



1 ANTI CORRUPTION BRIBERY POLICY

- 1.1 It is our policy to conduct all of our business in an honest and ethical manner. We take a zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever we operate and implementing and enforcing effective systems to counter bribery. We will invite the police and/or other relevant authority for involvement should a breach occur.
- 1.2 We will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate. However, we remain bound by the laws of the UK, including the Bribery Act 2010, in respect of our conduct both at home and abroad.
- 1.3 The purpose of this policy is to:
- set out our responsibilities, and of those working for us, in observing and upholding our position on bribery and corruption; and
 - provide information and guidance to those working for us on how to recognise and deal with bribery and corruption issues.
- 1.4 Bribery and corruption are punishable for individuals by up to ten years' imprisonment and if we are found to have taken part in corruption, we could face an unlimited fine, be excluded from tendering for public contracts and face damage to our reputation. We therefore take our legal responsibilities very seriously.
- 1.5 We have identified that the following are risks for our business: Directors, Business Development, Contracts Managers, Site Personnel, Estimating & Buying Departments. To address those risks we have ensured that all staff have been given training in relation to the Bribery Act 2010.
- 1.6 In this policy, third party means any individual or organisation you encounter during your work for us, 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.

Who is covered by this policy?

- 1.7 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, homeworkers, casual workers and agency staff, volunteers, interns, agents, sponsors, or any other person associated with us, or any of our subsidiaries or their employees, wherever located (collectively referred to as workers in this policy).

What is bribery?

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

1.9 Example: Offering a bribe

You offer a potential client 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 for us. It may also be an offence for the potential client to accept your offer.



1.10 **Example: 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 organisation 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.

1.11 **Example: Bribing a foreign official**

You arrange for the business to pay an additional payment to a foreign official to speed up an administrative process.

The offence 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. We may also be found to have committed an offence.

Gifts and hospitality

1.12 This policy does not prohibit normal and appropriate hospitality (given and received) to or from third parties.

1.13 The giving or receipt of gifts is not prohibited, if the following requirements are met:

- it 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 favours or benefits.
- it complies with local law.
- it is given in our name, not in your name.
- it does not include cash or a cash equivalent (such as gift certificates or vouchers).
- it is appropriate in the circumstances. For example, in the UK it is customary for small gifts to be given at Christmas time.
- considering the reason for the gift, it is of an appropriate type and value and given at an appropriate time.
- it is given openly, not secretly; and
- gifts should not be offered to, or accepted from, government officials or representatives, or politicians or political parties, without the prior approval of your line manager OR the Compliance Manager, Tony Cassidy.

1.14 We appreciate that the practice of giving business gifts varies between countries and regions and what may be normal and acceptable in one region may not be in another. The test to be applied is whether in all the circumstances the gift or hospitality is reasonable and justifiable. The intention behind the gift should always be considered.

What is not acceptable?

1.15 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 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.

Facilitation payments and kickbacks

- 1.16 We do not make, and will not accept, facilitation payments or "kickbacks" of any kind. Facilitation payments are typically small, unofficial payments made to secure or expedite a routine government action by a government official. They are not commonly paid in the UK but are common in some other jurisdictions.
- 1.17 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, Tony Cassidy.
- 1.18 Kickbacks are typically payments made in return for a business favour or advantage. All workers must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback will be made or accepted by us.

Donations

- 1.19 We do not make contributions to political parties. We only make charitable donations that are legal and ethical under local laws and practices. No donation must be offered or made without the prior approval of the Compliance Manager, Tony Cassidy.

Competition Law

- 1.20 The Company is committed to complying with all applicable competition laws and regulations. Employees, directors and representatives must not engage in anti-competitive practices, including price fixing, market sharing, bid rigging, collusion, or any agreement or exchange of commercially sensitive information with competitors that could restrict or distort competition. This applies to all business activities, including tendering, procurement, pricing, subcontracting and negotiations with customers, suppliers and competitors.
- 1.21 The Company maintains appropriate procedures and controls to promote compliance with competition law. Employees are expected to act independently and fairly when dealing with competitors and must raise any suspected or actual breach of competition law promptly with the Company's management. Any breach of this requirement may result in disciplinary action and, where appropriate, reporting to the relevant authorities.

Arrangements to detect and avoid anti-competitive behaviour

- 1.22 The Company maintains a range of arrangements designed to detect, prevent and respond to anti-competitive behaviour. These include:
- **Training and awareness:** All employees involved in tendering, procurement, pricing, subcontracting or commercial negotiations receive regular training on competition law, including



recognising prohibited practices such as price fixing, bid rigging, market sharing, collusion or the exchange of commercially sensitive information.

- **Independent decision-making:** Employees must make commercial decisions independently and must not discuss pricing, margins, market allocation, tender intentions or other sensitive commercial information with competitors.
- **Contract and tender reviews:** All tenders, bids, subcontractor arrangements and commercial proposals are subject to internal review to ensure compliance with competition law and to identify any unusual patterns, irregularities or risks.
- **Monitoring and oversight:** Management conducts periodic checks of commercial activity, including tender documentation, subcontractor selection, pricing decisions and communications with competitors, to ensure compliance and identify potential red flags.
- **Clear reporting routes:** Any suspected breach of competition law must be reported immediately to the Compliance Manager, Tony Cassidy, or the HR Director, Marylyn. Concerns will be investigated promptly and confidentially.

- 1.23 Any breach of competition law may result in disciplinary action and, where appropriate, reporting to the relevant authorities.

Potential risk scenarios: "red flags"

- 1.24 The following is a list of possible red flags that may arise during the course of you working for us 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 you encounter any of these red flags while working for us, you must report them promptly to the Compliance Manager, Tony Cassidy.

- You become aware that a third party engages in, or has been accused of engaging in, improper business practices.
- You 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.
- A third party insists on receiving a commission or fee payment before committing to sign up to a contract with us or carrying out a government function or process for us.
- 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 request that payment is made to a country or geographic location different from where the third party resides or conducts business.
- A third party requests an unexpected additional fee or commission to "facilitate" a service.
- A third party demands lavish entertainment or gifts before commencing or continuing contractual negotiations or provision of services.
- A third-party request that a payment is made to "overlook" potential legal violations.
- A third-party request that you provide employment or some other advantage to a friend or relative.
- You receive an invoice from a third party that appears to be non-standard or customised.
- A third party insists on the use of side letters or refuses to put terms agreed in writing.
- You notice that we have been invoiced for a commission or fee payment that appears large given the service stated to have been provided.
- 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 us.
- You are offered an unusually generous gift or offered lavish hospitality by a third party.

Your responsibilities

- 1.25 You must ensure that you read, understand and comply with this policy.



- 1.26 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 workers are required to avoid any activity that might lead to, or suggest, a breach of this policy.
- 1.27 You must notify the Compliance Manager, Tony Cassidy 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 with us or indicates to you that a gift or payment is required to secure their business. Further "red flags" that may indicate bribery or corruption are set out in paragraph 1.16.
- 1.28 Any employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct.

Record-keeping

- 1.29 We must keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.
- 1.30 You must ensure all expenses claims relating to hospitality, gifts or expenses incurred to third parties are submitted in accordance with our expenses policy and specifically record the reason for the expenditure.
- 1.31 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.

How to raise a concern

- 1.32 You 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, or if you have any other queries, these should be raised with the Compliance Manager, Tony Cassidy. Concerns should be reported by following the procedure set out in our Whistleblowing Policy.

Reporting and investigation process

- 1.33 All workers are required to report any suspected act of bribery, corruption or anti-competitive behaviour at the earliest opportunity. Reports may be made directly to the Compliance Manager, Tony Cassidy, or through the Company's Whistleblowing Procedure.
- 1.34 Once a concern is raised, the Company will:
 - Acknowledge the concern and confirm next steps with the individual raising it.
 - Conduct an initial assessment to determine whether the matter relates to bribery, corruption, anti-competitive behaviour or another form of misconduct.
 - Appoint an investigator, normally the Compliance Manager or another appropriate senior manager, who will gather evidence, interview relevant parties, review documentation and assess whether a breach has occurred.
 - Maintain confidentiality throughout the process, sharing information only where necessary for the investigation or where required by law.
 - Take immediate steps to prevent further risk, which may include suspending activity, pausing a commercial relationship or notifying external authorities where legally required.
 - Conclude the investigation with a written report outlining findings, decisions and any required actions.

- Implement corrective actions, which may include disciplinary action (up to and including dismissal), process changes, additional training or reporting to external regulators or law enforcement.

1.35 The Company is committed to protecting any worker who raises concerns in good faith. No individual will suffer detrimental treatment for reporting suspected wrongdoing, even if the concern is ultimately unfounded.

What to do if you are a victim of bribery or corruption

1.36 It is important that you tell the Compliance Manager, Tony Cassidy 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.

Protection

- 1.37 Workers 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.
- 1.38 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 unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform the HR Director, Marylyn immediately. If the matter is not remedied, and you are an employee, you should raise it formally using our Grievance Procedure.

Training and communication

- 1.39 This policy should be read alongside the Company's Fraud Prevention Policy and Tax Evasion Prevention Policy, which collectively outline the Company's approach to preventing financial crime.
- 1.40 Training on this policy forms part of the induction process for all new workers. All existing workers will receive regular, relevant training on how to implement and adhere to this policy.
- 1.41 Our zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors and business partners at the outset of our business relationship with them and as appropriate thereafter.



Andy Hider
Joint Managing Director



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Joint Managing Director

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