

Group Anti-Bribery and Corruption Policy

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Glossary

Relevant terms and abbreviations are defined below:

Term / Abbreviation	Description
Anti-Corruption Laws	All laws related to the prevention of bribery and corruption behaviour in the relevant jurisdiction
Benefits	As defined in section 0of this Policy
Disciplinary Procedure	The Disciplinary Procedure set out in the UK Employee Handbook or the relevant employee policy/procedure for another non-UK Gamma country unit
Gamma	Gamma Communications plc and all its subsidiaries
Gamma Personnel	All employees, sales and procurement consultants and agents, directors, officers and Board members of Gamma
Grievance Policy	The Grievance Policy set out in the UK Employee Handbook or the relevant employee policy/procedure for another non-UK Gamma country unit.
Policy	This Anti-Bribery and Corruption Policy
Whistleblowing Policy	The Gamma Whistleblowing Policy

Introduction

The Gamma Communications plc group is committed to applying the highest standards of ethical conduct and integrity in all its business activities. Every employee and individual acting on behalf of Gamma is responsible for maintaining our reputation and conducting business honestly and professionally.

Corruption is the willingness to act dishonestly in return for money or personal benefit and is an aspect of human behaviour that has been around for a long time while bribery is the giving or receiving of a financial or other advantage in connection with the "improper performance" of a position of trust, or a function that is expected to be performed impartially or in good faith. For that reason, it may be easy to forget the damage that corruption and bribery do. By wrongly benefiting a few individuals who abuse their power or position, corruption and bribery create unfair competition, damages innovation and undermines integrity.

Because of the damage corruption and bribery do to the public good, it is illegal in most countries under their respective Anti-Corruption Laws.

Purpose and Scope

This Policy states Gamma's position with regard to anti-bribery and corruption.

All Gamma Personnel are required to fully comply with this Policy and the provisions of the Anti-Corruption Laws. Compliance with this Policy and these laws is a condition of continued employment or association with Gamma, and violations will not be tolerated. Any alleged breach will be investigated, and disciplinary action taken as appropriate.

Failure by Gamma Personnel to comply with this Policy may expose Gamma to substantial risk and could jeopardise its operations and reputation. Gamma Personnel should also be aware that violations of certain Anti-Corruption Laws may subject individual Gamma Personnel to both criminal penalties, including prison sentences, and civil liability.

Gamma's Policy on Anti-Bribery and Corruption

Gamma does not pay and does not condone paying bribes to anyone. Gamma Personnel are prohibited from giving or offering bribes, kickbacks, or similar payment or consideration of any kind, whether at home or abroad, to any person or entity (including but not limited to any customers or potential customers, government official, political party, candidate for political office or any intermediaries, such as agents, attorneys or consultants) in order to:

- influence official acts or decisions of that person or entity,
- obtain or retain business or a business advantage for, or direct business to, Gamma; and / or
- secure any improper advantage.

Similarly, Gamma does not accept and does not condone the acceptance or receipt of bribes from anyone. Gamma Personnel are prohibited from accepting or receiving bribes, kickbacks, or similar

payment or consideration of any kind, whether at home or abroad, from any person or entity which is intended to, or which may be perceived as being intended to:

- influence one's official acts or decisions,
- obtain or retain business or a business advantage for, or direct business to, the offeror of the bribe and / or any entity that he / she represents; and / or
- secure any improper advantage for the offeror of the bribe and / or any entity that he/she represents.

Gamma Personnel are also prohibited from giving or receiving any Benefits in connection with Gamma business unless it is provided or received in accordance with this Policy (see section 0 below).

Risk Areas

Gamma has identified the following functions or people as being at particular risk:

- Directors, senior officers and persons of influence in the business.
- Finance function.
- Commercial activities or transactions.
- Sales; and
- Purchasing.

In order to minimise the risk of bribery, corruption or unethical conduct, Gamma has put in place the following:

- Background and security checking (where deemed necessary and appropriate)
- Clear and concise written records of accounts, expenses, contracts or other transactions or business activities.
- Undertaking credit checks prior to entering into any contract, arrangement or relationship with another party and keeping clear and concise written records of these activities.
- Publishing of financial and business information as and when required; and
- Training and guidance provided to employees about security and expected standards of conduct as and when deemed necessary and appropriate.

Breach Reporting Procedure

If a member of Gamma Personnel is offered a bribe by a third party, or is asked to make a bribe, or suspects it may happen in the future or believes they are the victim of another unlawful activity, they must report it to their Line Manager and the Company Secretary as soon as possible.

If a member of Gamma Personnel believes or suspects that another member of Gamma Personnel is being bribed, has been offered a bribe or an attempt was made to bribe them or they may be bribed in the future or there has been any other potential breach of this Policy, then they should report this immediately to the Company Secretary.

If a member of Gamma Personnel believes or suspects that another member of Gamma Personnel has offered a bribe or intends to do so, or has committed any other breach of this Policy, then they should report this immediately to the Company Secretary.

Gamma Personnel may alternatively raise any concerns under the Whistleblowing Policy.

Any allegation of bribery, corruption or unethical conduct or other breach of this Policy will be investigated and where such an allegation is substantiated then disciplinary action will be taken in accordance with the Disciplinary Procedure. This may include dismissal for gross misconduct.

Gamma Personnel who have been instructed or threatened to remain silent or not to raise any concerns, even if by a senior Gamma person, should not do so. Anyone involved in a cover up or attempted cover up of a wrongdoing or if they have knowledge of any breach of this Policy, will also be subject to the Disciplinary Procedure.

If an individual Gamma Personnel believes that they are being unfairly or detrimentally treated as a result of raising a concern or suspicion of a breach of this policy, they should speak with their Line Manager in the first instance, unless this is clearly inappropriate in the circumstances. Alternatively, Gamma Personnel can make use of the whistleblowing procedure set out in the Whistleblowing Policy where available.

Gifts, Entertainment and Hospitality Policy

Gamma acknowledges that the giving and receiving of gifts, entertainment, hospitality, travel, promotional expenditure or other items of value (“Benefits”) is a common business practice as part of the interaction of Gamma with its business partners.

The giving and receiving of such Benefits are subject to the Gifts, Entertainment and Hospitality Policy of the relevant Gamma country unit.

Statistics on Benefits received and given will be reported to the ESG Committee at least annually.

Donations

Gamma only makes charitable donations that are legal and ethical under local laws and practices. Gamma may also support fundraising events involving Gamma Personnel.

No donation must be offered or made without prior approval of the Group CEO or the Group CFO for donations in the United Kingdom or the respective CEO of the other Gamma country units for donations in such countries.