



# Coates Anti- Bribery & Corruption Policy

COATES GROUP

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## 1. Introduction

Coates is committed to complying with all laws, rules, and regulations applicable to it and its business, including but not limited to the United States Foreign Corrupt Practices Act and the United Kingdom Bribery Act.

Coates prohibits any form of bribery or corruption, whether direct or indirect. This means that Coates prohibits giving, offering, promising or receiving anything of value (e.g. money, goods or services), directly or indirectly, with the intent to obtain an improper personal or business advantage.

## 2. Scope and Interpretation

This Anti-Bribery & Corruption Policy ("Policy") applies to all Coates employees, directors, officers, agents, partners, representatives, suppliers, contractors, consultants and any other third party acting for or on behalf of Coates anywhere in the world.

The standards in this Policy are the minimum standards that Coates expects from you and should not be read as changing any legal or contractual obligations that you may otherwise have with Coates, or the standards set out in any other Coates policy, including, if you are a Coates employee, Coates' Employee Code of Conduct. As a global company, Coates also expects that you will comply with all local laws and legal requirements of the location where you work or visit.

For Coates' employees, this Policy should be read in conjunction with Coates' Employee Code of Conduct.

Finally, nothing in this Policy should be read as limiting your overriding obligations to act lawfully, ethically and honestly and not to engage in anything that is or could be seen to be bribery or corruption, whether directly or indirectly.

## 3. Specific Obligations and Prohibitions

You must:

- Engage in lawful, honest and ethical business practices. Lawful business practices are those that comply with all applicable laws. Honest business practices are free from fraud or deception. Ethical business practices conform to accepted professional standards of conduct. Ethical conduct includes the ethical handling of actual or apparent conflicts of interest between personal and professional relationships as discussed below.
- Avoid any action or interest that conflicts with Coates' interests or those of its customers. While it is not possible to describe every situation in which a conflict of

interest may arise, you must never use or attempt to use your position or relationship with Coates to obtain improper personal benefits.

- Accurately record all business dealings - all the terms and conditions of agreements entered into by Coates must be formally documented. You should not make any oral or written commitments that create a new agreement or modify or propose to modify an existing agreement without approval through the formal contracting process.
- Be vigilant regarding 'red flags' that may signal the possibility of a bribery or corruption risk.

You must not:

- Bribe or offer any other improper inducement, or accept the same from anyone .
- Accept gifts from others (e.g. suppliers, clients, vendors) where they are, or could be reasonably interpreted as being, designed to secure influence or preferential treatment in favour of the giver. Inexpensive gifts or tokens of no more than \$100 USD offered as an expression of gratitude can be accepted. All gifts must be reported to your manager. For gifts that have a value higher than \$100 USD, you must provide the physical gift to your office manager. Please refer to clause 7 of the Global Code of Conduct.
- Offer a gift or favour with a value greater than \$100 USD to any private commercial counterpart in relation to your work or general Coates business (e.g. an end of year holiday present for a customer).
- Offer any gift or favour of any value to any government official (local, city, State or federal) in relation to your work.

## 4. Red flags

We require all crew to pay attention to and promptly report any suspicious business practices, including:

- (a) Requests or demands for a bribe
- (b) Promises of support for Coates products or programs in exchange for personal benefits
- (c) References by local agents to "special accommodations" that have to be made with local officials or statements that you should not ask too many questions about how business gets done in the local jurisdiction
- (d) Requests for "up front" payments when such payments are not expressly required by a written business agreement
- (e) Requests for payment to an offshore bank account, in cash, in a different name, to an account in a different country, or to an unrelated third party
- (f) Refusal by a third party to commit to comply with this Policy
- (g) A history of illegal or questionable behavior by a prospective business counterpart
- (h) Third parties with family or business relationships with government officials
- (i) Requests that a Coates bid for services to be made through a specific representative or partner
- (j) Suggestion of favorable treatment in exchange for use of a particular local vendor or supplier

## 5. Accountability, Reporting and Disciplinary Actions

The matters covered in this Policy are of the utmost importance to Coates and are essential to its ability to conduct its business in accordance with its stated values. Failure to comply with this Policy may result in civil and/or criminal fines and penalties to Coates, as well as significant harm to the company's business and reputation. Coates expects all employees, directors, officers, agents, partners, representatives, suppliers, contractors, consultants and any other third party acting for or on behalf of Coates anywhere in the world to adhere to this Policy in carrying out their responsibilities for or on behalf of Coates.

Coates will take appropriate action against anyone whose actions are found to violate this Policy. Disciplinary actions may include immediate termination of employment or other relationship with Coates. Where Coates has suffered a loss, it may pursue its remedies against the individuals and entities responsible. Where laws have been violated, Coates will cooperate fully with the appropriate authorities.

## 6. Raising Concern

You must report any breach or suspected breach of this Policy in one of the following ways:

For Coates employees:

- In line with the Grievance Policy
- On a confidential and anonymous (if you choose) basis via FaceUp (our whistleblowing platform).

Details on both of these are on the People and Culture Sharepoint page.

Coates will never retaliate against anyone for raising a concern and will investigate and take the necessary actions with the applicable parties. If you make a report about a potential violation of this Policy and are wrong, you will not be subject to disciplinary action if you acted in good faith and believed that the information provided is accurate and truthful.