

ANTI BRIBERY POLICY

Policy Group: Data Protection, Security and Information

Effective: June 2021

Approved: Gavin Higgins, Chief Financial Officer

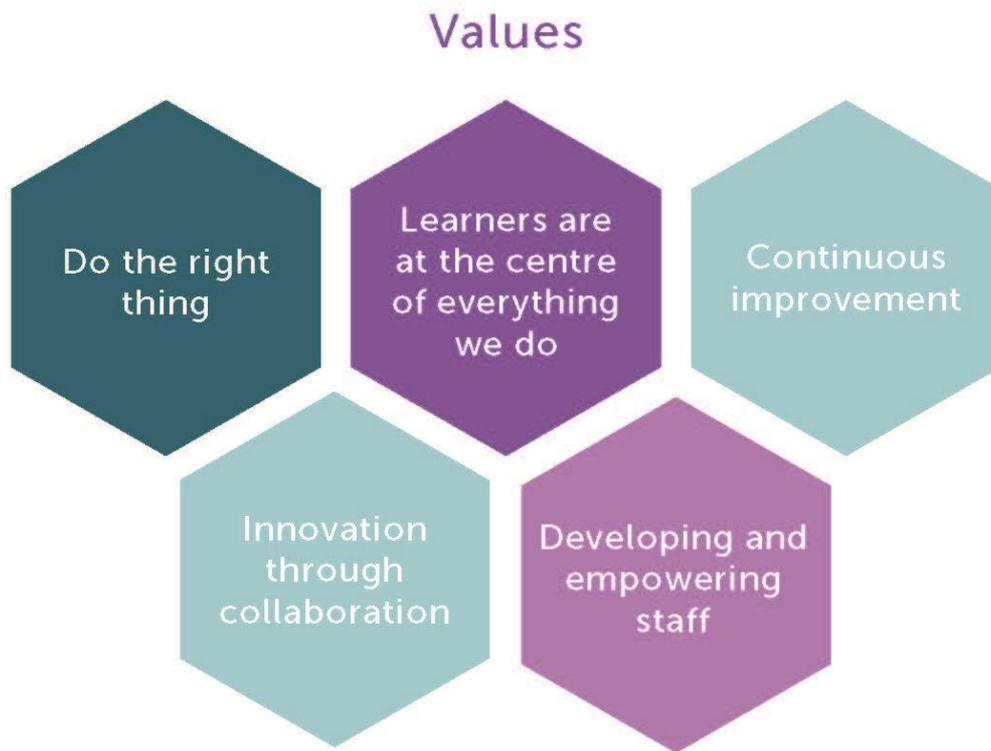
Responsible officer: Gail Crossman, Director of Quality and Performance

Next renew due: June 2022

Ref no.: 6.2

GUIDANCE

Values | Vision | Tone of Voice



Vision

Transforming lives through learning

Tone of voice

Our tone of voice takes its direct influence from our core values.

We are passionate about people and learners and are driven to get the best out of everyone by getting to understand them. We are caring and supportive, as well as being determined and strive for growth. We talk with purpose and enthusiasm in a way that connects and empowers people.

Innovation is at the heart of Learning Curve Group and we're always thinking about what's next!

SUMMARY CHANGES

Date	Page	Details of amendments
07.07.2020	All	LHAA Reflection
04/06/2020	7	Addition of how to report and training on policy

I. INTRODUCTION

Learning Curve Group (LCG) is one of the largest national training providers in the UK, providing education and training nationally. All companies within the LCG family uphold the same company Vision, Mission and Core Values and follow our group policies and procedures.

The policy provides guidance on the standards of behaviour to which we must adhere and most of these reflect the common sense and good business practices that we all work to in any event. This policy is designed to help you to identify when something is prohibited so that bribery and corruption is avoided and provide you with help and; guidance if you are unsure about whether there is a problem and you need further advice.

The Anti Bribery Policy extends to all of our business dealings and transactions; in all countries in which it or its subsidiaries and associates operate. A business associate includes employees including retained consultants and agency staff, subcontractors and suppliers, joint venture partners, agents. This policy sets out a single standard that all employers must comply with, regardless of whether local law or practices might permit something to the contrary. Failure to comply with this policy, whether or not this is intentional, may lead to disciplinary action (up to and including dismissal), and criminal liability for the individual involved (up to and including imprisonment).

Applies to:

All employers and associated persons are required to comply with this policy, in accordance with the Bribery Act 2010.

Reason for policy:

We are committed to full compliance with all relevant anti-bribery and corruption laws and regulations, including the Bribery Act 2010. There are four key offenses under the Act:

- Bribery of another person
- Accepting a bribe
- Bribing a foreign official
- Failing to prevent bribery

II. POLICY

We abide by the highest standards of ethical conduct and integrity in its business activities in accordance with the Bribery Act which came in to force on 1st July 2010. We will not tolerate any form of bribery by, or of, its employees, associates or consultants or any person or body acting on its

behalf. The senior team are committed to implementing effective measures to prevent, monitor and eliminate bribery. All employees are to raise any concerns regarding this policy with their manager.

We are committed to:

- Setting out a clear Anti-bribery Policy and reviewing it annually or as requested, to ensure it remains relevant and appropriate.
- Making all employees aware of their responsibilities to adhere strictly to this policy at all times
- Provide information to all employees, to report breaches and suspected breaches of this policy.
- Encouraging its employees to be vigilant and to report any suspicions of bribery and to provide them with suitable channels of communication and to ensure sensitive information is treated appropriate in a confidential manner to a designated senior manager.
- Ensuring that our business associates are fully aware of their responsibility and are committed to complying with our anti bribery policy
- Taking firm and vigorous action against any individual(s) involved in bribery
- Include appropriate clauses in contracts to prevent bribery

Comments

A criminal offense will be committed under the Bribery Act 2010 if:

- An employee or associated person acting for, or on behalf of, the company offers, promises, gives, requests, receives or agrees to receive bribes.
- The company does not have the defense that it has adequate procedures in place to prevent bribery by its employees or associated persons.

Any breach of this policy is like to constitute a serious damage to the reputation and standing of the company. A relevant function or activity includes public, state or business activities or any activity performed in course of a person's employment, or on behalf of another company or individual, where the person performing that activity is expected to perform it in good faith, impartially, or in accordance with a position of trust.

General Prohibition

All forms of bribery and corruption are prohibited. We will not tolerate any act of bribery or corruption. Any breach of this policy or local law could result in disciplinary action being taken and ultimately could result in dismissal.

A bribe does not actually have to take place – just promising to give a bribe or agreement to receive one is prohibited. Bribery is prohibited when dealing with any person whether they are in the public or private sector and the provision of this policy are of general application. However, many countries have specific controls regarding dealing with public officials and this policy includes specific requirements in these circumstances.

Gifts, hospitality and expenses

Giving or receiving gifts or hospitality is often an important part of maintaining and developing business relationships. However, all gifts and hospitality should be for a genuine purpose, reasonable and given in the ordinary courses of business. Lavish and unreasonable gifts or hospitality whether these are given or received, are unacceptable as they can create the impression

that they are trying to obtain or receive favourable business treatment by providing individuals with personal benefits. In addition, gifts and hospitality can themselves be a bribe. Be careful to avoid even the appearance that the giving or accepting of gifts or hospitality might influence the decision you take on behalf of the company.

Facilitation payments.

Facilitation payments are any payments, no matter how small, given to an official to increase the speed at which they do their job. All facilitation payments are generally prohibited and any request for such a payment should be reported to the Chief Executive Officer.

Agent, distributors, suppliers and joint venture partners.

We could be liable for the acts of people that act on our behalf. This includes agents, distributors, suppliers and joint venture partners (together referred to as “third parties”). As such we are committed to promoting compliance with effective anti-bribery and corruption policies by all third parties acting on behalf of our company.

All third parties should be made aware of their obligations to comply with this policy.

You must not engage any third party who you know or reasonably suspect of engaging in bribery.

All payments and commission to third parties must:

- Be made in accordance with our purchase order / financial standard arrangements and procedures
- By made via bank transfer through the finance department
- Must be in line with generally accepted rates and business practice for the service in question and should not be unjustifiably excessive or unsupportable; and
- Must be made in accordance with the terms of contract with the person or company providing the services.

Dealing with public officials

Although this policy applies to both public and private sectors, dealing with public officials poses a particularly high risk in relation to bribery due to the strict rules and regulations in many countries.

Public officials include those in government departments, but also employees of government owned or controlled commercial enterprises, international organization, policies parties and political candidates.

The provision of money or anything else of value, no matter how small, to any public official for the purpose of influencing them in their official capacity is prohibited.

Compliance with the policy

It is the responsibility of the Chief Executive Office to ensure compliance with this policy in the business. However, each of us has an obligation to act with integrity and to ensure that we understand and comply with the policy. Ongoing compliance will be monitored by the senior management team.

If you feel that you need help / support or further information in order to ensure compliance with this policy, please ask the Director of People.

Reporting / Whistleblowing

We depend on our employees and associated persons to ensure that the highest standards of ethical conduct are maintained in all our business dealings. We therefore request you to assist us and to remain vigilant in preventing, detecting and reporting bribery.

You can report any concerns that you have to either Chief Financial Officer, Chief Executive Officer or the Director of People and you should do this as soon as possible.

Issues that should be reported include:

- any suspected or actual attempts at bribery;
- concerns that other employees or associated persons may be being bribed; or
- concerns that other employees or associated persons may be bribing third parties, such as clients or government officials.

Any such reports will be thoroughly and promptly investigated by an Executive Director in the strictest confidence. Employees and associated persons will be required to assist in any investigation into possible or suspected bribery.

Alternatively, you can report your concerns under the Whistleblowing Policy.

Training

We are committed to ensuring that our colleagues are kept up to date and informed about changes to this policy and we therefore carry out annual mandatory training on this policy that everyone must complete.

III. DEFINITIONS

What is Bribery?

Bribery involves the following:

- When a financial or advantage is offered, given or promised to another person with the intention to induce or reward them or another person to perform their responsibilities or duties improperly (it does not have to be the person to whom the bribe is offered that acts improperly);

or

- When a financial or other advantage is requested, agreed to be received or accepted by another person with the intention of inducing or rewarding them or another person to perform their responsibilities or duties inappropriately (it does not have to be the person who receives the bribe that acts improperly).

It does not matter if the bribe is:

- Given or received directly or through a third party (such as someone acting on LCG's behalf, for example an agent, distributor, supplier, joint venture partner or other intermediary);

or

- For the benefit of the recipient or some other person.

Bribes can take many forms, for example:

- Money (or cash equivalent such as shares)
- Unreasonable gifts, entertainment or hospitality
- Kickbacks
- Unwarranted rebates or excessive commissions (e.g. to sales agents or marketing agents)
- Unwarranted allowances or expenses
- "Facilitation" payment/payments made to perform their normal job more quickly and / or prioritise a particular customer
- Political / charitable contributions
- Uncompensated use of company services or facilities; or
- Anything else of value

How do I know if something is a bribe?

In most circumstances, common sense will determine when a bribe is being offered. However, below are some questions you should ask yourself if in doubt.

1. Am I being asked to pay something or provide any other benefit over and above the cost of the services being performed, for an example an excessive commission, a lavish gift, a kickback or make a contribution to a charity or political organisation?
2. Am I being asked to make a payment for services to someone other than the service provider?
3. Are the hospitality or gifts I am giving or receiving reasonable and justified? Would I be embarrassed to disclose them?
4. When a payment or other benefit is being offered or received, do I know or suspect it is to induce or reward favourable treatment, to undermine an impartial decision making process or to persuade someone to do something that would not be in the proper performance of the jobs