



Anti Bribery Policy

1. INTRODUCTION

One of the Company's core values is to uphold sound, responsible and fair business operations. It is committed to promoting and maintaining the highest possible ethical standards in relation to all of its business activities. The Company's reputation for maintaining lawful business practices is of paramount importance to it and this policy is designed to preserve these values. The Company therefore has a zero tolerance policy towards bribery and corruption and is committed to acting fairly and with integrity in all of its business dealings and relationships wherever it operates and implementing and enforcing effective systems to counter bribery.

2. PURPOSE AND SCOPE

2.1 This policy sets out the Company's position on any form of bribery and corruption and provides guidelines aimed at:

- Ensuring compliance with anti-bribery laws, rules and regulations, not just within the UK, but also in any other country within which the Company may carry out its business or in relation to which its business may be connected.
- Enabling employees and Associated Persons with the Company to understand risks associated with unlawful conduct and to enable and encourage them to be vigilant and to effectively recognise, prevent, avoid and report any wrongdoing, whether by themselves or others.
- Providing suitable and secure reporting and communication channels and ensuring that any information that is reported is properly and effectively dealt with.
- Creating and maintaining a rigorous and effective framework for dealing with any suspected instances of bribery or other unethical conduct.

2.2 This policy applies to all permanent and temporary employees of the Company (including any of its intermediaries, subsidiaries or associated companies). It also applies to any individual or corporate entity associated with the Company or who performs functions in relation to, or for and on behalf of, the Company, including, but not limited to, directors, agency workers, casual workers, contractors, consultants, seconded staff, agents, suppliers and sponsors ("Associated Persons").

2.3 All employees and Associated Persons are expected to adhere to the principles set out in this policy.

3. LEGAL OBLIGATIONS



- 3.1 The key UK legislation on which this policy is based is the Bribery Act 2010 and it applies to the Company's conduct both in the UK and abroad.
- 3.2 A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage.
- 3.3 It is an offence in the UK to:
- Offer, promise or give a financial or other advantage to another person (i.e. bribe a person) whether within the UK or abroad, 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.
 - Bribe a foreign public official.
- You can be held personally liable for any such offence.
- 3.4 It is also an offence in the UK for an employee or an associated person 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 also suffer substantial reputational damage in connection with this offence.
- 3.5 In addition to the Bribery Act 2010, employees and associated persons should be aware of the Economic Crime and Corporate Transparency Act 2023, which introduces significant reforms to corporate criminal liability in the UK. Notably, the Act expands the identification principle, allowing companies to be held liable for economic crimes—including bribery—committed by senior managers acting within the scope of their authority.

Furthermore, the Act introduces a new corporate offence of "failure to prevent fraud", which applies to large organisations and holds them accountable if associated persons commit fraud intended to benefit the organisation. Companies must demonstrate that they have implemented reasonable procedures to prevent such offences. These reforms have extra-territorial effect, meaning they apply to conduct outside the UK where there is a sufficient connection to the UK. The Company is committed to complying with these enhanced obligations and expects all employees and Associated Persons to do the same.

4. POLICY

- 4.1 All employees and Associated Persons 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.
 - Safeguard and uphold the Company's core values by operating in an ethical, professional and lawful manner at all times.
- 4.2 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.
- 4.3 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 employees and Associated Persons at all times.
- 4.5 If in doubt as to what might amount to bribery or other unethical conduct or might constitute a breach of this policy, you should refer the matter to your line manager or Directors.
- 4.6 For the Company's rules and procedures in relation to the receipt of business gifts from third parties such as clients, customers, contractors and suppliers and corporate hospitality offered to or received from such third parties, please refer to the Company's Gifts Policy. This policy forms part of the Company's zero tolerance policy towards any form of bribery and should be read in conjunction with this policy.
- 4.5 The giving of business gifts to clients, customers, contractors and suppliers is not prohibited 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 or 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 Director of the Company.
- 4.6 Essentially, 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, or to accept a payment, gift or hospitality from a third party that you know or suspect is offered or provided with the expectation that it will obtain a business advantage for them.



- 4.7 For the avoidance of doubt, 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

5. RESPONSIBILITIES AND REPORTING PROCEDURE

- 5.1 It is the contractual duty and responsibility of all employees and Associated Persons to take whatever reasonable steps are necessary to ensure compliance with this policy and to prevent, detect and report any suspected bribery or corruption in accordance with the procedure set out in the Company’s Public Interest Disclosure Policy (Whistleblowing).
- 5.2 All employees and Associated Persons must immediately disclose any knowledge or suspicion of bribery, whether involving themselves or others. This includes any intention to offer, promise, give, request, or accept a bribe in connection with the Company’s business.
- 5.3 The responsibility to prevent, detect, and report bribery rests with everyone in the organisation, not just senior management. Vigilance is expected at all levels.
- 5.3 The Company requires all employees and Associated Persons to be vigilant and to report any inappropriate or unlawful conduct, suspicions or concerns promptly and without undue delay so that investigation may proceed and any action can be taken expeditiously. For example, if a client or potential client offers you something to gain a business advantage with the Company or indicates to you that a gift or payment is required to secure their business.
- 5.4 Reports of suspected bribery or unethical conduct should be made promptly and may be submitted through:
- Line managers or Directors
 - The Company’s confidential whistleblowing channel
 - Anonymously, where permitted, via designated reporting tools
- 5.5 The Company guarantees that all reports made in good faith will be treated confidentially and investigated appropriately. No employee or associated person will suffer retaliation or detrimental treatment for refusing to participate in bribery or for reporting concerns in good faith.
- 5.7 The Company is committed to taking appropriate action against bribery, which may include:
- Internal disciplinary procedures
 - Termination of contracts with associated persons



- Reporting to external authorities such as regulators or law enforcement

5.6 All contracts and agreements entered into on behalf of the Company must include anti-bribery clauses requiring third parties to comply with this policy. These clauses must also outline consequences for non-compliance, including termination rights.

6. RECORD – KEEPING

6.1 All accounts, receipts, invoices and other documents and records relating to dealings with third parties must be prepared and maintained with strict accuracy and completeness. No accounts must be kept “off the record” to facilitate or conceal improper payments.

6.2 Records will be retained in accordance with the Company’s data retention periods.

7.SANCTIONS FOR BREACH

7.1 Breach of any of the provisions of this policy will constitute a disciplinary offence and will be dealt with in accordance with the Company’s disciplinary procedure. Depending on the gravity of the offence, it may be treated as gross misconduct and could render the employee liable to summary dismissal.

7.2 As far as Associated Persons are concerned, breach of this policy could lead to the suspension or termination of any relevant contract, sub-contract or other agreement with the associated person.

8. MONITORING COMPLIANCE

8.1 The Company’s has responsibility for ensuring compliance with this policy and will review its contents on a regular basis. They will be responsible for monitoring its effectiveness and will provide regular reports in this regard to the Directors of the Company who have overall responsibility for ensuring this policy complies with the Company’s legal and ethical obligations.

9. TRAINING

9.1 The Company will ensure that all employees understand their duties and responsibilities under this policy.

9.2 The Company’s zero tolerance approach to bribery will also be communicated to all business partners at the outset of the business relationship with them and as appropriate thereafter.



Examples of potential risks

The following is a non-exhaustive list of possible issues which may raise bribery concerns and which you should report in accordance with the reporting procedure set out above:

- A third party insists on receiving a commission or fee before committing to signing a contract with the Company, or carrying out a government function or process for the Company.
- A third party requests payment in cash, or refuses to sign a formal commission or fee agreement, or to provide an invoice or receipt for a payment made.
- A third party requests an unexpected additional commission or fee to facilitate a service.
- A third party demands lavish, extraordinary or excessive gifts or hospitality before commencing or continuing contractual negotiations or provision of services.
- You are offered an unusually lavish, extraordinary or excessive gift or hospitality by a third party.
- You receive an invoice that appears inflated or inconsistent with the agreed scope of services.
- A consultant or intermediary requests payment through an offshore account or via a third party without a clear business rationale.
- A public official suggests that a payment or gift is required to “smooth” or “speed up” a routine government procedure (i.e., a facilitation payment).
- A business partner offers a donation to a charity linked to a decision-maker in exchange for favourable treatment.
- You are asked to make a payment to a personal account rather than a company account.
- A third party refuses to provide due diligence information or becomes evasive when asked about their anti-bribery policies.
- You are pressured to approve an expense or payment that lacks proper documentation or justification.

REFERENCES

Bribery Act 2010 – UK legislation establishing offences of bribery and corporate liability for failing to prevent bribery.

Economic Crime and Corporate Transparency Act 2023 – UK Public General Act 2023 c.56. Introduces reforms to corporate criminal liability, including the offence of failure to prevent fraud and enhanced powers for Companies House

Data Protection Act 2018 – Governs the processing of personal data in the UK.

Public Interest Disclosure Act 1998 – Provides protection for whistleblowers reporting wrongdoing in the workplace.

Freedom to Speak Up Policy – Internal company policy outlining procedures for reporting concerns.

Gifts Policy – Internal company policy governing the giving and receiving of gifts and hospitality.



Milewood

INDIVIDUAL CARE AND SUPPORT

Document name: Anti Bribery Policy
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Supporting People to Manager Finances Policy – Internal policy regarding the handling of people we support's money/ valuables.