

# Anti -bribery Statement

The ISG logo consists of the letters 'ISG' in a bold, sans-serif font, enclosed within a white square border.

ISG is a dynamic global construction services company. Our people specialise in fit out, technology, construction and development and are dedicated to delivering places that help people and businesses thrive. Bribery and corruption is completely contrary to that vision.

ISG believes that corrupt acts are wrong under any circumstances; they expose ISG and its employees to the risk of prosecution, fines, debarment from tendering for business and other penalties, as well as damaging reputations and increasing the cost of doing business.

This Policy statement confirms ISG's intention and commitment to comply with the Bribery Act 2010 (the "Act"), to take measures to operate and carry out business in an open, honest and fair manner and to adopt a zero-tolerance policy towards bribery and corruption.

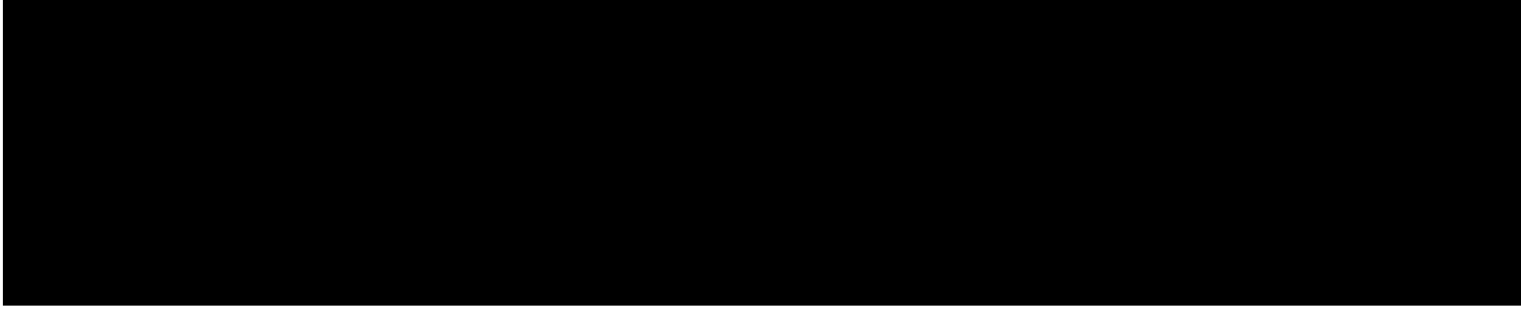
The purpose of this Policy statement, ISG's anti-bribery policy and the ISG Gifts and Hospitality policy (together, the "Policy") is to set standards of behaviour that help prevent ISG from becoming involved in bribery and corruption. The principles underpinning this Policy are the same in every country in the world in which we operate, regardless of business sector, local customs and practices.

ISG will seek to ensure that it:



# Anti -bribery Policy

1. Purpose of this Policy
- 1.1 This Policy will help you to:
  - 1.1.1 understand what bribery and corruption are (not just payments of cash in brown envelopes, but also other kinds of behaviour, gifts or benefits that you may not have previously thought was improper);
  - 1.1.2 identify typical situations in the course of your work that may be “red flags”, which



### 3. Business dealings and contacts

#### Private sector

#### 3.1 Bribery can occur in the private sector (i.e. between companies or their employees) in relation to:

- any activity connected with a business; or
- any activity performed in the course of a person's employment.

#### 3.2 Payments or other advantages that may be bribes could be given to or received from:

- subsidiaries
- labour unions
- customers
- suppliers
- contractors
- agents
- individuals working for any of the above

#### 3.3 How to spot advantages that may constitute bribery/corruption

"Advantages" may be financial or non-financial and could include:

- money
- loans
- donations (including charitable donations)
- an award of business
- employment contracts
- consultancy contracts
- preferential treatment or promises to do or not do something
- gifts and hospitality (see the Gifts and Hospitality policy for more information, a copy of which can be found on the ISG intranet, or is available from the Company Secretary)
- holidays
- any other advantage or benefit which is intended, or perceived to be of value to the recipient or another person (e.g. a relative or friend of the recipient)

## Public Sector

- 3.4 Bribery can also occur in the public sector. This will often take the form of someone in the private sector bribing a public or government official to secure a particular decision or to be awarded a particular benefit or business. There are a number of contexts in which bribery/corruption could arise in the public sector, for example:
- obtaining utilities and similar services
  - the granting of planning or other consents, or of licences for commercial activities by public authorities
  - the granting of subsidies by public authorities
  - contract awards by public authorities
  - any other situations where a public authority or official is on the other side of a business deal or is engaged in discussions with ISG for some other purpose (e.g. lobbying regulators with the power to approve ISG's products and services.)
- 3.5 Each of these situations could involve communication or negotiation with a "public official". A public official can be any person holding any legislative, executive, administrative or judicial position of a State, whether domestic or foreign and whether at local or central government level. They may be:
- appointed or elected
  - permanent or temporary
  - paid or unpaid
  - of any level of seniority
  - legislative, administrative or judicial officials
  - an employee of a government-owned or controlled entity (e.g. nationalised corporations or the NHS)
  - an officer or individual who holds a position in a political party
  - a candidate for public office
  - a person who otherwise exercises a public function for or on behalf of or within any country
  - an employee of a public international organisation (such as the World Bank)
- 3.6 In many countries, public sector employees (e.g. civil servants or doctors) or employees of State-owned enterprises are treated as public officials.
- 3.7 All dealings with public officials or private individuals and enterprises must be open, transparent and conducted in a proper and appropriate way. This will help to ensure that no bribery or corruption takes place, and will also avoid any appearance or suggestion of improper activity.
- 3.8 There may be a temptation to try to influence or expedite the decision-making or actions of the public official in question.

Alternatively, the public official may seek to exploit his position for his own gain or for the benefit of someone else. Advantages offered or given to public officials in either context could be bribes and are strictly forbidden. Refer to the Gifts and Hospitality policy for further details.

3.9

- 3.12 Consider how you and ISG would feel if the transaction or behaviour in question was made public  
– would there be any appearance of wrongdoing?

If the answer to any of the questions above is 'yes', this indicates that the giving/receiving of the advantage may be improper and should therefore be avoided. Speak to your line manager if you are unsure of what to do.

acting on behalf of ISG must be appropriate for the services carried out (which is to be determined objectively as far as possible) and made strictly in accordance with ISG's financial controls.

- 5.7 Payments must never be made or accepted in cash.
- 6. Conflicts of interest
  - 6.1 You must avoid any actual or perceived conflicts of interest.
  - 6.2 This means that you should not allow yourself to be placed in a position where (directly or indirectly) you can personally gain from, or be influenced by, a personal or business relationship or interest in the course of performing your duties for ISG. Even if there is no actual conflict, you should be careful to ensure that even the potential perception of such a conflict is avoided. The safest way to resolve any issues is to disclose the matter to the relevant Managing Director or the Company Secretary. They can then determine what, if anything, should be done. Therefore, you are required to do this whenever you have any concerns that there could be real or perceived conflict of interest involving yourself or anyone else.
  - 6.3 Whilst in the employment of ISG, you may not, unless otherwise agreed in writing with the relevant Chief Operating Officer of ISG (or Enabling Department Head), in consultation with HRSS, undertake any other business or profession, or be or become an employee, director, or agent of any other company, firm or person, or assist or have any financial interest in any other business or profession.
  - 6.4 In addition, in order to avoid actual or perceived conflicts of interests, you must:
    - 6.4.1 When negotiating or authorising a contract with a third party, immediately declare any shareholding or other interest (including any indirect interest, e.g. an interest held by a family member) in that third party company or its holding company, subsidiaries or associated companies. (This requirement does not apply to personal shareholdings in publicly listed companies.)
    - 6.4.2 Not authorise the payment of ISG funds to any outside organisation or charity of which you (or any family member) are a trustee, board member, beneficiary, director or other officer.
    - 6.4.3 Not take part in any business decisions, particularly appointments and the placing of contracts, where they could be influenced by any personal relationship (whether familial or otherwise), or by membership of any social, religious or political association to which entry is restricted by payment, election or oath of loyalty or secrecy.
  - 6.5 As noted above, if at any time you become aware of any potential or actual conflict of interest, you must notify your managing Director or Company Secretary immediately in writing, so that the matter can be considered further and any issues resolved.
- 7. Accounts and financial records
  - 7.1 It is ISG's policy to maintain transparent and accurate books, records and financial reporting within all its business units and for all third parties working on ISG's behalf. This includes in some circumstances producing and maintaining records of payments or advantages made to or received from third parties in accordance with the Gifts & Hospitality policy. You must always follow all financial and accounting policy and controls mandated by ISG and report any concerns or suspicions that this is not being done. You must also report any concerns that the ISG financial policies or controls are inadequate or incomplete in any way to deal with any arrangements or risks that ISG may face.
- 8. Reporting Procedure
  - 8.1 It is your duty immediately to report any knowledge or suspicion of bribery or corruption



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- 8.2 Follow the procedures outlined in ISG's Whistleblowing policy, a copy of which is available within the Governance and compliance section of Workspace.
- 8.3 All reported concerns (including those that have been made anonymously) will be treated in the strictest confidence.
- 8.4 It is much better to speak up than to keep quiet about a concern. Keeping quiet may make you personally liable for being complicit in the bribe or corruption. In addition, failure to report a suspicion or occurrence of bribery and corruption will be taken very seriously by ISG and may result in disciplinary action. You will not suffer any adverse consequences as a result of reporting any suspicion of bribery or corruption.

This policy was approved by the ISG Board of Directors on 11 July 2022