



Anti Bribery & Corruption Policy

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1. Purpose of the policy

It is the policy of Connexin Ltd to be committed to implementing and enforcing effective systems to counter bribery and corruption. We take a zero-tolerance approach to bribery and corruption and therefore, it is the company's policy to always conduct all aspects of its business in an honest and ethical manner.

Conducting business with transparency and ethical standards brings numerous advantages. It ensures honest, open, and fair competition within our sectors, creating a level playing field. This environment allows Connexin Ltd to lead the market through innovation and by providing exceptional services and products to our customers.

Connexin Ltd considers that bribery and corruption have a detrimental impact on business by undermining good governance and distorting free markets. Connexin Ltd will not conduct business with service providers, agents or representatives that do not support our Anti Bribery Objectives.

As part of its anti-bribery and corruption measures, Connexin Ltd is committed to engage only in transparent, proportionate, reasonable and bona fide hospitality and promotional expenditure.

Under UK Law (UK Bribery Act 2010), bribery and corruption is punishable for individuals by up to ten years imprisonment. If the company is found to have taken part in corruption or lacks adequate procedures to prevent Bribery or corruption, it could face an unlimited fine and will be excluded from tendering for Government contracts.

2. Applicable Legislation

[The Bribery Act 2010](#)

3. Scope of the Policy

The aim of the policy is to help the company to act in accordance with the Bribery Act 2010, to maintain the highest possible standards of business practice and to advise individuals of the company's 'zero tolerance' to bribery and corruption. This policy applies to all staff employed by the company and any consultants or other persons acting on behalf of the company.

4. Definitions/Abbreviations

- Bribe – An inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage. (This can be in the form of money, gifts or other incentive)
- Kickback – A payment made in return for business favour or advantage.
- Corruption – illegal, bad or dishonest behaviour carried out by an individual for personal gain.
- SHEQ – Safety, Health, Environment and Quality.

5. Responsibilities

Company Responsibility

Overall responsibility for the policy implementation and review rests with the board of Directors, however all employees are required to adhere to and support the implementation of this policy.

The company **will**:

- Keep appropriate internal records that will evidence the business reason for making any payments to third parties.
- Encourage employees to raise concerns about any issue or suspicion of malpractice at the earliest possible stage
- See that anyone raising a concern about bribery will not suffer any detriment as a result, even if they turn out to be mistaken.
- Ensure that all existing employees are informed of this policy and new employees will be given a copy during the induction process.

The company **will not**:

- Make contributions of any kind with the purpose of gaining commercial advantage.
- Provide gifts or hospitality with the intention of persuading anyone to act improperly or to influence anyone in the performance of their duties.
- Make or accept 'kickbacks' of any kind.

Employee Responsibility

All employees have a role to play in enforcing the policy and are required to report any observed breaches. Should any employee have any fears or apprehension with regards to reporting any potential breaches of this policy, then they should speak with their line manager or Head of SHEQ and Compliance.

Any employee failing to observe this policy will be subject to disciplinary action in accordance with the company procedure.

Employees **must**:

- Behave honestly and professionally at all times.
- Employees are encouraged to report any concerns or suspicions regarding bribery or corruption.

Employees **must not**:

- Accept any financial or other reward from any person in return for providing some favour.
- Request a financial or other reward from any person in return for providing some favour.
- Offer any financial or other reward to any person in return for providing some favour.

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Non-Compliance

- Any employee found to be in breach of this policy will face disciplinary action, which may include termination of employment.
- The company reserves the right to terminate contracts with third parties who breach this policy.

6. Procedure/Description & Instructions

Gifts and Hospitality

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

You are prohibited from accepting a gift from or giving a gift to a third party, unless the following requirements are met;

- a) It is not made with the intention of influencing a third party to obtain or retain business or to achieve a business advantage, or to reward the provision or retention of business or inexplicit or implicit exchange for favours or benefits.
- b) It complies with local law.
- c) It is given in the name of the company and not in your name.
- d) It does not include cash or a cash equivalent (such as gift certificates or vouchers).
- e) It is appropriate in the circumstances, e.g. in the UK, it is customary for small gifts to be given at Christmas time.
- f) Taking into account the reason for the gift, it is of an appropriate type and value and given at an appropriate time.
- g) It is given openly, not secretly.

We appreciate that the market 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.

Record Keeping

We must keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to a third party.

You must declare and keep a written record of all hospitality or gifts accepted or offered, which will be subject to managerial review.

You must ensure that 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 expenditure.

All accounts, invoices 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.

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How to Raise a Concern

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 your manager or the Head of SHEQ & Compliance team. Concerns should be reported by following the procedure set out in our Whistle Blowing Policy.

What to do if You are a Victim of Bribery or Corruption

It is important that you tell your line manager or Head of SHEQ & Compliance as soon as possible, if you are offered a bribe by a third party, are asked to make one, suspect that this may happen, or believe that you are a victim of another form of unlawful activity.

Protection

Workers who refuse to offer or accept 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.

Training and Communication

Training on this policy forms part of the induction process for all new employees and other workers. All existing employees and workers will have received regular, relevant training on how to implement and adhere to this policy.

Our zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors and business partners at the outset of the business relationship with them and as appropriate thereafter.

Potential Risk Scenarios – Red Flags

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. This 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 your line manager OR to the Head of SHEQ & Compliance, OR using the procedure set out in the Whistle Blowing Policy:

- a) You become aware that a third party engages in, or has been accused of engaging in, improper business practices.
- b) 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.
- c) 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.

- 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 request that payment is made to a country or geographic location different from where the third party resides or conducts business.
- f) A third part 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.

7. Monitoring & Audit

This policy will be monitored, reviewed, and updated annually to align with company and legislative requirements, ensuring its suitability, adequacy, and effectiveness.