

Aquilanta Limited**Anti-Bribery & Anti-Corruption Policy****1. Introduction**

Integrity is the primary value on which the culture of Aquilanta Limited (“Aquilanta”) is founded. We have a zero-tolerance approach to any form of bribery or corruption in our business dealings and expect the same of those who work for us and those with whom we do business. We endeavour always to act in a professional and fair manner and with integrity.

2. Policy

Aquilanta will at all times conduct its business in an open, ethical and socially responsible manner and will uphold all relevant laws relating to the countering of bribery and corruption in all the jurisdictions in which it does business, including the Bribery Act 2010.

To this end, we shall:

- Set out a clear anti-bribery and anti-corruption policy;
- Encourage our employees and all those who perform services for or on our behalf and all those with whom we do business 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 investigate instances of alleged bribery and assist the police and other appropriate authorities in any resultant prosecution;
- Take firm and vigorous action against any individual(s) involved in bribery;
- Require all employees, all those who perform services for or on our behalf and all those with whom we do business to comply with this Anti-Bribery & Anti-Corruption Policy.

3. Who Does this Policy Apply to?

This Policy applies to all individuals working for or on behalf of Aquilanta (or any subsidiary or group company) at all levels and grades, whether permanent, fixed-term or temporary, and wherever they are located. It includes officers, trustees, consultants, freelancers, agents, contractors and all other persons performing services for or on behalf of Aquilanta. All the foregoing are collectively referred to as “Personnel” in this Policy.

This Policy also applies to third parties with whom we come into contact during the course of work or conduct business, including clients, customers, suppliers, distributors, licensors, advisors, public officials, politicians, political parties and charities, and also including those who acts on behalf of such individuals, businesses, organisations or parties (for example, advisors, representatives, officials and agents) (“Third Parties”).

All arrangements with Third Parties should be contained in clear written contracts, which should include specific terms requiring them to comply with this Policy.

4. What is Bribery?

Bribery is the offering, promising, giving, accepting or soliciting of an inducement or reward in order to improperly gain any commercial, contractual, regulatory or personal advantage.

5. Aquilanta’s Approach to Bribery

Aquilanta prohibits bribery and corruption in all its forms. This includes the offering, the promising, the giving, the accepting or the solicitation of any inducement or reward, 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 Personnel or any Third Party *in order to* gain any commercial, contractual, regulatory or personal advantage (for him/her/itself or another person or entity) in a way which is unlawful, unethical or improper.

6. Facilitation Payments & “kickbacks”

Facilitation payments are a form of bribery made for the purpose of expediting or facilitating the performance of a routine governmental action by a public official or in order to gain a business favour or advantage. Aquilanta has a strict policy of not making facilitation payments or kickbacks, and requires the same of all those to whom this Policy applies, including Third Parties.

7. Gifts & Hospitality

Customary gift-giving and hospitality is an integral part of doing business and nothing in this Policy is intended to prevent it, provided that certain conditions are met. It is important when giving or receiving gifts or hospitality that careful consideration is given as to whether they are normal, appropriate and not out of the ordinary. If the gift/hospitality is not something that would normally be given in the industry by those acting reasonably and justifiably, consideration must be given as to why it is being offered.

Gift-giving and hospitality must be in line with Aquilanta’s policy on Gifts & Hospitality and the following conditions apply in all cases:-

- it must be reasonable, justifiable, appropriate in the circumstances and not excessive;
- it must not be made with the intention of influencing a person to obtain or retain business or a business advantage, or to reward the provision or retention of business or business advantage;
- it must comply with local law in all relevant countries;
- it must be given in the name of the organisation, not in an individual’s name;
- it must not include cash or a cash equivalent;
- it must be given openly, not secretly;
- it must not be to or from government officials or representatives, politicians or political parties, or their agents or representatives;
- 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 because of that or to reward a business advantage already given;
- it is not acceptable to request, agree to receive, or 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;
- it is not acceptable to request, agree to receive, or 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 in return;
- the intention behind the gift or hospitality should always be considered.

8. Record Keeping

All Personnel must declare and keep a written record of all gifts and hospitality accepted by them or offered to them, or offered or given by them. These records will be subject to management review to ensure compliance with this Policy. All expenses claims relating to gifts and hospitality must be submitted in accordance with Aquilanta’s expenses policy.

9. Charitable Donations

As a matter of policy, Aquilanta only makes charitable donations that are legal and ethical under local laws and practices and which are in accordance with its own policies and procedures.

10. Political Contributions

As a matter of policy, Aquilanta does not make donations, whether in cash or kind, in support of any political parties or candidates as this can be seen as an attempt to gain an improper business advantage.

11. Asking Question & Raising Concerns

The prevention, detection and reporting of corruption and bribery is the responsibility of all Personnel and Third Parties.

All persons are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. If you are unsure whether a particular act constitutes bribery or corruption, or if you have any other queries, these should be raised with your line manager or a member of the Aquilanta senior management group, or if you are a Third Party, your usual Aquilanta contact.

Aquilanta encourages openness and will fully support anyone who raises genuine concerns in good faith. Aquilanta is committed to ensuring that no-one suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or if they report in good faith their suspicion that an actual or potential bribery or other corruption offence has taken place, or may take place in the future.

12. Communication

Aquilanta is committed to ensuring that its zero-tolerance approach to all forms of bribery and corruption is communicated to all its Personnel and Third Parties. This Policy is part of that communication.

13. Monitoring & Review

The board of directors of Aquilanta shall monitor the effectiveness and review the implementation of this Policy throughout all parts of its organisation, considering on a regular basis its suitability, adequacy and effectiveness. If any improvements are considered necessary, they shall be made as quickly as possible. Internal control systems and procedures will be reviewed regularly by the board of Aquilanta to ensure that they are effective in countering bribery and corruption.

14. Disciplinary Action

A breach of this Policy by Personnel will be treated as a very serious matter by Aquilanta. The person may face disciplinary action, which could result in dismissal for gross misconduct. We reserve the right to terminate our contractual relationship with non-employee Personnel if they breach this Policy.

15. Responsibilities Expected of Third Parties

Aquilanta expects Third Parties to comply with this Policy, including the spirit behind it. Each Third Party shall:

- comply with all applicable laws, regulations, codes and sanctions relating to anti-bribery and anti-corruption, including but not limited to the Bribery Act 2010;

- not engage in any activity, practice or conduct which would constitute an offence under Sections 1, 2 or 6 of the Bribery Act 2010 if such activity, practice or conduct had been carried out in the UK;
- comply with this Policy (as it may be updated from time to time);
- ensure that all persons associated with or acting on behalf of the Third Party comply with this policy;
- have and maintain in place its own policies and procedures, including adequate procedures under the Bribery Act 2010, to ensure compliance with all applicable anti-bribery and anti-corruption laws and legislation;
- immediately report any actual or suspected wrongdoing or other breach of this Policy.

A breach of this policy will be considered a very serious matter by Aquilanta.

The Third Party must notify his/her contact at Aquilanta as soon as possible if it is believed or suspected that a contravention with this Policy has occurred, or may occur in the future.

Aquilanta reserves its right to terminate any contractual relationship with a Third Party in the event of a breach by them of this Policy.