

# Policy Statement

## Anti-Corruption and Bribery Policy

### Introduction

It is our policy to conduct all our business in an honest and ethical manner. 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 and corruption.

We will uphold all laws relevant to countering bribery and corruption. We remain bound by UK laws, including the Bribery Act 2010 and the Republic of Ireland Anti-Corruption and Bribery Act of 2018, in respect of our conduct both at home and abroad.

### Purpose

The purpose of this policy is to:

- set out our responsibilities, and of those working for and on our behalf, in observing and upholding our position on bribery and corruption; and
- provide information and guidance to those working for and on our behalf on how to recognise and deal with bribery and corruption issues.

It is a criminal offence to offer, promise, give, request, or accept a bribe. Individuals found guilty can be punished by up to ten years' imprisonment and/or a fine. As an employer if we fail to prevent bribery, we can face an unlimited fine, exclusion from tendering for public contracts, and damage to our reputation. We therefore take our legal responsibilities very seriously.

In this policy, "third party" means any individual or organisation you encounter during your work for us, and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.



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### Who Must Comply With this Policy?

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, interns, agents, contractors, external consultants, third-party representatives and business partners, sponsors, or any other person associated with us, wherever located.

### Who Is Responsible for the Policy?

The board of directors has overall responsibility for ensuring this policy complies with our legal and ethical obligations, and that all those under our control comply with it.

The compliance department has primary and day-to-day responsibility for implementing this policy, monitoring its use and effectiveness, dealing with any queries about it, and auditing internal control systems and procedures to ensure they are effective in countering bribery and corruption.

Management at all levels are responsible for ensuring those reporting to them understand and comply with this policy and are given adequate and regular training on it.

Employees of Enva must read, understand and comply with this policy. Employees follow procedures (including HR, procurement, and financial procedures) to minimise the risk of actual or perceived bribery or corruption by employees or third parties.

### What Are Bribery and Corruption?

**"Bribery"** is offering, promising, giving or accepting any financial or other advantage, to induce the recipient or any other person to act improperly in the performance of their functions, or to reward them for acting improperly, or where the recipient would act improperly by accepting the advantage.

An **"advantage"** includes money, gifts, loans, fees, hospitality, services, discounts, the award of a contract or anything else of value.

A person acts **"improperly"** where they act illegally, unethically, or contrary to an expectation of good faith or impartiality, or where they abuse a position of trust. The improper acts may be in relation to any business or professional activities, public functions, acts in the course of employment, or other activities by or on behalf of any organisation of any kind.



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"Corruption" is the abuse of entrusted power or position for private gain.

## What You Must Not Do

It is not acceptable for you (or someone on your behalf) 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;
- give or accept a gift or hospitality during any commercial negotiations or tender process, if this could be perceived as intended or likely to influence the outcome;
- accept a payment, gift or hospitality from a third party that you know or suspect is offered with the expectation that it will provide a business advantage for them or anyone else in return;
- accept hospitality from a third party that is unduly lavish or extravagant under the circumstances.
- offer or accept a gift to or from government officials or representatives, or politicians or political parties;
- threaten or retaliate against another individual who has refused to commit a bribery offence or /who has raised concerns under this policy; or
- engage in any other activity that might lead to a breach of this policy.

## Facilitation Payments and Kickbacks

We do not make, and will not accept, facilitation payments or "kickbacks" of any kind.

"Facilitation payments", also known as "back-handers" or "grease payments", are typically small, unofficial payments made to secure or expedite a routine or necessary action (for example by a government official). They are not common in the UK, but are common in some other jurisdictions in which may we operate.

"Kickbacks" are typically payments made in return for a business favour or advantage.

You must avoid any activity that might lead to a facilitation payment or kickback being made or accepted by us or on our behalf, or that might suggest that such a payment will be made or accepted. If you are asked to make a payment on our behalf, you should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. You should always ask for a receipt which details the reason for the payment. If you have any suspicions, concerns or queries regarding a payment, you should raise these with the compliance department.

## Gifts, Hospitality and Expenses

This policy does not prohibit normal and appropriate gifts, entertainment and hospitality, both received and given, from and to third parties. Routine and inexpensive activities such as business breakfasts/lunches and



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small items of promotional material such as Enva branded marketing items remain appropriate to what we do. However, any other type of gifts, hospitality or entertainment is subject to the following rules:

- they are appropriate to the circumstances and there is no risk that they could be perceived as improperly influencing the recipient;
- they are for the purpose of establishing or maintaining good and ethical business relationships;
- they improve the image or reputation of Enva and is arranged in good faith
- any gifts hospitality or entertainment is not offered promised or accepted to secure an advantage for the company or any of it's employees, or to influence the impartiality of the recipient;

Enva has procedures for accepting or providing gifts, hospitality or entertainment. In general, this should be with the full and open knowledge of your manager and, where possible, in advance. As a rule, the acceptable level of acceptance of Christmas gifts and the like should equate to a maximum of £50/€50, if it is any higher than this it should be politely refused. For employee gifting the expenses system should be used to record any such spending or arrangements.

If you answer yes to any of the following questions about any exchanges, you must discuss the issue with your manager:

1. Is it intended to influence a third party, gain or retain advantage;
2. Is the gift/hospitality in your individual name rather than Enva's name;
3. Is any part of it cash or cash equivalent;
4. Is any part of the transaction secretive;
5. Is it in breach of any local law;

Report to your manager or any other manager any suspected or actual bribery, or any concerns that other employees or associated persons may be linked with bribery. Enva will investigate any allegations or suspected bribery, this includes use of the disciplinary processes and referral of information/investigations to relevant enforcing authorities.

## Donations, sponsorship and political contributions

Sponsorship and charitable donations by any business must be expressly approved in advance by the Divisional Managing Director, COO or CEO of the business. Detailed records must be kept of any sponsorship or charitable donations made.

Any political contribution by a Group business must be expressly approved in advance by the relevant Divisional Managing Director, COO or CEO. Detailed records must be kept of any political contribution made.



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Requests for sponsorship made by Group employees, to customers, suppliers or other third parties may be viewed as inappropriate in some circumstances and so need to be made with caution and with the approval of the Divisional Managing Director, COO or CEO.

## Conflicts of Interest

This is a situation in which personal interest of an employee or representative conflicts with the interests of the business. It can be financial, professional, family or other interests. The Conflict of Interest Policy and associated documentation is available on the employee portal, it is within the Policies & Guidelines section under Group HR.

Please report any such conflicts, or perceived possible conflicts, to your manager so they can support you in managing the situation and process.

## Doing business in high-risk countries

Some countries suffer from widespread bribery and corruption, both within the public and private sectors. We need to be particularly careful where we do business in high-risk countries or deal with parties, such as suppliers or customers, who are based in one of these countries.

Among the steps that we may need to take before doing business with a party in a high-risk jurisdiction are:

- Carry out a background check to see if they have previously been involved in bribery, corruption or other illegal or improper practices.
- Check what policies and procedures they have in place to prevent bribery and corruption within their own organisation.
- Include suitable clauses in any contract that is put in place.
- Look out for danger signs such as payments that have no clear purpose, connections with government or inappropriate hospitality.
- Companies within the Group that regularly do business with parties in high-risk countries must maintain more detailed policies and procedures on those transactions.

## Intermediaries, Suppliers, Agents and Service Providers

Employees of Enva exercise due diligence to prevent bribes being offered or given by intermediaries, suppliers, agents or service providers. Third parties are expected to abide to similar zero tolerance approach to bribery and corruption. Agreements entered into should provide for their termination in the event of actual or perceived corruption or bribery by the third party with any concerns immediately being raised with your manager or any other manager.



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## Record-keeping

We must keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.

You must declare and keep a written record of all hospitality or gifts given or received, which will be subject to managerial review.

You must submit all expenses claims relating to hospitality, gifts or payments to third parties in accordance with our expenses policy and record the reason for expenditure.

All accounts, invoices, and other records relating to dealings with third parties including suppliers and customers should be prepared with strict accuracy and completeness. Accounts must not be kept "off-book" to facilitate or conceal improper payments.

## Your Responsibilities

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

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. You are required to avoid any activity that might lead to, or suggest, a breach of this policy.

You must notify your manager as soon as possible if you believe or suspect that a conflict with this policy has occurred or may occur in the future. For example, if a client or potential client offers you something to gain a business advantage with us or indicates to you that a gift or payment is required to secure their business.

## How to Raise a Concern

You are encouraged to raise concerns about any issue or suspicion of bribery or corruption at the earliest possible stage.

If you are offered a bribe, or are asked to make one, or if you believe or suspect that any bribery, corruption or other breach of this policy has occurred or may occur, you must notify your manager or report it in accordance with our Whistleblowing Policy as soon as possible.



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If you are unsure about whether a particular act constitutes bribery or corruption, raise it with your manager.

## Protection

Individuals who refuse to accept or offer a bribe, or who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. We aim to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.

We are committed to ensuring no one 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 other corruption offence has taken place or may take place in the future. Detrimental treatment includes dismissal, disciplinary action, threats, or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform the compliance department immediately. If the matter is not remedied, and you are an employee, you should raise it formally using our Grievance Procedure.

## Training and Communication

Training on this policy forms part of the induction process for all individuals who work for us, and regular training will be provided as necessary.

Our zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors and business partners at the outset of our business relationship with them and as appropriate thereafter.

## Breaches of this Policy

Any employee who breaches this policy will face disciplinary action, which could result in dismissal for misconduct or gross misconduct.

We may terminate our relationship with other individuals and organisations working on our behalf if they breach this policy.

## Potential Risk Scenarios: "Red Flags"

The following is a list of possible red flags that may arise during you working for us and which may raise concerns under various anti-bribery and anti-corruption laws. The list is not intended to be exhaustive and is for illustrative purposes only.



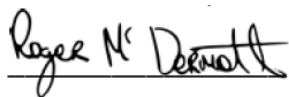


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If you encounter any of these red flags while working for us, you must report them promptly to your manager or using the procedure set out in the whistleblowing policy:

- you become aware that a third party engages in, or has been accused of engaging in, improper business practices;
- you learn that a third party has a reputation for paying bribes, or requiring that bribes are paid to them, or has a reputation for having a "special relationship" with foreign government officials;
- a third party insists on receiving a commission or fee payment before committing to sign up to a contract with us, or carrying out a government function or process for us;
- a third party requests payment in cash and/or refuses to sign a formal commission or fee agreement, or to provide an invoice or receipt for a payment made;
- a third party requests that payment is made to a country or geographic location different from where the third party resides or conducts business;
- a third party requests an unexpected additional fee or commission to "facilitate" a service;
- a third party demands lavish entertainment or gifts before commencing or continuing contractual negotiations or provision of services;
- a third party requests that a payment is made to "overlook" potential legal violations;
- a third party requests that you provide employment or some other advantage to a friend or relative;
- you receive an invoice from a third party that appears to be non-standard or customised;
- a third party insists on the use of side letters or refuses to put terms agreed in writing;
- you notice that we have been invoiced for a commission or fee payment that appears large given the service stated to have been provided;
- a third party requests or requires the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to us; or
- you are offered an unusually generous gift or offered lavish hospitality by a third party.

Signed, for and on behalf of Enva:



Roger McDermott  
Chief Executive Officer

