

Document Title:		Document No:	Applicable from:	Revision No:	Pages:
Anti-Bribery and Corruption Policy		SRT.PO.HUM.HR.014	01/06/2023	1	4
Author:	Verified:	Approved:	Controlled:	Obsolete:	
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## Purpose and scope

Shield is dedicated to conducting all its academic, administrative and commercial operations in a law-abiding and ethical manner and will not tolerate acts of bribery or corruption by staff or its associates in any jurisdictions.

The Company will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which it operates. However, it remains bound by UK laws, including the Bribery Act 2010, in respect of its conduct both at home and abroad.

The purpose of this policy is:

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

The policy and annexes will be reviewed annually and may be updated from time to time, considering developing best practice guidance or case law in the area.

## The Bribery Act 2010

The Company, its employees and associates are subject to the Bribery Act 2010 ("the Act"). The Act creates four criminal offences:

- Promising or offering a bribe;
- Requesting, agreeing to receive or accepting a bribe;
- Bribing a "foreign public official;
- A corporate offence of failing to prevent bribery by persons associated with a commercial organisation.

The first three are offences which may be committed by an individual. The fourth may apply to the Company where it has failed to implement adequate procedures to prevent those associated with it, or acting on its behalf, committing the act of bribery. Individuals found guilty can be punished by up to ten years' imprisonment and/or an unlimited fine. The Company, if found guilty, could face an unlimited fine, exclusion from tendering for public contracts, and damage to its reputation. The Company takes its legal responsibilities very seriously. The Act has extra-territorial effect therefore it can apply to offences which take place in other countries as well as the UK.

## Compliance with the Policy

In line with the Act, this policy applies to all individuals working or performing services for, or on behalf of the Company, at all levels and grades, including temporary and agency staff, contractors, consultants, volunteers, interns and agents ("Staff"). This means that the Policy applies to all overseas contracts and/or subsidiary companies/organisations in any geographic location.

The Policy also applies to third party organisations providing services to or conducting business on behalf of the Company in any geographical location.

The policy applies to all activities of the Company whether related to research, teaching, commercial or other activities.



This policy does not form part of any employee's contract of employment, and it may be amended at any time.

The Company expects the highest standards of compliance with this policy from its staff and associated persons. Any breach of this policy will result in disciplinary action which could ultimately result in dismissal for misconduct or gross misconduct. Where a third-party performing services on behalf of the Company is found to be in breach of this policy, action may be taken to terminate the relevant contractual relationship.

The Company expects individuals to comply with this policy and should be assured that no Company employee or associate will be penalised if the Company loses a contract, bid or other interest because of refusing a bribe.

### **Interpretation of the Policy**

In this policy "third party" or "associated person" means any individual or organisation you come into contact with during the course of your work for or with the Company, and includes anyone performing services on behalf of the Company, including employees, agents, valuers, brokers, partners, consultants, contractors, joint venture partners, suppliers, subsidiaries and other representatives (this may also include registered students of the Company working on Company projects or otherwise conducting research or academic work under Company supervision), joint venture partners, overseas agents, and other service providers such as agents who assist with business activities are all included.

### **The Policy Requirements**

Staff and associated persons, or anyone on their behalf, must not offer, promise or pay bribes nor must they request or receive bribes. A "bribe" is to be interpreted in accordance with the Act.

Any person or organisation performing services for the Company or on its behalf must comply with the Act and this policy and have adequate procedures in place to prevent bribery and corruption.

The Company is committed to ensuring that staff and departments understand and document the risks faced in relation to bribery and take appropriate steps to address those risks. This commitment includes regular training to appropriate members of staff and communication to all staff and third parties.

Appropriate contractual provision regarding the Act must be put in place when dealing with third parties.

Accurate records and financial reporting must be maintained for all activities and for all third-party representatives acting on behalf of the Company.

All financial transactions must be authorised by appropriate management in accordance with internal control procedures.

The Company aims to encourage openness and will support anyone who raises genuine concerns in good faith under this policy. All concerns about any issue or suspicion of malpractice should be raised at the earliest possible stage to either the Company Secretary or the Managing Director. Once an issue has been raised an appropriate manager will be appointed to carry out a thorough investigation into the allegations, with appropriate actions to follow where necessary.

### **Gifts, Entertainment and Hospitality**

Gifts, entertainment and hospitality includes the receipt or offer of gifts, meals or tokens of appreciation or gratitude, or invitations to events, functions, or other social gatherings, in matters connected with Company business.

These activities are acceptable provided they are:

- for a genuine purpose;
- reasonable and proportionate;
- given in the ordinary course of business; and
- in compliance with the Company Expenses and Hospitality policy.

Gifts, hospitality and political or charitable donations will be bribes if they are given or received with the intention of influencing business decisions. Therefore, staff and associated persons, or anyone on their behalf must not give, promise to give, or offer or accept a gift or entertainment or hospitality:

- with the expectation or hope that a business advantage will be received, or to reward a business advantage already given;



- during any negotiations or tender process, if it could be perceived as intended to or likely to influence the outcome;
- that is unduly lavish or extravagant under the circumstances; or
- that is from or to a foreign public official, which includes government officials or representatives, members of a public body and politicians.

When giving, or receiving gifts and hospitality, the following requirements should also be met:

- they comply with any local law;
- they do not include cash or a cash equivalent;
- considering the reason for the gift(s), they are of an appropriate type and value; and
- they are given openly, not in secret.

### **Facilitation Payments**

The Company does not make, and will not accept, facilitation payments of any kind. Facilitation payments are bribes under the Act.

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. They are not common in the UK, but are common in some other jurisdictions in which we operate.

Staff and associated persons, or anyone on their behalf, are prohibited from offering, making, demanding or accepting any facilitation payment.

If you are asked to make a payment on behalf of the Company, 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 your line manager in the first instance.

### **Third Party Representatives**

The Company could be liable for any action taken or bribe paid by a third party if the third party provides services on behalf of the Company and therefore staff and associated persons, or anyone on their behalf who engages with any third party, and in particular, overseas agents and other intermediaries must:

- Follow risk based due diligence procedures as detailed in Annex 3 before engaging with any third party; and
- Ensure that any arrangement with a third party is subject to clear contractual terms including specific terms requiring the third party to comply with minimum standards and procedures in relation to bribery and corruption.

- **I/hereby declare that I have read and understand the enclosed policy;**

Signed.....Print.....

Position.....