## Anti-Corruption

1. **Scope**

This policy applies to all individuals working at all levels, including senior managers, officers, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, seconded staff, homeworkers, casual employees and agency staff, volunteers, interns, agents, sponsors, or any other person associated with us, or any of our subsidiaries or their employees, wherever located.

1. **Bribery**

A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage.

Examples:

* Offering a bribe- You offer a potential business partner tickets to a major sporting event, but only if they agree to do business with us.

This would be an offence as you are making the offer to gain a commercial and contractual advantage. We may also be found to have committed an offence because the offer has been made to obtain business. It may also be an offence for the potential client to accept your offer.

* Receiving a bribe - A supplier gives your nephew a job, but makes it clear that in return they expect you to use your influence in our organization to ensure we continue to do business with them.

It is an offence for a supplier to make such an offer. It would be an offence for you to accept the offer as you would be doing so to gain a personal advantage.

1. **Hospitality and Gifts**

This policy does not prohibit normal and appropriate hospitality (given and received) to or from third parties and the giving or receipt of gifts, provided that this is done in accordance with company policy.

Normal and appropriate hospitality and gifts would include where the hospitality or gift:

* Is not made with the intention of influencing a third party to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favors or benefits;
* Complies with local law;
* Is given in our name, not in your name;
* Does not include cash or a cash equivalent (such as gift certificates or vouchers);
* Is appropriate in the circumstances. For example, in the United States it is customary for small gifts to be given at Christmas time;
* Taking into account the reason for the gift, is of an appropriate type and value and given at an appropriate time;
* Is given openly, not secretly; and
* Is not offered to, or accepted from, government officials or representatives, or politicians or political parties, without the prior approval of the Compliance Manager.

1. **Prohibited Behavior**

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;
* 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;
* 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;
* Accept a gift or hospitality from a third party if you know or suspect that it is offered or provided with an expectation that a business advantage will be provided by us in return;
* Threaten or retaliate against another employee 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.

1. **Facilitation Payments and Kickbacks**

* We do not make, and will not accept, facilitation payments or "kickbacks" of any kind.
* If you are asked to make a payment on our behalf, you should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. You should always ask for a receipt which details the reason for the payment. If you have any suspicions, concerns or queries regarding a payment, you should raise these with the Compliance Manager.
* Kickbacks are typically payments made in return for a business favor or advantage. All employees must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback will be made or accepted by us.

1. **Donations**

We do not make charitable donations or contributions to political parties.

1. **Responsibilities**

* Each employee as described in the scope of this policy must ensure that they have read, understand and comply with this policy.
* 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 employees are required to avoid any activity that might lead to, or suggest, a breach of this policy.
* Each employee must notify their manager and/or the Compliance Manager as soon as possible if they 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 an employee something to gain a business advantage with us, or indicates to an employee that a gift or payment is required to secure their business. Further "red flags" that may indicate bribery or corruption are set out in the Schedule.
* Any employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct.

1. **Record-Keeping**

* Financial records must be kept and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.
* A written record of all hospitality or gifts accepted or offered, which will be subject to managerial review, must be declared and recorded.
* All expenses claims relating to hospitality, gifts or expenses incurred to third parties must be submitted in accordance with our expenses policies and specifically record the reason for the expenditure.
* All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness. No accounts must be kept "off-book" to facilitate or conceal improper payments.

1. **Reporting of Misconduct**

Any issue or suspicion of malpractice should be reported at the earliest possible stage. If it is unclear whether a particular act constitutes bribery or corruption, report to the line manager and/or the Compliance Manager.

It must be reported to the Compliance Manager as soon as possible if you are offered a bribe by a third party, are asked to make one, suspect that this may happen in the future, or believe that you are a victim of another form of unlawful activity.

1. **Employee Protection**

* Employees 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.
* 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 Compliance Manager immediately. If the matter is not remedied, and you are an employee, you should raise it formally using our Grievance Procedure.

1. **Training and Communication**

* All employees will receive regular training on how to implement and adhere to this policy.
* Our zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors, agents and business and other partners at the outset of our relationship with them and as appropriate thereafter.