

Ebbon

GROUP

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Change Log

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3.2	03/08/2023	SM	Removed need for questionnaires as deemed to be excessive – amended email sampling to be in case of suspicion only
3.3	19/09/2023	SM	Added DriverCheck and removed reference to Ebbon Compliance
3.4	21/02/2024	TH	Made changes to the hospitality/entertainment Gift Register to address the £100 limit – this considered to be unrealistic in the current economic climate. Added overnight stay as qualifier. Change requested by ESG Management Team.
4.0	03/06/2024	Lauren Miller	Rebrand and publish document

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1.0 Overview

Bribery and corruption are serious criminal offence punishable by fines and imprisonment for persons found guilty and by unlimited fines for corporations. The offences distort competitive markets, increase the cost of doing business, can lead to disqualification from business opportunities and will seriously damage reputation.

Any allegation of bribery or corrupt practice will similarly damage reputation and is to be avoided.

The Company prohibits any form of bribery. It requires compliance, from everyone connected with our business, with the highest ethical standards and anti-bribery laws applicable in all cases within each country in which the Company operates.

Integrity and transparency are of utmost importance to the Company, and it has a zero-tolerance attitude towards bribery and corrupt activities of any kind, whether committed by Employees or by third parties acting for or on behalf of the Company and its Supply Chain

2.0 Abbreviations/Definitions

2.1 Abbreviations

CEO – Chief Executive Officer

MD – Managing Director

ESG Policy – the Company’s Environmental, Social and Governance Policy.

2.2 Definitions

The Company – means Ebbon Group Limited (including trading as Ebbon Automotive), Ebbon Intelligence Limited, Licence Check Limited and DriverCheck Limited

Directors – means the executive fiduciary directors (currently the two joint CEO’s) the Managing Directors for Ebbon Automotive and Ebbon Compliance and the Group Technical Director

Supply Chain – means the direct suppliers of goods or services to the company and their suppliers

Bribery Act (or Act) – means the Bribery Act 2010 including any updates or revisions thereto

Employees – means permanent staff plus those people engaged by the Company on a temporary or fixed term contract, seconded staff, volunteers, agents and sub-contractor personnel acting for and on behalf of the Company.

Associated Person – means a third party who performs services for and on behalf of the Company.

Facilitation Payments – small bribes paid to short-circuit or avoid administrative processes.

Gift – will include (but are not limited to) consumable items, jewellery, electrical items, non-corporate clothing, tickets to events where the sponsor does not attend, prizes, specifically discounted services, holiday accommodation and travel and donations to charity.

Gift Register – a centrally maintained log of gifts and hospitality given or received that exceeds £100.

Hospitality – will include accompanied ticketed or sponsored events (such as concerts or sporting events), travel, accommodation, meals and refreshments paid for by the provider

3.0 Definition of Bribery & General Prohibition

For the purposes of this Policy, “bribery” is the offering, promising, giving, accepting, or requesting of anything of value in order to improperly influence the decision making of another person. It should be noted that the Bribery Act prohibits both the ‘offering’ and ‘acceptance’ of bribes. The Company considers both of these types of conduct to be equally intolerable.

A bribe will take the form of an inducement or reward to another person in the form of money, an object/item of value, or services that have value to that other person in order to gain some contractual, commercial, regulatory or personal advantage through improper performance. Although it is tempting to assume that a bribe will involve the exchange or transfer of money, cash equivalents such as services,

offers of employment, charitable donations, political contributions, excessive gifts or tokens, travel/entertainment expenses and excessive hospitality can also amount to a bribe. Improper performance will be a breach of the expectation that a person will act in good faith, impartially or in accordance with a position of trust. In order to decide whether or not a function or activity has been performed improperly, the standard to be applied is what a reasonable person in the United Kingdom would expect in relation to the performance of that function or activity. This same measure is applied even where the activity takes place in a foreign country. The fact that bribery and corruption is endemic in that country and is seen as normal custom and practice must be disregarded. The only exception would be if the foreign country permitted or required the practice under their legislation or constitution. The circumstances, intent, timing and proportionality of any gift or hospitality is also relevant. A box of chocolates sent to a company at Christmas is unlikely to be seen as a bribe because it has not induced the award of a contract and is unlikely to be seen as excessive or unreasonable. An expensive watch on the other hand sent to the Purchasing Officer prior to the award of a contract or shortly after the contract has been placed will be viewed differently. In this case the proportionality of the gift and the time at which it is presented must raise suspicions.

The Bribery Act is not limited in its scope to the United Kingdom. It also applies to acts committed abroad. To be covered by the legislation all that is required is that the organisation has a substantial connection to or presence in the U.K.

Except as provided in the guidelines for acceptable gifts and entertainment found in this Anti-Bribery and Corruption Policy, **it is expressly prohibited for any Employee or person working on our behalf to directly or indirectly offer, give, request or accept any bribe i.e. gift, loan, payment, reward or advantage, either in cash or any other form of inducement, to or from any person or organisation in order to gain commercial, contractual or regulatory advantage for the Company, or in order to gain any personal advantage for an individual or anyone connected with the individual in a way that is unethical.**

It is also a requirement of a number of customer contracts that if any employee or sub-contractor is found guilty by any authority (including but not limited to the courts and the Department for Work and Pensions) of fraud or any other form of corruption and they are in a customer facing/support role or have access to customer confidential information that they be removed from such position and if an alternative role is not available they are dismissed for gross misconduct. Where an Employee is uncertain about whether something amounts to a bribe or they are alerted to or become concerned about the possibility of bribery or corruption in dealings concerning the Company or its Supply Chain, they should refer the matter to their line manager or use the Reporting Procedure below (as appropriate). Failure to do so could result in disciplinary proceedings.

4.0 Associated Persons

The Company may be liable where an Associated Person commits an act of bribery or corruption on behalf of the Company, even if it is not aware that the Associated Person has paid a bribe. Any third-party organisation that performs services for and on behalf of the Company should therefore be the subject of due diligence prior to and during the period of their engagement with the Company.

5.0 Public Officials

The bribery of any public official in the United Kingdom is an offence under the Bribery Act. The Act applies equally to the public and private sectors. The Act also creates a specific offence of bribing a foreign public official. It is an offence to promise, offer or give a financial or other advantage to a foreign public official with the intention of influencing that official in the performance of their official function. The foreign official may be elected or appointed and it is sufficient that they hold any administrative, legislative or judicial function in the foreign country or territory. It will also include officials performing functions in local government, public enterprises and executives in state run businesses. Any attempt to obtain or retain business or an advantage to the Company in the conduct of business by bribery of a foreign public official is expressly prohibited.

6.0 Facilitation Payments

Payments made to speed up administrative approvals, certifications or other forms of clearance are strictly prohibited under this Policy irrespective of when or where given, and of local custom and practice.

Lawful fast-track payments for priority services such as aircraft boarding or the priority processing of documents (visas and passports required for business travel) that are established and open in character are acceptable provided they are available to other third parties on the same basis and are paid to the authorised collecting agency.

7.0 Political Contributions

The Company has no political affiliations and does not make political donations or contributions.

8.0 Charitable Contributions

The Company under the Ebbon Life initiative provides both financial and non-financial support to a number of charities and social initiatives as part of a commitment to improve the social wellbeing of the communities within which the Company operates.

Any charitable gifts and donations will be made in line with the Company’s published ESG Policy and must never be made or received with the expectation that some form of improper conduct will be precipitated or result from the donation.

9.0 Suspicion

If the Company suspects that anyone has committed an act of bribery or attempted bribery, an investigation will be carried out in line with its disciplinary procedure and where appropriate, action may be taken which may result in dismissal, or the cessation of business arrangements with that individual or organisation. In the event of being found guilty of any other form of corruption (whether by accident or otherwise) this will result in dismissal of the person, or the cessation of business arrangements with any sub-contractor or organisation.

10.0 Gifts and Hospitality

The Company understands that the giving and receiving of gifts and hospitality as a reflection of friendship or appreciation where nothing is expected in return may occur, or even be commonplace. This does not constitute bribery where it is proportionate and recorded properly.

Gifts and hospitality must be modest, appropriate and reasonable in nature and infrequent or occasional in occurrence. Care must be taken to ensure that personal relationships with suppliers and external contractors who provide or receive small gifts or occasional hospitality do not influence decisions made on behalf of the Company.

Gifts or hospitality that may be construed as bribes or might be seen as causing a conflict or interest or otherwise damaging the business must be avoided.

Gifts of cash or cash equivalents (e.g. vouchers or gift cards) are prohibited and cannot be accepted. An offer, promise or gift of cash should be reported to the Directors immediately.

10.1 Notification and Approvals

Employees are required to notify the and seek approval from their line manager in accordance with the table below. When determining the value of any gift you should ask the provider, or where this would cause embarrassment or discomfort, estimate based upon similar items/services available for sale in the U.K.

Estimated Value (given or received)	Approval Required before acceptance	Notification/Record required before acceptance
Gift less than £100	Self-approved subject to overall policy compliance	None required

Gift more than £100	Responsible manager in writing	Gift Register
Hospitality/Entertainment (no overnight stay)	Self-approved subject to overall policy compliance	None required
Hospitality/Entertainment including an overnight stay	Responsible manager in writing	Gift Register
International travel and accommodation (any)	Director	Gift Register
CEO/MD (any of the above with any value)	Self-approved subject to overall policy compliance	Gift Register

No gift over £100 should be given by an Employee or anyone working on our behalf to any party in connection with our business without receiving prior written approval from a senior or responsible manager. Gifts over £100 must be listed in the Gift Register. Similarly, no gift over £100 should be accepted by an Employee or anyone working on our behalf without receiving prior written approval from a senior or responsible manager.

In the case of hospitality or entertainment is inclusive of an overnight stay, this will require approval and should be included in the Gift Register. Where there is no overnight stay, there is no strict cash limit to be applied, however the guidelines below should be followed. Excessive or disproportionate hospitality/entertainment whether requested or received should be considered suspicious, politely declined and reported to senior management.

In all cases any gifts or hospitality given or received should be appropriate. Any gift or hospitality that is given in the expectation that something will be given in return or is intended to procure some benefit or advantage is strictly prohibited. Multiple gifts or regular hospitality below the threshold to or from the same person will be treated as falling outside the acceptable limits, as will situations where the gift or entertainment is disproportionate in value to the relationship or seniority of the person giving or receiving the same.

Any gift over the limit or hospitality over £500 will always be inappropriate unless there is clear justification for it – e.g. a supplier funded conference that is available to all its customers. Any failure to comply with this policy and associated guidelines may result in disciplinary action being taken against the Employee and contracts being terminated with any third party.

10.2 Other Gifts that are Prohibited

Certain gifts or hospitality that fall within the limit may still harm the reputation of the Company and should be refused by Employees. These include: -

- Those that are indecent,
- Those that may be considered offensive or inflammatory in nature
- Those that are pornographic in nature

11.0 Training and Publicity

The Company will provide Employees with anti-bribery and corruption training as part of their induction. A formal note will be made on the Employee record that this training has been completed and Employees will confirm that they have understood and will abide by the principles in this Policy.

Thereafter training will be provided annually online using a third party provider. Employees will be required to complete the course that will include a series of scored questions. Successful completion will be reported to HR and employees will be sent a certificate by the training provider. Records of attendance and completion will form part of the internal audit review.

Employee training is mandatory. Failure to comply with the Company anti-bribery and corruption training programme will be a disciplinary matter.



The Supply Chain will be notified of the contents of this policy document and will be expected to abide by its terms as Associated Persons. Certain key suppliers may be asked to either complete the Company's training program or implement and evidence equivalent training.

Customer contract documents will include specific terms related to the prevention of bribery and corruption.

12.0 Reporting suspected bribery and corruption issues

If an employee or person working on the Company's behalf, suspects that an act of bribery or attempted bribery or any other form of corruption has taken place, even if they are not personally involved, they are expected to report this to the Directors. That person may be asked to give a written account of events. Staff are reminded of the Company's Whistleblowing Policy which is available as a separate document.

13.0 Record Keeping

The Company will keep detailed and accurate records and will have robust and appropriate controls in place to account for all payments made, expenses claimed, charitable donations and gifts and hospitality made or received that exceed the published guidelines.

A record will be made by the manager of every instance in which gifts or hospitality are given or received that exceed the stated estimated value limit in the Gift Register

The Gift Register and records of gifts and hospitality given or received will be subject to review at any time by the Directors and will form part of the internal audit scheduled inspection and reporting regime.

14.0 Monitoring and Review

As the law is constantly changing, this policy is subject to review and the Company reserves the right to amend this policy without prior notice.

The Directors are responsible for the monitoring and enforcement of this policy.

The internal systems and controls used to ensure that this policy is being observed by Employees and third parties will be regularly reviewed and audited as a formally timetabled and reported activity with the results provided to the Directors and made available to customers and other stakeholders. The internal audit and review will include the following activities:-

- Review of Gift Register
- Sampling Employee expense claims & receipts
- Review of induction/training records and results
- Contract reviews
- Sampling invoices and purchase orders
- Email sampling may be deemed necessary in the case of suspicion of breach of this policy

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