

## **Anti-Bribery and Anti-Corruption Policy**

### **1. Purpose**

1.1. This policy emphasizes PeopleLogic's zero tolerance approach to bribery and corruption. It establishes the principles with respect to applicable Anti-Bribery and Anti-Corruption laws.

1.2. The policy provides information and guidance on how to recognise and deal with bribery and corruption issues.

1.3. It guides us to act professionally, fairly and with utmost integrity in all our business dealings and relationships, wherever we operate.

### **2. Policy statement**

a. Bribery and corruption can take many forms including cash or gifts to an individual or family members or associates, inflated commissions, fake consultancy agreements, unauthorized rebates, non-monetary favors and false political or charitable donations. These actions may be undertaken directly or through a third party. It is illegal and immoral to, directly or indirectly, offer or receive a bribe. We do not tolerate bribery or corruption in any form or manner. Our Company is committed to implementing and enforcing adequate procedures to prevent, deter, detect, and counter bribery and corruption in any form or manner.

b. As a part of this commitment, offering, promising to offer, or accepting bribes, directly or indirectly, and being involved in corruption is prohibited. This commitment shall reflect in every aspect of our business

c. Our Company is committed to maintaining detailed and accurate books of account of all transactions, which will aid in detection of bribery or corruption.

d. Any violation of this Policy by a Designated Person(s) will be regarded as a serious matter and shall result in disciplinary action. In addition, most countries' legislation impose a strict liability and, in some cases, even criminal liability on Designated Person(s) and directors, that fail to prevent bribery within their business.

e. This Policy constitutes a minimum standard that must be complied with in all countries of the Company's business and operations. These minimum standards are applicable to the Company even when this Policy is stricter than the anti-bribery and anti-corruption laws that are applicable in any country - including both applicable local laws and laws with extraterritorial application.

However, when the applicable anti-bribery and anti-corruption laws are stricter than this Policy, such laws must be complied with.

### **3. Scope and applicability**

This policy applies to all individuals working for PeopleLogic at all levels and grades. This includes senior managers, officers, directors, employees (whether regular, fixed-term or temporary), consultants, contractors. In this policy, third party means any individual or organization that an associate may come into contact with during the course of his/her engagement with the Company, and includes actual and potential clients, customers, suppliers, and government, non-government organizations and public bodies including their advisors, representatives and officials, politicians and political parties.

#### **4. Definition:**

**a. Bribery:**

Bribery includes the offer, promise, giving, demand or acceptance of an undue advantage as an inducement for an action which is illegal, unethical or a breach of trust. Bribes often involve payments (or promises of payments) but may also include anything of value - providing inappropriate gifts, hospitality and entertainment, inside information, or sexual or other favors; offering employment to a relative; underwriting travel expenses; abuse of function; or other significant favors. Bribery includes advantages provided directly, as well as indirectly through an intermediary. Bribery also includes any attempt to do any of the foregoing.

**b. Corruption:**

Corruption includes wrongdoing on the part of an authority, or those in power, through means that are illegitimate, immoral, or incompatible with ethical standards. It is usually designed to obtain financial benefits or other personal gain. For example, bribes offered or promised in the form of money, a privilege, an object of value, an advantage to exert improper influence on decisions of an individual in his official capacity.

**c. Gift, Hospitality and Entertainment**

A gift is anything of value and would encompass any gratuitous monetary or non-monetary benefit. It includes tangible items such as cash, precious metals and stones, jewelry, art, and any of their equivalents, and intangible items such as discounts, services, loans, favors, special privileges, advantages, benefits and rights that are not available to the general public.

Hospitality generally includes refreshments, meals, travel and accommodation. Entertainment generally includes vacation, trips, use of recreational facilities, ticket or pass for plays/concerts/sports events. Hospitality and entertainment may also qualify as a gift unless they fall within reasonable bounds of value and occurrence.

#### **5. What is not acceptable**

It is not acceptable to:

- a) give, promise to give, or offer, a payment, gift or hospitality to secure or award an improper business advantage;
- b) give, promise to give, or offer, a payment, gift or hospitality to a government official, agent or representative to facilitate, expedite, or reward any action or procedure;

- c) accept payment from a third party knowing or suspecting it is offered with the expectation that it will obtain a business advantage for them;
- d) induce another individual or associate to indulge in any of the acts prohibited in this policy;
- e) threaten or retaliate against another associate who has refused to commit a bribery offense or who has raised concerns under this policy;
- f) give or accept any gift where such gift is or could reasonably be perceived to be a contravention of this policy and / or applicable law; or
- g) engage in any activity that might lead to a breach of this policy.

## **6. Responsibility of Employees**

Employees must ensure that they have read and understood this policy and must at all times comply with the terms and conditions of this policy. Prevention, detection and reporting 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. Associates must notify their reporting manager or consult an appropriate member of the Human Resource (HR) team as soon as possible if they believe or suspect, or have a reason to believe or suspect that a breach of this policy has occurred, or may occur in the future - for example, if a customer or potential customer offers an employee something to gain a business advantage with PeopleLogic or indicates to an employee that a gift or payment is required to secure their business.

Some examples of "red flags" that may indicate corruption are set out in Section 10 of this policy below. Please note that a failure to report an actual or suspected breach of this policy is itself a breach of this policy.

Any associate who breaches any of the terms of this policy will face disciplinary action, which could result in dismissal for gross misconduct. The Company reserves its right to terminate a contractual relationship with other employees and other associated persons, as the case may be if they breach any of the terms and conditions of this policy.

## **7. Raising a concern or Complaint**

Employees are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. If you are unsure whether a particular act constitutes bribery or corruption, you should raise the matter with your reporting manager or consult an appropriate member of the Human Resource (HR) team.

## **8. What to do if you are a victim of bribery or corruption**

If you are offered a bribe by a third party, or if you are asked to make a bribe, or if you suspect that you may be asked to commit such a violation, or if you believe that you or anyone else is a victim of any form of unlawful activity, you must comply with this policy.

## **9. 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. 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 that no one suffers any detrimental treatment as a result of refusing to take part in corruption, or because of reporting concerns under this policy in good faith. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavorable treatment connected with raising a concern.

If you believe that you have suffered any detrimental treatment as a result of refusing to take part in corruption, or because of reporting concerns under this policy in good faith, you should inform your reporting manager or a member of the Human Resources team of the Company immediately.

## **10. Potential Risk Scenarios – “RED FLAGS”**

This section contains a list of possible red flags that may arise during the course of business. The list is not intended to be exhaustive and is for illustrative purposes only. If you encounter any red flags you must report them promptly by following the procedure set out in the Whistle Blower policy:

- (a) Being aware that a third party engages in, or has been accused of engaging in, improper business practices;
- (b) Learning that a third party has a reputation for paying bribes, or requiring that bribes are paid to them, or has a reputation for having a "special relationship" with foreign government officials;
- (d) 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;
- (e) A third party requests that payment is made to a country or geographic location different from where the third party resides or conducts business;
- (f) A third party requests an unexpected additional fee or commission to "facilitate" a service;
- (g) A third party demands lavish entertainment or gifts before commencing or continuing contractual negotiations or provision of services;
- (h) A third party requests that a payment is made to "overlook" potential legal violations;

- (i) A third party requests that you provide employment or some other advantage to a friend or Relative;
- (j) You receive an invoice from a third party that appears to be non-standard or customized
- (k) A third party insists on the use of side letters or refuses to put terms agreed in writing;
- (l) You observe that the Company has been invoiced for a commission or fee payment that appears large compared to the service stated to have been provided
- (m) A third party requests or requires the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to the Company; and/or
- (n) You are offered an unusually generous gift or lavish hospitality by a third party.

## 11. Examples

This section contains a list of examples of prohibited bribery. It is not intended to be exhaustive and is for illustrative purposes only.

### Offering a bribe

You offer potential customers tickets to a major sporting event, but only if they agree to do business with us. This would be an offense (by you) as you are making the offer to gain an improper commercial and contractual advantage. The Company may also be found to have committed an offense because the offer has been made improperly to obtain business for us. It may also be an offense for the potential customer 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 offense for a supplier to make such an offer. It would be an offense for you to accept the offer as you would be doing so to gain an improper personal advantage. Bribing a foreign official You arrange for the business to pay an additional payment to a foreign official to speed up an administrative process, such as clearing computer hardware through customs. The offense of bribing a foreign public official has been committed as soon as the offer is made. This is because it is made to gain a business advantage for us. The Company may also be found to have committed an offense.

### Revision History

Amendment Date	Policy Version	Author	Approved By	Nature Changes	of
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July 2022	Version 2.0	People Team	Management	