

Anti Bribery Policy

1. Policy Purpose

Definition

Bribery is the accepting and/or of gifts, money, hospitality, or other favours in return for providing something of value to the briber. The purpose of this policy is to set out the rules that must be followed at Widgit to ensure that no bribery occurs.

This Policy sets out the Widgit'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 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 persons associated with the Company to understand the risks associated with bribery and to encourage them to be vigilant and effectively recognise, prevent 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 corruption.

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"). All employees and associated persons are expected to adhere to the principles set out in this Policy.

2. Policy Statement

All employees and associated persons are required to:

- comply with any anti-bribery 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.

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.

The Company recognises that industry practices may vary 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. If in doubt as to what might amount to bribery or what might constitute a breach of this Policy, refer the matter to your line manager.

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 the Managing Director of the Company

In summary, 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.

Unacceptable Behaviour

The following behaviour is unacceptable, and must not occur in this organisation:

- Accepting any financial or other reward from any person in return for providing some favour.
- Requesting a financial or other reward/gift from any person in return for providing some favour.
- Offering any financial or other reward/gift from any person in return for providing some favour.

Business Gifts

From time to time, customers, suppliers, or other persons might offer a gift to an employee. This could be a small item, or something of considerable value. All gifts, however small, must be reported to the Managing Director and recorded. If a gift is offered and then refused because of its value, this must be reported to the Managing Director.

Hospitality

From time to time, customers, suppliers, or other persons might invite an employee to a hospitality event. All such invitations must be reported to the Managing Director. Permission must be given by the Managing Director before an employee accepts any invitation.

Responsibilities of the Managing Director

The Managing Director is responsible for keeping a record of all gifts and hospitality that are offered and/or received by employees.

The Managing Director is also responsible for ensuring that all their employees are aware of this policy, and fully understand the rules in relation to the acceptance of gifts and hospitality.

Attempts to Bribe

Any employee who is concerned that he or she is potentially being bribed should report this matter to the Managing Director.

Donations to Other Organisations

Where the company makes donations to charity, these are managed by the Managing Director. No employee should make donations to a charity without approval.

No donations will be made to charities, political parties, or other organisations with the intention of gaining a business advantage.

3. Company Values (Integrity, Kindness & Quality)

The Company's core values require that responsible and fair business practices are upheld. It is committed to promoting and maintaining the highest level of ethical standards in relation to all its business activities. Its reputation for maintaining lawful business practices is of paramount importance 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 and implementing and enforcing effective systems to counter bribery.

4. Legal Obligations

The 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. A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage.

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.

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 suffer substantial reputational damage.

5. Responsibilities and Reporting Procedure

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.

You must immediately disclose to the Company any knowledge or suspicion you may have that you, or any other employee or associated person, has plans to offer, promise or give a bribe or to request, agree to receive or accept a bribe in connection with the business of the Company. For the avoidance of doubt, this includes reporting your own wrongdoing. The duty to prevent, detect and report any incident of bribery and any potential risks rests not only with the directors of the Company but equally to all employees and associated persons.

The Company encourages all employees and associated persons to be vigilant and to report any unlawful conduct, suspicions or concerns promptly and without undue delay so that investigations may proceed, and any action can be taken expeditiously. Confidentiality will be maintained during the investigation to the extent that this is practical and appropriate in the circumstances.

The Company is committed to taking appropriate action against bribery and corruption. This could include either reporting the matter to an appropriate external government department, regulatory agency or the police and/or taking internal disciplinary action against relevant employees and/or terminating contracts with associated persons.

The Company will support anyone who raises genuine concerns in good faith under this Policy, even if they turn out to be mistaken. It is also committed to ensuring nobody suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or corruption offence has taken place or may take place in the future.

6. Record Keeping

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.

7. Sanctions for Breach

A 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 dismissal.

As far as associated persons are concerned, a breach of this Policy could lead to the suspension or termination of any relevant contract, sub-contract or other agreement.

8. Policy review

This policy will be reviewed every **3 years**, or sooner if changes in legislation occur or new best practice evidence becomes available.

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