



# Anti-Bribery, Corruption and Tax Evasion Summary Policy

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<b>Document Title:</b>	Anti-Bribery, Corruption and Tax Evasion Summary Policy
<b>Description:</b>	Summary of internal policy setting out Accsys' approach to bribery, corruption and tax evasion
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## 1. Policy Statement

- 1.1 It is the policy of Accsys Technologies PLC and all of its subsidiary companies (together, the "Group") to conduct all its business in an honest and ethical manner. The Group takes a zero-tolerance approach to bribery, corruption and tax evasion and is committed to acting professionally, fairly and with integrity in all business dealings and relationships wherever it operates and implementing and enforcing systems to counter bribery and tax evasion.
- 1.2 Accsys operates a strict Anti-Bribery, Corruption and Tax Evasion Policy ("the ABCT Policy" or "the policy") to ensure that its expectations are clear to all who work for and with the Group. The ABCT Policy is complimented by this Anti-Bribery, Corruption and Tax Evasion Summary Policy ("ABCT Summary") which specifically sets out, amongst other matters, what is expected of Accsys' 'External Associates' (as defined below).

## 2. Who is Covered by the Policy?

- 2.1 The ABCT Policy applies to all individuals working at all levels of the Group, including senior managers, officers, directors, employees (whether permanent, fixed-term or temporary), contractors, trainees, casual workers/agency staff, or any other person working for the Group throughout the world (collectively referred to as "workers" for the purposes of this ABCT Summary).
- 2.2 The ABCT Policy also applies to any person, or any organisation, working for or performing a service for or on behalf of the Group – for example, pension trustees, consultants, lawyers, accountants, other business advisers, agents, distributors, joint venture partners, or other persons whilst they are working for, or performing a service for or on behalf of the Group anywhere in the world (collectively referred to as 'External Associates'<sup>1</sup> for the purposes of this ABCT Summary).

## 3. What is Bribery? What is Tax Evasion?

- 3.1 A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage. A bribe need not only be a direct payment or benefit or kickback, but can cover indirect arrangements, which offer a benefit, not necessarily financial, to the recipient, including so called 'soft dollar' practices. Under the UK Bribery Act, bribery of foreign public officials is a specific crime and any bribery relating to a public official, irrespective of jurisdiction, is strictly prohibited.
- 3.2 Tax evasion is when a person or business knows they have an obligation to account for any tax or duty but dishonestly does not do so. That person or business may try to take steps to disguise or misrepresent what they are doing to conceal a tax liability. They may expressly know that they have a tax liability, or they may deliberately 'turn a blind eye' to the fact that tax is due.

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<sup>1</sup> Referred to under the UK Bribery Act as 'Associated Persons'

#### **4. Compliance Measures: Gifts and Hospitality and Conflicts of Interest**

- 4.1 Accsys has in place a compliance programme which includes top-level commitment; policies and processes; third party due diligence; communication and training.
- 4.2 Particular measures include:
- a) **Gifts and hospitality rules:** The giving or accepting of reasonable and appropriate hospitality for legitimate purposes such as building relationships is acceptable. But a gift or hospitality is not considered 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);
  - b) **Conflicts of interest rules:** Workers are not permitted to engage in transactions on behalf of the Group with organisations or individuals with which they have an interest or could be viewed as a conflict of interest. The Group will ensure that any conflicts of interest are dealt with in an appropriate manner. The Group operates an internal policy on Conflicts of Interest and Gifts & Hospitality which provides workers with further guidance on the Company's expectations.
  - c) **Speaking up and non-retaliation:** Workers are encouraged to raise concerns. See paragraph 6 below for further details.
- 4.3 Accsys expects its workers and relevant joint venture partners to have in place comparable compliance measures.

#### **5. Record-Keeping**

- 5.1 The ABCT Policy requires workers to: (i) keep financial records and have appropriate internal controls in place which evidence the business reason for making payments to third parties, (ii) declare and keep a written record of all hospitality or gifts accepted or offered, which are subject to managerial review, and (iii) prepare and maintain all accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers, and business contacts. No accounts are permitted to be kept "off-book" to facilitate or conceal improper payments.

#### **6. Raising Concerns and Whistleblowing**

- 6.1 The Group provides an independent whistleblowing route for workers. Workers are encouraged to raise concerns about any issue, involvement with or suspicion of malpractice at the earliest possible stage either through line management or the Group's Whistleblowing Policy.
- 6.2 The ABCT Policy makes clear that workers who refuse to accept or offer a bribe, suspect tax evasion or those who raise concerns or report another's wrongdoing in good faith, are supported and will not suffer any detrimental treatment as a result of the same.

#### **7. Training and Communication**

- 7.1 All workers must receive regular, relevant training on the ABCT Policy.

- 7.2 The Group's zero-tolerance approach to bribery, corruption and tax evasion should be communicated to its suppliers, contractors, agents and business partners through a number of channels, including the Group's website and its Supplier Code of Conduct.

## **8. Responsibility for the Success of the Policy**

- 8.1 The Board of Directors has overall responsibility for ensuring the ABCT Policy complies with the Group's legal and ethical obligations, and that all those under the Group's control comply with it.
- 8.2 The Board of Directors has delegated to the Audit Committee the responsibility to ensure, at least annually, that procedures to prevent bribery, corruption and tax evasion and the monitoring and review thereof, remain effective.
- 8.3 The General Counsel and Company Secretary has primary day-to-day responsibility for implementing the ABCT 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 the ABCT Policy and are given adequate and regular training on it.

## **9. Monitoring and Review**

- 9.1 The General Counsel and Company Secretary monitors the effectiveness and reviews the implementation of the ABCT Policy, regularly considering its suitability, adequacy and effectiveness.