



CORPORATE GOVERNANCE

# Group Anti-bribery and Corruption Policy



## INTRODUCTION

Our ability to operate and our reputation in our markets are based on the foundations of sound and fair business practices. As such, we take a zero tolerance approach to bribery and corruption, wherever and in whatever form that it may be encountered. In addition, the perception of, or association with, any corrupt activity is potentially damaging to the business and therefore we must ensure that our business processes, activities and partnerships are free from bribery and corruption.

This policy sets out the standards that we expect all employees to uphold to ensure that we are compliant with our ethical principles and legal obligations.

It applies to all employees across the Group. You should also ensure that you are aware of any local legislation in relation to Anti-Bribery and Corruption.

The policy also applies to contractors, agents, consultants or any others working for, or on behalf of, SIG plc.

*In this document 'SIG' refers to SIG plc and its affiliate companies. 'Our' and 'we' refers to SIG plc.*

## PRINCIPLES OF ANTI-BRIBERY AND CORRUPTION

Bribery is the offering, promising, giving, accepting or soliciting of an advantage as an inducement for an action which is illegal or a breach of trust. A bribe does not necessarily need to involve money. It can be any form of advantage offered, requested or received. Similarly, a recipient does not need to benefit personally from a bribe; it may be that the intended beneficiary is a third party or a company.

Corruption is the misuse of power for gain. A contract does not need to have been won for a corruption offence to have been committed.

Employees **must never**:

- offer, promise or pay bribes
- request, agree to or accept bribes
- participate in any activity that uses a position of power within the business for personal gain
- participate in any activity that provides any promise of or actual personal gain in relation to any individual externally to the business, in conflict with the interests of the Group.

If you are ever unsure what constitutes a bribe or are unsure if an action may constitute corruption, you must check with your line manager before taking any action.

No employee will suffer penalty or other adverse consequences for refusing to pay bribes, even if such refusal results in SIG losing business.

## GIFTS AND HOSPITALITY

Gifts and hospitality can also amount to or give the perception of bribery. Special care must be taken if you are offered a gift or any hospitality. Any offers that may be disproportionate or unreasonable may be done so with a specific intention, and it is important that you remain vigilant to any real or perceived actions of bribery.

Gifts and hospitality are not acceptable when they:

- give, promise to give, or offer a payment with the expectation or hope that a business advantage will be received, or to reward a business advantage that has been given
- give, promise to give, or offer a payment 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 our business in return
- give, promise to give, or offer a payment or accept a gift or hospitality from another party during a procurement process if the other party's involved in any way in that procurement process, unless the relevant Managing Director or Group Function Head has given their approval for it
- threaten or retaliate against someone who has refused to be complicit in activities in breach of this policy
- engage in any activity that might lead to a breach of the Group's Gifts and Hospitality Policy or this policy.

Further guidance can be found in the Group Gifts and Hospitality Policy. In addition, you should be aware of any local guidelines or legislation.

## FACILITATION PAYMENTS

'Facilitation payments' are unofficial payments for routine governmental action, for example, the issuing of permits or actions that expedite processes or duties, which officials are already bound to perform. This should be contrasted with recognised "fast track" processes available to all on payment of an official fee.

Under no circumstances should you offer any payments which may be a real or perceived facilitation payment.

If you are unsure as to the validity of an official's request for a payment, the steps below should be followed as far as they are applicable and as far as it is possible for you to do so without putting your personal safety or security at risk:

- if possible contact your line manager or supervisor immediately
- ask the official for proof of the validity of the fee
- request that a receipt is provided confirming the validity of the payment
- if no proof of validity will be provided, politely decline to make the payment and explain you cannot do so because of company policy and anti-bribery laws

- if possible ask to see the official's supervisor
- make a full note of the request, the circumstances and the parties involved
- at all times remain calm, respectful and polite

Inevitably, decisions as to what is acceptable may not always be easy. If anyone is in doubt as to whether a potential act constitutes bribery, the matter should be referred to their line manager before proceeding.

## RESPONSIBILITIES

Our aim is to limit our exposure to bribery and corruption by:

- providing clear guidance to employees on our standards and expectations
- training all employees so that they can recognise and avoid the use of bribery by themselves and others
- encouraging employees to be vigilant and to report any suspicion of bribery, providing them with suitable channels of communication and ensuring sensitive information is treated appropriately
- rigorously investigating instances of alleged bribery and assisting the police and other appropriate authorities in any resulting prosecution
- taking firm and vigorous action against any individual(s) involved in bribery or corruption

### Employee responsibilities

As an employee, you are expected to be vigilant in order to prevent and detect bribery and report anything that you may think constitutes bribery or corruption.

Employees who are suspected of involvement in bribery or corruption may be subject to disciplinary procedures up to and including dismissal from the Company.

If you have any concerns, you should raise this with your line manager, supervisor or your local HR team in the first instance. Alternatively, the Group operates a Whistleblowing Policy and procedure, which allows you to raise any concerns to senior management or via our external partner confidentially and/or anonymously. Any employee raising genuine concerns about unethical behaviours or practices can do so without fear of any reprisal, discrimination or victimisation.

Please see the Group Whistleblowing Policy for further information.

### Management responsibilities

If you are a manager, you should drive and ensure compliance with this policy in your teams. You should ensure that your team is aware of their obligations in relation to bribery and corruption, and should ensure that any instances, reports or concerns of bribery and corruption are reported immediately through the relevant channels.

The Chief Executive Officer has lead responsibility for the implementation of this policy within the SIG Group.

## FURTHER GUIDANCE AND SUPPORT

If you have any questions on the content of this policy, or need further guidance or support, please contact the Group General Counsel and Company Secretary.

You can also find further information in the following related documents:

- Group Gifts and Hospitality Policy
- Group Whistleblowing Policy

**Steve Francis**

**Chief Executive Officer**

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