

HUB SOUTH EAST SCOTLAND LIMITED ANTI-BRIBERY POLICY

The Policy

Hub South East Scotland Limited staff and its Board will maintain high standards of ethical behaviour in all its business interactions. Accordingly, it will not offer, pay or accept bribes. This policy cannot address every situation and is not a substitute for exercising good judgment and common sense about what is right.

Hub South East Scotland Limited is also committed to working only with third parties whose standards are consistent with its own. This includes key service providers, intermediaries and other advisers.

As part of its approach to responsible business conduct, Hub South East Scotland Limited expects businesses with which it contracts to adopt anti-bribery principles and standards consistent with its own and appropriate to their business.

Why does Hub South East Scotland Limited have a policy?

Bribery, or even the suggestion of bribery, may seriously damage Hub South East Scotland's reputation and affect its ability to do business. A bribe is an inducement (financial or otherwise) for an action which is illegal, unethical or a breach of trust. Bribery is a crime in most countries. Many countries have laws that prohibit bribery even when it is committed outside that country.

The consequences of not complying with this policy can be very serious including damage to Hub South East Scotland's reputation, significant fines and penalties, and even criminal liability for individuals and Hub South East Scotland Limited.

Any failure to comply with this policy and its supporting policies will be investigated and appropriate action taken.

Hub South East Scotland Limited staff and Board must never

- Offer, give or receive – directly or indirectly – any payment, benefit or gift which is intended to be, or may be construed as, a bribe. This includes offering or giving money or anything else of value to any person, in return for favourable treatment, to improperly influence a business outcome or to gain a business advantage for Hub South East Scotland.
- Accept anything of value, if it might compromise the independence or judgement of the Board or create a conflict of interest or give the appearance of doing so.

Hub South East Scotland Limited staff and Board must always

- Comply with Hub South East Scotland's core values, as adopted from the Galliford Try Employee handbook, and adhere to the highest levels of honesty, integrity and ethics at all times when conducting business for Hub South East Scotland.
- Report any breaches or potential breaches of this policy to the Board. It is unacceptable to ignore breaches that come to the attention of Directors.

This policy provides guidance for certain types of business activity below.

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Gifts and hospitality

The exchange of legitimate gifts and hospitality can build goodwill in business relationships. However, all Hub South East Scotland staff and Directors (and their immediate family) must never offer or accept a gift or hospitality to or from business contacts if it may improperly influence a Board decision, impair independence or judgment or create a sense of obligation or if there is a risk it could be misconstrued or misinterpreted by others as a bribe.

Hub South East Scotland Limited staff and Board must never

- Solicit or actively seek gifts or hospitality.
- Offer or accept gifts of cash or cash equivalent (e.g. vouchers)
- Offer or accept gifts or hospitality of an inappropriate or offensive nature or anything that would embarrass the Chairman, Directors, Hub South East Scotland or the shareholders if publicly disclosed.
- Offer or accept hospitality or gifts that are extravagant. In considering what may be termed as extravagant the Board have set the following upper limits for both the giving and receiving of gifts and hospitality: Lunches £100, all other items £150, unless approved by the individuals line manager.

Hub South East Scotland Limited staff and Board must

- Understand whether there are any legal or other restrictions, such as corporate policies, that may prevent the potential recipient's from accepting gifts or hospitality, particularly when dealing with government or public officials.
- Be cautious when offering or accepting hospitality to or from someone with whom the Board is negotiating. Normal business lunches and dinners are, however, usually acceptable in these circumstances. Directors are not permitted to offer to or accept gifts from someone with whom they are negotiating.
- Be transparent with those who have been invited to a hospitality event or with those who have invited Directors.
- Only pay or reimburse travel, accommodation and other expenses of third parties who attend events held by Hub South East Scotland if the expenses are reasonable. No friends or family members can travel at Hub South East Scotland's expense.
- Report it to the Board if a Director suspects that they have been offered a gift with corrupt intent.

Board members must

- Ensure that legitimate fees paid for a speedy service reflect a business need and are transparent and open. Directors should obtain an official receipt and ensure that the payment is properly recorded in Hub South East Scotland's financial records.

Relationships with third party agents and advisers

Hub South East Scotland will not permit a third party to receive; offer or pay bribes or make facilitation payments on its behalf. It will only engage third parties if they are known to act to standards consistent with its own.

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The term 'third party' applies to key service providers and any consultant, adviser, agent, contractor, supplier or other intermediary engaged or used by Hub South East Scotland.

Hub South East Scotland Limited staff and Board must

- Review and regularly monitor the anti-bribery policies of key sub-contractors
- Be alert where:
 - Any third party requests payment in cash or in another country (not connected to the services being provided) or through unusual or convoluted means such as to an off-shore numbered account.
 - Any third party is being considered due to his connections with, or due to recommendations from, a public official.
 - Any third party requests an unusual up-front payment or performance-related bonus or commission.
 - Any third party suggests that an amount of money is needed to "seal the deal," "get the business" etc. or that they can circumvent "red tape" or "expedite" normal business processes.
- Determine whether any third party proposed to be engaged is likely to present a high bribery risk. In such cases, the following should be considered:
 - Have a clear and proper commercial rationale for the engagement.
 - Assess the risk profile of the proposed engagement and complete a specified level of due diligence to check the third party's experience, background and reputation before entering into a relationship.
 - Be satisfied that the third party is not engaged in any corrupt practices and avoid engaging any third party who has a reputation for corruption or improper conduct.
 - Understand what the third party will actually do in return for the money Hub South East Scotland pays them, and that all the money can be properly accounted for.
 - Ensure there is no conflict of interest that would make the engagement or involvement of the third party inappropriate.
 - Depending on the nature of the risk presented by the engagement, ensure there is a written contract in place which either contains provisions to address bribery or requires the third party to act consistently with Hub South East Scotland's anti-bribery policy.
- Report any behaviour by third parties that is inconsistent with this policy to the Board.

Political contributions and public officials

Directors must not use either their own or Hub South East Scotland's funds, resources or facilities to make any payment or contribution of any kind, including any political contribution, to any public or government official in any country, in order to influence, reward or incentivise a person who can directly or indirectly influence any decision that would benefit Hub South East Scotland.

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Board members must not

- Use Company funds to make political contributions to political parties or organisations or election candidates.

Board members must

- Ensure that all interactions with political, government and public officials are conducted in a manner that adheres to this policy and Hub South East Scotland's core values, as adopted from the Galliford Try Employee handbook, and comply with all relevant laws. This includes any lobbying by Hub South East Scotland.
- Seek the approval of the shareholders before engaging a current or former politician, government or public official to act as agent or consultant for Hub South East Scotland.

Charitable and community support

Community support contributions, whether to community organisations or other persons, including charitable donations and grants for research and sponsorship ('Charitable Contributions') made with Company funds or resources must be appropriate and genuine.

Hub South East Scotland Limited Directors must not

- Make a Charitable Contribution as an incentive or reward for obtaining or retaining an advantage for Hub South East Scotland or for any other improper purpose.

Hub South East Scotland Limited Directors must

- Deny any request for a Charitable Contribution by any third party who has promised or implied the possibility of a benefit or issued a threat in connection with that request.
- Carry out due diligence on the body to which the Charitable Contribution is to be paid to ensure that no public official connected to Hub South East Scotland's business activities is associated with the recipient body and the funds will not be applied for another purpose.
- Seek approval from the shareholders before making a Charitable Contribution. unless approved by the CEO and/or provided for in the current Business Plan.

Hub South East Scotland Limited is not an employer however we operate under a series of management services and/or secondment agreements for providing staff members to Hub South East Scotland. References to Hub South East Scotland staff in this document includes all such staff members

This policy is available on Hub South East Scotland website <https://www.hubsoutheastscotland.co.uk> and/or shared with Supply Chain partners.



Paul McGirk, Chief Executive
For and on behalf of Hub South East
Scotland Limited

Reviewed: November 2023