

PULSAR\*GROUP

# Anti-Bribery Policy

# Anti-Bribery Policy

## Content

[Content](#)

[Policy Statement](#)

[Purpose](#)

[Scope](#)

[What is bribery?](#)

[What is the legal background?](#)

[What is required of Team Members?](#)

[What about corporate gifts and corporate hospitality?](#)

[Acceptance of gifts](#)

[What should a Team Member do on receipt of a gift?](#)

[Reporting procedures](#)

[What are sanctions for a breach of this Policy?](#)

[Changes to this Policy](#)

[Document Version Control](#)

## Policy Statement

Pulsar Group Plc (formerly Access Intelligence) and its subsidiaries (including its subsidiaries operating the Isentia, Pulsar and Vuelio brands globally) (**Group, Company or Pulsar Group**) are committed to promoting and maintaining ethical standards and lawful business practices in relation to all of its business activities.

Pulsar Group does not tolerate bribery and corruption in its business dealings and is committed to implementing and enforcing effective systems to counter bribery and corruption.

The Group will uphold all laws relevant to bribery in all the jurisdictions in which it operates, including the UK Bribery Act 2010.

## Purpose

The primary purpose of this Policy is to give Team Members a clear understanding of the law relating to bribery and corruption and to outline responsibilities, processes and sanctions.

## Scope

Team Member(s) means all of Pulsar Group's officers, employees (whether full time, part time or casual and including executives and managers) and contractors (including consultants, advisers, agents, interns and free agents).

## What is bribery?

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

## What is the legal background?

This Policy is based on Bribery and Corruption law applicable across all the locations in which the Pulsar Group conducts business and it applies to the Company's conduct in all locations in which the Pulsar Group conducts business. Under these laws, it is an offence to:

- Offer, promise or give a financial or other advantage to another person (i.e. bribe a person), 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; and/or
- Bribe a foreign public official.

Team Members can be held personally liable for any such offence.

It is also an offence for a Team Member 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 suffer substantial reputational damage.

## What is required of Team Members?

All Team Members are required to:

- comply with any anti-bribery and anti-corruption legislation that applies in any jurisdiction in any part of the world in which they might be expected to conduct business;
- act honestly, responsibly and with integrity; and
- safeguard and uphold the Company's core values 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.

The Company recognises that industry practices may vary from country to country or from culture to culture. What is considered unacceptable in one place may be normal or usual practice in another. Nevertheless, a strict adherence to the guidelines set out in this Policy is expected of all Team Members at all times. If in doubt as to what might amount to bribery or what might constitute a breach of this Policy, Team Members must refer the matter to their Line Manager or to a member of the Executive Team.

All Team Members must:

- comply with the guidance below on reporting gifts and offers of hospitality made to them;
- immediately disclose to the Company any knowledge or suspicion the Team Member has regarding any other Team Member's plans to offer, promise or give a bribe or to request, agree to receive or accept a bribe in connection with the business of the Company; and
- prepare and maintain accurately and completely any accounts, receipts, invoices and other documents and records relating to dealings with third parties. No accounts may be kept "off the record" to facilitate or conceal improper payments.

## What about corporate gifts and corporate hospitality?

It is not acceptable 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.

However, the giving of business gifts to clients, customers, contractors and suppliers is allowed provided the following requirements are met:

- The gift 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 of retention of business or a business advantage;
- It complies with local laws;
- It is given in the Company's name, not in the giver's personal name;
- It does not include cash or a cash equivalent (such as gift vouchers);
- It is of an appropriate and reasonable type and value and given at an appropriate time;
- It is given openly, not secretly;
- It is approved in advance by a senior executive (CEO or CFO) of the Company.

Any payment or gift to a public official or other person to secure or accelerate the prompt or proper performance of a routine government procedure or process, otherwise known as a "facilitation payment" is also strictly prohibited. Facilitation payments are not commonly paid in the UK, but they are common in some other jurisdictions – for the avoidance of doubt, they are prohibited across the Pulsar Group.

## Acceptance of gifts

Team Members may not accept a payment, gift or hospitality from a third party if known or suspected it is offered or provided with the expectation that it will obtain a business advantage for them.

Occasionally, satisfied clients or other third parties may seek to reward team members with gifts. Whilst the Company has no desire to stop deserving team members from receiving a small token of gratitude from a satisfied client, there is the potential for abuse. In addition, certain suppliers or contractors may offer "reward schemes" which allow team members to obtain free gifts or discount vouchers in return for ordering services or products on behalf of the Company from that supplier or contractor. The Company needs to be sure its suppliers and contractors are competitive and that its team members are acting in the best interests of the Company when using a particular supplier or contractor.

Small gifts that are genuinely given as a token of appreciation are acceptable, provided that Team Members properly declare them in line with the steps outlined below and provided the sender of the gift is not subsequently treated more favourably than other clients, customers, suppliers or contractors.

## What should a Team Member do on receipt of a gift?

If a Team Member receives a gift or offer of hospitality, they must report this to their line manager as soon as it is given. The Team Member must also provide details of the nature of the gift and the identity of the sender.

This does not apply to small promotional gifts i.e. items such as pens, calendars or stationery that bear the company name or logo of another organisation, provided that these have no significant financial value.

If the gift is not a small token of appreciation but has a substantial financial value (i.e. more than the equivalent of GBP100 ), the Team Member is required to return the gift to the sender with a polite letter thanking them and explaining that it is the Company's policy that team members should not receive lavish, extraordinary or excessive gifts.

If, in the opinion of the Line Manager, the gift constitutes a bribe or other inducement, the gift should be passed to a member of the executive team who will return it to the sender with a suitable letter explaining the Company's policy and asking the sender to comply with the policy in future.

In cases where the Line Manager determines that the gift constitutes a small token of appreciation as a personal reward, a Team Member may, at the Line Manager's discretion, be permitted to retain the gift.

Unless the sender of the gift specifically states or makes clear that the gift is intended for a Team Member as a personal reward, all gifts are deemed to be the property of the Company and may be shared amongst members of staff as appropriate.

## Reporting procedures

The duty to detect and report any incident of bribery and any potential risks rests equally with all Team Members.

In the event that a Team Member wishes to report an instance or suspected instance of bribery, the matter should be raised with a member of the executive team or People and Culture. Confidentiality will be maintained during any investigation of concerns to the extent that this is practical and appropriate in the circumstances. Action taken by the Company 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 team members and/or terminating contracts with associated persons.

The Company 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.

## What are sanctions for a breach of this Policy?

If Team Members accept a gift or hospitality in breach of this Policy this constitutes a disciplinary offence and will be dealt with in accordance with the Company's disciplinary procedure.

If the Company discovers that a supplier has been used by a Team Member wholly or mainly because of the incentive of a free gift, hospitality or reward scheme, this will also constitute a disciplinary offence and will be dealt with under the Company's disciplinary procedure.

Depending on the seriousness of either offence, it may be treated as gross misconduct and could render a Team Member liable to summary dismissal.

As far as associated persons are concerned, a breach of this Policy could lead to the suspension or termination of any relevant contract, sub-contract or other agreement.

## Changes to this Policy



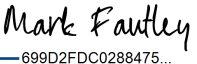
This Policy does not form part of any contract of employment or other contract to provide services.

The Company reserves the right to update this Policy at any time.

## Document Version Control

This Policy will be reviewed as necessary in response to changes in business activities or legislation.

The current version of this Policy, together with its previous versions, shall be recorded below.

Version	Change	Author	Approver	Signature
1.0	Creation	Kate Fraser VP of HR 01/03/2019	Mark Fautley CFO 01/03/2019	
2.0	New branding	Kate Fraser VP of HR 11/11/2019	Mark Fautley CFO 11/11/2019	
3.0	Reviewed to reflect size and global structure of Pulsar Group plc and the introduction of a Group-wide Supplier Code of Conduct + New Branding	Jacque Shanahan General Counsel and Company Secretary 04/06/2024	Mark Fautley CFO 11/6/2024	DocuSigned by:  699D2FDC0288475...