

Arada London Anti Bribery and Corruption Policy

February 2026

1. Introduction Arada London and its group companies values its reputation and is committed to maintaining the highest level of professional and ethical standards in the conduct of its business affairs. The actions and conduct of the company's staff as well as others acting on the company's behalf are key to maintaining these standards and each individual has a personal obligation to ensure that the policy is adhered to.

The purpose of this document is to set out the company's policy in relation to bribery and corruption. The policy applies strictly to all employees, directors, agents, consultants, contractors and to any other people or bodies associated with the Arada London group of companies, within all regions, areas and functions.

The company takes a zero-tolerance approach towards bribery and corruption and is committed to upholding all laws relevant to combatting bribery and corruption in the jurisdictions in which it operates. This policy applies to everyone in the company in any of the company's offices worldwide (including those operating within branch and/or subsidiary companies). If there is any inconsistency or conflict between the policy and local custom in any jurisdiction the policy will prevail except for where the local custom is required by the written law of that jurisdiction, in which case the local law will apply.

2. Understanding and recognising bribery and corruption

A bribe is an inducement or reward offered, promised or provided to gain any improper commercial, contractual, regulatory or other advantage (including a non-financial advantage) ("a bribe"). Bribes are not restricted to cash or monetary payments. Any act which is designed to obtain an improper advantage can constitute a bribe, including but not limited to, gifts, hospitality, entertainment, facilitation payments¹ and kickbacks². Similarly there is no minimum threshold for what can constitute a bribe.

Corruption is any form of abuse of entrusted power for private gain and may include, but is not limited to offences under the Bribery Act 2010.

Under the Bribery Act, it is a criminal offence:

- To bribe another person;
- To be bribed by another person;
- To bribe a foreign public official; and
- For corporate entities to fail to prevent bribery. This means that the company could be found guilty of an offence where persons associated with the company (including third parties) give or receive a bribe with the intention of obtaining or retaining business for the company (or some other form of business advantage)

¹ A facilitation payment is typically a small, unofficial payment made to secure or speed up a routine action by a government official. They can be common in jurisdictions outside the UK.

² Kickbacks are payments made in return for a business favour or advantage.

3. Key risk areas Bribery and corruption can be a risk in respect of many activities of the company. These activities include, but are not limited to:

High risk jurisdictions: providing services to individuals/organisation and/or entering into relationships with third parties based in high risk jurisdictions.

Excessive gifts, entertainment and hospitality: the giving or receiving of gifts, hospitality, donations or sponsorship. These can be used to exert improper influence on decision makers. Please see section 5 of this policy for more details.

Facilitation payments: are used by businesses or individuals to secure or expedite the performance of a routine or necessary action to which the payer has an entitlement as of right. The company will not tolerate or excuse such payments being made.

Reciprocal agreements: or any other form of 'quid pro quo' are never acceptable unless they are legitimate business arrangements which are properly documented and approved by management. Improper payments to obtain new business, retain existing business or secure any improper advantage should never be accepted or made.

Actions by third parties for which the company may be held responsible: can refer to a range of people including but not limited to: counterparties, agents, contractors, consultants joint venture partners, advisors, business contacts, government and public bodies. Appropriate due diligence should be undertaken before a third party is engaged. Third parties should only be engaged where there is a clear business rationale for doing so, with an appropriate contract. Any payments to third parties should be properly authorised and recorded.

Record keeping: can be exploited to conceal bribes or corrupt practices. We must ensure that we have robust controls in place so that our records are accurate and transparent.

A non-exhaustive list of "red flags" is set out in Appendix 1.

4. Arada London's Policy Arada London will not tolerate bribery or corruption in any form.

This policy is designed to mitigate against the risk of bribery and corruption in relation to the specific risk areas and more generally by:

- Identifying the responsibilities of the company, its employees and third parties;
- Providing guidance on identifying and resolving bribery and corruption issues to enable compliance with this policy; and
- Setting out the steps to be taken if you become aware of any potential breach of anti-bribery and corruption laws

The company prohibits the offering, giving, solicitation or acceptance of any bribe or corrupt inducement, whether in cash or in any other form.

If you are offered or asked for a bribe you must:

- a. decline and explain that such conduct contravenes anti-bribery and corruption laws and the company's anti-bribery and corruption policy
- b. immediately contact Simon De Friend or Marc Eden to make a confidential report of the incident; and
- c. follow any steps requested by Simon De Friend or Marc Eden

This policy is not intended to prohibit the following practices provided they are appropriate, proportionate and are properly recorded:

- Gifts, entertainment and hospitality in accordance with section 5 of this policy.
- Fast tracking a process which is legitimately available to all on the payment of a fee; and/or
- Providing resources to assist a person or body to make a decision more efficiently, provided that it is for this purpose only

5. Gifts, hospitality and entertainment

It may not always be a simple matter to determine whether a possible course of action is appropriate. If you are in any doubt as to whether a possible act might be in breach of this policy or the law, the matter should be referred to Simon De Friend or Marc Eden.

This Policy does not prohibit proportionate and appropriate corporate hospitality, promotional or other business expenditure, or modest gifts being given to or received from third parties, provided that:

- a. the gift or expenditure is not intended to influence, or could not be regarded as influencing, a business decision by the recipient;
- b. the expenditure is proportionate and genuine (that is, intended to build and maintain business relationships and/or market the company's services), and is neither lavish nor extravagant, nor could be construed as such;
- c. the gift or expenditure complies with local law;
- d. the gift or expenditure does not include cash or a cash equivalent (such as gift vouchers);
- e. the gift or expenditure is given/received openly, not secretly and is logged on Arada London's Gifts & Hospitality Register; and
- f. the procedure described below is followed in respect of:
 - i. any corporate hospitality given or received exceeding £200 per head in value (the threshold does not apply to expenditure by the company on its own personnel);
 - ii. any corporate gift given or received exceeding £100 per head in value; and
 - iii. any charitable donation given or received exceeding £100

Procedure for gifts and hospitality

This procedure applies to gifts and hospitality provided to third parties by us and gifts and hospitality provided to us by third parties. As stated above, you can give or receive proportionate and appropriate corporate hospitality or gifts to/from third parties provided that all details are logged in Arada London's Gifts & Hospitality Register and approval is sought in advance from Simon De Friend or Marc Eden for any expenditure which exceeds the following thresholds (in aggregate annually):

Any corporate hospitality given or received	Any gift given or received	Any charitable donation
exceeding £200 per head in value	exceeding £100 per head in value	exceeding £100

Please note that:

- a. "Hospitality" is defined broadly and includes, for example, covering someone's travel costs as recipient or provider;
- b. "Gifts" is defined broadly and includes, for example, donating items such as raffle prizes; and
- c. "Charitable donations" is defined broadly and includes, for example, a request for sponsorship at a sporting event

When requesting approval please provide the following information in writing:

- a. date of the proposed hospitality/gift/donation;
- b. names of each provider(s) and each recipient(s) of the hospitality/gift/donation;
- c. the nature of the hospitality/gift/donation (e.g. tickets to a sporting event);
- d. the purpose of the hospitality/gift/donation (e.g. developing a business relationship);
- e. the "per head" spend on each non-company recipient;
- f. confirmation that the offer or acceptance of the hospitality/gift/donation is not intended to influence a decision-maker to award or obtain a business advantage improperly (e.g. that, as far as you are aware, there is no forthcoming pitch, tender, contract renewal or other formal decision process).

All approvals will be recorded in the company's Gifts and Hospitality Register.

6. Third parties

Third parties are defined in this policy as being persons "associated" with the company. Third parties will therefore include individuals or organisations that the company comes into contact with during the course of its work, for example, suppliers, contractors, advisors, professional service providers, business contacts, joint venture partners, agents and government and public bodies. As indicated above, under the Bribery Act a company can be held liable for a failure to prevent bribery where a third party associated with the company, or acting on the company's behalf, gives or receives a bribe with the intention of obtaining or retaining a business advantage for the company or someone else. It is a defence to show that the company had adequate procedures in place to prevent third parties committing bribery and corruption on its behalf. It is therefore vital that this policy is followed whenever third parties perform services for or on behalf of the company.

When instructing (formally or informally) a third party the following is required:

- a. Perform due diligence checks to confirm the reputability and credibility of the third party
- b. Assess the bribery and corruption risk of the third party, considering the jurisdiction and sector. Where it is determined that there is a high risk element involved consider asking for a copy of the third party's anti-bribery and corruption policy or obtaining similar assurances as necessary.
- c. Incorporate anti-bribery and corruption wording into all contractual documentation
- d. Advise third parties of the company's expectations regarding bribery and corruption; namely that the company prohibits anyone working on its behalf from offering or giving anything of value (including facilitation payments and gifts) to any person to gain a business advantage or to induce that person to carry out their business or duties improperly

7. Employee responsibility and how to raise a concern

The prevention, detection and reporting of bribery or corruption is the responsibility of all employees throughout the company. If you become aware or suspect that an activity or conduct which is proposed or has taken place is a bribe or corrupt or if you become aware or suspect that the policy has not been complied with by anyone in the company, then you have a duty to report this immediately. **Any such incidents should be reported to Simon De Friend or Marc Eden.**

The company is committed to ensuring that no-one suffers any detriment as a result of reporting any breaches or suspected breaches of this policy.

We aim to encourage transparency and openness and will support anyone who raises genuine concerns in good faith under this policy even if they turn out to be mistaken.

In addition to the penalties under the Bribery Act outlined above, any failure to report bribery or suspected bribery will be treated as a serious disciplinary offence and could lead to dismissal.

8. Ongoing monitoring and training

Bribery Act compliance will be raised at board meetings. The Board will review the policy periodically to ensure that it remains adequate/effective. Online training is required to be undertaken by all staff annually.

Appendix 1: Red flags – bribery and corruption indicators

The red flags below are non-exhaustive list of scenarios which may indicate bribery and corruption. This list is for illustrative purposes only and there may be other scenarios not listed which raise concerns of bribery and corruption and should be notified in accordance with this policy.

- a. A third party insisting on receiving a commission or fee payment before committing to enter into a contract with the company or carrying out a government function or process
- b. A third party requesting payment in cash or refusing to provide an invoice or receipt for a payment made
- c. A request that payment is made to a different country to where the third party resides or conducts business
- d. A request for an unexpected additional fee or commission to “facilitate” a service
- e. A request for the use of an agent, intermediary, supplier, consultant unknown to the company whose reputation and credibility you are unable to verify
- f. Becoming aware that a third party engages in or has been accused of engaging in improper business practices
- g. Invoices that appear to be customised or non-standard
- h. A refusal to commit terms to writing
- i. Inconsistent invoicing amount compared to the service provided.
- j. A third party demanding entertainment or gifts before commencing or concluding contractual negotiations or the provision of services
- k. Unusually generous gifts or lavish hospitality, including unusually generous hospitality extended to persons related to a customer third party
- l. A request to provide hospitality without attending and/or being offered hospitality at which the offeror will not be present