

**CONNECTORS CABLES**

**CCS**

**SPECIALISTS LIMITED**

Anti-Bribery Policy & Programme

### **Programme Outline & Scope**

Connectors Cables Specialists (ccs) Ltd is committed to acting with integrity, honesty and fairness in its business activities globally. We prohibit bribery and corruption in all its forms to, or from, its employees or any persons or companies acting for it or on its behalf.

Our Anti-Bribery Programme is our response to the threat of bribery and corruption. It is a comprehensive and practical approach aimed at the prevention, detection and mitigation of bribery and corruption, to which we have a zero-tolerance stance

### **The Programme consists of:**

Risk assessment:

This helps identify where and how the Company may be exposed to bribery or corruption and the mitigating steps that should be taken.

This Policy:

This takes you through the core elements of the Programme by discussing (among other things): (i) key Responsibilities, (ii) what bribery is (see Appendix for practical guidance), (iii) a summary of the law, (iv) the importance of “speaking up” and how to do so, and (v) the enforcement of this Policy.

### **Communication:**

As well as being circulated internally to all personal, our policy is hosted on the company’s website

If any instances of non-compliance with the Anti-Bribery Programme are identified, appropriate steps will be taken, including disciplinary action.

### **What is bribery?**

Bribery is the act of offering, giving, receiving or soliciting any item of value or an advantage to another person to induce that person to improperly perform a relevant function or activity or to reward them for improper performance. ‘Improper performance’ is a breach of a person’s proper role or function. It may involve actions, such as an award or contract or a permit, or it may simply involve inaction (e.g., someone turning a blind eye to something they are supposed to do).

Bribery is not only about money exchanged in brown envelopes or wired to secret accounts. A bribe can be anything of value to the person being bribed (e.g., a holiday for a purchasing manager disguised as a business trip).

Bribes are often made to appear innocuous, and may be disguised as a gift of hospitality, or delivered through an intermediary. The method of payment will typically be concealed, sometimes through false invoices, consultant’s fees, or third-party payment.

Each time a company is involved with paying or receiving a bribe, it is contributing, even in a small way, to perpetuating a system of corruption that embeds poverty and inequality.

### **The Law**

Bribery is a crime that is prohibited by law in every country, and a company can be prosecuted for paying bribes outside of its jurisdiction. For example, a UK company can be prosecuted for paying bribes anywhere in the world. Similarly, a non-UK company that carries out any business in the UK can be prosecuted in the UK for bribes paid anywhere in the world.

A company can be prosecuted even if the bribe was paid by an agent rather than its own officers or employees and even if the company had no knowledge that the agent was offering the bribe. The party giving the bribe can be prosecuted even if the person receiving it doesn't perform improperly in return. None of the following excuses provide a defence under the law:

- Ignorance
- Complacency
- Citing custom
- Inadequate procedures to prevent bribery
- Pretending that it was not a bribe
- Outsourcing bribery (e.g., via agents)

### **The Bribery Act 2010**

#### Background & Summary

The UK's Bribery Act 2010 provides a strict liability offence for companies and partnerships of failing to prevent bribery. This places a burden of proof on companies to show that they have adequate procedures in place to prevent bribery. A company is guilty of an offence if an "associated person" (defined below) carries out an act of bribery in connection with its business. The Bribery Act also contains strict penalties for active and passive bribery by individuals as well as companies. Under the Bribery Act there are four offences:

- Offering, promising or giving of an advantage, with the intent to induce a person to act improperly.
- Requesting, agreeing to receive, or accepting an advantage, intending that a function be performed improperly.
- Bribery of a foreign public official (defined below).
- Failure by a commercial organisation to prevent a bribe being paid to obtain, or retain, business or a business advantage.

#### **Definitions:**

"Foreign individual" any individual who holds a legislative, administrative or judicial position of

Public any kind, exercises a public function for or on behalf of a country or territory

Official" outside the UK or for any public agency or public company of that country or territory, or is an official or agent of a public international organisation

(other than foreign political parties or candidates for foreign political office).

"Associated person" anyone who performs services on behalf of a company (Connectors Cables Specialists (ccs) Ltd,

including employees, agents, subsidiaries, suppliers/contractors, joint

venture or consortia partners and other third party service providers.

#### **Penalties**

The penalties for committing an offence under the Bribery Act are:

- For companies (Connectors Cables Specialists (CCS) Ltd):
  - o an unlimited fine; and
  - o potential consequences such as (a) the voiding of any contract obtained as a result of a bribery offence, (b) the termination of other business contracts

(especially with public sector organisations), and (c) debarment from competing for public contracts.

- For individuals – either or both of:
  - o up to 10 years imprisonment
  - o an unlimited fine.

There may also be additional penalties under local laws in the relevant country or territory. Jurisdictional Reach

The Bribery Act has extra-territorial reach both for UK companies operating abroad and for overseas companies with a presence in the UK.

A foreign company which carries on any part of its business in the UK could be prosecuted for failure to prevent bribery even where the bribery takes place wholly outside the UK and the benefit or advantage to the company takes place outside the UK. This would be in addition to any sanctions that may apply in the foreign company's own jurisdiction.

### **'Speaking Up'**

All "associated persons" must raise concerns about bribery and corruption as soon as they become aware of it. All alleged, suspected or actual instances of bribery and corruption should be reported immediately.

Any concerns should be reported to one of the following:

- the Managing Director of your Group business;
- the Anti-Bribery Representative for your company;
- the Company Secretary,
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Please be assured that anything you say will be treated with confidence, as far as reasonably practical, and that there will be no retaliation for reports made in good faith. discoverIE will take disciplinary action against anyone who threatens or engages in retaliation or harassment of any other person who has reported a concern in good faith.

### **Obstruction of Justice**

Connectors Cables Specialists (CCS) Ltd: commits to comply with law enforcement officers and judicial systems wherever it operates, and prohibits its employees from attempting to influence, obstruct, or impede any legal proceedings involving the company.

### **Conflicts of Interest**

Conflicts of interest, or the perception of a conflict of interest, can harm the reputation of the company, and may negatively impact the credibility of our business decisions. Conflicts of interest may arise when an employee's personal, social, financial or political activities or relationships have the potential to interfere with their professional judgement.

Conflicts of interest may especially arise when an employee:

- accepts the role of a Public Official, or has a close relationship with a Public Official who may make consequential decisions affecting the Group;
- hires or oversees an employee or agent who is also a close personal relation or friend; or
- Works or reports to directly or indirectly a close personal relation or friend
- has a private interest in one of companies competitors or a relevant third-party.

Employees should declare any potential conflicts of interest to the Managing Director or Finance Director of their business unit or the Anti-Bribery Representative. It is also important to ensure that an employee's external commitments do not detract from their work at Connectors Cables Specialists (CCS) Ltd.

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### **Money laundering**

Money laundering is the activity of taking the proceeds of criminal activity, and disguising the origin, identity and destination of this illicit money through a series of transactions.

Employees should be alert to the following 'red flags' from a customer or supplier:

- paying from multiple bank accounts, or from an account with a different name
- making payments in cash, any other unusual method, or overpaying
- paying in advance

Employees must ensure that Connectors Cables Specialists (CCS) Ltd do not receive the proceeds of money laundering. Customers, suppliers and other relevant third parties should be screened for suspicious activity before any transactions or agreements are made.

### **Non-compliance with the Anti-Bribery Programme**

This Policy applies to all discoverIE employees irrespective of location and position. Non-compliance will be treated as grounds for disciplinary action, which may result in a finding of gross misconduct and termination of employment. Ignorance of the Policy is not an excuse for failure to comply. Breaches of anti-bribery laws may also result in civil or criminal penalties for the employee.

Approved by the Board March 2022

### **Appendix**

#### **Key Areas of Focus**

##### **Gifts and Hospitality**

##### **Acceptable Behaviour**

It is recognised that bona fide hospitality, gifts, promotional or similar business expenditure aimed solely to promote products and services is a legitimate means of establishing cordial relations with business partners and improving the image of the company.

Corporate hospitality and associated expenditure can be provided as a tool to raise awareness of Connectors Cables Specialists (CCS) Ltd activities, normally within the following range of objectives:

- To promote Connectors Cables Specialists (CCS) Ltd business to key partners and stakeholders;
- To promote a particular franchise or product line; or
- To mark milestones in project type activity.

All corporate hospitality must have a demonstrable link to Connectors Cables Specialists (CCS) Ltd business.

##### **Prohibited Behaviour**

Connectors Cables Specialists (CCS) Ltd prohibits the offering or receiving of disproportionate hospitality, gifts, promotional items and other similar business expenditure which in reality or in perception maybe viewed as inducement or reward for improper performance.

No gifts or hospitality should be offered or accepted during an active tender process or negotiations with prospective/existing customers or suppliers.

Offers or receipt of travel and accommodation, holidays and use of any Company's vehicles for family members of customers/suppliers (or vice versa) is prohibited.

##### **Considerations**

When making a decision to accept or offer gifts, hospitality or promotional expenditure consider:

- The reasonableness of the level of gift or hospitality;
- The identity of the recipient (e.g., those in position to award contracts or approve permits);
- The timing of the offer or receipt of gift or hospitality;
- Frequency (relatively small gifts / hospitality can accumulate to a large amount if repeated); and
- The overall purpose of the gift or hospitality.

#### Record-Keeping

Details of all gifts/hospitality/sponsorships/donations must be logged in the Gift and Hospitality Register. This applies whether they are accepted or declined.

### **Facilitation Payments**

#### **Red Flags**

##### **Payments to government officials to:**

- Obtain permits, licences or work orders to which you are already entitled
- Schedule inspections or transit of goods across country border controls
- Receive police protection
- Receive phone service, power or water supply
- Load and unload cargo

### **Sponsorships**

Facilitation Payments are payments to induce public officials to perform or expedite functions that they would otherwise be obligated to perform. Connectors Cables Specialists (CCS) Ltd) has a zero tolerance policy towards facilitation payments in any countries in which we do business, and we do not allow others who work for us to make them.

We make no distinction between facilitation payments and bribes. Any type of facilitation payment is prohibited, irrespective of the amount. Even where such payments are perceived as a common part of local business practice or acceptable under local law and even if our competitors engage in such practices, no such payments must be made.

#### **Red Flags**

Sponsored organisations which have an affiliation with a government official, customer, supplier or any other associated person  
No demonstrable link between the sponsored event and the market in which the Group operates

### **Charitable donations**

Sponsorship is defined as a financial or in-kind payment to an organisation (typically in sports, arts, entertainment or causes), in return for access to the exploitable commercial potential associated with that organisation. Its aim should be to increase awareness, brand building and recognition.

Sponsored organisations should be treated the same way as any other third party, with the same considerations applying.

All sponsorships must meet the following criteria:

- There is a robust business case to support the sponsorship
- It does not conflict with the Group business objectives
- It does not adversely affect the reputation of the Group

Key points to take into account when considering sponsorships:

- Due diligence on the sponsored organisation
- The appropriateness of the level of sponsorship
- The recording and authorisation of the sponsorship

Charitable organisations should be treated the same way as any other third party, with the same considerations applying.

The following key points should be taken into account when making charitable contribution on behalf of Connectors Cables Specialists (CCS) Ltd:

- Verify charitable status;
- The appropriateness of the value of the charitable donation; and
- The recording and authorisation of the charitable donation.

All dealings with third party customers, suppliers, contractors and agents shall be carried out with integrity and in compliance with all relevant laws and regulations. Connectors Cables Specialists (CCS) Ltd expects all third-party business partners to share its values and ethical standards.

All persons representing Connectors Cables Specialists (CCS) Ltd: must be aware that dealings with certain categories of third party may carry a higher risk of bribery and corruption and so require a higher level of oversight. This applies in particular when entering into deals with third parties that fall within any of the following categories:

- Third parties acting on behalf of Connectors Cables Specialists (CCS) Ltd): (e.g., agents)
- Third parties over whom Connectors Cables Specialists (CCS) Ltd): exercises a degree of ownership and control
- Third parties who, in the course of dealing with Connectors Cables Specialists (CCS) Ltd):, interact with government officials
- Third parties organised and operating in high-risk markets and higher risk countries.

Anti-bribery and corruption provisions must be included in contracts with all third parties. Appropriate due diligence must also be applied to ensure that the requirements of this Policy are met. The purpose of due diligence on a third party is to establish whether the third party poses an unacceptable risk of bribery and corruption. Key areas to identify include whether the third party has:

- an Anti-Bribery compliance programme in place;
- a reputation of giving or receiving bribes; or
- been investigated, convicted or debarred for bribery.

The precise nature, type and extent of due diligence undertaken will depend on factors such as the ability of the company to obtain information, the cost of obtaining the information and the extent of the possible bribery risk posed by the third party. A high-risk third party based in a high-risk country is likely to require a significantly higher level of due diligence than a low-risk third party in a low-risk country. Due diligence should include:

- checks on the interest held by Connectors Cables Specialists (CCS) Ltd) (directly or indirectly) or by its employees (directly or indirectly through family members) in third parties
- questionnaires sent to the third party in which it is asked to answer questions about its ethical reputation and details of its own anti-bribery programme
- enquires of other third parties about the third party's ethical reputation
- a web search of the third party, its shareholders and top management to identify any bribery related negative comment
- assessing the necessity and legitimacy of the services to be provided by the third party, and whether any payments to be made to it are reasonable and proportionate to those services.

Potential "red flags" include:

Agents:

- Fees to the agent paid in cash
- Fee payments made in a different country to where the activity has taken place
- No apparent business case for the use of an agent

- Extensive use of consultancy services without apparent value being received
- Pressure exerted for payments to be made urgently or ahead of schedule
- Payments being made through a third-party country
- Fees split into multiple accounts for the same agent
- Exceptional sales achievements in a market where competitors are known to take bribes

Purchasing and Contracting:

- Tender documents specify requirements that favour a specific company's products
- Frequent hospitality and travel for public procurement officials
- Lavish hospitality and gifts being received
- Closeness to suppliers, such as taking holidays with them
- An individual insists on dealing with specific contractors him/herself (especially if on holiday or otherwise away from work)
- Making unexpected or illogical decisions when awarding projects or contracts
- Breaching the decision process, controls or delegated powers in awarding a contract
- Awarding contracts with unfavourable terms for own organisation
- Unexplained preference for certain contractors
- Avoidance of independent checks on tendering or contracting processes
- Raising barriers around specific roles or departments which are key in the tendering/contracting process
- Excessive number of orders placed at short notice, or contract variations
- Lack of documentation of key meetings and decisions.

Other:

- Family, business or 'special ties' with government officials
- Violation of local laws or company policy
- Negative press, rumours, allegations, investigations or sanctions regarding the third party

**Business development transactions / Mergers & Acquisitions**

Business development transactions include mergers and acquisitions, licensing arrangements, joint ventures etc. When entering these types of transaction, the Group may become legally liable for any past or future corrupt practices of the business being acquired or contracted with. As with all third parties, Group companies must ensure "we know our partners" and this involves gaining a thorough understanding of what policies and procedures they have in place to prevent corruption.

Corporate acquisitions should be treated similarly to other transactions with third parties. Corporate acquisitions may represent a higher risk of bribery and corruption due to the fact that the Group may become liable for past as well as future acts of bribery and corruption.

Connectors Cables Specialists (CCS) Ltd) must therefore carry out robust legal and financial due diligence on any potential acquisitions in order to familiarise itself with any potential bribery risks. Post completion of an acquisition, the Group Anti-Bribery Policy & Policy must be provided to management and training provided. Due diligence will typically include the following procedures:

- verification of corporate records, including any history of corporate misconduct, litigation, or other controversial behaviour
- clear understanding of the network of business partnerships or affiliations
- a visit to validate the legitimacy of the company's business operations

- financial history, tax liabilities and revenue reporting
- media searches to determine the target's reputation, any known controversy, major business activities and other social and business relationships of interest
- review of compliance with local laws and regulations.

### **Employment procedures**

Connectors Cables Specialists (CCS) Ltd have procedures in place for new hires to ensure that they have the right to work in the country where they are to be employed, that there is adequate evidence for qualifications and experience, and that no hidden information is found which would preclude employment. All employees must be required to comply with the Group's Anti-Bribery Programme as a necessary condition of employment.

### **Political Donations**

Connectors Cables Specialists (CCS) Ltd has a policy prohibiting any form of political contributions in all markets and locations, whether direct or indirect. Employees must ensure that any contributions to political parties or candidates that they choose to make are strictly made in a personal capacity, and do not give any suggestion of representing Connectors Cables Specialists (CCS) Ltd).

### **Financial Books and Records**

Connectors Cables Specialists (CCS) Ltd is required to maintain detailed and accurate books and records and ensure accountability for all shareholder assets. "Off-the books" payments and fraudulent accounting practices, such as the deliberate falsifying of company books and records in order to cover up or disguise improper payments, are prohibited.

Examples of falsified books and records include payment of false or fraudulent invoices, miscoding of an improper payment in the general ledger, or a falsified expense report to hide improper entertainment.

All Connectors Cables Specialists (CCS) Ltd employees have an obligation to truthfully report all transactions and ensure no payments are made based on false documentation. Connectors Cables Specialists (CCS) Ltd prohibits:

- Authorising or funding a transaction which is undisclosed or unrecorded in the company's books, records and accounts
- Paying expenses that are improper, unauthorised or are unsupported by documentation
- Omitting, falsifying or disguising entries in the books, records and accounts of the company.