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Roger Bullivant Limited

Bribery and Corruption Statement

Conducting our business with integrity and in an ethical way is essential to building our brand, deepening trust and encouraging an environment of collaboration and teamwork.

In line with our values and culture it is necessary that we all uphold the highest standards of ethical behaviour whenever and wherever we do business around the world.

Our reputation is vital to our business. It takes years to build and can be destroyed in an instant. Our Code of Conduct is a way of protecting our reputation and building on that reputation. It sets out a universal standard of behaviour on how to behave and what to expect in return.

However, this Code cannot set out the appropriate behaviour for every situation. In certain circumstances it will be necessary for you to apply judgement. In these instances, you should ask yourself:

- Does it comply with RB standards, including this Code and RB values? – Safety First, Professionalism, Integrity, Accountability and Pride.
- How would you feel if it appeared on the front page of a newspaper in the morning?
- Could we present a strong argument for our position to all our stakeholders?
- Does it follow the letter and the spirit of law and regulation?

We all have a role to play in protecting and enhancing our reputation as we continue as the UK's Leading Foundation Provider.

Managing Director

Signed:

C Wren, Managing Director 04.01.2022

About this Code of Conduct

This Code sets out the rules and standards of behaviour expected from all of us when representing RB. Employees, contractors, sub-contractors, advisers and agents are all bound by the Code.

The Code refers to and is supported by policies, HR guidelines, processes and procedures and more specific matters. It is important that you make yourself familiar with the ones that apply to you in your role wherever you are.

Failure to follow the Code may result in breaches of law, regulation, RB policies and cause reputational damage. It may also result in disciplinary action.

Compliance with the Code is a responsibility for us all and as such RB will:

- Observe its obligations under the Code;
- Never ask you to break the Code – for example to meet targets or secure a deal;
- Do all it can to protect you from harassment, violence, intimidation and other unacceptable behavior;
- Provide channels for reporting conduct that contravenes the Code or law;
- Protect and support you if you report misconduct in good faith;
- Help and advise you when you don't know what to do.

Comply with Local Laws, Regulations and RB's Bribery and Corruption Policy

It is important that you comply with the spirit and not just the letter of laws, regulations and our guidelines. Failing to do so may result in severe damage to our brand, reputation and our ability to conduct business in the future. We may lose customers, be subject to regulatory fines and investigations and other consequences.

What does this mean for you?

- You must act honestly at all times.
- You must follow not only the letter of the laws and regulations but also the underlying principles.
- You must comply with RB policies, Processes and Procedures unless local laws are either stricter than a particular policy or prohibit you from doing so in which case the local laws and regulations will prevail.
- Revenue opportunities shall not take priority over protecting our reputation and our brand. You must comply with the policy on the selection and appointment of suppliers and sub-contractors.

Reject Bribery and Corruption and Avoid Being Compromised by Gifts And Entertainment

In line with our values we insist on integrity, honesty and fairness in all aspects of our business and we seek the same from those with whom we do business, directly and indirectly. Corruption is illegal, wherever it takes place. RB has a zero tolerance policy on bribery and corruption.

In addition, our business decisions must not be influenced by (or create impression of being influenced by) gifts and entertainment. You should refer to the corporate entertainment policy for further guidance.

What does this mean for you?

- All payments that you make and receive in the course of your work must be properly documented and these will be subject to audit.
- Set high standards for yourself and demand the same from others.
- Never accept or offer any payments that are or may be viewed to be intended to influence a business decision – including gifts, entertainment, service or other benefits.
- Where relevant you should comply with the Policy for the Selection and Appointment of suppliers and sub-contractors.

No employee may directly or indirectly offer, pay, solicit or accept a bribe, or other such payment which may be construed as such, in any form.

Gifts and entertainment may only be offered to any third party if they are consistent with customary business practices, modest in value and are not in contravention of any applicable law. No employee should seek or accept a personal gift or entertainment that might reasonably be believed to influence commercial activity or the decision-making process. All such gifts and entertainment must be approved by the Group Managing Director. No employee should act in a manner that may bring RB into disrepute.

Avoid Conflicts of Interest

Conflicts of interest can arise as a result of private, financial or business activities (including those of your immediate members of your family) that conflict with your responsibilities to RB.

Business conflicts generally arise where there is a direct or indirect conflict of interest with a customer, where two or more customers have a conflict of interest or where you have confidential information about an existing customer that could be used in another customer relationship.

Personal conflicts may arise when you put your personal interests in a matter ahead of the Company's or customers.

What does this mean for you?

- Be aware of what constitutes a conflict of interest.
- Anticipate and identify any conflicts of interest.
- Declare any conflicts of interest to your line manager immediately.
- Be open and transparent about conflicts of interest.

Respect Our Stakeholders

We are committed to our stakeholders which means our customers, shareholders, suppliers and business partners and the communities within which we operate.

What does this mean for you?

- When interacting with any of our stakeholders you should follow the Code.
- Be aware of the environment within which you work and behave accordingly.
- Where possible work with partners that demonstrate the same values and ethics as us.

Raise Concerns

If you are concerned about any activity that you witness or are aware of then you should raise your concern promptly. The longer you wait to raise a concern the worse it may become. This includes not only work issues that involve you but others doing business with RB. We must do all we can to face up to and tackle malpractice and unethical behavior.

In the first instance, and if you feel able to do so, you should raise your concern with your line manager. If you are unsure about raising a concern again the best person to speak to for advice is your line manager.

If you are uncomfortable doing this then you can report your concern via the HR Department for investigation.

What does this mean for you?

- Have the courage to speak out.
- Raise your concerns with your immediate line manager or head of department in the first instance.
- We will do everything we can to protect your anonymity if you request that we do so, unless prohibited from doing so by law.
- Your confidentiality is protected. The information provided to the HR Department is only shared on a need to know basis.
- We do not tolerate retaliation against those that raise concerns and will take measures to protect you when you raise your concern.