

Anti-Bribery and Corruption Policy Statement

Top things to takeaway



Zero tolerance bribery

Bribery and corruption are never acceptable



Applies to everyone

Staff, contractors, and suppliers



No improper gifts

Gifts must be reasonable, transparent and lawful



No facilitation payments

Kickbacks and unofficial payments are prohibited



Record and declare

Gifts and expenses must be properly recorded



Speak up early

Report concerns promptly without fear

Proprietary Notice

Information contained in the document is accurate to the best of Node4's knowledge at the time of publication and is required to be treated as confidential at all times. Information presented herein may not be used, copied, disclosed, reproduced, or transferred to any other document by the recipient, in whole or in part, without the prior written authorisation from a Node4 authorised representative.

Version control and ownership

Policy owner: Kate Lincoln

Version no	Date	What changed	Changed by	Approver
1.0	06/02/2023	Approved version	Vicky Withey	Andy Gilbert
1.1	09/08/2024	Annual review	Eddie Adams	Kate Lincoln
1.2	13/03/2025	Rebrand	Eddie Adams	Kate Lincoln
1.3	15/04/2026	Rebrand	Eddie Adams	Kate Lincoln

What is this policy for?

This policy sets out Node4's zero-tolerance approach to bribery and corruption and the standards we expect in all business dealings. It explains what bribery and corruption are, what constitutes unacceptable conduct (including gifts, hospitality, facilitation payments and kickbacks), how to record and report relevant activity, and where to raise concerns. It also outlines the responsibilities of the business, managers, employees and third parties in preventing, detecting and reporting bribery and corruption.

Who is this policy for?

This policy applies to all Node4 employees, and to anyone acting for or on behalf of Node4 in any capacity, wherever located. This includes officers, directors, agency workers, secondees, volunteers, interns, contractors, consultants, suppliers, partners and any other third parties who represent Node4 or provide services to Node4.

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Introduction

The purpose of this policy is to:

- Set out our responsibilities, and of those working for and on our behalf, in observing and upholding our position on bribery and corruption.
- Provide information and guidance to those working for and on our behalf on how to recognise and deal with bribery and corruption issues.

This policy applies to all Node4 employees and all other persons acting on our behalf in any capacity, wherever located. Any breach of this policy is likely to constitute a serious disciplinary, contractual and criminal matter for the individual(s) concerned and may result in dismissal for misconduct or gross misconduct. Node4 reserves the right to terminate our relationship with Third Parties and organisations working on our behalf if they breach this policy.

Definition

Bribery is offering, promising, giving or accepting any financial or other advantage, to induce the receipt or any other person to act improperly in the performance of their function, or to reward them for acting improperly, or where the recipient would act improperly by accepting the advantage. An advantage includes money, gifts, loans, fees. A person who acts improperly is one that acts illegally, unethically, or contrary to an exception of good faith or impartially, or where they abuse a position of trust. The improper acts may be in relation to any business or professional activities, public functions, acts in the course of employment, or another's activities by or on behalf of any organisation of any kind.

Objectives & Commitment

Commitment

Node4 Limited is firmly committed to conducting its operational activities in an entirely transparent, fair and honest manner. Node4 takes a zero-tolerance approach to bribery and corruption and is committed to acting professionally, fairly and with integrity in all business dealings and relationships, wherever it operates and implementing and enforcing effective systems to counter bribery. We will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate; however, we remain bound by UK law in respect of our conduct at home and abroad.

Node4 commits to:

- Foster a culture of integrity and ethical behaviour within the organisation.
- Increase awareness of bribery and corruption risks through training and communication.
- Implement internal controls to prevent and detect bribery and corruption.
- Create a safe environment for reporting suspected bribery and corruption, protecting whistleblowers.

- Hold individuals accountable for their actions and enforce disciplinary measures for violations.
- Ensure transparency in all business transactions and document gifts, hospitality, and other benefits.

Objectives

- 100% of employees to complete anti-bribery and corruption training.
- Conduct due diligence on 100% of new third-party partners and suppliers.
- Respond to 100% of whistleblower reports within 48 hours.

Company Responsibilities

The Executive Board has overall responsibility for ensuring this policy complies with our legal and ethical obligations, and that all those under our control comply with it.

The Compliance Team has day-to-day responsibility for implementing this policy, monitoring its use and effectiveness, dealing with any queries, auditing internal control systems and procedures to ensure that they are effective in countering bribery and corruption.

Managers are responsible for ensuring those reporting to them understand and comply with this policy. Employees and those working under Node4's control must ensure that they have read and understood this policy.

The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all individuals. All expense claims relating to hospitality, gifts or payments to third parties must be made in accordance with our Expenses Policy.

Employee Responsibilities

It is not acceptable for you (or someone on your behalf) 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.
- Give or accept hospitality during any commercial negotiations or tender process, if this could be perceived as intended or likely to influence the outcome.
- Accept a payment, gift or hospitality from a third party that you know, or suspect is offered with the expectation that it will provide a business advantage for them or anyone else in return.
- Accept hospitality from a third party that is unduly lavish or extravagant under the circumstances.
- Offer or accept a gift to or from government officials or representatives, or politicians or political parties.
- Threaten or retaliate against another individual who has refused to commit a bribery offence or who has raised concerns under this policy.
- Engage in any other activity that might to a breach of this policy.

Gifts and Hospitality

This policy does not prohibit normal and appropriate gifts and hospitality (given and received) to or from Third parties unless otherwise specifically stated. The test to be applied is whether, in all circumstances, the gift, hospitality or payment is reasonable and justifiable. This policy allows reasonable and appropriate hospitality or entertainment to be given or received, for the purposes of:

- Establishing or maintaining good business relationships.
- Improving or maintaining our image or reputation.
- Marketing or presenting our products and/or services effectively.

The giving and accepting of gifts is allowed if the following requirements are met:

- It 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, or in explicit or implicit exchange for favours or benefits.
- It is given in our name, not in your name.
- It does not include cash.
- It is appropriate in the circumstances, taking account of the reason for the gift, its timing and value. For example, in the UK it is customary for small gifts to be given at Christmas.
- It is given openly, not secretly.
- It complies with the applicable local law.

Promotional gifts of low value such as branded stationery to or from existing customer, suppliers and business partners are acceptable. Any gift over the value of £50 must be reported to HR to be logged on the Corporate Gift Register. In addition, you will be required to sign the Annual Employee Bribery and Corruption Declaration.

Reimbursing a third party's expenses or accepting an offer to reimburse our expenses (for example, the costs of attending a business meeting) would not usually amount to bribery. However, a payment in excess of genuine and reasonable business expenses is not acceptable.

Facilitation Payments and 'Kick Backs'

Node4 does not make, and will not accept, facilitation payments or "kickbacks" of any kind, such as small, unofficial payments made to secure or expedite business favour or advantage.

Charitable Donations and Sponsorships

Node4 only makes charitable donations and provides sponsorship that are legal and ethical under local laws and practices and which are in accordance with Node4's internal policies and procedures. No donation must be offered or made without the prior approval from Senior Management and Compliance Team.

Record Keeping

Node4 maintains appropriate financial records and has appropriate internal controls in place which evidence the business reason for gifts, hospitality and payments made and received.

All expense claims relating to hospitality, gifts or payments will be accounted for in accordance with the Expense Policy and record the reason for the expense.

Raising Concerns

The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for Node4 or under our control. All employees are required to avoid any activity that may lead to, or suggest, a breach of this policy.

Employees are required to notify Compliance or HR as soon as possible if it is believed or suspected that a conflict with this policy has occurred, or may occur in the future, or if they are offered a bribe, are asked to make one, suspect that may happen in the future, or believe that they are a victim of another form of unlawful activity.

Training and Communication

Training on this policy forms part of the induction process for all individuals who work for us, and regular training will be provided as necessary.

Node4's zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors and business partners at the outset of our business relationship with them as appropriate thereafter.

Legal

It is a criminal offence to offer, promise, give, request, or accept a bribe. Individuals found guilty can be punished by up to ten years' imprisonment and/or a fine. As an employer, if we fail to prevent bribery, we can face an unlimited fine, exclusion from tendering for public contracts, and damage to our reputation.

Compliance

The Compliance Team will perform random sampling checks and ad-hoc internal audits to ensure that this policy is being adhered to.