

## Anti-Bribery and Corruption policy

### Introduction

We appreciate the importance of ethical behaviour to our relations with stakeholders and we are proud of our high ethical standards, but we cannot be complacent about the threat of bribery and corruption in our business.

We are committed to implement anti-corruption policies and procedures. We aim to ensure ensure openness and transparency, and this commits us never to engage in bribery, any form of unethical inducement or payment including facilitation payments and 'kickbacks'. This policy is part of those commitments.

This policy sets out the responsibilities of our staff in preventing bribery and corruption and how we will implement 'adequate procedures' to do so. In developing this policy reference has been made to Transparency International's 'Business Principles for Countering Bribery'.

The policy applies to all PHSC plc Group subsidiaries.

### Definition

For the purposes of this policy, bribery occurs when one person offers, pays, seeks or accepts a payment, gift, favour, or a financial or other advantage from another to influence a business outcome improperly, or to induce or reward improper conduct.

Bribery and corruption – whether involving government officials, or commercial entities, including joint ventures – can be direct or indirect through third parties like agents, brokers and joint venture partners. It includes facilitation payments even though in some countries facilitation payments are legal.

### Scope

Under the UK Bribery Act 2010, PHSC is required to put procedures in place to prevent bribery by any individual or organisation that performs services for or on behalf of our group of companies. Consequently, this policy applies to every employee, contractor, director and officer in every wholly-owned PHSC company.

Contractors and consultants who are working on our behalf or in our name, through outsourcing of services, processes or any business activity, will be required to act consistently with this policy when acting on our behalf. Independent contractors, consultants or suppliers will be made aware of this policy as it applies to our people in their dealings with them. Our responsible procurement and supplier management policy will also continue to apply to suppliers.

## Policy

PHSC does not tolerate any form of bribery or corruption.

No one working for on behalf of our company may seek or accept a personal payment, gift or favour in return for favourable treatment or to gain any business advantage. Anyone found doing so, will be liable to disciplinary action, dismissal, legal proceedings and possibly imprisonment.

You must ensure people who work for and with you understand bribery and corruption is unacceptable.

You must comply with our procedures for the prevention of bribery and corruption.

## Adequate procedures

Anti-bribery and corruption is a business priority. We will regularly and systematically identify bribery and corruption risks in our business and implement adequate risk-based procedures aimed at preventing bribery and corruption occurring including:

**Communication** – We will communicate this policy and relevant guidance to employees across the Group, through our established internal communication channels. We will also communicate this policy to our suppliers, contractors and business partners and wider stakeholders.

**Training** – We will ensure that those within the scope of the policy receive training appropriate to their activities and the associated risks.

**Books and records** – We will maintain adequate books and records which properly and fairly document all financial transactions. We will maintain written evidence to record compliance with this policy.

**Audit** – Our internal control systems will be subject to regular internal and independent audit to provide assurance that they are effective in countering bribery and corruption.

**Mergers and acquisitions** – Through due diligence we will prevent the acquisition of bribery and corruption related liabilities.

**Business relationships** – We will ensure that our business partners –including contractors, suppliers, etc–are fit to do business with.

**Supply chain** – We will address bribery and corruption risk in our supply chain including by ensuring that payments made for goods and services are reasonable.

**Conflicts of interest – Gifts and hospitality** – We will address conflicts of interest and the risks created by gifts and hospitality through the implementation of our internal policies.

**Government officials** – We will implement procedures applicable to our (or our agents', or those suppliers in our supply chains') dealings with government officials, political parties and related persons or organisations.

## Responsibilities

The Chief Executive is the Board Director with primary accountability for our anti-bribery and corruption efforts and shall report the results of adherence to this policy at least annually to the Board of Directors.

Managing Directors of each operational company within the group are responsible for implementing this policy and procedures to ensure compliance, within the business they are running.

## Reporting actual or potential violations and seeking guidance

You must report actual, potential or suspected corruption in PHSC or by any individual or organisation with whom we do business.

You must report any request for an improper payment, or any indication that a person might be making corrupt payments or that a person has an intention or plan to violate this policy.

You have a similar obligation to report any information or knowledge of any hidden fund or asset, of any false or artificial entry in PHSC's books and records, or any payment that circumvents PHSC's internal financial processes.

***Reports must be made immediately to any Board Director or Non-Executive Director.***