

ANTI-BRIBERY & CORRUPTION POLICY

1. PURPOSE AND SCOPE

It is our policy to conduct all of our 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 our dealings wherever we operate. We are also committed to implementing and enforcing effective systems to counter bribery.

This policy applies to all individuals working at all levels, including managers, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors, and any other person providing services to us.

2. DEFINITIONS

Bribery- is the offer, promise, giving, demanding or acceptance of an advantage as an inducement for an action, which is illegal, unethical, or a breach of trust.

Corruption- is the misuse of public office or power for private gain; or misuse of private power in relation to business outside the realm of government.

It is an offence in the UK (and you can be held personally liable for such offences) to:

- offer, promise or give a financial or other advantage to another person (i.e. bribe a person), whether within the UK or abroad, with the intention of inducing or rewarding improper conduct;
- request, agree to receive or accept a financial or other advantage (i.e. receive a bribe) for or in relation to improper conduct; or
- bribe a public official.

It is also an offence in the UK for an employee or an associated person to bribe another person in the course of doing business intending either to obtain or retain business, or to obtain or retain an advantage in the conduct of business, for the Company. The Company can be liable for this offence where it has failed to prevent such bribery by associated persons. As well as an unlimited fine, it could also suffer substantial reputational damage in connection with this offence.

3, POLICY

All employees and associated persons are required to:

- comply with any anti-bribery and anti-corruption legislation;
- act honestly, responsibly and with integrity; and
- safeguard and uphold Key Security Group standards 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.

4, GIFTS AND HOSPITALITY

This policy does not prohibit normal and appropriate hospitality (given and received) to or from third parties.

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 complies with law;
- it is given in our 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;
- it is given openly, not secretly; and
- gifts should not be offered to, or accepted from, government officials or representatives, or politicians or political parties, without the prior approval of a Director.

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

Customers may, on occasion, express appreciation with a gift of flowers, chocolate or wine. This policy does not prohibit the receipt of such gifts provided that you are satisfied that they are proportionate and reasonable in the circumstances. Any concern should be discussed with the Director.

Gifts of a value in excess of £50 must always be disclosed to a Director.

Gifts from suppliers should always be disclosed to a Director.

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 a business advantage will be received, or to reward a business advantage already given;
- accept payment from a third party that you know or suspect is offered with the expectation that it will obtain a 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 a business advantage will be provided by us in return;
- 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.

5. RESPONSIBILITIES & RAISING OF CONCERNS

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 prevent, detect and report any suspected bribery or corruption in accordance with the procedure set out in the Whistleblowing Policy.

You must immediately disclose to the Director 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. 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 Director of the Company but applies equally to all employees and associated persons.

Confidentiality will be maintained during any investigation of alleged wrongdoing to the extent that this is practical and appropriate in the circumstances.

We are committed to taking appropriate action against bribery and corruption. 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.

We will support anyone who raises genuine concerns in good faith under this Policy, even if they turn out to be mistaken. It is also committed to ensuring nobody suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or corruption offence has taken place or may take place in the future.

6. RECORD KEEPING

We will keep financial records and have appropriate internal controls in place, which will evidence the business reason for making any payments to third parties.

All expense claims relating to hospitality, gifts or expenses incurred to third parties must be submitted in accordance with our expenses policy and specifically record the reason for the expenditure.

All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as customers, suppliers and business contacts, must be prepared and maintained with strict accuracy and completeness. No accounts must be kept "off-book" to facilitate or conceal improper payments.

7. MONITORING AND REVIEW

The Director will monitor the effectiveness and review the implementation of this policy, regularly considering its suitability, adequacy and effectiveness. Any improvements identified will be made as soon as possible.

Internal control systems and procedures will be subject to regular audits to provide assurance that they are effective in countering bribery and corruption.

All employees are responsible for the success of this policy and should ensure they use it to disclose any suspected danger or wrongdoing.

Employees are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the Directors.

8. BREACHES OF POLICY

Breach of any of the provisions of this Policy will constitute a disciplinary offence and will be dealt with in accordance with the 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(s).

Signed:

01/07/2020