

Anti-Bribery Policy

APLC-L-PL03-00

1 Zero Tolerance Towards Bribery

Alderley plc and its subsidiaries (“Alderley”) makes the following commitment:

To carry out business fairly, honestly and openly with a zero tolerance towards bribery.

Alderley strongly believes that bribery is wrong and that this form of corruption is detrimental to trade throughout the world. In committing to this policy, Alderley is supporting both the rule of law and the growth of trade.

Alderley complies with the requirements of the UK Bribery Act 2010 and such equivalent legislation as may exist in the territories and countries in which it carries on its business (Anti-Corruption Laws).

Anti-Corruption Laws require Alderley to prevent persons or bodies associated with them from committing bribery on their behalf. This policy applies to all persons working for us or on our behalf in any capacity, including employees at all levels, directors, officers, agency workers, seconded workers, volunteers, agents, contractors, external consultants, third-party representatives and business partners.

All suppliers to any entity of Alderley are required to have in place adequate procedures to meet their obligations under the Anti-Corruption Laws.

2 Objectives

The objective of this policy is to limit Alderley’s exposure to bribery and corruption by:

- Setting out a clear anti-bribery policy;
- Requiring all employees to have an appropriate understanding through the completion of regular training targeted to a person or party’s role such that their duties can be properly performed;
- Encouraging employees to be vigilant and to report any suspicion of bribery through a suitable channel of communication and ensuring sensitive information is treated appropriately;
- Rigorously investigating instances of alleged bribery and assisting the appropriate authorities in any resultant prosecution;
- Taking firm action against any individual(s) involved in bribery.

3 The Policy

Alderley prohibits:

The offering, the giving, the solicitation or the acceptance of any bribe, whether cash or other inducement;

To or from

Any person or company, wherever they are situated and whether they are a public official or body or private person or company;

By

Any individual employee, board member, agent or other person or body acting on Alderley’s behalf;

In order to

Gain any commercial, contractual or regulatory advantage for Alderley in a way which is unethical;

Or in order to

Gain any personal advantage, pecuniary or otherwise, for the individual or anyone connected with the individual.

Further clarification

Alderley prohibits the making of any payment to public officials or any third party for the purpose of securing or accelerating routine processes and procedures or for gaining a business advantage (“Facilitation Payments”). For the avoidance of doubt, this policy prohibits any action or activity that suggests that any Facilitation Payment may be made or will become payable.

Alderley recognises that market practice varies across the territories in which it does business and what is normal or acceptable in one place may not be in another. This policy prohibits any inducement which results in a personal gain or advantage to the recipient, or any person or body associated with them, and which is intended to influence them in order to obtain a business advantage or to secure a certain outcome.

This policy is not meant to prohibit the following practices providing they are customary in a particular market, are proportionate and are properly recorded:

- Normal and appropriate hospitality
- The giving of a ceremonial gift on a festive occasion or at another special time
- The use of any recognised fast-track process which is available to all on a payment of a fee
- The offer of resources to assist the person or body to make the decision more efficiently, provided that they are supplied for that purpose only.

Inevitably, decisions as to what is acceptable may not always be easy. If anyone is in doubt as to whether a potential act constitutes bribery, the matter should be referred to the [Code of Business](#) Group representatives, and if necessary, further guidance can also be sought from the Director of Corporate Governance.

4 Responsibilities

Responsibility of Management

Management at all levels are responsible for ensuring those reporting to them understand and comply with this policy and complete their training via the eLearning provider.

Responsibility of the Employee

You must ensure that you read, understand and comply with this policy.

The prevention, detection and reporting of bribery is the responsibility of all employees throughout Alderley.

Every individual employee, board member, agent or other person or body acting on Alderley’s behalf has the obligation to record accurately and fairly all of their transactions involving any expense of Alderley or any other transactions involving the disposal or transfer of Alderley assets.

If you believe or suspect a breach of this policy has occurred, or that it may occur, you must notify your manager, or report it in accordance with the [Whistleblowing Policy](#) as soon as possible.

Your calls, detailed notes and/or emails will be dealt with confidentially and only by those recipients who have a need to know for the sole purpose of carrying out the necessary investigations and follow-up. As long as a report is made honestly and in good faith, you have the commitment of Alderley and the Alderley plc board of directors that you will be protected from retaliation and that your rights will be enforced.

Responsibility of the Code of Business Group (CoB Group)

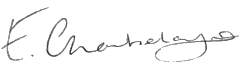

The CoB Group is available to provide further practical guidance and support to managers and/or employees in order to determine the correct notification and recording procedure. The CoB Group will ensure that issues are dealt with consistently, promptly and fairly. Where appropriate, the CoB Group will arrange for additional training to be provided.

5 Breach of Policy

Strict adherence to this policy is necessary for Alderley to sustain its reputation across the globe. Violations of the Code of Business or the Anti-Bribery Policy not only undermine Alderley’s core values, and risk subjecting Alderley to penalties, but for the individuals involved could also mean severe criminal penalties, including a custodial sentence, and will result in appropriate action, including termination of employment from Alderley. If a supplier to Alderley fails to have and maintain in place adequate procedures or is in breach of any Anti-Corruption Law, Alderley will take such appropriate contractual action as may be necessary.

6 Relevant Legislation

- UK Bribery Act, 2010 – United Kingdom
- New Penal Code (Federal Decree – Law no.36 of 2022) – United Arab Emirates
- The Anti-Bribery Law (Expanded by Royal Decree in 2019) – Kingdom of Saudi Arabia
- The Prevention of Corruption Act, 1988 – India
- The Prevention of Corruption Act, Chapter 241 and The Penal Code, Chapter 224 – Republic of Singapore
- Law no.11 of 2004 Issuing the Penal Code – State of Qatar

Rev	Date	Function	Signed	Checked	Approved
03	15/02/2024	Governance		 Tony Mansfield (Feb 15, 2024 14:26 GMT)	