

## Anti-Bribery & Anti-Corruption Policy

### 1. What does the policy cover?

This anti-bribery policy exists to set out the responsibilities of the Arville Group and those who work for us in observing and upholding our zero-tolerance position on bribery and corruption.

It also exists to act as a source of information and guidance for those working for the Arville Group. It helps us recognize and deal with bribery and corruptions issues, as well as understand our responsibilities.

### 2. Policy Statement

The Arville Group is committed to conducting business in an ethical and honest manner, and is committed to implementing and enforcing systems that ensure bribery is prevented. The Arville Group has a zero-tolerance for bribery and corrupt activities. We are committed to acting professionally, fairly and with integrity in all business dealings and relationships, wherever in the country we operate.

We will constantly uphold all laws relating to anti-bribery and corruption in all the jurisdictions in which we operate, and are bound by the laws of the UK, including the Bribery Act 2010, in regards to our conduct both at home and abroad.

We recognise that bribery and corruption is punishable by up to ten years of imprisonment and a fine. If the Arville Group is discovered to have taken part in corrupt activities, we may be subjected to an unlimited fine, be excluded from tendering for public contracts, and face serious damage to our reputation. It is, with this in mind, we commit to prevent bribery and corruption in our business, and take our legal responsibilities seriously.

### 3. Who is covered by the policy?

This anti-bribery policy applies to all employees (whether temporary, fixed-term or permanent) of the Arville Group, (including any of its intermediaries, subsidiaries or associated companies). It also applies to including, but not limited to, consultants, contractors, trainees, agency staff or any other person or persons associated with us (including third parties), or any of our subsidiaries or their employees, no matter where they are located (within or outside of the UK). The policy also applies to Directors and Board members.

In the context of this policy, third party refers to any individual or organisation the Arville Group meets and works with. It refers to actual and potential customers, suppliers, business contacts, agents and advisers. Any arrangements the Arville Group makes with a third party is subject to clear contractual terms, including specific provisions that require the third party to comply with minimum standards and procedures relating to anti-bribery and corruption.

All employees and associated persons are expected to adhere to the principles set out in this policy.

### 4. Definition of bribery

Bribery refers to the act of offering, giving, promising, asking, agreeing, receiving, accepting or soliciting something of value or of an advantage so to induce or influence an action or decision.

A bribe refers to any inducement, reward or object/item of value offered to another individual in order to gain commercial, contractual, regulatory or personal advantage. Bribery is not limited to the act of offering a bribe. If an individual is on the receiving end of a bribe and they accept it, they are also breaking the law.

Bribery is illegal. Employees must not engage in any form of bribery, whether it be directly, passively (as described above), or through a third party (such as an agent or distributor). They must not accept bribes in any degree and if they are uncertain about whether something is a bribe or a gift or act of hospitality, they must seek further advice from the Arville Group's compliance manager.

It is an offence in the UK to:

- Offer, promise or give a financial or other advantage to another person (i.e. bribe a person) whether within the UK or abroad, with the intention of inducing or rewarding improper conduct.
- Request, agree to receive or accept a financial or other advantage (i.e. receive a bribe) for or in relation to improper conduct.
- Bribe a foreign public official.

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You can be held personally liable for any such offence.

It is also an offence in the UK for an employee or an associated person to bribe another person in the course of doing business intending either to obtain or retain business, or to obtain or retain an advantage in the conduct of business, for the Arville Group. The Arville Group can be liable for this offence where it has failed to prevent such bribery by associated persons. As well as an unlimited fine, it could also suffer substantial reputational damage in connection with this offence.

### 5. What is and what is NOT acceptable

This section of the policy refers to 4 areas:

- Gifts and hospitality
- Facilitation payments
- Political contributions
- Charitable contributions

#### Gifts and Hospitality

The Arville Group accepts normal and appropriate gestures of hospitality and goodwill (whether given to/received from third parties) so long as the giving or receiving of gifts meets the following requirements:

- It is not made with the intention of influencing the party to whom it is being given, to obtain or reward the retention of a business or a business advantage, or as an explicit or implicit exchange of favours or benefits.
- It is not made with the suggestion that a return favour is expected.
- It is in compliance with local law.
- It is given in the name of the Arville Group, not in an individual's name.
- It does not include cash or a cash equivalent (e.g. a voucher or gift certificate).
- It is appropriate for the circumstances (e.g. giving small gifts around Christmas or as a small thank you to a Arville Group for helping with a large project upon completion).
- It is of an appropriate type and value and given at an appropriate time, taking into account the reason for the gift.
- It is given/received openly, not secretly.
- It is not selectively given to a key, influential person, clearly with the intention of directly influencing them.
- It is not above a certain excessive value, as pre-determined by the Arville Group's compliance manager (usually in excess of £100).
- It is not offered to, or accepted from a government official or representative or politician or political party, without the prior approval of the Arville Group's compliance manager.

Where it is inappropriate to decline the offer of a gift (i.e. when meeting with an individual of a certain religion/culture who may take offence), the gift may be accepted so long as it is declared to the compliance manager, who will assess the circumstances.

The Arville Group recognises that the practice of giving and receiving of business gifts varies between countries, regions, cultures and religions, so definitions of what is acceptable and not acceptable will inevitably differ for each. As good practice, gifts given and received should always be disclosed to the compliance manager. Gifts from suppliers should always be disclosed.

The intention behind a gift being given/received should always be considered. If there is any uncertainty, the advice of the compliance manager should be sought.

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### Facilitation Payment and Kickbacks

The Arville Group does not accept and will not make any form of facilitation payment of any nature. We recognize that facilitation payments are a form of bribery that involves expediting or facilitating the performance of a public official for a routine government action. We recognize that they tend to be made by low-level officials with the intention of securing or speeding up the performance of certain duty or action.

We do not allow kickbacks to be made or accepted. We recognize that kickbacks are typically made in exchange for a business favour or advantage.

The Arville Group recognises that, despite our strict policy on facilitation payments and kickbacks, in very rare circumstances employees may face a situation where avoiding a facilitation payment or kickback may put their/ their family's personal security at risk. Under these circumstances, the following steps must be taken:

- Keep any amount to the minimum
- Ask for a receipt, detailing the amount and reason for the payment
- Create a record concerning the payment
- Report this incident to your line manager.

### Political Contributions

The Arville Group will not make donations, whether in cash, kind, or by any other means, to support any political parties or candidates. We recognize this may be perceived as an attempt to gain an improper business advantage.

### Charitable Contributions

The Arville Group accepts (and indeed encourages) the act of donating to charities – whether through services, knowledge, time or direct financial contributions (cash or otherwise) – and agrees to disclose all charitable contributions it makes.

Employees must be careful to ensure that charitable contributions are not used to facilitate and conceal acts of bribery.

We will ensure that all charitable donations made are legal and ethical under local laws and practices and those donations are not offered/made without the approval of the compliance manager.

## **6. Employee Responsibilities**

As an employee of the Arville Group, you must ensure that you read, understand and comply with the information contained within this policy and with any training or other anti-bribery and corruption information you are given.

All employees and those under our control are equally responsible for the prevention, detection and reporting of bribery and other forms of corruption. They are required to avoid any activities that could lead to, or imply, a breach of this anti-bribery policy.

If you have reason to believe or suspect that an instance of bribery or corruption has occurred or will occur in the future that breaches this policy, you must notify the compliance manager.

If any employee breaches this policy, they will face disciplinary action and could face dismissal for gross misconduct. The Arville Group has the right to terminate a contractual relationship with an employee if they breach this anti-bribery policy.

## **7. What happens if I need to raise a concern?**

This section of the policy covers 3 areas:

- How to raise a concern
- What to do if you are a victim of bribery or corruption
- Protection

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### How to raise a concern

It is the contractual duty and responsibility of all employees and associated persons to take whatever reasonable steps are necessary to ensure compliance with this policy and to prevent, detect and report any suspected bribery or corruption in accordance with the procedure set out in the Arville Group's Public Interest Disclosure Policy. You must immediately disclose to the Arville Group any knowledge or suspicion you may have that you, or any other employee or associated person, has plans to offer, promise or give a bribe or to request, agree to receive or accept a bribe in connection with the business of the Arville Group. For the avoidance of doubt, this includes reporting your own wrongdoing.

The duty to prevent, detect and report any incident of bribery and any potential risks rests not only with the Directors of the Arville Group but applies equally to all employees and associated persons.

The Arville Group encourages all employees and associated persons to be vigilant and to report any inappropriate or unlawful conduct, suspicions or concerns promptly and without undue delay so that investigation may proceed and any action can be taken expeditiously. For example, if a client or potential client offers you something to gain a business advantage with the Arville Group or indicates to you that a gift or payment is required to secure their business.

In the event that you wish to report an instance or suspected instance of bribery, you should contact the compliance manager immediately. Confidentiality will be maintained during the investigation to the extent that this is practical and appropriate in the circumstances. The Arville Group is committed to taking appropriate action against bribery or other unethical conduct. This could include either reporting the matter to an appropriate external government department, regulatory agency or the police and/or taking internal disciplinary action against relevant employees and/or terminating contracts with associated persons.

The Arville Group will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken. It is also committed to ensuring nobody suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or corruption offence has taken place or may take place in the future.

All employees and associated persons must ensure that any contract or agreement entered into by them for or on behalf of the Arville Group contains an appropriate clause aimed at ensuring that any third party to the contract is aware of and agrees to adhere to the contents of this policy and further, that the contract expressly sets out the consequences of non-compliance including, where appropriate, clear provision for terminating the contract in the event of non-compliance or the commission of any relevant bribery offence.

### What to do if you are a victim of bribery and corruption

You must tell the compliance manager as soon as possible if you are offered a bribe by anyone, if you are asked to make one, if you suspect that you may be bribed or asked to make a bribe in the near future, or if you have reason to believe that you are a victim of another corrupt activity.

### Protection

If you refuse to accept or offer a bribe or you report a concern relating to potential act(s) of bribery or corruption, the Arville Group understands that you may feel worried about potential repercussions. We will support anyone who raises concerns in good faith under this policy, even if investigation finds that they were mistaken.

The Arville Group will ensure that no one suffers any detrimental treatment as a result of refusing to accept or offer a bribe or other corrupt activities or because they reported a concern relating to potential act(s) of bribery or corruption. Detrimental treatment refers to dismissal, disciplinary action, treats, or unfavourable treatment in relation to the concern the individual raised.

If you have reason to believe you've been subjected to unjust treatment as a result of a concern or refusal to accept a bribe, you should inform you line manager or the compliance manager immediately.

## **8. Training and communication**

The Arville Group will provide training on this policy as part of the induction process for all new employees. This policy will be visible on our website and SharePoint.

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We will provide relevant anti-bribery and corruption training to employees where we feel their knowledge of how to comply with the Bribery Act needs to be enhanced.

### **8. Sanctions for breach**

Breach of any of the provisions of this policy will constitute a disciplinary offence and will be dealt with in accordance with the Arville Group's disciplinary procedure. Depending on the gravity of the offence, it may be treated as gross misconduct and could render the employee liable to summary dismissal.

As far as associated persons are concerned, breach of this policy could lead to the suspension or termination of any relevant contract, sub-contract or other agreement with the associated person.

### **9. Record keeping**

The Arville Group will keep detailed and accurate financial records, and will have appropriate internal controls in place to act as evidence for all payments made. We will declare and keep a written record of the amount and reason for hospitality or gifts accepted and given, and understand that gifts and acts of hospitality are subject to managerial review.

### **10. Monitoring and reviewing**

Arville's compliance manager is responsible for monitoring the effectiveness of this policy and will review the implementation of it on a regular basis. They will assess its suitability, adequacy and effectiveness.

Internal control systems and procedures designed to prevent bribery and corruption are subject to regular audits to ensure that they are effective in practice.

Any need for improvements identified will be applied as soon as possible. Employees are encouraged to offer their feedback on this policy if they have any suggestions for how it may be improved. Feedback of this nature should be addressed to the compliance manager.

This policy does not form part of an employee's contract of employment and Arville may amend it at any time so to improve its effectiveness at combatting bribery and corruption.

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