# Anti-Bribery and Corruption Policy and Procedure

## Scope

**CMC Partnership Consultancy Ltd** ('CMC') supports businesses to achieve their transformation aims through the provision of change management consultancy services.

CMC policies provide a framework for corporate governance. Policies, corporate statements and procedures are reviewed on a regular basis to ensure they meet the needs of the business, including all regulatory, audit and contractual compliance requirements. Changes to policy will be communicated and further training provided if required.

## Roles and responsibilities

- Company directors are responsible for creating an organisational culture which supports delivery of the company's policy objectives.
- Business and line managers provide policy awareness through induction and ongoing training.
- All employees and users of company IT services have a responsibility to adhere to company policy.
- Parties working on behalf of CMC – sub-contractors, third party suppliers and business partners – will be contractually required to comply with specific policies and procedures: Anti-Bribery & Corruption, Environmental, Health & Safety, and Equality policies, CMC's Modern Slavery Statement. Anti-Bullying, Harassment & Acceptable Use and the Information Security Management, Digital & Social Media policies may also apply, depending upon the level of engagement. These documents will be made available on CMC's website, or shared directly with third parties as defined in their contractual agreements.

Non-adherence to CMC policies, associated procedures and formal guidance may result in disciplinary action, including dismissal or contract termination. It may also invoke criminal and/or civil penalties.

This policy set is provided to staff as part of the company's induction process and is shared annually as a refresher to all permanent employees. Recipients are required to sign for receipt and understanding and encouraged to request further information and/or training at any time via their line manager.

**This policy set was reviewed and approved by the CMC Operations Board.**

**Date: 22.09.2026**

**Signed by: Jeanette Lane, Director**




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# Anti-Bribery and Corruption Policy

CMC is committed to achieving the highest standards of ethical conduct and integrity across all of our company business activities. CMC will not tolerate any form of bribery and is fully committed to working in an ethical manner that demonstrates our commitment to anti-corruption and prevention of bribery.

CMC requires all staff, sub-contractors, third party suppliers and business partners to maintain the highest standards of business conduct, achieving full compliance with the anticorruption laws applicable to CMC's operations. This includes the US Foreign Corrupt Practices Act, the UK Bribery Act 2010 and any other anti-corruption laws applicable to nations in which CMC conducts business.

- All staff, sub-contractors, third party suppliers and business partners acting for the benefit of CMC must never offer, provide or authorise the provision of a financial or other advantage to, or for the benefit of, any person or entity to corruptly or unlawfully influence the recipient in any way related to CMC's business.
- All staff, sub-contractors, third party suppliers and business partners acting for the benefit of CMC must never request, agree to receive or accept a financial or other advantage from any person or entity, intending that, in consequence, a business function will be performed improperly, or as a reward for the improper performance of a business function.
- Gifts or entertainment being given or received must be reported to a manager and registered with the Company Secretary, including the purpose and intention for which the gift/entertainment is being given or received.
- The Company Secretary is required to log these activities, providing quarterly updates to the Executive Board for monitoring and risk evaluation. Our financial auditors review on an annual basis the implementation and effectiveness of this policy and its related procedures. This will include reviewing internal financial systems, expenses, corporate hospitality, gifts and entertainment policies.

## Breach or failure to comply

- Any breach of this policy may cause serious damage to the reputation and standing of CMC. CMC may face criminal liability for the unlawful actions relating to bribery taken by its representatives.
- Failure to comply with this policy and a breach of anti-bribery law may lead to disciplinary action, including termination of employment or contract.
- Contractual relationships with other parties may also be terminated should they breach this policy.
- Any instruction to cover up wrongdoing is also a disciplinary offence. If told not to raise or pursue any concern, even by a person in authority such as a manager, you should not agree to remain silent. This policy must be read in conjunction with CMC's Anti-Bribery and Corruption Procedure.


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# Anti-Bribery and Corruption Procedure

## Scope

All business activities carried out in the name of CMC Partnership Consultancy Ltd ('CMC') are governed by the company's Anti-Bribery and Corruption Policy statement and this procedural document. This procedure and associated policy are made available to all staff, contractors, business partners and other interested third parties via the company website, staff noticeboard, induction and contractual documents.

## Objective

This document supplements CMC's Anti-Bribery and Corruption Policy, providing further guidance to all parties working on behalf of the organisation to ensure they understand company policy and comply with current international anticorruption laws, including the UK Bribery Act. This Act introduced the offences of offering or receiving a bribe, bribery of foreign public officials and of a failure to prevent a bribe being paid on an organisation's behalf.

## What is bribery?

- A bribe is a financial or other type of inducement, or reward offered, promised or provided in order to gain a commercial, contractual, regulatory or personal advantage.
- The bribe might be cash, a gift or other inducement to, or from, any person or company, whether a public or government official, official of a state controlled industry, political party or a private person or company.
- It includes both direct and indirect contributions, payments or gifts made in any manner, for example through consultants, contractors, or sub-contractors, agents or sub agents, sponsors or sub sponsors, joint venture partners, advisors, customers, suppliers, or other third parties. This is the case whether you are situated in the UK or overseas.

## What is likely <u>not</u> to be considered to be a bribe?

Everyday genuine hospitality or similar business expenditure that is reasonable and proportionate - where you are looking to cement good relationships, or get to know your clients and potential customers better. This an important part of doing business and is not likely to be considered bribery, as long as the value is reasonable and proportionate to company business.

## Facilitation payments and fast track fees

Facilitation payments, which are payments to induce officials to perform routine functions they are otherwise obligated to perform, are bribes. Legally required administrative fees or fast-track services are not bribes.

## CMC's position

Please read the company's Anti-Bribery and Corruption Policy with this statement.

- As a representative of the company you must not engage in any activity that might lead to a breach of CMC's anti-bribery and corruption policy


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- CMC permits corporate entertainment, gifts, hospitality and promotional expenditure provided that:
  - they are arranged in good faith and demonstrate a clear business objective
  - the expenditure is reasonable, appropriate and proportionate, according to the nature of the business relationship
- CMC will not approve business entertainment where it considers that a conflict of interest may arise, or where it could be perceived that undue influence or a particular business benefit was being sought (for example, prior to a tending exercise)
- As a representative of CMC you must not offer, promise, or give:
  - a payment, gift, entertainment or hospitality with the expectation or hope that a business advantage will be received, or to reward a business advantage already given
  - a payment, gift, entertainment or hospitality to a government official, agent or representative to facilitate or expedite a routine procedure
- As a representative of CMC you must not accept:
  - payment from a third party that you know or suspect is offered with the exception that the third party will obtain a business advantage
  - a gift or hospitality from a third party if you know or suspect is offered or provided with an expectation that a business advantage will be provided by CMC in return

## Record keeping

CMC representatives are expected to apply sound business practices at all times by maintaining accurate records of all accounts, invoices, payment transactions and other documents and records relating to dealings with third parties, contracts or other business activities involving clients, suppliers, public officials or other business contacts.

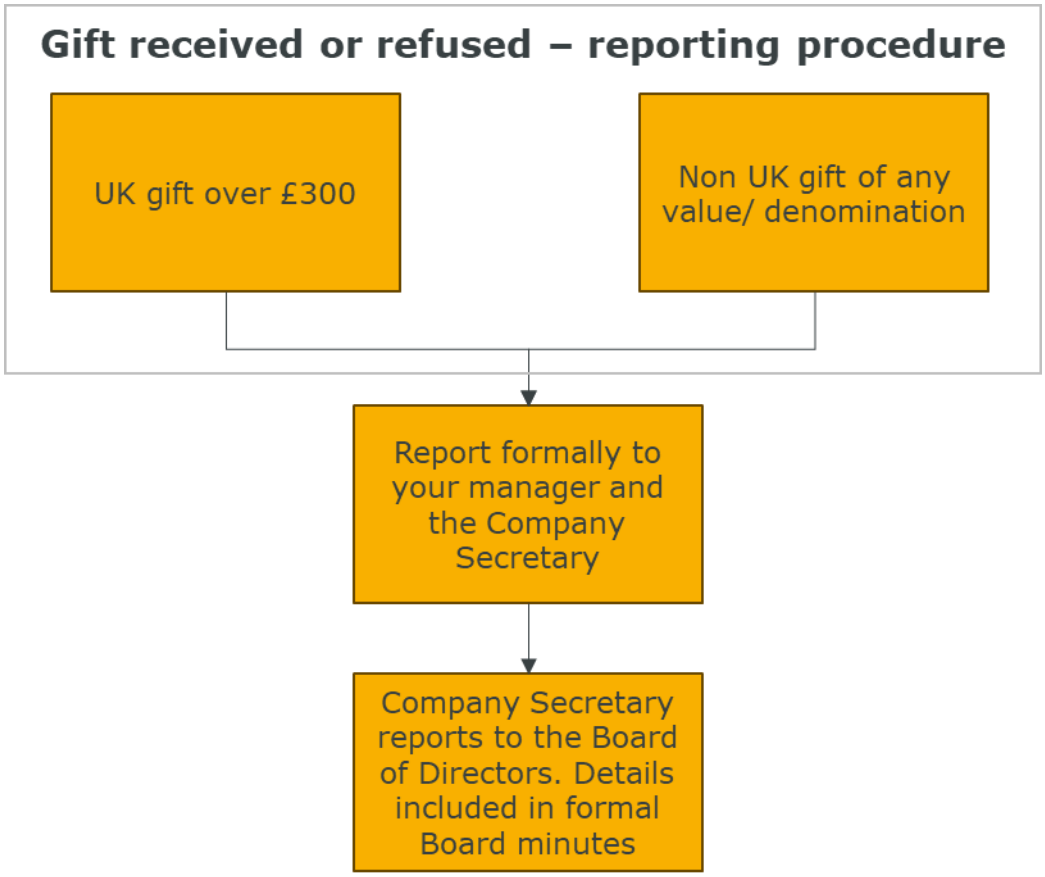
Accounts should not be kept off the record to facilitate or conceal improper payments. It is particularly important to record all due diligence activities undertaken prior to entering into any contract, arrangement or relationship with a potential supplier of services.

## Reporting procedure

### 1. Receipt of gifts

- As a representative of the company you are required to report all gifts, hospitality, entertainment and expenses over the value of £300.00 whether given or received, or indeed refused all within 10 working days to your CMC line or business account manager, and to CMC's Company Secretary.
- If this action takes place outside the UK, all gifts, hospitality and expenses whether given or received, or indeed refused, should be reported immediately to your CMC line or business account manager, and to CMC's Company Secretary.
- In certain circumstances, you may be asked to return gifts to the sender or refuse the entertainment where it could lead to a breach of this policy. As a rule, small tokens of appreciation, such as flowers or a bottle of wine, may be retained by workers.


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## 2. Giving of gifts, hospitality and promotional activity

If you wish to provide gifts to suppliers, clients or other business contacts, prior written approval is required from a CMC Company Director for gifts with a value greater value than £70. Details of the intended recipients, reasons for the gift, and the business objective must be supplied.

## 3. Donations

CMC makes charitable donations that are legal and ethical. No donation must be offered or made without prior approval from a CMC Director. CMC may also support fundraising events involving employees.

## 4. Reporting bribery or suspected bribery

- If you are offered a bribe by a third party, are asked to make a bribe, suspect that this may happen in the future, or believe that you are a victim of another form of unlawful activity, this should be reported to your line manager or account manager as soon as possible.
- You must notify your line or account manager if you believe or suspect that a breach of this policy has occurred or may occur in the future.
- You are encouraged to raise concerns about any issues or suspicions under the Anti-Bribery and Corruption Policy at the earliest possible stage. If you are uncertain as to whether a particular act breaches the Anti-Bribery and Corruption Policy, or if you have any other queries, these should be raised with your line manager, account manager or the Company Secretary.

Examples of issues that should be reported include:


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- any suspected actual attempts at bribery
- concerns that other workers may be being bribed
- concerns that other workers may be bribing other parties, such as clients and government officials

On receiving notification of any of the above, CMC line managers and business account managers are required to report issues directly to the Company Secretary who will escalate to the most appropriate CMC director.

## 5. Whistle blowing

CMC will not tolerate any form of bribery, unlawful persuasion, threats or retaliation.

CMC promotes openness and trust and encourages and supports representatives to reveal unethical acts. It also expects its representatives to be professional at all times, never threatening or retaliating in their dealings with third parties and other company representatives who have refused to commit a bribery offence or who have raised concerns under this policy.

## 6. Investigation & security of evidence

- Where a report of bribery or corruption has been made, the Company Secretary will work with the executive board and business assurance function to determine whether an investigation is warranted.
- If an investigation is required, this will be carried out by selected CMC representatives who are independent of the concern reported.
- As a result of the investigation, any disciplinary action to be taken will be established, documented and a report prepared and delivered to the executive team.
- Evidence, physical assets and records which may be used in subsequent investigations will be secured at an early stage of the investigation.

## 7. Bribery definitions

### Bribing another person

Offering, promising or giving of a reward to make a person perform a relevant function or activity improperly.

### Being bribed

Accepting, agreeing to accept or requesting a reward in return for performing a function or activity improperly. A person being bribed is normally someone who can obtain, retain or direct business.

### Bribes

Bribes can take on many different shapes and forms. Both parties will usually benefit from a bribe but this is not required for a bribe to have taken place.

A bribe could be:

- the direct or indirect promise, offering, or authorisation, of anything of value
- the offer or receipt of any loan, fee, reward or other benefit aimed at motivating improper behaviour

To be found guilty of bribery, an actual bribe does not need to be proven. An offer of a bribe or indication that a bribe would be accepted is enough.


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Further guidance and information can be found within the company's documented Contract Management and Purchasing procedures.

CMC's Whistleblowing Policy also supports the Anti-Bribery and Corruption Policy and Procedure.


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