

Anti-corruption

& bribery policy



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Revision History

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0.1	25 Feb 2019	Initial Draft	Kat Duffy
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1.5	13 Dec 2023	Make policy generic for all regions of BTS and add regional CEO's contact details.	Matthew Wootton
1.6	12 Feb 2024	Changed wording in section 9. - Who to report to.	Stefan Hellberg
1.7	21 Feb 2024	Took out the word "foreign" in section 4.	Stefan Hellberg

Document Control

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1. Policy statement

It is the policy of BTS to conduct business in an honest and ethical manner. As part of that, we take a zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all our business dealings and relationships, wherever we operate, and implementing and enforcing effective systems to counter bribery.

2. Purpose

BTS will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we conduct business.

3. Scope and applicability

This policy applies to all individuals working for or on behalf of BTS at all levels and grades, whether permanent, fixed-term or temporary, and wherever located, including consultants, contractors, seconded staff, casual staff, agency staff, volunteers, agents, sponsors and any other person who performs services for or on behalf of BTS, (collectively referred to as **Workers** in this policy).

In this policy, **Third Party** means any individual or organisation that Workers come into contact with during the course of work and the running of BTS's business, and includes actual and potential clients, intermediaries, referrers of work, suppliers, distributors, business contacts, agents, advisers, government and public bodies (including their advisers, representatives and officials), politicians and political parties.

4. What is bribery?

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

- giving or offering a bribe;
- receiving or requesting a bribe; or
- bribing a public official.

5. 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. Any gift or hospitality:

- must not be made with the intention of improperly influencing a Third Party or Worker 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;
- must comply with local law in all relevant countries;

- must be given in the name of the organisation, not in an individual's name;
- must not include cash or a cash equivalent;
- must be appropriate in the circumstances;
- must be of an appropriate type and value and given at an appropriate time taking into account the reason for the gift;
- must be given openly, not secretly; and
- in the case of gifts, they must not be offered to, or accepted from, government officials or representatives, politicians or political parties.

BTS appreciates that the practice of giving business gifts varies between countries and regions and what may be normal and acceptable in one region may not be in another. The test to be applied is whether in all the circumstances the gift or hospitality is reasonable and justifiable. The intention behind the gift should always be considered.

6. What is not acceptable?

It is not acceptable for any Worker (or someone on their behalf) to:

- give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that they or BTS will improperly be given a business advantage, or as a reward for a business advantage already improperly given;
- give, promise to give, or offer, a payment, gift or hospitality to a government official, agent or representative to facilitate or expedite a routine procedure;
- accept payment from a Third Party where it is known or suspected that it is offered or given with the expectation that the Third Party will improperly obtain a business advantage;
- accept a gift or hospitality from a Third Party where it is known or suspected that it is offered or provided with an expectation that a business advantage will be improperly provided by BTS in return;
- threaten or retaliate against another Worker who has refused to commit a bribery offence or who has raised concerns under this policy; or
- engage in any activity that might lead to a breach of this policy.

7. Charitable Donations and Sponsorship

BTS only makes charitable donations and provides sponsorship that are legal and ethical under local laws and practices and which are in accordance with BTS's internal policies and procedures.

8. Record keeping

We keep appropriate financial records and have appropriate internal controls in place which evidence the business reason for gifts, hospitality and payments made and received.

9. Responsibilities and raising concerns

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

Workers are required to notify BTS 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 this may happen in the future, or believe that they are a victim of another form of unlawful activity.

Any employee who breaches this policy may face disciplinary action, which could result in dismissal for gross misconduct. We reserve our right to terminate our contractual relationship with non-employee Workers if they breach this policy.

If any Third Party is aware of any activity by any Worker which might lead to, or suggest, a breach of this policy, they should raise their concerns through the Whistleblower website, see GlobalX, or with the local head of each business unit.

Europe – Joel Sigrist, at joel.sigrist@bts.com
MOW – Philios Andreou, at philios.andreou@bts.com
NA – Kathryn Clubb, at Kathryn.clubb@bts.com

10. Training and communication

This policy will be communicated and made easily available to all workers and our zero-tolerance approach to bribery and corruption will, where appropriate, be communicated to clients, suppliers, contractors and business partners.

11. Monitoring and review

BTS monitors the effectiveness and reviews the implementation of this policy at appropriate intervals, considering its suitability, adequacy and effectiveness. Any improvements identified are made as soon as possible. Internal control systems and procedures are also subject to regular review to provide assurance that they are effective in countering any risks of bribery and corruption.

All Workers are aware that they are responsible for the success of this policy and should ensure they use it to disclose any suspected danger or wrongdoing.

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