



**Global Procurement Group Limited
Anti-Bribery and Anti-Corruption Policy
v2 January 2022**

Version Control

Effective Date	Version	Changes	Author(s)
January 2022	-	Introduction of version control page	Kelly Convery
January 2022	2	Updated Introduction. Updated Company Name. Added Clause 3. Updated Clause 4. Updated Clause 5. Updated Clause 6. Updated Clause 7. Added Clause 8. Added Clause 9. Updated Clause 10. Updated Clause 11. Added Clause 18. Updated Clause 19. Updated wording from 'you' to the Employee'. Added full clauses and sub clauses for referencing purposes.	Kelly Convery and Nuala Schweppe.



1. Introduction

This Anti-Bribery Policy exists to set out the responsibilities of Global Procurement Group Limited and any of its subsidiaries from time to time (“the Company”) and those who work for the Company in regard to observing and upholding our zero-tolerance position on bribery and corruption.

It also exists to act as a source of information and guidance for those working for the Company. It helps Employees recognise and deal with bribery and corruption issues, as well as understands their responsibilities.

For the purposes of this policy, “Employees” refers to all employees, officers, consultants, contractors, casual workers and agency workers of the Company and any subsidiary from time to time.

For those Employees who are based outside of the UK, should there be any conflict between this policy and a local law, or any location-specific Anti-Bribery and Anti-Corruption Policy put in place by the Company (or any subsidiary) from time to time, the local law or location specific policy shall take precedence over this Policy.

2. Policy Statement

The Company is committed to conducting business in an ethical and honest manner and is committed to implementing and enforcing systems that ensure bribery and corruption is prevented. The Company has zero-tolerance for bribery and corrupt activities. The Company is further committed to acting professionally, fairly, and with integrity in all business dealings and relationships, wherever in the country we operate.

The Company will constantly uphold all laws relating to anti-bribery and corruption in all the jurisdictions in which it operates. The Company is bound by the laws of the UK, including the Bribery Act 2010, in regard to our conduct both at home and abroad.

The Company recognises that bribery and corruption are punishable by up to ten years of imprisonment and a fine. If the Company is discovered to have taken part in corrupt activities, it may be subjected to an unlimited fine, be excluded from tendering for public contracts, and face serious damage to its reputation. It is with this in mind that the Company commits to preventing bribery and corruption in its business and takes its legal responsibilities seriously.

3. About this Policy

The purpose of this policy is to:

- (a) Set out our responsibilities, and of those working for and on our behalf, in observing and upholding our position on bribery and corruption; and
- (b) Provide information and guidance to those working for and on our behalf on how to recognise and deal with bribery and corruption issues.

4. Who does this Policy apply to

This Policy applies to all Employees working for the Company, or any group company, or on the Company’s behalf in any capacity, including all Employees, volunteers, interns, sponsors, or any other person/persons associated with the Company (including third parties), or any of its subsidiaries or their Employees, no



matter where they are located (within or outside of the UK). The Policy also applies to Officers, Trustees, Board, and/or Committee members at any level.

5. Definitions

Bribery refers to the act of offering, giving, promising, asking, agreeing, receiving, accepting, or soliciting any financial or other advantage, to induce or influence the recipient or any other person to act improperly in the performance of their functions, or to reward them for acting improperly, or where a recipient would act improperly by accepting the advantage.

An advantage refers to any money, gifts, loans, fees, hospitality, services, discounts, the award of a contract or anything else of value.

Bribery is not limited to the act of offering a bribe. If an individual is on the receiving end of a bribe and they accept it, they are also breaking the law.

Bribery is illegal. Employees must not offer, promise, give, request, or accept a bribe. Individuals found guilty can be punished by up to ten years' imprisonment and/or a fine and employers that fail to prevent bribery can face an unlimited fine, exclusion from tendering for public contracts, and damage to its reputation.

Corruption is the abuse of entrusted power or position for private gain.

Facilitation payments, also known as "back-handers" or "grease payments", are typically small, unofficial payments made to secure or expedite a routine or necessary action. They are not common in the UK but are common in some other jurisdictions.

Kickbacks are typically payments made in return for a business favour or advantage.

Third party means any individual or organisation you come into contact with during the course of your work for us, and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisers, representatives and officials, politicians and political parties.

6. What Employees Must NOT Do

It is not acceptable for Employees (or someone on their behalf) to:

- (a) 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;
- (b) Give or accept a gift or hospitality during any commercial negotiations or tender process, if this could be perceived as intended or likely to influence the outcome;
- (c) Accept a payment, gift or hospitality from a third party that they know or suspect is offered with the expectation that it will provide a business advantage for them or anyone else in return;
- (d) Offer or accept a gift to or from government officials or representatives, or politicians or political parties;
- (e) Threaten or retaliate against another individual who has refused to commit a bribery offence or who has raised concerns under this Policy; or
- (f) Engage in any other activity that might lead to a breach of this Policy.



7. Gifts and Hospitality

The Company accepts normal and appropriate gestures of hospitality and goodwill (whether given to/received from third parties) so long as the giving or receiving of gifts meets the following requirements:

- (a) It is not made with the intention of influencing the party to whom it is being given, to obtain, retain or reward the retention of a business or a business advantage, or as an explicit or implicit exchange for favours or benefits;
- (b) It is not made with the suggestion that a return favour is expected;
- (c) It is in compliance with local law;
- (d) It is given in the name of the Company, not in an individual's name;
- (e) It does not include cash or a cash equivalent (e.g., a voucher or gift certificate);
- (f) It is appropriate for the circumstances (e.g., giving small gifts around Christmas or as a small thank you to a company for helping with a large project upon completion);
- (g) It is of an appropriate type and value and given at an appropriate time, taking into account the reason for the gift;
- (h) It is given/received openly, not secretly;
- (i) It is not selectively given to a key, influential person, clearly with the intention of directly influencing them;
- (j) It is not above a certain excessive value, as pre-determined by the Company's Compliance Manager (usually in excess of £100);
- (k) It is not offer to, or accepted from, a government official or representative or politician or political party, without the prior approval of the Company's Compliance Manager; or (l) It complies with any applicable local law.

Where it is inappropriate to decline the offer of a gift (i.e., when meeting with an individual of a certain religion/culture who may take offence), the gift may be accepted so long as it is declared to the Company's Compliance Manager, who will assess the circumstances.

The Company recognises that the practice of giving and receiving business gifts varies between countries, regions, cultures, and religions, so definitions of what is acceptable and not acceptable will inevitably differ for each.

What is acceptable and not acceptable will inevitably differ for each. As good practice, gifts given and received should always be disclosed to the Company's Compliance Manager. Gifts from suppliers should always be disclosed.

The intention behind a gift being given/received should always be considered. If there is any uncertainty, the advice of the Company's Compliance Manager should be sought.

8. Facilitation Payments and Kickbacks

The Company does not accept and will not make any form of facilitation payments of any nature. Employees must avoid any activity that might lead to a facilitation payment or kickback being made or accepted by the Company or on its behalf, or that might suggest that such a payment will be made or accepted. If Employees are asked to make a payment on the Company's behalf, they should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. Employees



should always ask for a receipt which details the reason for the payment. If Employees have any suspicions, concerns, or queries regarding a payment they should raise these with their manager.

9. Donations

The Company does not make contributions to political parties.

The Company will only make charitable donations that are legal and ethical under local laws and practices.

No donation must be offered or made without prior approval from the Legal Department.

10. Employee Responsibilities

Employees of the Company must ensure that they read, understand, and comply with the information contained within this Policy, and with any training or other anti-bribery and corruption information they are given.

All Employees and those under the Company's control are equally responsible for the prevention, detection, and reporting of bribery and other forms of corruption. They are required to avoid any activities that could lead to, or imply, a breach of this Policy.

If Employees have reason to believe or suspect that an instance of bribery or corruption has occurred or will occur in the future that breaches this Policy, they must notify the Company's Compliance Manager.

11. How to Raise a Concern

If Employees suspect that there is an instance of bribery or corrupt activities occurring in relation to the Company, they are encouraged to raise their concerns at as early a stage as possible. If they're uncertain about whether a certain action or behaviour can be considered bribery or corruption, Employees should speak to their manager or a member of the HR Team.

The Company will familiarise all Employees with its whistleblowing procedures so Employees can vocalise their concerns swiftly and confidentially.

The Company operates an open reporting culture, and has engaged the services of Safecall, an external organisation that allows an independent and confidential route for concerns to be reported.

Concerns can be reported to Safecall online via www.safecall.co.uk/report or by telephoning 0800 915 1571.

12. What to do if Employees are a victim of Bribery or Corruption

Employees must tell the Company's Compliance Manager as soon as possible if they are offered a bribe by anyone, if they are asked to make one, if they suspect that they may be bribed or asked to make a bribe in the near future, or if they have reason to believe that they are a victim of another corrupt activity.

13. Protection

If Employees refuse to accept or offer a bribe, or they report a concern relating to potential act(s) of bribery or corruption, the Company understands that they may feel worried about potential repercussions. The Company will support anyone who raises concerns in good faith under this Policy; even if investigation finds that they were mistaken.



The Company will ensure that no one suffers any detrimental treatment as a result of refusing to accept or offer a bribe or other corrupt activities or because they reported a concern relating to potential act(s) of bribery or corruption.

Detrimental treatment refers to dismissal, disciplinary action, treats, or unfavourable treatment in relation to the concern the individual rose.

If Employees have reason to believe they've been subjected to unjust treatment as a result of a concern or refusal to accept a bribe, they should inform their manager or the Company's Compliance Manager immediately.

14. Training and Communication

The Company will provide training on this Policy as part of the induction process for all new Employees. Employees will also receive regular, relevant training on how to adhere to this Policy and will be asked annually to formally accept that they will comply with this Policy.

This Policy and the Company's zero-tolerance attitude will be clearly communicated to all suppliers, contractors, business partners, and any third parties at the outset of business relations, and as appropriate thereafter.

The Company will provide relevant anti-bribery and corruption training to Employees etc. where the Company feels their knowledge of how to comply with the Bribery Act needs to be enhanced. As good practice, all businesses should provide their employees with anti-bribery training where there is a potential risk of facing bribery or corruption during work activities.

15. Record Keeping

The Company will keep detailed and accurate financial records and will have appropriate internal controls in place to act as evidence for all payments made. The Company will declare and keep a written record of the amount and reason for hospitality or gifts accepted and given and understand that gifts and acts of hospitality are subject to managerial review.

16. Potential Risk Scenarios: "Red Flags"

The following is a list of possible red flags that may arise during the course of Employees working for the Company 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.

If Employees encounter any of these red flags while working for the Company, they must report them promptly to the Company's Compliance Manager:

- (a) Employees become aware that a third party engages in, or has been accused of engaging in, improper business practices;
- (b) Employees learn 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;
- (c) A third party insists on receiving a commission or fee payment before committing to sign up to a contract with the Company, or carrying out a government function or process for the Company;



- (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 Employees provide employment or some other advantage to a friend or relative;
- (j) Employees receive an invoice from a third party that appears to be non-standard or customised;
- (k) A third party insists on the use of side letters or refuses to put terms agreed in writing;
- (l) Employees notice that the Company have been invoiced for commission or fee payment that appears large given 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 or known to the Company; or
- (n) Employees are offered an unusually generous gift or offered lavish hospitality by a third party.

17. Monitoring and Reviewing

The Company’s Legal Department is responsible for monitoring the effectiveness of this Policy and will review the implementation of it on a regular basis. They will assess its suitability, adequacy, and effectiveness.

Internal control systems and procedures designed to prevent bribery and corruption are subject to regular audits to ensure that they are effective in practice.

Any need for improvement will be applied as soon as possible. Employees are encouraged to offer their feedback on this Policy if they have any suggestions for how it may be improved. Feedback of this nature should be addressed to the Company’s Compliance Manager.

This Policy does not form part of an Employee’s contract of employment and the Company may amend it at any time so to improve its effectiveness at combatting bribery and corruption.

18. Review of Policy

The Company reserves the right to review and amend this policy from time to time.

19. Breach of this Policy

Any Employee who breaches this Policy may face disciplinary action in accordance with the Company’s Disciplinary Policy and Procedure. The Company takes breaches of this Policy very serious and may deem a breach as gross misconduct.

This policy and procedure has been approved and authorised by:

Name: Scott High



Global
Procurement
Group™

Position: People Director

Signature: 