worker who has refused to commit a bribery offence or who has raised concerns under this policy; or
- Engage in any activity that might lead to a breach of this policy.

## **YOUR RESPONSIBILITIES**

You must ensure that you read, understand and comply with this policy. The policy is communicated to all new workers as part of their induction process and is communicated, with relevant training, to existing workers. The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for the Company.

You must notify your Manager or a Director as soon as possible if you believe or suspect that a conflict with this policy has occurred, or may occur in the future. For example, if a client or potential client offers you something to gain a business advantage, or indicates to you that a gift or payment is required to secure their business.

The Company is required to keep financial records which will evidence the business reason for making payments to third parties. You must therefore declare and keep a written record of all hospitality or gifts accepted or offered, and ensure that all expenses claims relating to hospitality, gifts or expenses incurred are submitted in accordance with the expenses policy and specifically record the reason for the expenditure.

Any employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct.

## **RED FLAGS**

In the industry sector in which the Company operates, the following circumstances are considered to be the areas where risks are most likely and which may raise concerns under various anti-bribery and anti-corruption laws. The list is not intended to be exhaustive and is for illustrative purposes only.

- You become aware that a third party engages in, or has been accused of engaging in, improper business practices;
- A third party requests payment in cash and/or refuses to sign a formal commission or fee agreement, or to provide an invoice or receipt for a payment made;
- A third party demands lavish entertainment or gifts before commencing or continuing contractual negotiations or provision of services;
- You receive an invoice from a third party that appears to be non-standard or customised;
- You are offered an unusually generous gift or offered lavish hospitality by a third party; or
- [Insert items that are relevant to the business sector of the client, learned from discussion].

## **RAISING CONCERNS**

You are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage or if you are offered a bribe by a third party, are asked to make one, or suspect that this may happen in the future,. If you are unsure whether a particular act constitutes bribery or corruption, or if you have any other queries, these should be raised with your Manager or a Director.

The Company encourages openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken. The Company is committed to ensuring no one suffers any detriment or unfavourable treatment as a result of refusing to take part in bribery or corruption, or because they report something in good faith. If you believe you have received any such treatment, you should raise the issue initially with your Manager and if it is not remedied, and you are an employee, you should raise it formally through the grievance procedure.