ELOVADE

Anti-bribery and corruption policy

October 2024

Anti-Bribery and Corruption Policy Statement

It is the policy of Brigantia Partners Limited to conduct business in an honest, fair and ethical manner. As part of that, Brigantia Partners Limited takes a zero-tolerance approach to bribery and corruption and is committed to acting fairly and with integrity in all business dealings and relationships with those employed and associated with it and implementing and enforcing effective strategies to counter bribery and corruption.

Policy Aim

Brigantia Partners Limited will uphold all laws relevant to countering bribery and corruption, including but not limited to, the Foreign Corrupt Practices Act, the Bribery Act 2010, or any other similar law of any other jurisdiction in which the Company operates its business, including, in each case, the rules and regulations thereunder which may be amended from time to time.

Unacceptable behaviour

It is not acceptable for any Brigantia Partners Limited shareholder, director, officers, employees, sub-contractors or agents (or an individual acting on their behalf) to:

- give, promise to give, or offer a payment, gift or hospitality with the expectation of intent that they or Brigantia Partners Limited will be given a business advantage; or
- give, promise to give, or offer a payment, gift or hospitality to foreign or domestic government officials or employees, or to foreign or domestic political parties or campaigns from corporate funds; or
- 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 Brigantia Partners Limited in return;
- used any corporate funds for unlawful contributions, gifts, entertainment or Service which could be considered to result in the improper performance of this Agreement; or
- make any other unlawful payment or engage in any other activity which might lead to a breach of this policy.

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Hospitality and Business Gifts

Brigantia Partners Limited expressly prohibits the giving and receiving of hospitality/business gifts and similar where the intention in doing so is to receive of confer an advantage in return for giving or receiving the hospitality/business gift or similar.

The following rules must be adhered to in relation to hospitality and business gifts:

- all offers of business gifts should be referred to and agreed to by the anti-bribery officer;
- business gifts should not be made without the permission of the anti-bribery officer;
- a record of all business gifts made and received and the reason for the gift should be retained;
- all hospitality must be proportionate and reasonable and in line with Brigantia Partners Limited's hospitality policy; guidance should be sought from the anti-bribery officer as to whether the planned hospitality is proportionate and reasonable;
- records should be maintained of all hospitality provided and accepted, including cost and reason for providing or accepting the hospitality;
- quid pro quo arrangements are expressly prohibited;
- the provision or acceptance of entertainment of a sexual nature is expressly prohibited;
- acceptable hospitality and entertaining may include modest meals with people with whom Brigantia Partners Limited do business (such as providing a modest lunch after a meeting) or the occasional provision of or attendance at sporting or cultural events, provided that the intention is to build business relationships rather than to receive, or confer an advantage;
- the provision of small promotional gifts, such as diaries, pens or similar, will generally be regarded as acceptable;
- employees reviewing expense claims should be alert to the provision of hospitality/business gifts that may be construed as a bribe;
- all concerns should be reported.

Procedure

Brigantia Partners Limited will:

- carry out a risk assessment to ascertain the risk of bribery
- instigate procedures proportionate to that risk
- have good internal controls and record keeping
- secure the commitment of all employees to the prevention and detection of bribery
- undertake due diligence procedures proportionate to the risk of bribery
- effectively communicate the anti-bribery policy to all employees

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- train all employees to recognise bribery so that they can avoid it and be alert to possible instances of bribery
- have clear procedures on what to do should bribery be suspected
- train all employees so that they are aware of what to do should they discover a possible instance of bribery
- monitor and review the effectiveness of the bribery procedures and update them as necessary to ensure they remain active.

Employee Responsibility and Third-Party concerns

a) 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.

b) Workers are required to notify the Managing Director or Finance Director 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.

c) 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.

d) 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 with Brigantia via legal@elovade.co.uk

Review

- Brigantia Partners Limited 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 to enable continuous and effective countering 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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