



Spot-On-Supplies Group

Anti-Corruption and Bribery Policy

This policy deals with a number of aspects of the management of anti-corruption and bribery and may be used to supplement any contractual terms relating to it.

Contents

Overview	3
Definition	4
Gifts and Hospitality.....	4
Donations.....	4
Employee responsibilities	4
Record keeping	5
Reporting.....	5

Overview

It is our policy to conduct business in an honest and ethical manner. We take a zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all of our business dealings and relationships.

We will uphold all laws relevant to countering bribery and corruption including the Bribery Act 2010 ('the Act'). Bribery and corruption are punishable for individuals by up to ten years' imprisonment and if the Company is found to have taken part in corruption it could face an unlimited fine and face damage to its reputation. The Company therefore takes its legal responsibilities very seriously.

This policy applies to all employees, contractors and workers carrying out services for the Company.

This policy does not form part of your contractual terms of employment and may be withdrawn or amended at any time.

Definition

A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage.

Gifts and Hospitality

The test to be applied is whether in all the circumstances the gift or hospitality is reasonable and justifiable. The intention behind the gift or hospitality should always be considered.

This policy does not prohibit normal and appropriate hospitality (given and received) to or from third parties, for the purposes of establishing or maintaining good business relationships or improving or maintaining our reputation or image.

The giving or receipt of gifts is not prohibited, if the following requirements are met:

- it is not made with the intention of influencing a third party to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favours or benefits;
- it is given in the Company's name, not in your name;
- it does not include cash or a cash equivalent (such as gift certificates or vouchers);
- it is appropriate in the circumstances. For example, in the UK it is customary for small gifts to be given at Christmas time;
- taking into account the reason for the gift, it is of an appropriate type and value and given at an appropriate time; and
- it is given openly, not secretly.

It is not acceptable for you (or someone on your behalf) to:

- give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that either a personal or business advantage will be received, or to reward either a personal or business advantage already given;
- give, promise to give, or offer, a payment, gift or hospitality to a government official, agent or representative to "facilitate" or expedite a routine procedure;
- accept payment from a third party that you know or suspect is offered with the expectation that it will obtain either a personal or business advantage for them;
- accept a gift or hospitality from a third party if you know or suspect that it is offered or provided with an expectation that either a personal or business advantage will be provided by the Company in return;
- turn a blind eye to any of the above;
- threaten or retaliate against another worker who has refused to commit a bribery offence or who has raised concerns under this policy; or
- engage in any activity that might lead to a breach of this policy.

Donations

We do not make any contributions to political parties.

Employee responsibilities

You must ensure that you read, understand and comply with this policy. The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for the Company.

All workers are required to avoid any activity that might lead to, or suggest, a breach of this policy. You must notify the Managing Director as soon as possible if you believe or suspect that a conflict with this policy has occurred, or may occur in the future. If you are unsure whether a particular act constitutes bribery or corruption, please contact Human Resources.

Any employee who breaches this policy will face disciplinary action.

We reserve our right to terminate our contractual relationship with other workers if they breach this policy.

Record keeping

All gifts or hospitality received should be registered with Human Resources within 28 days of receipt. A Register of Gifts and Hospitality (which can consist of storing the forms electronically) will be maintained. You must register any gift or hospitality within 28 days.

Reporting

It is important that you inform the Managing Director as soon as possible even if you suspect that it may happen in the future. Employees who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. The Company encourages openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.