

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

A. INTRODUCTION

This anti-bribery and anti-corruption policy exists to set out the responsibilities of Queensmead Auto Services Ltd (henceforth referred to as Queensmead) and those who work for the company in regard to observing and upholding its zero-tolerance position on bribery and corruption.

It also exists to act as a source of information and guidance for those who work for Queensmead to help them both recognise and deal with bribery and corruption issues as well as understand their responsibilities.

B. POLICY STATEMENT

Bribery is a criminal offence and Queensmead prohibits any form of bribery. Queensmead requires everyone connected with its business to comply with the highest ethical standards and anti-bribery laws applicable. Integrity and transparency are of the utmost importance to Queensmead and the company has a zero-tolerance attitude towards corrupt activities of any kind, whether committed by employees or by third parties acting for or on behalf of the company.

It is prohibited, directly or indirectly, for any employee or person working on Queensmead's behalf, to offer, give, request or accept any bribe – i.e., gift, loan, payment, reward or advantage, either in cash or any other form of inducement – to or from any person or company in order to gain commercial, contractual or regulatory advantage for the company, or in order to gain any personal advantage for an individual or anyone connected with the individual in a way that is unethical.

Queensmead is committed to conducting its business in an ethical and honest manner and to implementing and enforcing systems that ensure that bribery is prevented. It is committed to acting professionally, fairly and with integrity in all business dealings and relationships, wherever in the country it operates.

Queensmead will constantly uphold all laws relating to anti-bribery and anti-corruption in all the jurisdictions in which it operates. The company is bound by the laws of the United Kingdom, including the Bribery Act 2010, in regards to its conduct both at home and abroad.

Queensmead recognises that bribery and corruption are punishable by up to ten years of imprisonment and a fine. If the company is discovered to have taken part in corrupt activities it may be subjected to an unlimited fine, be excluded from tendering for public contracts and face serious damage to its reputation. It is with this in mind that Queensmead commits to preventing bribery and corruption in its business and takes its legal responsibilities seriously.

C. WHO IS COVERED BY THE POLICY?

This anti-bribery and anti-corruption policy applies to all employees (whether temporary, fixed-term or permanent), consultants, contractors, trainees, seconded staff, home workers, casual workers, agency staff, volunteers, interns, agents, sponsors or any other person or persons associated with the company (including third parties). It also applies to any of the company's subsidiaries or their employees, no matter where they are located (within or outside of the UK), as well as Officers, Trustees, Board and / or Committee members at any level.

In the context of this policy, third-party refers to any individual or organisation Queensmead meets and works with. It refers to actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers and government and public bodies. This includes their advisers, representatives and officials, politicians and public parties.

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D. DEFINITIONS OF BRIBERY

Bribery refers to the act of offering, giving, promising, asking for, agreeing, receiving, accepting, or soliciting something of value or of an advantage so as to induce or influence an action or decision.

A bribe refers to any inducement, reward, or object / item of value offered to another individual in order to gain commercial, contractual, regulatory or personal advantage.

Bribery is not limited to the act of offering a bribe. If an individual is on the receiving end of a bribe and they accept it, they are also breaking the law.

Bribery is illegal. Employees or persons working on Queensmead's behalf must not engage in any form of bribery, whether it be directly, passively (as described above) or through a third party (such as an agent or distributor). They must not bribe a foreign public official anywhere in the world. They must not accept bribes in any degree and, if they are uncertain about whether something is a bribe or a gift or an act of hospitality, they must seek further advice from a Director / the compliance manager.

E. WHAT IS AND WHAT IS NOT ACCEPTABLE

This section of the policy refers to four areas:

1. Gifts and hospitality
2. Facilitation payments and kickbacks
3. Political contributions
4. Charitable contributions

1. Gifts and hospitality

Queensmead accepts normal and appropriate gestures of hospitality and goodwill (whether given to / received from third parties) so long as the giving or receiving of gifts meets the following requirements:

- It is not made with the intention of influencing the party to whom it is being given, to obtain or reward the retention of a business or a business advantage, or as an explicit or implicit exchange for favours or benefits.
- It is not made with the suggestion that a return favour is expected.
- It is in compliance with local law.
- It is given in the name of the company, not in an individual's name.
- It does not include cash or a cash equivalent (e.g., a voucher or gift certificate).
- It is appropriate for the circumstances (e.g., giving small gifts around Christmas or as a small thank you to a company for helping with a large project upon completion).
- It is of an appropriate type and value and given at an appropriate time, taking into account the reason for the gift.
- It is given / received openly, not secretly.
- It is not selectively given to a key, influential person, clearly with the intention of directly influencing them.
- It is not above a certain excessive value, as pre-determined by a Director / the compliance manager (usually in excess of £100).
- It is not offered to, or accepted from, a government official or representative or politician or political party without the prior approval of a Director / the compliance manager.

Where it is inappropriate to decline the offer of a gift (e.g., when meeting with an individual of a certain religion / culture who may take offence), the gift may be accepted so long as it is declared to a Director / the compliance manager who will assess the circumstances.

Queensmead recognises that the practice of giving and receiving business gifts varies between countries, regions, cultures and religions, so definitions of what is and what is not acceptable will inevitably differ for each.

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The intention behind a gift being given / received should always be considered. If there is any uncertainty, the advice of a Director / the compliance manager should be sought.

Queensmead realises that the giving and receiving of gifts and hospitality as a reflection of friendship or appreciation where nothing is expected in return may occur, or even be commonplace, in its industry. This does not constitute bribery where it is proportionate and recorded properly.

No gift should be given, nor hospitality offered, by an employee or anyone working on the company's behalf to any party in connection with the company's business without receiving prior written approval from a Director / the compliance manager.

Similarly, no gift or offer of hospitality should be accepted by an employee or anyone working on the company's behalf without receiving prior written approval from a Director / the compliance manager.

As good practice, gifts given and received should always be disclosed to a Director / the compliance manager. Gifts from suppliers should always be disclosed.

2. Facilitation payments and kickbacks

Queensmead does not accept and will not make any form of facilitation payment of any nature. The company recognises that facilitation payments are a form of bribery that involves expediting or facilitating the performance of a public official for a routine government action. The company recognises that they tend to be made by low level officials with the intention of securing or speeding up the performance of a certain duty or action.

Queensmead does not allow kickbacks to be made or accepted. The company recognises that kickbacks are generally made in exchange for a business favour or advantage.

Queensmead recognises that, despite its strict policy on facilitation payments and kickbacks, employees or persons working on Queensmead's behalf may face a situation where avoiding a facilitation payment or kickback may put their / their family's personal security at risk. Under these circumstances, the following steps must be taken:

Keep any amount to the minimum.

Ask for a receipt, detailing the amount and reason for the payment.

Create a record concerning the payment.

Report this incident to a Director / the compliance manager.

3. Political contributions

Queensmead will not make donations, whether in cash, kind, or by any other means, to support any political parties or candidates. The company recognises that this may be perceived as an attempt to gain an improper business advantage.

4. Charitable contributions

Queensmead accepts (and, indeed, encourages) the act of donating to charities – whether through services, knowledge, time or direct financial contributions (cash or otherwise) – and agrees to record all charitable contributions it makes.

Employees must be careful to ensure that charitable contributions are not used to facilitate and conceal acts of bribery.

Queensmead will ensure that all charitable donations made are legal and ethical under local laws and practices, and that donations are not offered / made without the approval of a Director / the compliance manager.

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F. STAFF RESPONSIBILITIES

As an employee or person working on Queensmead's behalf, you must ensure that you read, understand, and comply with the information contained in this policy and with any training or other anti-bribery and anti-corruption information you are given.

All employees and those under the company's control are equally responsible for the prevention, detection, and reporting of bribery and other forms of corruption. They are required to avoid any activities that could lead to, or imply, a breach of this anti-bribery and anti-corruption policy.

If Queensmead suspects that you have committed an act of bribery or attempted bribery, an investigation will be carried out. Where appropriate / applicable, in line with the company's disciplinary procedure, action may be taken against you which may result in your dismissal or the cessation of the company's business arrangement with you.

G. WHAT HAPPENS IF I NEED TO RAISE A CONCERN?

This section of the policy covers three areas:

1. How to raise a concern
2. What to do if you are a victim of bribery or corruption
3. Protection

1. How to raise a concern

If you suspect that there is an instance of bribery or corrupt activities in relation to Queensmead, you are encouraged to raise your concerns at as early a stage as possible. If you are uncertain about whether a certain action or behaviour can be considered bribery or corruption, you should speak to a Director / the compliance manager.

Queensmead has whistleblowing procedures so staff can vocalise their concerns swiftly and confidentially.

2. What to do if you are a victim of bribery or corruption

You must tell a Director / the compliance manager as soon as possible if:

- you are offered a bribe by anyone
- you are asked to make one
- you suspect that an act of bribery or attempted bribery has taken place / will occur in the future, even if you are not personally involved
- you have reason to believe that you are a victim of another corrupt activity.

You may be asked to give a written account of events.

3. Protection

If you refuse to accept or offer a bribe, or you report a concern relating to a potential act of bribery or corruption, Queensmead understands that you may feel worried about potential repercussions. Queensmead will support anyone who raises concerns in good faith under this policy, even if investigation finds that they were mistaken.

Queensmead will ensure that no one suffers any detrimental treatment as a result of refusing to accept or offer a bribe or other corrupt activities or because they reported a concern relating to potential acts of bribery or corruption.

Detrimental treatment refers to dismissal, disciplinary action, threats, or unfavourable treatment in relation to the concern the individual raised.

If you have reason to believe that you have been subjected to unjust treatment as a result of a concern or refusal to accept a bribe, you should inform a Director / the compliance manager immediately.

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H. TRAINING AND COMMUNICATION

Queensmead's anti-bribery and anti-corruption policy and zero-tolerance attitude will be available to all applicable parties.

Queensmead will provide details of this policy as part of the joining process for all new staff and will provide relevant anti-bribery and anti-corruption training to its staff, etc., wherever the company feels their knowledge of how to comply with the Bribery Act needs to be enhanced. As good practice, all businesses should provide their staff with anti-bribery training where there is a potential risk of facing bribery or corruption during work activities.

This policy must be read, understood and complied with.

I. RECORD KEEPING

Queensmead will keep detailed and accurate financial records and will have appropriate internal controls in place to act as evidence for all payments made. A record will be made by a Director / the compliance manager of every instance in which gifts or hospitality are given or received.

J. MONITORING AND REVIEWING

As the law is constantly changing, this policy is subject to review and Queensmead reserves the right to amend this policy without prior notice.

A Director / the compliance manager is responsible for monitoring the effectiveness of this policy and will review its implementation on a regular basis. They will assess its suitability, adequacy and effectiveness.

When needed, any improvement will be applied as soon as possible. Staff are encouraged to offer feedback and feedback of this nature should be offered to a Director / the compliance manager.