

Anti-Bribery and Corruption Policy

Introduction

One of Mitchell and Webber's core values is to uphold sound, responsible and fair business operations. It is committed to promoting and maintaining the highest possible ethical standards in relation to all of its business activities. Mitchell and Webber's reputation for maintaining lawful business practices is of paramount importance to it and this policy is designed to preserve these values. Mitchell and Webber therefore has a zero tolerance policy towards any form of corruption, including bribery.

Purpose and scope

This policy sets out Mitchell and Webber's position on any form of bribery and provides guidelines aimed at:

- Ensuring compliance with anti-bribery laws, rules and regulations, not just within the UK, but also in any other country within which Mitchell and Webber may carry out its business or in relation to which its business may be connected.
- Enabling employees and persons associated with Mitchell and Webber to understand risks associated with inappropriate and unlawful conduct and to enable and encourage them to be vigilant and to effectively recognise, prevent, avoid and report any wrongdoing, whether by themselves or others.
- Providing suitable and secure reporting and communication channels and ensuring that any information that is reported is properly and effectively dealt with.
- Creating and maintaining a rigorous and effective framework for dealing with any suspected instances of bribery or other unethical conduct.

This policy applies to all permanent and temporary employees of Mitchell and Webber (including any of its intermediaries, subsidiaries or associated companies). It also applies to any individual or corporate entity associated with Mitchell and Webber, or who performs functions in relation to, or for and on behalf of, Mitchell and Webber, including, but not limited to, directors, agency workers, casual workers, contractors, consultants, agents, suppliers and sponsors ("associated persons").

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

Legal obligations

The key UK legislation on which this policy is based is the Bribery Act 2010. It is an offence in the UK to:

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

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You can be held personally liable for any such offence.

It is also an offence in the UK to bribe another person in the course of doing business, for the purposes of obtaining or retaining business, or obtaining or retaining an advantage in the conduct of business, for Mitchell and Webber. Both the third party and Mitchell and Webber could be held liable for this offence. Mitchell and Webber could also suffer substantial reputational damage in connection with this offence.

Policy

All employees and associated persons are required to:

- Comply with any anti-bribery and anti-corruption legislation that applies in any jurisdiction in any part of the world in which they might be expected to conduct business.
- Act honestly, responsibly and with integrity.
- Safeguard and uphold Mitchell and Webber's core values by operating in an ethical, professional and lawful manner at all times.

Bribery of any kind is strictly prohibited. Under no circumstances should any provision be made, money set aside or accounts created for the purposes of facilitating the payment or receipt of a bribe.

Mitchell and Webber recognises that industry practices may vary from country to country or from culture to culture. What is considered unacceptable in one place may be normal or usual practice in another. Nevertheless, a strict adherence to the guidelines set out in this policy is expected of all employees and associated persons at all times.

If in doubt as to what might amount to bribery, or other unethical conduct that might constitute a breach of this policy, you should refer the matter to your line manager.

For the avoidance of doubt, any payment to a public official or other person to secure or accelerate the prompt or proper performance of a routine procedure or process, otherwise known as a "facilitation payment", is also strictly prohibited.

Breach of any of the provisions of this policy will constitute a disciplinary offence and will be dealt with in accordance with Mitchell and Webber'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.

Responsibilities and reporting procedure

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

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prevent, detect and report any suspected bribery, fraud or corruption. You must immediately disclose to Mitchell and Webber 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 Mitchell and Webber. 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 Mitchell and Webber but applies equally to all employees and associated persons.

Mitchell and Webber encourages all employees and associated persons to be vigilant and to report any inappropriate conduct, suspicions or concerns promptly and without undue delay so that investigation may proceed and any action can be taken expeditiously.

In the event that you wish to report an instance or suspected instance of bribery, you should speak to your line manager in the first instance, where possible. Confidentiality will be maintained during the investigation to the extent that this is practical and appropriate in the circumstances. Mitchell and Webber 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.

All associated persons must ensure that any contract or agreement entered into by them for or on behalf of Mitchell and Webber 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.

Monitoring and review

This policy shall be subject to regular review by the management of Mitchell and Webber Ltd to ensure that it meets both legislative and industry best practice standards.

They will be responsible for monitoring its effectiveness and will provide regular reports in this regard as required.

Publication

Mitchell and Webber Ltd shall make a copy of the policy available to current employees and associates.

Signed: 

Managing Director, Mitchell and Webber Ltd.

22 January 2024