

# Group Anti-Bribery and Corruption Policy

**Gamma Communications plc (“Gamma”)**

## Introduction

Gamma is committed to applying the highest standards of ethical conduct and integrity in all its business activities. Gamma recognises that as part of its day-to-day business activities, situations could arise whereby employees could be vulnerable to the risk of bribery or corruption.

Gamma seeks to protect itself and its employees from any potential legal or reputational issues that may arise because of an allegation of bribery and/or corruption.

Because of the damage that corruption and bribery do to the public good, it is illegal in most countries under their respective Anti-Corruption Laws. Failure by Gamma Employees to comply with this policy may expose Gamma to substantial risk and could jeopardise its operations and reputation. Gamma Employees should also be aware that violations of Anti-Corruption Laws may result in internal disciplinary action or dismissal and may subject the employee to both criminal penalties, including prison sentences, and civil liability.

## Aims and Goals

This policy states Gamma’s position regarding anti-bribery and corruption. It is designed to protect Gamma and its employees from any potential legal or reputational issues that may arise because of an allegation of bribery and/or corruption.

## Scope

All employees of the Gamma group.

This policy does not form part of any contract of employment or other contract to provide services and we may amend it at any time.

## Policy statements

1. Gamma will, as a minimum, comply with all Anti-Corruption Laws.
2. Gamma Employees are prohibited from offering, soliciting or receiving bribes, kickbacks, or similar payments or considerations of any kind, whether at home or abroad, to any person or entity (including but not limited to any customers or potential customers, government official, political party, candidate for political office or any intermediaries, such as agents, attorneys or consultants) in order to:
  - a. influence official acts or decisions of that person or entity,
  - b. obtain or retain business or a business advantage for, or direct business to, Gamma; and / or
  - c. secure any improper advantage.

The only exception is when an employee’s personal safety is at risk. In such circumstances, when a payment under duress is made, the incident must be reported as soon as possible afterwards.

3. Gamma must follow internal procurement procedures, including undertaking the appropriate due diligence, when choosing a supplier.
4. Gamma Employees must not threaten or retaliate against another employee or person who has refused to offer or accept a bribe or who has raised concerns about possible bribery or corruption.

5. Gamma acknowledges that the giving and receiving of reasonable and appropriate gifts, entertainment, hospitality, travel, promotional expenditure, or other items of value for legitimate business purposes is a common business practice as part of the interaction of Gamma with its business partners. As part of normal business practice, Gamma may also run customer and partner incentive schemes, which should be clearly defined. The general rule is that Gamma Employees and consultants are only permitted to accept and keep gifts of low value in accordance with the respective local policies.
6. Gamma only makes charitable donations that are legal and ethical under local laws and practices and have been requested and approved via the Gamma Charity Forum.
7. Gamma supports a match funding donation scheme for employees who are fundraising for organised charities and may also support fundraising events involving Gamma Employees.

## Roles and Responsibilities

- The Procurement Director is responsible for setting out guidance on gifts, entertainment and hospitality.
- All Gamma Employees are required to fully comply with this policy and the provisions of the Anti-Corruption Laws. Any alleged breach will be investigated and disciplinary action will be taken as appropriate.
- Every employee and individual acting on behalf of Gamma is responsible for maintaining our reputation and conducting business honestly and professionally.

## Governance and Reporting

- Any concerns regarding suspected or actual bribes being given or received should be reported to the Company Secretary. If you are unsure about whether a particular act or gift constitute bribery, you must obtain guidance from the Company Secretary. These reports will be investigated using the Corporate Investigations procedure and potentially the Disciplinary Procedure.
- Gamma Employees who are concerned about making such a report can report their concerns anonymously via the Gamma whistleblowing procedures.
- Conflicts of interest which relate to employees, suppliers, customers or other third parties are risk-assessed by the Procurement Director and Group Risk Team; any perceived risks will be reported using the Group Risk procedure.

## Adoption

- Gamma Employees will be informed on this policy.
- Gamma Employees will receive appropriate training on the risks of bribery and corruption and can request additional training at any time.
- Gamma Employees should feel able to report concerns regarding bribery and corruption.
- Violations of this policy may be considered gross misconduct and will be managed in line with the disciplinary process.

## Glossary

Term / Abbreviation	Description
Anti-Corruption Laws	All laws related to the prevention of bribery and corruption behaviour in the relevant jurisdiction.

Term / Abbreviation	Description
Bribery	The giving or receiving of a financial or other advantage in connection with the "improper performance" of a position of trust, or a function that is expected to be performed impartially or in good faith.
Conflict of interest	A conflict of interest is a situation where an individual or organisation has competing or multiple interests (be they personal, business, or financial) and serving one interest could work against another.
Corruption	The willingness to act dishonestly in return for money or personal benefit.
Gamma	Gamma Communications plc and all its subsidiaries from time to time.
Gamma Employees	All employees, sales and procurement consultants and agents, directors, officers, and Board members of Gamma.

## Document Control

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