



ANTI-CORRUPTION & BRIBERY POLICY

SeaThor will constantly uphold all laws relating to anti-bribery and corruption in all the jurisdictions in which we operate. We are bound by the laws of the UK, including the **Bribery Act 2010**, in regard to our conduct both at home and abroad.

SeaThor's senior management is committed to preventing bribery and corruption by persons associated with SeaThor and foster a culture within the organisation in which bribery and corrupt activity is never acceptable in accordance with **Principle 2** of the **UK Bribery Act**.

SeaThor is committed to conducting business in an ethical and honest manner and to implementing and enforcing systems that ensure bribery is prevented.

SeaThor has zero-tolerance for bribery and corrupt activities, and is committed to acting professionally, fairly, and with integrity in all business dealings and relationships.

SeaThor recognises that bribery and corruption are punishable by up to ten years of imprisonment and a fine. If the company is discovered to have taken part in corrupt activities, it may be subjected to an unlimited fine, and face serious damage to its reputation. It is with this in mind that we commit to preventing bribery and corruption in our business and take our legal responsibilities seriously.

Bribery refers to the illegal act of offering, giving, promising, asking, agreeing, receiving, accepting, or soliciting something of value or of an advantage so to induce or influence an action or decision.

A bribe refers to any inducement, reward, or object/item of value offered to another individual in order to gain commercial, contractual, regulatory, or personal advantage.

Bribery is not limited to the act of offering a bribe. If an individual is on the receiving end of a bribe and they accept it, they are also breaking the law.

Employees must not engage in any form of bribery, whether it be directly, passively or through a third party.

Corruption is any unlawful or improper behaviour that seeks to gain an advantage through illegitimate means, for example abuse of the powers granted in frame of the employment.

SeaThor accepts normal and appropriate gestures of hospitality and goodwill (whether given to/received from third parties) so long as the giving or receiving of gifts meets the following requirements:

- It is arranged in good faith, and not offered, promised or accepted to secure an advantage for SeaThor or its employees or representatives or to influence the impartiality of the recipient;
- Cash or cash-equivalent gifts (e.g. a voucher or gift certificate) are prohibited;
- Gifts should not be offered to, or accepted from, government officials or representatives, or politicians or political parties, without the prior approval of the employee's line manager;
- It is given in the name of SeaThor, not in an individual's name;
- SeaThor will authorise only reasonable, appropriate and proportionate entertainment and promotional expenditure. This principle applies to employees and those representing SeaThor. And;
- Where it is inappropriate to decline the offer of a gift (i.e. when meeting with an individual of a certain religion/culture who may take offence), the gift may be accepted so long as it is declared to the employee's line manager, who will assess the circumstances.

SeaThor will not make donations, whether in cash, kind, or by any other means, to support any political parties or candidates. It is recognised this may be perceived as an attempt to gain an improper business advantage.

SeaThor permits donating to charities – whether through services, knowledge, time, or direct financial contributions (cash or otherwise) – and agrees to disclose all charitable contributions it makes.

Employees must be careful to ensure that charitable contributions are not used to facilitate and conceal acts of bribery. SeaThor will ensure that all charitable donations made are legal and ethical under local laws and practices, and that donations are not offered/made without the approval of the Board. The Board will keep a record of all charitable donations made by SeaThor.

SeaThor does not allow its employees or its representatives to make, or accept, facilitation payments of any kind.

Facilitation payments are usually small payments (or gifts) made to public officials in order to speed up or facilitate actions that the officials are already duty bound to perform.

SeaThor makes no distinction between facilitation payments and bribes regardless of their size or the local culture and under the UK Bribery Act it constitutes a criminal offence by both the individual and SeaThor.

This Policy applies to all individuals, whether UK or overseas, working for, or on behalf of SeaThor, at all levels including employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, volunteers, interns, agents, sponsors, or any other person associated with SeaThor.

All employees must ensure that they read, understand, and comply with the information contained within this Policy, and with any training or other anti-bribery and corruption information you are given.

All employees are equally responsible for the prevention, detection, and reporting of bribery and other forms of corruption. They are required to avoid any activities that could lead to, or imply, a breach of this anti-bribery policy.

If you have reason to believe or suspect that an instance of bribery or corruption has occurred or will occur in the future that breaches this policy, you must notify the Board 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 instances of alleged bribery will be fully investigated.

Any employee who breaches this Policy could potentially face disciplinary action. For other individuals and companies, SeaThor has the right to terminate any contractual relationship in response to any breach, or suspected breach, of this Policy.

If you refuse to accept or offer a bribe or you report a concern relating to potential act(s) of bribery or corruption, SeaThor understands that you may feel worried about potential repercussions. SeaThor will support anyone who raises concerns in good faith under this Policy, even if an investigation finds that they were mistaken.

SeaThor will ensure that no one suffers any detrimental treatment as a result of refusing to accept or offer a bribe or other corrupt activities or because they reported a concern relating to potential act(s) of bribery or corruption.

SeaThor will keep detailed and accurate financial records and will have appropriate internal controls in place to act as evidence for all payments made.

SeaThor will keep a written record of the amount and reason for hospitality or gifts accepted and given and understand that gifts and acts of hospitality are subject to review by the Board.

The SeaThor Board of Directors ('the Board') is ultimately responsible for overseeing compliance with this Policy and the Procedures.

Date:	11 April 2022
Authorised by:	<i>Andy Simmonds</i>