

Reference Number: POL-JHG-SE001

Version Number: 4

Published Date: 16/05/2023

Next Review Date: 30/04/2025

Document Owner: Chief Strategy Officer

Approved By: Finance Director

Introduction

The John Henry Group is committed to acting professionally, fairly and with integrity in all our business dealings and relationships. We take a zero-tolerance approach to bribery and corruption.

This policy outlines our position on preventing and prohibiting bribery and corruption, in accordance with the Bribery Act 2010.

It does not form part of any employee's contract of employment and we may amend it at any time.

We will not tolerate any form of bribery or corruption by, or of, our employees, sub-contractors, freelance operatives or consultants or any person or body acting on our behalf. The John Henry Group Board and the Senior Management team are committed to implementing effective measures to prevent, monitor and eliminate bribery and corruption.

Scope of this policy

This policy applies to all employees at all levels and officers of the John Henry Group, and to temporary workers, consultants, sub-contractors, freelance operatives, agents and subsidiaries acting for, or on our behalf ("associated persons").

Every employee and associated person acting for, or on our behalf, is responsible for maintaining the highest standards of business conduct. Any breach of this policy is likely to constitute a serious disciplinary, contractual and criminal matter for the individual concerned and may cause serious damage to the reputation and standing of our business. The John Henry Group may also face criminal liability for unlawful actions taken by its employees or associated persons under the Bribery Act 2010.

All employees and associated persons are required to familiarise themselves and comply with this policy, including any future updates that may be issued from time to time.

Bribery Act 2010

The John Henry Group is committed to complying with the Bribery Act 2010 in undertaking all its business activities.

A bribe is a financial or other type of inducement or advantage or reward for action which is illegal, unethical, a breach of trust or improper in any way. Bribes can take the form of money, gifts, loans, fees, hospitality, services, discounts, the award of a contract or any other advantage or benefit.

Bribery includes offering, promising, giving accepting or seeking a bribe.

Corruption is the abuse of entrusted power or position for private gain.

Reference Number: POL-JHG-SE001

Version Number: 4

Published Date: 16/05/2023

Next Review Date: 30/04/2025

Document Owner: Chief Strategy Officer

Approved By: Finance Director

What is prohibited?

All forms of bribery are strictly prohibited. All queries relating to whether something constitutes bribery or corruption should be referred to the relevant Business Line Director.

Specifically, employees and associated persons must not:

- give or offer any payment, gift or hospitality in the expectation that a business advantage will be received in return, or to reward any business already received;
- give or accept a gift or hospitality during any commercial negotiations or tender process if this could be perceived as intended or likely to influence the outcome;
- accept any offer from a third party that you know or suspect is made with the expectation that we will provide a business advantage for them or anyone else;
- accept hospitality from a third party that is unduly lavish or extravagant in the circumstances;
- threaten or retaliate against another individual who has refused to commit a bribery offence or who has raised concerns under this policy;
- give or offer any payment (sometimes called a facilitation payment) to a government official in any country to facilitate or speed up a routine or necessary procedure; or
- engage in any other activity that might lead to a breach of this policy.

Records

Employees and, where applicable, associated persons, are required to take care to ensure that all records are accurately maintained in relation to any contracts or business activities, including financial invoices and all payment transactions with clients, suppliers and public officials.

Employees and associated persons are required to keep accurate, detailed and up-to-date records of all corporate hospitality, entertainment or gifts accepted or offered. These should be entered onto the Gifts and Hospitality register at the earliest opportunity and without delay. The record form can be found on the intranet, named Gifts and Hospitality record. This should be completed and emailed to **AntiBribery@johnhenrygroup.co.uk**

Corporate entertainment, gifts, hospitality and promotional expenditure

The John Henry Group permits corporate entertainment, gifts, hospitality and promotional expenditure that is undertaken:

- for the purpose of establishing or maintaining good business relationships; or
- to improve our image and reputation; or
- marketing our products and services.

Gifts or hospitality will not be appropriate if it is unduly lavish or extravagant or could be seen as an inducement or reward for any preferential treatment (for example, during contractual negotiations or a tender process).

Gifts must be of an appropriate type and value depending on the circumstances and taking account of the reason for the gift. Gifts must not include cash or cash equivalent (such as vouchers) or be given in secret. Gifts must be given in the name of the John Henry Group and not in the name of the individual. Gifts received must be reported to a Business Line Director. As a rule, small tokens of appreciation, such as flowers or a bottle of wine, may be retained by employees with the consent of their Business Line Director.

Reference Number: POL-JHG-SE001

Version Number: 4

Published Date: 16/05/2023

Next Review Date: 30/04/2025

Document Owner: Chief Strategy Officer

Approved By: Finance Director

Promotional gifts of low value such as branded stationery may be given to or accepted by existing customers, suppliers and business partners.

We will authorise only reasonable, appropriate and proportionate entertainment and promotional expenditure.

Employees and, where relevant, associated persons should submit requests for proposed hospitality and promotional expenditure well in advance of proposed dates to their Business Line Director for approval.

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; and
- the organisation that they represent.

Business entertainment proposals will be approved only if they demonstrate a clear business objective and are appropriate for the nature of the business relationship. Business entertainment will not be approved where it is considered that a conflict of interest may arise or where it could be perceived that undue influence or a business benefit was being sought (for example prior to a tendering exercise).

If an employee or associated person wishes to provide gifts to suppliers, clients or other business contacts, prior written approval from the Business Line Director is required, together with details of the intended recipients, reasons for the gift and business objective. These will be authorised only in limited circumstances.

Employees and, where applicable, associated persons must supply records and receipts of gift purchases made.

Risk management

The John Henry Group will:

- regularly monitor "at risk" employees and associated persons;
- regularly communicate with "at risk" employees and associated persons;
- undertake due diligence of third parties, sub-contractors and associated persons; and
- communicate our zero-tolerance approach to bribery to third parties, including actual and prospective customers, suppliers and contractors.

Reporting & investigating suspected bribery

The John Henry Group depends on its employees and associated persons to ensure that the highest standards of ethical conduct are maintained in all its business dealings. Employees and associated persons are requested to remain vigilant in preventing, detecting and reporting bribery and corruption. Employees and associated persons are encouraged to report any concerns that they may have to the ANTIBRIBERY mailbox using outlook as soon as possible. Issues that should be reported include:

- any suspected or actual attempts at bribery or corruption;
- concerns that other employees or associated persons may be being bribed;

Reference Number: POL-JHG-SE001

Version Number: 4

Published Date: 16/05/2023

Next Review Date: 30/04/2025

Document Owner: Chief Strategy Officer

Approved By: Finance Director

- concerns that other employees or associated persons may be bribing third parties, such as clients or government officials; or
- any other breach of this policy has occurred.

An email outlining the reason for concern should be sent to the ANTIBRIBERY mailbox, copying in the Business Line Director if appropriate. All reports will be thoroughly and promptly investigated in the strictest confidence by an individual nominated by the CSO in consultation with the CEO. Employees and associated persons will be required to assist in any investigation into possible or suspected bribery or corruption.

Employees suspected of bribery or corruption may be suspended from their duties whilst the investigation is being carried out, providing the employee is fully co-operative with the investigation the suspension will be on full pay, should the employee refuse to co-operate the John Henry Group reserves the right to suspend without pay for the duration of the investigation.

We will invoke our disciplinary procedures where any employee is suspected of bribery or corruption, and proven allegations may result in a finding of gross misconduct and immediate dismissal. We may terminate the contracts of any associated persons, including consultants or other workers who act for, or on behalf of, the John Henry Group who are found to have breached this policy.

The John Henry Group may also report any matter to the relevant authorities, including the Director of Public Prosecutions, Serious Fraud Office, Revenue and Customs Prosecutions Office and the police and will provide all necessary assistance to the relevant authorities in any subsequent prosecution.

Review of procedures and training

We will regularly communicate our anti-bribery and corruption policy to employees and associated persons and facilitate training sessions where applicable.

The CFO in conjunction with the CSO will monitor and review the implementation of this policy and related procedures on a regular basis, including reviews of internal financial systems, expenses, corporate hospitality, gifts and entertainment.

Employees and those working for, or on our behalf are encouraged to contact their Business Line Director and/or the CSO with any suggestions, comments or feedback that they may have on how these procedures may be improved.