

Anti-Corruption & Bribery Policy Statement

VITRUVIUS

Policy Statement

Vitruvius Management Services Ltd (“the Company”) is committed to the highest standards of ethical conduct and integrity in its business activities. We take a zero-tolerance approach to bribery and corruption and we are committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever it operates, implementing and enforcing effective systems to counter bribery.

1. Purpose

The Company will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which it conducts business, **the Bribery Act 2010 (the Act)**, which applies to conduct both in the UK and abroad.

“Bribery is an inducement or reward offered, promised or received in order to gain a commercial, contractual, regulatory or personal advantage.”

This policy outlines our position on preventing and prohibiting bribery in accordance with this Act. The Company takes its legal responsibilities very seriously and Senior Management are committed to implementing effective measures to prevent, monitor and eliminate bribery.

2. Scope

This policy applies to all individuals working for or on behalf of the company, at all levels and grades, whether permanent, fixed-term or temporary, and wherever located including consultants, contractors, seconded staff, casual staff, agency staff, volunteers, agents, sponsors and any other person who performs services for or on behalf of The Company.

Any breach of this policy is likely to constitute a serious disciplinary, contractual and criminal matter for the individual concerned and may cause significant damage to the reputation and standing of the company. The company may also face criminal liability for unlawful actions taken by its employees or associated persons.

3. What is Bribery?

A bribe is an inducement or reward offered, promised or provided in order to improperly gain any commercial, contractual, regulatory or personal advantage, which may constitute an offence under the Act, namely:

- Giving, requesting, promising, receiving or agreeing to receive bribes; and
- Bribing a foreign public official with the intention of influencing that official in the performance of his/her duties (where local law does not permit or require such influence)

4. What is not Acceptable?

It is not acceptable for any employee or associated persons to:



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- Give, promise to give, or offer a payment, gift or hospitality with the expectation that they or the company will be given a business advantage;
- 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 where it is known or suspected that it is offered or given with the expectation to gain any commercial, contractual or regulatory advantage for the company;
- 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. Gifts and Hospitality

This policy does not prohibit corporate entertainment, gifts, hospitality and promotional expenditure (given and received) that is undertaken:

- For the purpose of establishing or maintaining good business relationships;
- To improve the image and reputation of the Company; or
- To present the Company's goods/services effectively;

provided that it is:

- Arranged in good faith, and
- Not offered, promised or accepted to secure an advantage for The Company or any of its employees or associated person.

However, we have specific internal policies and procedures which provide guidance to Workers as to what is to be regarded as 'normal and appropriate gifts and hospitality' in terms of financial limits, -

- Must be given openly and the intention behind the gift should always be considered.

6. Responsibilities and Raising Concerns

The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for us or under our control. All employees and associated persons are to ensure that the highest standards of ethical conduct are maintained in all its business dealings and are required to avoid any activity that might lead to, or suggest, a breach of this policy.

Any employee who breaches this policy may face disciplinary action, which could result in dismissal for gross misconduct. We reserve our right to terminate our contractual relationship with non-employee Workers if they breach this policy.



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If any Third Party is aware of any activity by any employee or associated person which might lead to, or suggest, a breach of this policy, they should raise their concerns with the Company's Office Manager at mail@vitruviusms.co.uk

7. Record Keeping

We keep appropriate financial records and have appropriate internal controls in place which evidence. The business reason for gifts, hospitality and payments made and received.

8. Monitoring and Review

The Company monitors the effectiveness and reviews the implementation of this policy at appropriate intervals, considering its suitability, adequacy and effectiveness. Any improvements identified are made as soon as possible.

Internal Control Systems and Procedures are also subject to regular review to provide assurance that they are effective in countering any risks of bribery and corruption.

This policy has been established, agreed and endorsed by the Directors of Vitruvius Management Services Limited.

