

# Anti Bribery Policy

TGSF\_100\_026\_LW\_KG

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## 1. Introduction

- 1.1. Tyler Grange is committed to the highest standards of ethical conduct and integrity in its business activities in the UK and overseas. This policy ([TGSF\_100\_026] Anti-Bribery Policy) outlines Tyler Grange's position on preventing and prohibiting bribery, in accordance with the Bribery Act 2010<sup>1</sup>. Tyler Grange will not tolerate any form of bribery by, or of, its employees, agents or consultants or any person or body acting on its behalf. Senior management is committed to implementing effective measures to prevent, monitor and eliminate bribery.

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<sup>1</sup> [Bribery Act 2010](#)



## 2. Scope of this Policy

- 2.1. ([TGSF\_100\_026] Anti-Bribery Policy) applies to all employees and officers of Tyler Grange, and to temporary workers, consultants, contractors, agents and subsidiaries acting for, or on behalf of, Tyler Grange ("associated persons") within the UK and overseas. Every employee and associated person acting for, or on behalf of, Tyler Grange is responsible for maintaining the highest standards of business conduct. Any breach of this policy is likely to constitute a serious disciplinary, contractual and criminal matter for the individual concerned and may cause serious damage to the reputation and standing of Tyler Grange.
- 2.2. Tyler Grange may also face criminal liability for unlawful actions taken by its employees or associated persons under the Bribery Act 2010. All employees and associated persons are required to familiarise themselves and comply with this policy, including any future updates that may be issued from time to time by Tyler Grange.
- 2.3. The Bribery Act 2010 is in force from 1 July 2011. This policy covers:
  - the main areas of liability under the Bribery Act 2010;
  - the responsibilities of employees and associated persons acting for, or on behalf of, Tyler Grange; and
  - the consequences of any breaches of this policy.

## 3. The Bribery Act 2010

- 3.1. Tyler Grange is committed to complying with the Bribery Act 2010 in all its business activities. Under the Bribery Act 2010, a bribe is a financial or other type of advantage that is offered or requested with the:
  - intention of inducing or rewarding improper performance of a function or activity; or
  - knowledge or belief that accepting such a reward would constitute the improper performance of such a function or activity.
- 3.2. A relevant function or activity includes public, state or business activities or any activity performed in the course of a person's employment, or on behalf of another



company or individual, where the person performing that activity is expected to perform it in good faith, impartially, or in accordance with a position of trust.

3.3. A criminal offence will be committed under the Bribery Act 2010 if:

- an employee or associated person acting for, or on behalf of, Tyler Grange offers, promises, gives, requests, receives or agrees to receive bribes; or
- an employee or associated person acting for, or on behalf of, Tyler Grange offers, promises or gives a bribe to a foreign public official with the intention of influencing that official in the performance of his/her duties (where local law does not permit or require such influence); and
- Tyler Grange does not have the defence that it has adequate procedures in place to prevent bribery by its employees or associated persons.

3.4. All employees and associated persons are required to comply with ([TGSF\_100\_026] Anti-Bribery Policy), in accordance with the Bribery Act 2010.

#### **4. What is Prohibited?**

- 4.1. Tyler Grange prohibits employees or associated persons from offering, promising, giving, soliciting or accepting any bribe. The bribe might be cash, a gift or other inducement to, or from, any person or company, whether a public or government official, official of a state- controlled industry, political party or a private person or company, regardless of whether the employee or associated person is situated in the UK or overseas. The bribe might be made to ensure that a person or company improperly performs duties or functions (for example, by not acting impartially or in good faith or in accordance with their position of trust) to gain any commercial, contractual or regulatory advantage for Tyler Grange in either obtaining or maintaining Company business, or to gain any personal advantage, financial or otherwise, for the individual or anyone connected with the individual.
- 4.2. This prohibition also applies to indirect contributions, payments or gifts made in any manner as an inducement or reward for improper performance, for example through consultants, contractors or sub-contractors, agents or sub-agents, sponsors or sub- sponsors, joint-venture partners, advisors, customers, suppliers or other third parties.



## 5. Company Records

- 5.1. Employees and, where applicable, associated persons, are required to take particular care to ensure that all company records are accurately maintained in relation to any contracts or business activities, including financial invoices and all payment transactions with clients, suppliers and public officials.
- 5.2. Due diligence should be undertaken by employees and associated persons prior to entering into any contract, arrangement or relationship with a potential supplier of services, agent, consultant or representative.
- 5.3. Employees and associated persons are required to keep accurate, detailed and up-to-date records of all corporate hospitality, entertainment or gifts accepted or offered.

## 6. Corporate Entertainment, Gifts, Hospitality and Promotional Expenditure

- 6.1. Tyler Grange permits corporate entertainment, gifts, hospitality and promotional expenditure that is undertaken:
  - for the purpose of establishing or maintaining good business relationships;
  - to improve the image and reputation of Tyler Grange; or
  - to present Tyler Grange's services effectively; provided that it is:
    - arranged in good faith; and
    - not offered, promised or accepted to secure an advantage for Tyler Grange or any of its employees or associated persons or to influence the impartiality of the recipient.
- 6.2. Tyler Grange will authorise only reasonable, appropriate and proportionate entertainment and promotional expenditure.
- 6.3. This principle applies to employees and associated persons.
- 6.4. Tyler Grange will approve business entertainment proposals only if they demonstrate a clear business objective and are appropriate for the nature of the business relationship. Tyler Grange will not approve business entertainment where it considers that a conflict of interest may arise or where it could be perceived that



undue influence or a particular business benefit was being sought (for example, prior to a tendering exercise).

- 6.5. Any gifts, rewards or entertainment received or offered from clients, public officials, suppliers or other business contacts should be reported immediately to the Managing Director. In certain circumstances, it may not be appropriate to retain such gifts or be provided with the entertainment and employees and associated persons may be asked to return the gifts to the sender or refuse the entertainment, for example, where there could be a real or perceived conflict of interest. As a general rule, small tokens of appreciation, such as flowers or a bottle of wine, may be retained by employees.
- 6.6. If an employee or associated person wishes to provide gifts to suppliers, clients or other business contacts, prior written approval from the Managing Director is required, together with details of the intended recipients, reasons for the gift and business objective. These will be authorised only in limited circumstances.
- 6.7. Employees and, where applicable, associated persons must supply records and receipts, in accordance with Tyler Grange's ([TGSF\_100\_031] Expenses Policy).

## **7. Charitable Donations**

- 7.1. Tyler Grange considers that charitable giving can form part of its wider commitment and responsibility to the community. Tyler Grange supports a number of charities that are selected in accordance with objective criteria. Tyler Grange may also support fundraising events involving employees.

## **8. What practices are permitted?**

- 8.1. This policy does not prohibit:
  - normal and appropriate hospitality and entertainment with clients (please see Tyler Grange's ([TGSF\_100\_031] Expenses Policy); and
  - the use of any recognised fast-track process that is publicly available on payment of a fee.
- 8.2. Any such practices must be proportionate, reasonable and made in good faith. Clear records must be kept.



## 9. Reporting suspected bribery

- 9.1. Tyler Grange depends on its employees and associated persons to ensure that the highest standards of ethical conduct are maintained in all its business dealings. Employees and associated persons are requested to assist Tyler Grange and to remain vigilant in preventing, detecting and reporting bribery.
- 9.2. Employees and associated persons are encouraged to report any concerns that they may have to the Managing Director. Issues that should be reported include:
- any suspected or actual attempts at bribery;
  - concerns that other employees or associated persons may be being bribed; or
  - concerns that other employees or associated persons may be bribing third parties, such as clients or government officials; and
  - Tyler Grange expect employees to record any incidents of suspected bribery. Any such reports will be thoroughly and promptly investigated by the Managing Director in the strictest confidence. Employees and associated persons will be required to assist in any investigation into possible or suspected bribery.

## 10. Actions by Tyler Grange

- 10.1. Tyler Grange will fully investigate any instances of alleged or suspected bribery. Employees suspected of bribery may be suspended from their duties while the investigation is being carried out. Tyler Grange will invoke its disciplinary procedures where any employee is suspected of bribery, and proven allegations may result in a finding of gross misconduct and immediate dismissal. Tyler Grange may terminate the contracts of any associated persons, including consultants or other workers who act for, or on behalf of, Tyler Grange who are found to have breached this policy.
- 10.2. Tyler Grange may also report any matter to the relevant authorities, including the Director of Public Prosecutions, Serious Fraud Office, Revenue and Customs Prosecutions Office and the police. Tyler Grange will provide all necessary assistance to the relevant authorities in any subsequent prosecution.

## 11. Review of Procedures and Training

- 11.1. Tyler Grange will regularly communicate its anti-bribery measures to employees and associated persons. Tyler Grange will issue annual training updates, where applicable. The Managing Director is responsible for the implementation of this



policy. He will monitor and review the implementation of this policy and related procedures on a regular basis, including reviews of internal financial systems, expenses, corporate hospitality, gifts and entertainment policies.

11.2. Employees and those working for, or on behalf of, Tyler Grange are encouraged to contact the Managing Director with any suggestions, comments or feedback that they may have on how these procedures may be improved.

11.3. Tyler Grange reserves the right to amend and update this policy as required. For the avoidance of doubt, this policy does not form part of employees' contracts of employment.

11.4. This policy serves as a guide for all TG employees, stakeholders, suppliers and supply chains and should be read in conjunction with the following policies, as a minimum:

- ([TGSF\_100\_001] Environmental Policy);
- ([TGSF\_200\_002] Health & Safety Policy);
- ([TGSF\_100\_250] Human Rights Policy);
- ([TGSF\_100\_178] Labour Standards Policy);
- ([TGSF\_100\_040] Modern Slavery and Trafficking Policy); and
- ([TGSF\_100\_014] TG Code of Ethics).

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