



Mantec Group Limited and its subsidiary and associated entities – ("the Mantec Group")

Anti-Bribery (including Gifts and Hospitality) Policy

1. Introduction

Bribery is a criminal offence which may expose the Mantec Group and its employees to the risk of prosecution, fines and imprisonment as well as damaging our reputation. Under the Bribery Act 2010, it is an offence for any person either to offer, promise or give a bribe, or request, agree to receive or accept a bribe, where the bribe is connected with improper conduct. The Act also holds organisations responsible for failing to implement adequate procedures to prevent such acts by those working for the organisation or on its behalf.

The Mantec Group is committed to maintaining the highest level of legal and ethical standards in the conduct of its business affairs and accordingly

- We will not sanction corrupt behaviour in any circumstances
- We will not engage in bribery in any of our activities
- We will not tolerate the acceptance of bribes in any of our activities
- We will apply restrictions to the giving and receiving of gifts and hospitality.

We have therefore adopted the following policy to make our position clear. **Any breach of this policy will be regarded as a serious matter and will result in disciplinary action.**

If you are in any doubt about anything mentioned in this policy or any particular situation that may arise you may contact the Company Secretary. We are committed to eradicating corruption and will support our officers and employees in acting ethically.

2. Anti-Bribery

Bribery is giving someone a financial or other advantage to encourage that person to perform their functions or activities improperly or to reward that person for having already done so.

There are three criminal offences of bribery:-

- When a person bribes another person;
- When a person requests or receives a bribe;
- When a corporate entity fails to prevent bribery by a person acting on its behalf.

The Mantec Group prohibits bribery in all its forms. This prohibition:

- Includes offering, giving, requesting or accepting any bribe, whether in the form of cash or any other advantage, to or from any third party;
- Applies everywhere in the world;
- Applies to all of our employees, managers, agents and representatives; and
- Covers our dealings with all third parties including: public officials or bodies, private individuals, employees of other businesses, agents or any other individual or body performing services on our behalf.

3. Corporate hospitality, entertaining and gifts

Under the Bribery Act 2010 a bribe can be a financial or other advantage, and there is no lower limit on the value of the advantage. It is therefore possible that in some circumstances corporate hospitality and entertaining or the giving of gifts might be regarded as bribes especially if it is disproportionate to the general tenor of the relationship between the Mantec Group and the giver/recipient.

In the following parts of this policy:

"Benefits Register" means the register referred to in paragraph 5.

~~%~~connected person+means any organisation or individual (other than an officer or employee of the Mantec Group) who has had, has, or may have any connection with or influence over the business of the Mantec Group.

~~%~~gift+ means a financial or other benefit, offered, given, solicited or received without any obligation to provide any benefit in return.

~~%~~ospitality+means the offering or providing any facility either free or at a reduced rate which is designed to increase the comfort and pleasure of the person to whom the hospitality is being provided. For example free or reduced rate entertainment, meals, accommodation, travel, and car hire. Hospitality which takes place when the host is not present should be considered to be a gift and should be dealt with in accordance with this policy accordingly.

The Mantec Group does not permit any of its officers or employees directly or indirectly, and whether in his/her personal capacity or on its behalf:

- to solicit any gift or hospitality in the course of his/her employment;
- to offer or give to, or receive from, any connected person any personal or corporate gift or hospitality other than in accordance with the policy and guidance set out below;
- to offer or give a donation, in excess of a value of £50, to any political, charitable, or not-for-profit organisation, where a trustee, manager or beneficiary of that organisation is a connected person, or is related to a connected person; or
- to offer, give, or receive any gift or hospitality which is in breach of the applicable law. Consequently, the law must be checked before any gift or hospitality is offered, given or received.

In exceptional circumstances the Mantec Group may exercise its discretion so as to permit gifts or hospitality to exceed the thresholds specified in the following paragraphs. Such discretion is exercised by a company director but in all situations should follow the general guidance set out below.

4. **Gifts**

Receiving gifts

- Low value items such as pens, calendars and diaries, or tokens of gratitude from customers, suppliers and contacts which appear to have a value of £50 or less may be accepted and do not need to be recorded.
- Where a gift is offered which clearly has a value in excess of £50, this should only be accepted with the approval of a company director and otherwise politely declined and returned in a timely manner. If it would be awkward to refuse then the gift should be handed over to the Company Secretary for disposal. All offers of gifts with an estimated value of £50 or more must be promptly recorded in the Benefits Register, whether accepted or declined.
- If several smaller items of hospitality or gifts worth a total of over £50 are received from the same or closely related connected person in a 12 month period these should be recorded in the Benefits Register.
- Gifts of money should not be accepted in any circumstances even if it is indirect such as money to be spent on acquiring items or credit benefits such as a bet at a corporate event.

Giving Gifts

Any gift must be proportionate and genuinely intended to achieve some legitimate objective such as:

- to improve the image of the Mantec Group;
- to better present our products and services;
- to establish or preserve cordial relations with the recipient;

if not, the gift should not be given.

The gift should not to any extent be intended to seek to entice the recipient to do business which may not otherwise be undertaken (and the recipient should not be likely to assume this is so).

Subject to the above normal corporate gifts such as our pens, calendars and diaries and other gifts not exceeding £50 in value may be given.

5. **Hospitality**

Receiving Hospitality

Reasonable offers of hospitality from connected persons such as an occasional meal, invitations to events, functions or other gatherings that are social in nature may be accepted.

However, reasonable hospitality should only be accepted if:

- the host is present;
- the purpose is to hold a bona fide business discussion or to develop better business relations, and does not create any form of obligation;
- the entertainment was openly offered and not solicited.

Giving Hospitality

Hospitality in excess of a value of £50 should only be offered to connected persons with the consent of a company director.]

All hospitality must be genuinely intended to achieve some legitimate objective, eg:

- to improve the image of the Mantec Group;
- to better present the firms products and services;
- to establish or preserve cordial relations with the recipient;

if not, the hospitality should not be offered.

The hospitality should not to any extent be intended to seek to entice the recipient to do business which may not otherwise be undertaken (and the recipient should not be likely to assume this is so).

Hospitality must be commensurate with general customary practice and reasonable in value. As a guide apply "The Times Test" - if a friend, colleague or third party were to read that you had accepted this entertainment would you be embarrassed or concerned that they might consider your business judgement could have been influenced - if so, you should not give or accept the entertainment.

Travel and overnight accommodation costs should not be accepted or offered without the prior permission of a company director.

5. **Keeping Records (Benefits Register)**

All officers and employees of the Mantec Group are required to enter details into the Benefits Register of all gifts and hospitality made and received above the £50 threshold which are permitted under paragraphs 4 and 5. The Benefits Register is held by the Company Secretary.

6. **Reporting**

If any person, whether or not an officer or employee of Mantec Group, is aware of any gift or hospitality which is or may be in breach of this policy, a report may be made to the Company Secretary. This report may be made anonymously.

The prevention, detection and reporting of bribery is the responsibility of all officers and employees of the Mantec Group. Where bribery or other corruption is identified remedial steps must be taken immediately including reporting the incident or suspected incident as above or otherwise to an individual's line or other appropriate manager.

If bribery or other corruption is discovered the Mantec Group will take all appropriate measures to eliminate it and will report it to the appropriate authorities.

7. **Implementation**

7.1. In the interests of transparency, this gifts and hospitality policy will be published on our website.

7.2. In order to ensure that all officers and employees are bound by this gifts and hospitality policy and fully understand it:

- 7.2.1. compliance with this gifts and hospitality policy is a condition of each officer's and employee's employment contract and breach of it constitutes a disciplinary offence;
 - 7.2.2. guidance as to how to comply with this gifts and hospitality policy can be obtained from the Company Secretary.
- 7.3. The Mantec Group will use all reasonable efforts to ensure compliance with these policies.