

Salterton has an absolute prohibition with regard to bribery and corruption. This policy sets out the standards of behaviour we expect to minimise risk of either, including our requirements for giving and receiving gifts and hospitality involving third parties.

The policy

Salterton has a strict zero tolerance policy towards bribery and corruption. It is our policy to comply fully with the provisions of the UK Bribery Act (2010) and all other bribery and corruption laws in the countries where we do business. Any and all individuals working for Salterton as employees, associates or sub-contractors must:

- never promise, offer or give a bribe;
- never request or accept a bribe or inducement; and
- adhere to the standards contained within Anti-Bribery and related guidelines, including related to conflicts of interest.
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No individual will suffer any penalty or other adverse consequence for refusing to pay or receive bribes, even if the refusal may result in the loss of business opportunity. These principles apply in every country in which we operate, regardless of local customs and practices.

To whom this policy applies

This policy applies to anyone who is either employed by, performs work for, or works on behalf of, or alongside Salterton. It applies anywhere in the world and to contractors, sub-contractors, associates and others. Persons working for, or on behalf of, Salterton outside of the UK are required to comply both with this policy and local bribery and corruption legislation. We require our associates and business partners to comply with this policy in all their dealings with, for or alongside Salterton.

Definitions relevant to bribery and corruption

Bribery is described as anything that amounts to promising, offering, giving, requesting or accepting and any advantage to encourage or reward improper behaviour.

An advantage can be any kind of benefit or anything of value, or perceived value to the person being offered the bribe and does not necessarily have to involve cash or other money transfer.

Improper behaviour is behaviour that is contrary to law, dishonest or amounts to a breach of duty.

A bribe can be made directly by someone, or through a third person and it still amounts to an offence to make a bribe, whether or not it is accepted and even if it fails to have the intended effect.

Corruption is abuse of your position with Salterton, or where someone else abuses their power or position associated with their role, for personal benefit. This could arise from a conflict of interest between your private affairs and your work with or for Salterton.

Bribery and corruption can involve involve the public sector or private sector and in the UK or elsewhere. Extra care may be required if dealing with public officials (for example a government official in a foreign jurisdiction or an employee of a state-owned company) as the laws relating to them are stricter.

Inducements or facilitation payments - sometimes referred to as 'back-handers' or 'grease payments' - are often relatively small, unofficial payments or gifts made to public officials to perform or speed up the performance of their duties. An example might be a payment to a foreign official to undertake a health clearance quickly. Such inducements or facilitation payments are regarded as bribes and are illegal.

The Bribery Act makes it clear that Salterton can be held responsible for bribery committed anywhere in the world by anyone performing services for us or otherwise acting on our behalf. This includes sub-contractors, business partners and others in our supply chain. An example could be a company contracted to undertake surveillance for us who paid a public official to obtain information to assist an identification.

Ensuring Compliance

Bribery and corruption

Everyone must behave in a way that minimise the risk of bribery for themselves and Salterton. All our dealings with potential contractors must take place appropriately, as openly as possible and in accordance with our ethical business standards. Any dealings with public officials must be open, transparent and conducted appropriately, following our proper business processes. This will ensure that no bribery or corruption can take place, nor be legitimately alleged and avoid any appearance or suggestion that individuals or the business is in any way behaving improperly.

It is a fundamental requirement for you to:

- comply with this policy and any associated guidance;
- take reasonable steps to ensure associates, sub-contractors, business partners and suppliers are honest and can reasonably be expected to refrain from bribery;
- keep proper, complete and accurate records;
- only pay through approved company accounts;
- undertake necessary anti-bribery as required;
- report any concerns to managers directly or use the 'whistleblowing' process;
- never offer or give a bribe in any form, either yourself or via a third party;
- request or accept a bribe in any form, either yourself or via a third party;
- make inducements or facilitation payments on of Salterton, nor provide that impression;
- allow any private interest to influence your work for Salterton, or fail to disclose a private connection to a person or organisation we are doing business with;
- use your official position with Salterton for your own advantage.

If, at any time, you have any doubt about whether something might be a bribe or whether a particular action is appropriate, you must ask approval from your manager or a Salterton director, before continuing.

Gifts and hospitality

If you offer or accept gifts, hospitality, entertainment, charitable donations or sponsorship to encourage or reward improper behaviour, this could be considered a bribe. This also includes any gifts or hospitality offered to your partner or other relatives in connection with Salterton business. These guidelines will assist you to act appropriately.

You must:

- seek approval for and record any gifts and hospitality, including charitable donations and sponsorship; and
- advise your manager or a director if you (or your partner or another relative) are offered any gifts, tips or hospitality and there is any suggestion or likelihood that something is expected in return by the donor or anyone else (as to accept this offer may be a bribe).

You must not:

- request a gift from any individual or organisation with which Salterton either has or intends to have dealings;
- either offer or accept any gift, hospitality, charitable donation or sponsorship to influence a decision, or to conceal a bribe or an offer of one;
- offer or accept any gift of cash or equivalents such as shares, gift cards, money transfers or vouchers;
- offer or accept any other gift or hospitality which is not allowed by Salterton; or
- make any form of political donation on behalf of Salterton.

A way in which to satisfy yourself that you are acting appropriately is to ask yourself, 'Am I concerned the business relationship will be influenced improperly as a result of the gift, hospitality, donation or

sponsorship in question?’ If the answer is yes, this may be a bribe, so don’t do it. If in doubt about whether you should offer or accept a gift or hospitality you must ask your manager or a Salterton director.

Effect of non-Compliance with this policy

Bribery is a criminal offence under UK statute with a sentence of up to ten years or unlimited fines on conviction. There are also potential serious penalties for Salterton. These include potential unlimited fines, third party claims for loss of revenue from contracts and preclusion from competing for public and other contracts. Your compliance with this policy and all applicable laws on anti-bribery and corruption is therefore essential to protect both you, your colleagues and associates and Salterton.

The responsibility for following this policy and our other business standards is a personal one and any breach will be treated as a very serious disciplinary matter. Sanctions may include termination of contracts without notice. Salterton may also report a breach to any appropriate authorities for further action. Should a sub-contractor, supplier or business partner fail to comply with this policy, Salterton may seek to terminate that business relationship.

How to report any concerns

Salterton and its directors and shareholders are committed to ensuring:

- you are able to report any concerns in complete confidence;
- that all reports are taken seriously and are investigated; and
- that retaliation, in any form, against someone who reports a concern is prevented.

If you are offered a bribe, are requested or expected to make one, or if you suspect that any bribery, corruption or other breach of this policy either has occurred or may if not prevented, you must immediately report this to your supervisor/manager, a Salterton director or via the ‘whistleblowing’ process.