

Date: 31/01/22

1. Introduction

It is the policy of Penguin Training Solutions Ltd (PTS) to ensure that those employed by PTS comply with all applicable anti-bribery law and that all transactions are accurately reflected in internal documents, books and records. It is also our intention to require those agents, consultants and business partners who work on our behalf dealing with Central and Local Government Officials and others to comply with the same law and practices.

Our aim is to limit PTS exposure to bribery by:

- Formulating and communicating this policy;
- Ensuring that employees and others recognise what might constitute bribery and avoid the use of bribery by themselves and others;
- Encouraging employees to be vigilant and to report any suspicion of bribery, providing them with suitable channels of communication and ensuring sensitive information is treated appropriately;
- Rigorously investigating instances of alleged bribery and assisting police and other appropriate authorities in any resultant prosecution if there is a case to answer;
- Taking firm and vigorous action against any individual(s) involved in bribery.

PTS has an established reputation for conducting its business with integrity and adheres to well established moral principles. These standards and values will be reinforced through the implementation of this policy.

2. Background

The Bribery Act 2010 (effective 1 July 2011) represents a big change in UK law. Under the Bribery Act there are four possible offences.

2.1 Bribing another person

The offering, promising or giving of a reward to induce a person to perform a relevant function or activity improperly. For this offence to be committed there needs to be evidence that the act under consideration was carried out with the purpose of inducing a person to act improperly. *(Government guidance gives the example of inviting clients to a Six Nations match at Twickenham to cement good relations. This act of hospitality is unlikely to be seen as a bribe because the purpose is not to induce improper behavior.)*

2.2 Being bribed

The accepting of, agreeing to accept or requesting of a reward in return for performing a relevant function or activity improperly.

2.3 Bribing a foreign public official

This is a specific offence of trying to influence a foreign public official with the intention of obtaining or retaining business.

2.4 Failure to prevent bribery

This - the 'corporate offence' - occurs when an organisation fails to stop people who are operating on its behalf from being involved in bribery.

3. Assessment of Risk

The Company will carry out an assessment(s), repeated as and when necessary, to consider the nature and extent of its exposure to potential external and internal risks of bribery. Results will be documented and acted upon where relevant.

4. Responsibility for Anti-bribery Actions

Steven Poulton is the person responsible for overseeing all anti-bribery actions. This responsibility will be shared with Rebecca Sweeney. All employees will have a responsibility for conducting themselves in such a way that they do not infringe the law nor engage in any practice deemed by a responsible authority to be corrupt.

5. Prohibited Activity

The Company prohibits;

The offering, the giving, the solicitation or the acceptance of any bribe, whether cash or other inducement

To or from

Any person or company, wherever they are situated and whether they are a public official or body or private person or company

By

Any individual employee, Board Member, agent or other person or body acting on the Company's behalf

In order to

Gain any commercial, contractual or regulatory advantage for the Company in a way which is unethical

Or in order to

Gain any personal advantage, pecuniary or otherwise, for the individual or anyone connected with the individual.

6. Further Guidelines

This policy is not meant to prohibit the following practices providing they are customary in a particular market, are proportionate and are properly recorded:

- Normal and appropriate hospitality
- The giving of a ceremonial gift on a festival or another special time
- The use of any recognised fast-track process which is available to all on payment of a fee
- The offer of resources to assist the person or body to make the decision more efficiently provided that they are supplied for that purpose only.

7. 'Whistleblowing' & Infringements of Policy

Suspicion of bribery or corrupt practices should be communicated in confidence to Steven Poulton. Infringements will be subject to internal investigation, and if relevant, disciplinary action leading to dismissal in the case of proven gross misconduct.

Date: 31/01/22

Signed:

Steven Poulton

For and on behalf of Penguin Training Solutions Ltd