



## ANTI-BRIBERY AND CORRUPTION POLICY

### AP003-035

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### POLICY SUMMARY

It is our policy to conduct all of our business in an honest and ethical manner, in compliance with the Bribery Act 2010. We take a zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all our dealings wherever we operate. We do not, and will not, pay bribes or offer improper inducements to anyone for any purpose, nor do we or will we, accept bribes or improper inducements.

We are also committed to implementing and enforcing effective systems to counter bribery so as to ensure continuous anti-bribery compliance, rather than as a one-off exercise.

All individuals who work for or on behalf of Arcus are responsible for maintaining the highest standards of business conduct. Any breach of this policy is likely to constitute a serious misconduct, to be managed under the Disciplinary Policy, and could also result in a contractual and/or criminal matter for the individual concerned.

This policy aims to cover:

- The main areas of liability under the Bribery Act 2010;
- The responsibilities of employees and associated persons acting for, or on behalf of, the organisation and;
- The consequences of any breaches of this policy.

## APPLICATION

This policy is for all colleagues employed by Arcus FM Ltd and associated companies, across all departments and roles, regardless of length of service, as well as our agency workers and self-employed contractors.

This policy does not form part of an employment contract and the company reserve the right to amend it at any time.

## WHAT IS A BRIBE?

There are four key offences under the Bribery Act 2010:

- bribery of another person
- accepting a bribe
- bribing a foreign official
- failing to prevent bribery

A bribe is a financial or other reward offered, promised or provided to gain personal, commercial, regulatory or contractual advantage. The act means that it's an offence for any person (internal or external to the organisation) to bribe another person, accept a bribe, or bribe a foreign official or business associate.

## FACILITATION PAYMENTS

Facilitation payments are specifically made to government officials for carrying out or speeding up routine procedures or for the sourcing of goods, services, equipment or other business related expenditure. Facilitation payments are distinct from an official, publicly available fast-track process.

As an organisation, we do not make, and will not accept facilitation payments of any kind and our colleagues are prohibited from doing so. All employees must avoid any activity that might lead up to, or suggest, that a facilitation payment will be made or accepted by us.

Facilitation payments, or offers of such payments, will constitute a criminal offence by both the individual concerned and the organisation under the Bribery Act 2010, even where such payments are made or requested overseas. Colleagues and associated persons are required to act with greater vigilance when dealing with government procedures overseas.

## EXPECTED CONDUCT

It is unacceptable 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 a payment, gift or hospitality from a third party that you know or suspect is offered or provided with the expectation that a business advantage will be provided by us in return;
- request that another party commit or accept a bribe;
- treat another person unfavourably where they refuse to commit a bribery offence or who has raised concerns under this policy;

- engage in activity in breach of this policy.

Colleagues performing certain roles are at greater risk of bribery due to the nature of their role and responsibilities. As a result, colleagues identified to be in a position where there is more vulnerability will be required to complete regular Ethical Business Practices training to remind them of their responsibilities in respect to Corporate Criminal Offences and Bribery.

## RESPONSIBILITIES

Colleagues who are client facing or have deal-making responsibilities are more vulnerable to a bribe, but all colleagues could be vulnerable to bribes from external sources, looking to unfairly influence internal business operations and decision-making. Certain colleagues may be more vulnerable to a bribe from within the organisation e.g. another colleague looking for more favourable treatment, such as tax application in payroll or finance.

The prevention, detection and reporting of bribery and other forms of corruption is the responsibility of all our colleagues and workers. All workers are required to avoid any activity that might lead to, or suggest, a breach of this policy.

It is your responsibility to:

- ensure that you read, understand and comply with this policy;
- act honestly and with integrity at all times;
- to safeguard the organisation's resources for which you are responsible;
- comply with the laws and regulations of all jurisdictions in which the organisation operates, in respect of the lawful and responsible conduct of activities.

You are required to cooperate with Arcus' risk management procedures and report suspicious activity to your line manager, or appropriate senior manager. In particular, you are obligated to report:

- Any potential conflict of interest that you or a colleague may have. For example, personal or business relationship or interest that a prospective agent, representative or joint-venture partner may have with government or corporate officials, directors or colleagues;
- Any history of corruption in the country in which the business is being undertaken;
- Requests for cash payments;
- Requests for unusual payment arrangements, for example via a third party;
- Requests for reimbursement of unsubstantiated or unusual expenses; or
- A lack of standard invoices and proper financial practices.

If you are in any doubt as to whether or not the act constitutes bribery, the matter should be referred to your HR Business Partner.

As well as the possibility of civil and criminal prosecution, a breach this policy may result in disciplinary action, which could result in dismissal for gross misconduct.

We acknowledge that conflicts of interest, actual or potential, are sometimes unavoidable. In such circumstances, you are expected to be open and transparent regarding your potential conflict, and to maintain integrity at all times.

## **CORPORATE ENTERTAINMENT, GIFTS, HOSPITALITY AND PROMOTIONAL EXPENDITURE**

Under the Bribery Act 2010, corporate hospitality and gifts are permitted; meaning that you can give and receive gifts. Any gift or hospitality offered must be considered and accepted in the context of the associated circumstances. We will authorise only reasonable, appropriate and proportionate entertainment and promotional expenditure to be offered to or accepted from a third party. You should submit requests for proposed hospitality and promotional expenditure to your Director well in advance of proposed dates and prior to any commitment to third parties.

Employees are required to set out in writing:

- The objective of the proposed client entertainment or expenditure;
- The identity of those who will be attending, or where this is not possible the identity of those to be invited;
- The organisation that attendees will represent; and
- Details and rationale of the proposed activity.

Arcus permits corporate entertainment, gifts, hospitality & promotional expenditure that is undertaken:

- For purpose of establishing or maintaining good business relationships;
- To improve the image and reputation of the organisation; or
- To present the organisations goods/services effectively.

Provided that it is;

- Arranged in good faith; and
- Not offered, promised or accepted to secure an advantage for the organisation or any of its colleagues or associated persons, or to influence the impartiality of the recipient.

The organisation will only approve business entertainment proposals if you demonstrate a clear business objective which is appropriate for the nature of the business relationship. The organisation will not approve business entertainment where it considers that a conflict of interest may arise or where it could be perceived that undue influence or a particular business benefit was being sought. Any gifts, rewards or entertainment received or offered from clients, public officials, suppliers need to comply with the Ethical Business – Supplier Relations and Gifts in Kind Policy.

## **RAISING A CONCERN**

We all have a responsibility to help detect, prevent and report instances of suspected bribery and we are committed to ensuring that you have a safe, reliable, and confidential way of doing so. You should refer to the Reporting Wrongdoing (Whistleblowing) Policy for details on how to appropriately raise your concerns.

In the event that you report an incident of bribery, corruption, or wrongdoing, we will act as soon as possible to understand and address the situation, and will respect your privacy and confidentiality during this process, in as far as is possible. We have clearly defined procedures for investigating fraud, misconduct and non-compliance issues and these will be followed in any investigation of this kind.

We aim support anyone who raises a genuine concern in good faith under this policy, even if you are later found to be mistaken. You must not be subject to detrimental treatment related to you refusing to take part in bribery or corruption activity, or because you have reported a concern in good faith.

Knowingly making false or malicious allegations under this policy could constitute a gross misconduct and will be managed in line with the Disciplinary Policy.

## RELATED POLICIES

This policy should be read in conjunction with the following policies:

- AP003-014 Ethical Business – Supplier Relations and Gifts in Kind Policy
- AP003-023 Reporting Wrongdoing (Whistleblowing) Policy
- AP003-044 Anti-Fraud Policy & Response Plan

## APPROVALS

The electronic signatures below certify that this document has been reviewed and accepted, and demonstrates that the signatories are aware of all the requirements contained herein and are committed to ensuring their provision. Documents are reviewed regularly to ensure relevance to the systems and information that it defines.

Version Date	Name	Position	Department	Date
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