

Morvern Group Limited

Anti-Bribery and Corruption Policy

1. Purpose

This Anti-Bribery and Corruption Policy outlines the standards and procedures designed to prevent bribery and corruption in all activities conducted by Morvern Group Limited. The policy applies to all employees, officers, directors, agents, consultants, contractors, and any other third-party representatives.

2. Scope

This policy applies to Morvern Group Limited and its subsidiaries, affiliates, and joint ventures worldwide. It covers all interactions with public officials, private individuals, and companies.

3. Policy Statement

It is the policy of Morvern Group Limited to conduct all of its business in an honest and ethical manner. The Company takes a zero-tolerance approach to bribery and corruption and is committed to acting professionally, fairly and with integrity in all its business dealings and relationships wherever it operates, and to implementing and enforcing effective systems to counter bribery. We are committed to conducting business in compliance with all applicable laws and regulations, including the UK Bribery Act 2010.

4. Definitions

- **Bribery:** Offering, giving, receiving, or soliciting something of value to influence a business outcome improperly.
- **Corruption:** Abuse of entrusted power for private gain.

5. Prohibited Conduct

- **Bribes:** No employee or associated person may offer, promise, give, request, agree to receive, or accept a bribe. This includes facilitation payments unless explicitly permitted by law.
- **Gifts and Hospitality:** All gifts and hospitality must be reasonable, proportionate, and bona fide. They must not be intended to influence the recipient improperly.
- **Third Parties:** Due diligence must be conducted on third parties to ensure they comply with this policy. Any suspected breaches must be reported immediately.

6. Facilitation Payments

Facilitation payments (sometimes referred to as 'kickbacks') are strictly prohibited. Kickbacks are typically payments made in return for a business favour or advantage. All employees must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback will be made or accepted by the Company.

7. Gifts and Hospitality

- **Permissible Gifts and Hospitality:** Must be of nominal value, infrequent, and transparent. They should be reported and logged as per company procedures.
- **Prohibited Gifts and Hospitality:** Any that could be perceived as a bribe or influence business decisions improperly.

8. Charitable Donations and Sponsorships

The Company does not make contributions to political parties. The Company only makes charitable donations that are legal and ethical under local laws and practices. All charitable donations and sponsorships must be transparent, legal, and aligned with the company's values. They must not be used as a means to conceal bribery. No donation must be offered or made without the prior approval of the Compliance Officer.

9. Responsibilities

- **Directors:** The Board of Directors has overall responsibility for ensuring this policy complies with the Company's legal and ethical obligations, and that all those under the Company's control comply with it.
- **Employees:** Must read, understand, and comply with this policy. Employees are required to avoid any activities that could lead to, or imply, a breach of this policy. Further details and guidance are contained in the Employee Handbook.
- **Managers:** Ensure that employees understand and comply with this policy. They must also foster a culture of integrity and compliance.
- **Compliance Officer:** Responsible for the implementation and monitoring of this policy, conducting regular risk assessments, and providing training and guidance.

10. Training and Communication

All employees will receive regular training on this policy. The policy will be communicated to all business partners, and adherence will be a condition of engagement.

11. Reporting Violations

Employees must report any suspected bribery or corruption to the Compliance Officer. Reports can be made confidentially and without fear of retaliation.

12. Consequences of Non-Compliance

Violations of this policy may result in disciplinary action, including termination of employment or business relationships. Additionally, violations may result in legal action.

13. Monitoring and Review

The Compliance Officer will monitor the effectiveness of this policy regularly. The policy will be reviewed annually and updated as necessary to ensure compliance with legal and ethical standards.

14. Record Keeping

All records must be accurate and reflect the true nature of the transactions. Adequate documentation should be maintained to support compliance with this policy.

15. Conclusion

Morvern Group Limited is committed to maintaining the highest standards of integrity and ethical conduct in all its business dealings. Adherence to this Anti-Bribery and Corruption Policy is mandatory for all employees and associated persons.

By order of the Board,
Jason Steen

Chairman of the Board
Morvern Group Limited