



ANTI-BRIBERY POLICY

The Talkington Bates Anti-Bribery policy is mandatory for all employees, intermediaries, consultants, distributors, sub-contractors and suppliers working on the Company's behalf.

The purpose of this policy is to establish controls to ensure compliance with all applicable anti-bribery and corruption legislation, and to ensure that the Company's business is conducted in a socially responsible manner.

Policy statement: It is our policy to conduct all of our business in an honest and ethical manner. We take a zero tolerance approach to bribery and corruption. We are committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever we operate and implementing and enforcing effective systems to counter bribery.

We will uphold all laws relevant to countering bribery including the Bribery Act 2010. We recognise and advise that bribery and corruption are punishable for individuals by up to ten years' imprisonment and a fine. If we are found to have taken part in corruption, we could face an unlimited fine, be excluded from tendering for public contracts and face significant damage to our reputation. We therefore take our responsibilities very seriously.

Scope: In this policy, third party means any individual or organisation you come into contact with during the course of your work for us, and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials.

This policy applies to all individuals working at all levels and grades, including senior managers, officers, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, casual workers and agency staff. (Hereafter collectively referred to as employees)

This policy covers: Bribes, gifts and hospitality; facilitation payments; political contributions and payments termed charitable contributions.

Bribes: Employees must not engage in any form of bribery, either directly or through any third party (such as an agent or distributor).



Gifts and hospitality: Employees must not offer or give any gift or hospitality which could be regarded as illegal or improper, or which violates the recipient's own policies, or which might give the expectation that a return favour is expected or implied.

Employees may not accept any gift or hospitality from our business partners if it is in cash, or if in goods or hospitality could be regarded as illegal or improper, or there is any suggestion that a return favour will be expected or implied, unless approved in writing by the employee's manager. Where a manager's approval is required, if the manager is below Director level then approval must be sought from an appropriate Director.

We appreciate that the practice of giving business gifts varies between organisations and where a small gift is made to a department or office like boxes of chocolates they may be accepted. The intention behind the gift should always be considered. If it is not appropriate it must be declined and then declared to the employee's manager or director. Where a gift cannot be declined, then it must be declared to the employee's manager and donated to charity. A record of any such actions should be kept.

Facilitation payments and kickbacks: Facilitation payments are a form of bribery made for the purpose of expediting or facilitating the performance of an official for a routine action, and not to obtain or retain business or any improper business advantage. Facilitation payments tend to be demanded to obtain a service which one would normally be entitled to. Our strict policy is that facilitation payments must not be paid.

Political Contributions: We do not make donations, whether in cash or kind, in support of any political parties or candidates, as this can be perceived as an attempt to gain an improper business advantage.

Charitable contributions: Charitable support and donations are acceptable (and indeed are encouraged), whether of in-kind services, knowledge, time, or direct financial contributions. However, employees must be careful to ensure that charitable contributions are not used as a scheme to conceal bribery. We only make charitable donations that are legal and ethical. No donation must be offered or made in the name of the company or on the company's behalf without the prior approval of a Director.

All charitable contributions, particularly if made in the name of the company, should be publicly disclosed.

Responsibilities: Employees must ensure that they read, understand and comply with this policy. The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for us or under our control. All employees are required to avoid any activity that might lead to, or suggest, a breach of this policy.

You must notify your manager OR Operations Director as soon as possible if you believe or suspect that a conflict with or breach of this policy has occurred, or may occur in the future.

Any breach of this policy by any employee could be considered a disciplinary offence and as such they could face disciplinary action, which may result in action being taken for gross misconduct which could, if proven result in dismissal. We reserve our right to terminate our contractual relationship with other organisations if they breach this policy.

Record-keeping: We will keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.

Employees, who are approved, must declare and keep written records of all hospitality or gifts accepted or offered, which will be subject to managerial review. You must ensure 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 the expenditure. All accounts, invoices, memoranda 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.

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 or concerns, these should be raised with your line manager OR the Operations Director or through head office.

What to do if you are a victim of attempted bribery or corruption: It is important that you tell your line manager or Operations Director as soon as possible if you are offered a bribe by a third party, are asked to make one, suspect that this may happen in the future, or believe that you are a victim of another form of unlawful activity.

Protection: Employees who refuse to accept or offer 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.

We are committed to ensuring no one suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or other corruption offence has taken place, or may take place in the future. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern.

If you believe that you have suffered any such treatment, you should inform your line manager, or their manager if applicable immediately. If the matter is not remedied, and you are an employee, you should raise it formally using the company's Grievance Procedure.

Training and communication: Training on this policy forms part of the induction process for all relevant employees. Existing employees will receive relevant training on how to implement and adhere to this policy. In addition, all employees will be asked to formally accept conformance 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 our business relationship with them and as appropriate thereafter.

Who is responsible for the policy? The board of directors has overall responsibility for ensuring this policy complies with our legal and ethical obligations, and that all those under our control comply with it. The Compliance Officer has primary and day-to-day responsibility for implementing this policy, and for monitoring its use and effectiveness and dealing with any queries on its interpretation. Management at all levels are responsible for ensuring those reporting to them are made aware of and understand this policy and are given adequate and regular training on it.

Monitoring: The Compliance Officer will monitor the effectiveness and review the implementation of this policy, regularly considering its suitability, adequacy and effectiveness. Any improvements identified will be made as soon as possible.

Review: Internal control systems and procedures will be subject to regular audits to provide assurance that they are effective in countering bribery and corruption. All employees are responsible for the success of this policy and should ensure they use it to disclose any suspected danger or wrongdoing.

Employees are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the Compliance Officer.

This policy does not form part of any employee's contract of employment and it may be amended at any time.



Paul Bates
Co-Founder

19th September 2019