

## F003 Anti-Bribery Policy

It is the policy of Speller Metcalfe Limited, and its subsidiary companies (the "Company") to conduct business in an honest and ethical manner. Consequently, Bribery and Corruption have no place at the Company. We do not tolerate bribery or corruption in any form whether directly or through third parties. Bribery and corruption can occur in many forms; so, understanding them and recognising when they might occur is a key step in guarding against that risk.

The Company is committed to applying the highest standards of ethical conduct and integrity in its business activities. We will uphold all laws relevant to countering bribery and corruption including the Bribery Act 2010 (the Act).

The Company benefits from carrying out business in a transparent and ethical way. The Company does not tolerate any form of bribery, whether direct or indirect, by, or of, its employees, officers, agents or consultants or any person or companies acting for it or on its behalf. The board and senior management are committed to implementing and enforcing effective systems to prevent and eliminate bribery, in accordance with the Act.

This policy applies to every employee and individual working for or on behalf of the Company at all levels and grades, whether permanent, fixed-term or temporary and wherever located, each of which is responsible for maintaining the Company's reputation and for conducting business honestly and professionally.

Bribery is not necessarily just a matter of handing over cash. A bribe is a financial advantage or other reward that is offered to, given to, or received by an individual or company (whether directly or indirectly) to induce or influence that individual or company to perform public or corporate functions or duties improperly.

Gifts, hospitality and entertainment can be bribes as well as offers of paid or unpaid employment or sponsorships or gifts to charities, where they are intended to influence a business decision to the benefit of the giving party. Any financial or other advantage offered or received can be a bribe if the intention is to induce someone to do something improperly.

We expect our employees and individuals working for or on behalf of the Company to:

- Comply with this Anti-Bribery and Corruption Policy and any related procedures or standards
- Comply with Company rules on gifts and hospitality, political contributions and charitable donations
- Comply with the Company requirements concerning any conflicts of interest as set out in our Conflicts of Interest Policy.
- Record all activities and transactions accurately, completely and transparently.
- Follow appropriate due diligence and risk mitigation procedures before proceeding with any contract or other arrangement
- Seek advice if unsure how to proceed
- Report any suspected or actual breaches of this policy promptly and accurately to the Company
- Be alert to potential bribery and immediately report or seek guidance about them
- Understand high areas of risk and stay alert to them.

We expect our employees and individuals working for or on behalf of the Company not to:

- Offer, promise or pay bribes. This means you should never offer any financial or other advantage if this will involve someone misusing their position or performing their job or function improperly.
- Use their position at the Company to perform their job improperly in connection with any financial or other advantage offered to you or to someone else.
- Participate in any form of corrupt behaviour
- Use company funds, in the form of payments or gifts and hospitality for any unlawful, unethical or improper purpose
- Authorise, make, tolerate or encourage, or invite or accept, any improper payments to obtain, retain or improve business
- Permit anyone to offer or pay bribes or make facilitation payments on our behalf, or do anything else we would not

be permitted to do ourselves

- Offer or give anything of value to a public official (or their representative) with a view to induce or reward them for acting improperly in the course of their public responsibilities
- Offer or accept gifts or hospitality, if they believe that this might impair objective judgement, improperly influence a decision or create a sense of obligation, if there's a risk it could be misconstrued or misinterpreted by others
- Without appropriate approval enter into any contract or agency agreement with a third party directly or indirectly to secure or procure on the Company's behalf.

A breach of this Policy by an employee will be treated as grounds for disciplinary action. Employees and other individuals acting for the Company should note that bribery is a criminal offence that may result in up to 10 years' imprisonment and/or an unlimited fine for the individual and an unlimited fine for the Company.

The Company has a policy of not conducting business with service providers, agents or representatives that do not support appropriate anti-bribery and corruption objectives.

The success of the Company's anti-bribery and corruption measures depends on all employees, and those acting for the Company, playing their part in helping prevent bribery. Therefore, all employees and others acting for, or on behalf of, the Company are encouraged to report any suspected bribery in accordance with the procedures set out in the Policies or in the case of third parties to the Company Secretary. The Company will support any individuals who make such a report in good faith.

## Policy Control

This policy does not confer any contractual entitlement; Speller Metcalfe may at any time at our discretion make changes to the policy or remove it altogether. Any abuse of the above policy may lead to disciplinary action (which may include dismissal).



**James Speller**  
Managing Director  
Speller Metcalfe Limited



**Adrian Speller**  
Technical Director  
Speller Metcalfe Limited

**Last Reviewed Date:**  
31st March 2024

**Next Review Date:**  
31st March 2025