

# BUSINESS ETHICS, BRIBERY & CORRUPTION POLICY



## Scope

Our employees are responsible for maintaining the highest standards of business conduct. Any breach of this policy is likely to constitute a serious disciplinary, contractual and criminal matter for the individual concerned and may cause serious damage to the reputation and standing of the Company.

We may also face criminal liability for unlawful actions taken by its employees or associated persons under the Bribery Act 2010. All employees and associated persons are required to familiarise themselves and comply with this policy, including any future updates that may be issued from time to time by us.

The Bribery Act 2010 has been in force since 1 July 2011. This policy covers:

- the main areas of liability under the Bribery Act 2010;
- the responsibilities of employees and associated persons acting for, or on behalf of, the Company; and
- the consequences of any breaches of this policy.

## Bribery Act 2010

We are committed to complying with the Bribery Act 2010 in its business activities in the UK and overseas.

Under the Bribery Act 2010, a bribe is a financial or other type of advantage that is offered or requested with the:

- intention of inducing or rewarding improper performance of a function or activity or
- knowledge or belief that accepting such a reward would constitute the improper performance of such a function or activity.

A relevant function or activity includes public, state or business activities or any activity performed in the course of a person's employment, or on behalf of another organisation or individual, where the person performing that activity is expected to perform it in good faith, impartially, or in accordance with a position of trust.

A criminal offence will be committed under the Bribery Act 2010 if:

- you offer, promise, give, request, receive or agree to receive bribes; or
- you offer, promise or give a bribe to a foreign public official with the intention of influencing that official in the performance of their duties (where local law does not permit or require such influence); and
- we do not have the defence that it has adequate procedures in place to prevent bribery by you.

## Procedure

### What is prohibited?

We prohibit our staff from offering, promising, giving, soliciting or accepting any bribe. The bribe might be cash, a gift or other inducement to, or from, any person or organisation, whether a public or government official, official of a state-controlled industry, political party or a private person or organisation, regardless of whether you are situated in the UK or overseas. The bribe might be made to ensure that a person or organisation improperly performs duties or functions (for example, by not acting impartially or in good faith or in accordance with their position of trust) to gain any commercial, contractual or regulatory advantage for the Company in either obtaining or maintaining Company business, or to gain any personal advantage, financial or otherwise, for the individual or anyone connected with the individual.

# BUSINESS ETHICS, BRIBERY & CORRUPTION POLICY



This prohibition also applies to indirect contributions, payments or gifts made in any manner as an inducement or reward for improper performance, for example through consultants, contractors or sub-contractors, agents or sub-agents, sponsors or sub-sponsors, joint-venture partners, advisors, customers, suppliers or other third parties.

## **Records**

Employees are required to take particular care to ensure that all organisation records are accurately maintained in relation to any contracts or business activities, including financial invoices and all payment transactions with clients, suppliers and public officials. Due diligence should be undertaken prior to entering into any contract, arrangement or relationship with a potential supplier of services, agent, consultant or representative.

Employees are required to keep accurate, detailed and up-to-date records of all corporate hospitality, entertainment or gifts accepted or offered.

## **Facilitation payments**

### **Principle**

We prohibit our staff from making or accepting any facilitation payments. These are payments made to government officials for carrying out or speeding up routine procedures. They are more common overseas. Facilitation payments are distinct from an official, publicly available fast-track process. Facilitation payments, or offers of such payments, will constitute a criminal offence by both the individual concerned and the Company under the Bribery Act 2010, even where such payments are made or requested overseas. Our staff are required to act with greater vigilance when dealing with government procedures overseas.

### **Procedure**

Where a public official has requested a payment, our employees should ask for further details of the purpose and nature of the payment in writing. If the public official refuses to give these, this should be reported immediately to the Managing Director.

If the public official provides written details, the Managing Director will consider the nature of the payment. Local legal advice may be sought by us. If it is concluded that the payment is a legitimate fee, for example part of a genuine fast-track process, or is permitted locally, we will authorise the employee to make the payment.

Where the Managing Director considers that the request is for a facilitation payment, you will be instructed to refuse to make the payment and notify the public official that the employee or associated person is required to report the matter to us and the UK embassy. We will seek the assistance of the relevant employee in its investigation and may determine that the matter should be referred to the prosecution authorities.

If our employees have any other concerns about the nature of a request for payment, they should report it to the Managing Director using the reporting procedure set out in this policy and in accordance with our Whistleblowing Policy.

# BUSINESS ETHICS, BRIBERY & CORRUPTION POLICY



## Corporate entertainment, gifts, hospitality and promotional expenditure

### **Principle**

We permit corporate entertainment, gifts, hospitality and promotional expenditure that is undertaken:

- for the purpose of establishing or maintaining good business relationships
- to improve the image and reputation of us or
- to present our products effectively

provided that it is arranged in good faith, and not offered, promised or accepted to secure an advantage for us or any of its employees or associated persons or to influence the impartiality of the recipient. We will authorise only reasonable, appropriate and proportionate entertainment and promotional expenditure.

### **Procedure**

Requests for proposed hospitality and promotional expenditure should be submitted well in advance of proposed dates to a line manager.

Employees are required to set out in writing:

- the objective of the proposed client entertainment or expenditure
- the identity of those who will be attending
- the organisation that they represent and
- details and rationale of the proposed activity.

We will approve business entertainment proposals only if they demonstrate a clear business objective and are appropriate for the nature of the business relationship. We will not approve business entertainment where it considers that a conflict of interest may arise or where it could be perceived that undue influence or a particular business benefit was being sought (for example, prior to a tendering exercise).

Any gifts, rewards or entertainment received or offered from clients, public officials, suppliers or other business contacts should be reported immediately to your line manager. In certain circumstances, it may not be appropriate to retain such gifts or be provided with the entertainment and associated persons may be asked to return the gifts to the sender or refuse the entertainment, for example, where there could be a real or perceived conflict of interest. As a rule, small tokens of appreciation, such as flowers or a bottle of wine, may be retained. It may also be that gifts are pooled and then distributed fairly between staff.

### **What practices are permitted?**

This policy does not prohibit:

- normal and appropriate hospitality and entertainment with clients
- the use of any recognised fast-track process that is publicly available on payment of a fee.

Any such practices must be proportionate, reasonable and made in good faith. Clear records must be kept.

## Reporting suspected bribery

### **Principle**

We depend on our employees to ensure that the highest standards of ethical conduct are maintained in all its business dealings. You are requested to assist the Company and to remain vigilant in preventing, detecting and reporting bribery.

# BUSINESS ETHICS, BRIBERY & CORRUPTION POLICY



Employees are encouraged to report any concerns that they may have to the Managing Director as soon as possible. Issues that should be reported include:

- any suspected or actual attempts at bribery
- concerns that other employees or associated persons may be being bribed or
- concerns that other employees or associated persons may be bribing third parties, such as clients or government officials.

## **Procedure**

If you have any concerns about fraud, bribery or corruption please contact the Managing Director. Any such reports will be thoroughly and promptly investigated in the strictest confidence. Staff will be required to assist in any investigation into possible or suspected bribery.

Those who report instances of bribery in good faith will be supported by us. We will ensure that they are not subjected to detrimental treatment as a consequence of your report. Any instances of detrimental treatment by a fellow employee because you have made a report will be treated as a disciplinary offence. An instruction to cover up wrongdoing is itself a disciplinary offence. If told not to raise or pursue any concern, even by a person in authority such as a manager, we encourage employees not to remain silent and should report the matter to the Managing Director.

## **Action by the Company**

We will fully investigate any instances of alleged or suspected bribery. Those suspected of bribery may be suspended from their duties while the investigation is being carried out. We will invoke our Disciplinary Procedures if you are suspected of bribery, and proven allegations may result in a finding of gross misconduct and immediate dismissal. We may terminate the contracts of any associated persons, including consultants or other workers who act for, or on behalf of us, who are found to have breached this policy.

We may also report any matter to the relevant authorities, including the Director of Public Prosecutions, Serious Fraud Office, HM Revenue and Customs Prosecutions Office and the Police. We will provide all necessary assistance to the relevant authorities in any subsequent prosecution.

The process that should be followed by managers in the event that a breach of this policy is reported can be found at the end of this document.

## **ETI Base Code**

We are pleased to confirm that Suncream Dairies fully adheres to the Ethical Trading Initiative (ETI) Base Code. The ETI Base Code reflects key international standards and is founded on the conventions of the International Labour Organization (ILO). Our commitment to these principles underscores our dedication to ethical business practices and responsible sourcing.

## **Process for the Managing Director and their absence the Senior Management Team in Dealing with a Report of a Breach of Business Ethics Policy**

### **Acknowledgement and Initial Response**

Upon receiving a report of a potential breach of the business ethics policy, the line manager must acknowledge receipt of the report promptly. This can be done through a written or verbal confirmation to the reporting individual. Ensure the reporting individual that the matter will be treated with the utmost confidentiality to protect their identity and any sensitive information involved.

# BUSINESS ETHICS, BRIBERY & CORRUPTION POLICY



## **Preliminary Assessment**

Collect basic details about the reported breach, including the nature of the breach, the individuals involved, the timing, and any supporting evidence. Assess the urgency of the situation. If the breach involves immediate harm or significant risk to individuals or the company, escalate the issue to senior management or the managing director immediately.

## **Investigation Planning**

If necessary, form a small, neutral team to conduct a thorough investigation. This team may include HR representatives, legal advisors, and other relevant personnel. Outline the scope of the investigation and establish a timeline for completing it. Ensure that the investigation is thorough but also efficient to avoid unnecessary delays.

## **Conducting the Investigation**

Gather all relevant documentation, emails, and other evidence related to the reported breach. This may include interviewing witnesses, reviewing company records, and any other pertinent actions. Conduct interviews with the individuals directly involved in the breach as well as any witnesses. Ensure that interviews are conducted in a fair and impartial manner. Keep detailed records of all investigative steps, findings, and communications throughout the process.

## **Analysis and Decision Making**

Analyse the collected evidence to determine whether a breach of the business ethics policy has occurred, referring to this policy. Consult with senior management, legal advisors, or an ethics committee to review the findings and determine appropriate actions.

## **Reporting and Communication**

Compile a comprehensive report detailing the investigation process, findings, conclusions, and recommended actions. Inform the reporting individual and any other relevant parties of the investigation's outcome, ensuring that the information shared respects our confidentiality agreements.

## **Taking Action**

1. If a breach is confirmed, implement appropriate disciplinary actions in accordance with company policy and with guidance from the HR Manager. This may include reprimands, retraining, suspension, or termination, depending on the severity of the breach
2. Identify and implement any corrective actions needed to prevent future breaches. This may involve policy revisions, additional training, or changes in procedures.

## **Follow-Up**

Continue to monitor the situation to ensure that the corrective actions are effective and that no further breaches occur.

## **Documentation and Record Keeping**

Keep all records of the investigation, findings, and actions taken securely.

## **Continuous Improvement**

Periodically review the ethics reporting and investigation process to identify areas for improvement and ensure it remains effective and fair.

# BUSINESS ETHICS, BRIBERY & CORRUPTION POLICY



By following this structured process, managers can handle reports of business ethics policy breaches efficiently, fairly, and consistently, maintaining the integrity of the organisation's ethical standards.