

## Anti-bribery and corruption statement

February 2021

The Bribery Act 2010 makes provision for criminal offences for bribery for both individuals and companies. An active bribe is defined in the Act as a financial or other advantage offered, promised, or given to induce a person to perform a relevant function or activity improperly or to reward them for doing so. The Act defines a passive bribe as requesting, agreeing to receive, or accepting a bribe. A bribe takes place even where the advantage offered is to be provided to a third party.

The Bribery Act 2010 provides for three further specific offences of bribery by commercial organisations. These are bribery of a foreign public official; failure of a company to prevent bribery by associated persons (e.g. employees, agents, contractors, suppliers, and subsidiaries); and offences committed by a company with the 'consent or connivance' of the senior officer of the company.

### Policy statement

This policy statement is part of the Anthesis Corporate Social Responsibility (CSR) programme and is accordingly signed-off by the Company Directors. It sets out the Company's zero-tolerance approach to bribery and corruption.

This policy statement will be provided to all Anthesis colleagues and will be placed on the policy section of the Company's HR Information System. The statement will also be published on the Company's website as part of its' CSR suite of policy statements.

Anthesis is committed to applying the highest standards of ethical conduct and integrity in its business activities in the UK and overseas. Every employed colleague and individual acting on the Company's behalf is responsible for maintaining the reputation and standing of the Company, and for conducting business honestly, straightforwardly, and professionally.

A bribe is a financial advantage or other reward that is offered to, given to, or received by an individual or company, whether directly or indirectly, to induce or influence that individual or company to perform public or corporate functions or duties improperly. Anthesis employed colleagues and others acting for or on behalf of the Company are strictly prohibited from making, soliciting, or receiving any bribes or unauthorised payments.

Anthesis considers that bribery and corruption has a detrimental impact on business by undermining good governance and distorting the free operation of markets. The Company benefits from carrying out business in a transparent and ethical way and helping to ensure that there is honest, open, and fair competition throughout its'

business and commercial activities. Similarly, transparent, and straightforward conduct helps to foster deeper relationships of trust between the Company and its business partners and customers. This trust is vital to the reputation of Anthesis and its continuing success.

Anthesis does not tolerate any form of bribery, whether direct or indirect, by, or of, its employed colleagues, officers, agents or consultants or any persons or companies acting for it or on its behalf. The board and senior management are committed to implementing and enforcing effective systems throughout the organisation to prevent, monitor and eliminate bribery, in accordance with the Bribery Act 2010.

Anthesis will not conduct business with service providers, agents or representatives that do not support the Company's anti-bribery and corruption policy position. The Company reserves the right to terminate its contractual arrangements with any third parties acting for, or on behalf of Anthesis with immediate effect where there is evidence that they have committed acts of bribery or corruption.

## Practical arrangements

Anthesis operates bribery prevention procedures in accordance with the six principles set out in the UK Government's guidance, as follows –

- the maintenance and periodic review and updating of this Company policy statement.
- the commitment of the Company's Directors to this policy statement and the fostering of a culture in which bribery and corruption is never acceptable.
- the conduct and maintenance of appropriate internal and external risk assessments
- the operation of due diligence assessments in relation to third party relationships
- the use of awareness-raising briefings and communication throughout the Company
- the periodic monitoring and evaluation of the Company's anti-bribery and corruption measures, and their use to inform on-going improvement in the effectiveness of the Company's arrangements.

As part of its anti-bribery measures, Anthesis is also committed to transparent, proportionate, reasonable, and bona fide hospitality and promotional expenditure. Such expenditure must be authorised in advance, in accordance with the procedures set out in the Company's financial control policies and arrangements.

The effectiveness and success of the Anthesis anti-bribery and corruption measures depends on all employed colleagues, and those acting for the Company, playing their part in helping to detect and eradicate bribery and corruption. Therefore, all employed colleagues and others acting for, or on behalf of Anthesis are encouraged to report any suspected bribery or corruption in accordance to a Company senior manager without delay. Anthesis will support any individuals who make such a report in good faith.

Employed colleagues and other individuals acting for the Company should note that bribery is a criminal offence that may result in up to 10 years' imprisonment and/or

an unlimited fine for the individual and an unlimited fine Anthesis. A breach of the Anthesis anti-bribery and corruption policy statement by an employed colleague will, subject to appropriate investigation, be treated as grounds for disciplinary action. This may result in a finding of gross misconduct, and immediate dismissal.

## Director sign-off

This policy statement was approved on 17th February 2021

  
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Tom Constantine  
Director

  
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Charles Noden  
Director