

Anti-Bribery and Corruption Policy

Protechnique has and always maintains a high level of commitment to doing business in a straightforward manner and without the use of twisted and bribery-like practices to gain a special advantage. No-one within the company will directly, indirectly, offer, solicit, accept, or receive any gift, payment or any other advantage from any person or organisation in return for or expectation of providing unsuitable business or other advantage.

Definitions:

Corruption is dishonest behavior by those in positions of power, such as managers or government officials. Corruption can include giving or accepting bribes or inappropriate gifts, double-dealing, under-the-table transactions, manipulating elections, diverting funds, laundering money, and defrauding investors. One example of corruption in the world of finance would be an investment manager.

Bribery is the offering, promising, giving, accepting, or soliciting of an advantage as an inducement for an action which is illegal, unethical or a breach of trust. Inducements can take the form of money, gifts, loans, fees, rewards, or other advantages (taxes, services, donations, favours etc.).

It is unacceptable for any person acting on behalf of the Company to participate in any form of bribery or corruption as follows:

- Give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that a financial or other advantage (such as a commercial or regulatory advantage) will be received, or to reward a business advantage already given;
- Give, promise to give, or offer, a payment, gift or hospitality to a government official, agent or representative to facilitate or expedite a routine procedure; or
- Accept a payment from a third party that you know, or suspect is offered with the expectation that it will obtain a financial or other advantage (such as a commercial or regulatory advantage) for them; or
- Accept a gift or hospitality from a third party if you know or suspect that it is offered or provided with an expectation that a financial or other advantage (such as a commercial or regulatory advantage) will be provided by the Company in return.

bribery and corruption are punishable for individuals by up to 10 years imprisonment Under UK law (UK Bribery Act 2010). On the occasion of exposing that the company is found to have participated in the corruption or exhibits insufficient procedures to prevent bribery, it could face an unlimited penalty, be excluded from bidding for Government contracts and face uninformed damage to its reputation.

Understanding Specific Areas of Risk

While intense cases of bribery, involving large amounts of money and high-level executives are possibly to be on the headlines, bribery can be a danger in many areas of our industry:

- Kickbacks and reciprocal agreements
- False claims and accusations
- Corrupt third parties of all types
- Excessive gifts and hospitality
- Poor financial documentation and internal auditing practices

We do not accept kickbacks and reciprocal agreements or any other form of 'quid pro quo'. More than that, we will not engage in cartels, cover pricing, bid-rigging or any form of alliances of this type.

Facilitation or other improper payments to obtain new business, retain existing business, or secure any improper advantage will never be accepted by our company.

Corrupt third parties can include a range of people acting on our behalf such as agents, consultants, contractors or sub-contractors. We wish to work only with those who are committed to our standards and will undertake due diligence to ensure this. We will engage a third party only when there is a clear business rationale for doing so and with an appropriate contract. We will ensure all payments to third parties are properly authorised and recorded.

Gifts and hospitality can be used to place improper impact on decision makers. We will only accept gifts and hospitality in accordance with this policy. We will ensure any gifts or hospitality we offer are reasonable in terms of value and frequency. We will never offer or accept gifts or hospitality if we feel it could influence a business decision or give the appearance of doing so.

Insufficient and poorly conducted financial controls or record keeping that can be exploited to hide bribes or corrupt practices. We will make sure that we have regular and irregular controls in place so that our financial and other records are accurate and complete and never misleading.

Gifts and Hospitality

The Company understands and appreciates that giving and receiving gifts or hospitality can foster and establish goodwill in business ties and bonds, but they are only appropriate in limited circumstances. This Policy does not prohibit reasonable, proportionate, and appropriate hospitality with third parties.

In no circumstances should any employee offer, give or accept any gift or hospitality regardless of value, which might be construed as influencing a business decision.

The below questions are to be asked and thought about when you are encountered with an opportunity to give or receive gifts or hospitality:

- What is the intention of the one offering/accepting the gift or hospitality?
- Could the intention be placing any influence on the decision maker to facilitate business deal?
- What is the value of the gift? And is it considered influential on the decision maker?

Employees must always obtain prior approval from their managers before offering or accepting any gifts or hospitality.

We have assessed that the following areas are at risk and as such, employees should not give, offer, or receive or approve any gifts or hospitality as detailed below:



- Gifts or hospitality involving third parties involved in any competitive bid or tender process that you are – or may be considered to be involved in;
- Payments of cash (or cash equivalents) or paying someone else's personal bills or expenses;
- Gifts given or received from government officials or representatives;
- Any hospitality that may be considered indecent or inappropriate as part of a business relationship or which may have a negative effect on the Company's reputation; and
- Gifts or hospitality that you are not prepared to report or seek approval for internally irrespective of whether you use personal or company hospitality.

Informing of the offering and receipt of gifts and hospitality

This policy is fully reinforced and enacted by Protechnique and will be informed and communicated to everyone in the business to ensure their understanding and commitment to it. We attach the utmost importance to this policy and will apply a zero tolerance approach to acts of bribery and corruption by any of our employees or third party representatives. Any breach of this policy will be regarded as a serious matter by the Company and is likely to result in employees facing disciplinary action, including dismissal or if a business partner facing appropriate sanctions in addition to civil or criminal charges.

All hospitality or gifts accepted or offered must be informed of and recorded, and will be subject to managerial review. All expenses claims relating to hospitality gifts or expenses incurred to third parties should be submitted in accordance with the Company expenses policy. No undisclosed or unrecorded account, fund or asset shall be established or maintained by any person or organisation. Full and proper records shall be kept of all transactions involving the Company. Supporting documents shall be readily available, genuine and shall accurately describe the nature of any transactions undertaken.

We confirm to cover in policy staff members, contractors and sub-contractors, consultants, representatives or any other party or bodies affiliated with Protechnique.