

## **Anti – Corruption & Bribery Policy**

### **Policy Statement**

We are committed to eliminating all risk of bribery and corruption in our business. We comply with the UK Anti-Corruption & Bribery Act 2010 and the US Foreign Corrupt Practices Act 1977 (FCPA). Durbin PLC expects all our customers and partners to uphold the spirit of this policy and to not do any act or thing, nor commit to do any act or thing, for the benefit of, in the name of, or on behalf of us, that could cause us to be in breach of this policy or could be construed as an offence under any applicable anti corruption legislation (but not limited to) the UK Bribery Act 2010 and the US Foreign Corrupt Practices Act 1977 (FCPA).

### **What is bribery**

A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage. Bribes are not always the handing over of cash. Gifts, hospitality and entertainment can be bribes if they are intended to influence a business decision.

### **Gifts & hospitality**

Other than accepted codes of practice within the pharmaceutical industry regarding promotional spending and gifts etc, Durbin PLC do not prohibit normal and appropriate hospitality and promotional expenditure (given and received) including corporate entertainment and gifts, to or from third parties that is undertaken:

- For the purpose of establishing and maintaining good business relationships.
- To improve the image and reputation of Durbin PLC.
- To present Durbin PLC's goods/services effectively.
- Which has been authorised by a senior or line manager.

Outside of the above, employees should not:

- Offer, promise, authorise or make any payment or transfer of value, including gifts, hospitality or other advantage to anybody (including Public Officials) or organisations.
- Accept, receive, and request any kind of gift, money, anything of value, hospitality or any other unfair advantage for an improper purpose or performance of an activity.

The act of bribery does not have to include money. Offering or promising to give something to influence someone's behaviour or actions is bribery. It is also bribery if done indirectly via any third party, including sponsors, joint venture partners, customers or suppliers.

### **Facilitation payments & kickbacks**

Other than contractually agreed rebate contracts, signed in an official capacity on behalf of both Durbin PLC and a customer or supplier, and based on Durbin PLC or the customer achieving targeted set levels of business, we do not make, and will not accept, facilitation payments or "kickbacks" of any kind.

Facilitation payments are typically small, unofficial payments made to secure or expedite a routine government action by a government official. Kickbacks are typically payments made in return for a business favour or advantage.

All employees must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback will be made or accepted by us.

Any employee who is asked to make a payment on our behalf should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. The employee should always ask for a receipt which details the reason for the payment. If the employee has any suspicions, concerns or queries regarding a payment, they should raise these with their manager.

### **Donations**

Durbin PLC do not make contributions to political parties. We only make charitable donations that are legal and ethical under local laws and practices. No donation may be offered or made without the prior approval of the Senior Management Team.

### **Record - keeping**

Durbin PLC will keep financial records and have appropriate internal controls in place which will evidence the business reason for making any payments to third parties.

All expense claims relating to hospitality, gifts or expenses incurred to third parties must be submitted in accordance with our expenses policy and specifically record the reason for the expenditure.

All accounts, invoices, memoranda and other documents and records relating to dealings with third parties such as clients, suppliers and business contacts, must be prepared and maintained with strict accuracy and completeness.

No accounts may be kept "off book" to facilitate or conceal improper payments. The Company views the keeping accounts "off-book" as gross misconduct which will lead to termination of employment.

### **How to raise a concern**

Employees are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. No employee will suffer any detriment as a result of raising genuine concerns about bribery (please see Whistleblowing Policy), even if they turn out to be mistaken. If an employee has any queries, such as whether a particular act constitutes bribery or corruption, these should be raised with their manager or through the Anonymous Suggestions System on the Company intranet.

### **What to do if you are a victim of bribery or corruption**

It is important that employees tell their manager as soon as possible if they are offered a bribe by a third party, are asked to make one, suspect that this may happen in the future, or believe that they are a victim of another form of unlawful activity.

Durbin PLC are committed to ensuring no one suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or other corruption offence has taken place, or may take place in the future.

### **Who is covered by the policy**

This policy applies to all individuals working at all levels, including senior managers, board of directors, employees (whether permanent, fixed-term or temporary), suppliers, clients, and any other person or company providing services on behalf of Durbin PLC.

### **Your responsibilities**

Durbin PLC requires all employees to read, understand and comply with this policy. The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for Durbin PLC or under our control. Employees are required to avoid any activity that might lead to, or suggest, a breach of this policy.

Any employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct.

### **Protection**

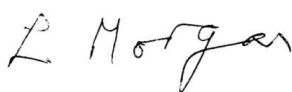
Employees who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. We aim to support anyone who raises genuine concerns in good faith under this policy even if they turn out to be mistaken (please see Whistleblowing Policy).

### **Audit**

The effectiveness of this policy will be regularly reviewed by the Board of directors.

### **Board Approval**

This statement has been approved by the Company's board of directors and signed by the Chief Executive Officer, who will ensure it is reviewed annually and published.



Leslie Morgan  
CEO  
Durbin PLC

**Date:** 1<sup>st</sup> January 2019

