

Muntons plc

Anti Bribery & Corruption Policy

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Document Control

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1. Purpose

Muntons plc (the "Company") values its reputation for ethical behaviour, financial integrity and responsible business conduct. We take a zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all our business dealings and relationships, wherever we operate. The Company is further committed to implementing and enforcing effective systems, controls and procedures designed to prevent bribery and corruption.

The purpose of this policy is to:

- a. Set out the Company's responsibilities and the responsibilities of all individuals working for us or acting on our behalf, in understanding, observing, and upholding the Company's position on bribery and corruption.
- b. Provide clear information, expectations and practical guidance to those working for or representing the Company on how to identify, prevent, respond to and report actual or suspected bribery or corruption.
- c. Ensure compliance with all applicable anti-bribery and anti-corruption laws and regulations, including (but not limited to) the UK Bribery Act 2010 and reinforce the Company's commitment to lawful and ethical conduct.
- d. Protect the Company, its employees and its stakeholders by helping to safeguard against regulatory, financial, operational and reputational risks associated with bribery and

2. Scope

This policy applies to all individuals working for Muntons plc (the "Company") at every level and in every location. It covers:

- All employees, whether permanent, fixed term, or temporary
- Directors and officers of the Company
- Contractors, consultants, agency workers, secondees and apprentices
- Third parties acting on the Company's behalf, including agents, distributors, intermediaries, suppliers, joint venture partners and any other business associates

This policy applies to all business activities undertaken by or on behalf of the Company, in the UK and internationally

3. Policy Statement

Muntons plc has a zero-tolerance approach to bribery and corruption in all its forms. Bribery and corruption are prohibited, whether they occur directly or indirectly, and regardless of local customs, practices, or perceived business expectations in the countries in which the Company operates.

Bribery and corruption can take many forms and are not limited to the examples set out below. These examples are provided to support understanding and do not represent an exhaustive list. Any conduct that undermines integrity, fairness, or transparency in business dealings is unacceptable and must be reported in accordance with this policy.

Bribery

Bribery is the offering, promising, giving, requesting or accepting of any financial or other advantage to induce or reward the improper performance of a function, activity or decision, or to secure an unfair commercial or business advantage. Bribes may take many forms, including cash payments, gifts, hospitality, favours, services, or other benefits, whether provided directly or through a third party.

Corruption

Corruption is the abuse of entrusted power, position, or authority for private, personal, or improper gain. This may include, for example, favouring individuals or organisations because of personal relationships, conflicts of interest, or improper influence, or the misuse of confidential or privileged information to gain an unfair advantage.

The Company is committed to:

- Complying fully with all applicable anti-bribery and anti-corruption laws and regulations, including the UK Bribery Act 2010
- Maintaining effective systems, controls, and procedures designed to prevent, detect, and respond to bribery and corruption risks
- Ensuring transparency and accountability in all business dealings and decision-making processes
- Promoting a culture where bribery and corruption are never acceptable, and where employees and third parties feel confident to raise concerns without fear of retaliation
- Taking prompt, proportionate, and decisive action where bribery or corruption is suspected or identified



All employees and third parties acting on behalf of the Company are expected to comply with this policy at all times. Any breach of this policy will be treated as a serious matter and may result in disciplinary action, termination of contract and, where appropriate, referral to law enforcement authorities.

4. Roles and Responsibilities (Governance)

Effective prevention of bribery and corruption requires clear roles, responsibilities, and oversight across the Company. Everyone engaged by or representing Muntons plc (the "Company") has a part to play in maintaining the highest standards of integrity and ethical conduct.

4.1 Board of Directors

The Board has overall responsibility for ensuring the Company complies with its legal and ethical obligations in relation to anti-bribery and anti-corruption. The Board is responsible for:

- Approving this policy and any material changes to it
- Setting the "tone from the top" and promoting a culture of integrity and zero tolerance for bribery and corruption
- Overseeing the effectiveness of the Company's anti-bribery and corruption framework, controls, and risk management processes

4.2 Executive Leadership Team

Senior management is responsible for implementing the policy and ensuring appropriate processes and controls are in place across their respective areas. This includes:

- Promoting compliance and ethical behaviour within their teams
- Ensuring employees understand their responsibilities and complete required training
- Ensuring bribery and corruption risks are identified, assessed and mitigated within their functional areas
- Allocating sufficient resources to support compliance activities

4.3 Company Secretary / Legal & Compliance

The Company Secretary or designated compliance lead is responsible for:

- Acting as the policy owner for the anti-bribery and corruption framework
- Providing advice, guidance, and interpretation of this policy
- Maintaining supporting procedures, training and risk assessment processes
- Coordinating investigations into suspected breaches and ensuring appropriate escalation
- Keeping the policy up to date with legal requirements and best practice

4.4 Line Managers

Managers at all levels play a crucial role in day-to-day compliance. They are responsible for:

- Ensuring their teams understand and comply with this policy
- Supporting colleagues in identifying and addressing bribery and corruption risks
- Ensuring employees complete relevant training
- Raising concerns or suspected breaches promptly through the appropriate channels

4.5 All Employees

Every employee is individually responsible for upholding the Company's commitment to zero tolerance of bribery and corruption. Employees must:

- Read, understand and comply with this policy
- Complete all mandatory training and declarations
- Remain alert to bribery and corruption risks and report any concerns immediately
- Avoid any activity that could lead to, or appear to lead to, a breach of this policy

5. Procedures and How to Comply

All individuals working for or on behalf of Muntons plc (the "Company") must follow the procedures below to ensure compliance with this Policy and to help prevent, detect, and report bribery and corruption.

5.1 Reporting Concerns

Any suspicion, concern, or knowledge of actual or attempted bribery or corruption must be reported immediately.

Concerns may be raised through any of the following channels:

- Line Manager
- Finance Department
- Confidential and anonymous Whistleblowing channels:
 - Telephone: 0800 988 6818
 - Online: www.seehearspeakup.co.uk/en/file-a-concern

The Company strictly prohibits retaliation against any individual who raises a concern in good faith. Victimization, intimidation, or adverse treatment of whistleblowers will be treated as a serious disciplinary matter.

Employees and third parties are expected to report concerns promptly, even if they are unsure whether an action amounts to bribery; raising a suspicion is enough.

5.2 Prohibited Activities

The following activities are strictly prohibited. Employees, officers, and third parties acting on the Company's behalf must never:

- Offer, promise, give, request, or accept cash, gifts, benefits, travel, or hospitality intended to influence, or that could reasonably appear to influence, a business decision
- Provide or receive kickbacks, secret commissions, or improper inducements
- Offer, give, or authorise anything of value to secure or retain business, influence a contract award, or gain an improper advantage
- Make facilitation payments ("grease payments"), regardless of local custom, except where an individual's health or safety is at immediate risk
- Misuse their position within the Company for personal benefit or to benefit others improperly
- Conceal, fail to report, or attempt to cover up suspected bribery or corruption

A breach of any prohibited activity may lead to disciplinary action, contract termination, and referral to law enforcement authorities.

5.3 Gifts, Hospitality and Entertainment

Gifts and hospitality can be legitimate business courtesies but can also pose bribery risks. To protect employees and the Company all gifts, hospitality, or entertainment must be:

- Legal in the relevant jurisdiction
- Modest, proportionate, and infrequent
- Transparent, meaning they are declared and pre-approved (where required)
- Recorded in the Company's Gifts & Hospitality Register
- Not intended, or reasonably perceived, to influence a business decision or secure an improper advantage

The following are prohibited:

- Gifts or hospitality that appear excessive, lavish, or create a sense of obligation
- Any offer or acceptance of items during a tender, negotiation, or contract renewal process
- Gifts of cash or cash equivalents (e.g., vouchers, gift cards)

Employees must seek advice from their line manager or the Company Secretary / Legal & Compliance team if unsure whether an offer is permissible.

5.4 Conflicts of Interest

Employees and third parties must avoid situations where personal interests could conflict, or appear to conflict, with the interests of the Company. Conflicts may arise through:

- Family or close personal relationships with suppliers, agents, distributors, or customers
- Personal financial interests in businesses that supply goods or services to the Company
- Secondary employment, consulting, advisory roles, or board positions that could influence decision-making

All actual, potential, or perceived conflicts of interest must be:

- Declared immediately, using the Company's Conflict of Interest Declaration Form
- Reviewed and managed by the appropriate leader or compliance representative
- Recorded in the Company's Conflicts of Interest Register

Employees must not participate in any decision or activity where they have a conflict unless formally authorised.

5.5 Due Diligence Requirements

Before engaging third parties, such as agents, distributors, consultants, or suppliers, appropriate risk-based anti-bribery due diligence must be carried out. This may include:

- Verification of ownership and management
- Assessment of corruption risks in the country or sector
- Reviewing sanctions lists and adverse media
- Requiring contractual commitments to comply with this Policy

Third parties must not be engaged until the due diligence process has been completed and approved.

5.6 Record-Keeping and Controls

Employees must ensure that:

- All accounts, invoices, purchase orders, contracts, and records are accurate, complete and transparent
- All hospitality, gifts, donations, and expenses are properly documented
- No accounts are kept "off-book" or outside the Company's formal reporting systems

Accurate record-keeping is essential to demonstrate compliance with the UK Bribery Act and this Policy.

5.7 Training and Awareness

The Company provides anti-bribery and corruption training on a risk-based basis, proportionate to role, seniority, and exposure to bribery and corruption risks.

Mandatory Anti-Bribery and Corruption training is required for all employees (100% coverage) whose roles involve decision-making authority, supplier or customer interaction, financial approval, contract negotiation, or other activities presenting an elevated bribery or corruption risk. This training is completed at induction and refreshed annually, or sooner where there is a material legislative, regulatory, or risk-profile change.

Employees in low-risk operational or support roles, where there is no realistic opportunity to solicit, offer, or receive a bribe, are not required to undertake full Anti-Bribery and Corruption training. However, they will receive periodic awareness communications appropriate to their role and responsibilities.

Third parties acting on behalf of the Company may also be required to complete anti-bribery and corruption training where this is considered necessary based on risk, nature of engagement, or contractual obligations.

6. Monitoring and Review

The Company is committed to ensuring that this Policy, and the governance processes that support it, remain effective and proportionate to the bribery and corruption risks faced by the business.

This Policy will be monitored on an ongoing basis and formally reviewed every two years, or earlier if:

- there are changes in applicable laws, regulations, or industry standards
- internal or external risk assessments identify new or emerging bribery risks
- incidents, investigations, or whistleblowing reports highlight areas requiring improvement
- internal or external audits identify gaps in controls or opportunities to strengthen procedures; or
- there are significant changes in the Company's operations, structure, or business activities

Updates to this Policy will be approved by the Muntons plc Board and communicated clearly across the organisation to ensure continued awareness and compliance.

The Company Secretary / Legal & Compliance team is responsible for coordinating the review process, monitoring the effectiveness of controls and ensuring lessons learned from audits or incidents are incorporated into future updates.

7. Breaches / Non-Compliance

The Company takes all breaches of this Policy extremely seriously. Any suspected, attempted, or actual bribery or corruption will be addressed promptly and appropriately.

7.1 Reporting and Investigation

Muntions plc will:

- Investigate all reports of suspected bribery, corruption, or related misconduct promptly, fairly, and confidentially, ensuring an objective and unbiased process
- Ensure all investigations are conducted by appropriately trained personnel or external specialists where required
- Take appropriate steps to protect individuals who report concerns in good faith from retaliation, victimisation, or disadvantage

7.2 Consequences of Breaches

If an investigation confirms that an individual or third party has breached this Policy, the Company may take one or more of the following actions:

- Disciplinary action, up to and including dismissal, in accordance with the Managing Performance Policy and other relevant HR procedures
- Termination of contracts, including those of agents, suppliers, consultants, or business partners found to be involved in bribery or corruption
- Referral to law enforcement authorities, regulatory bodies, or other competent authorities where required by law or considered appropriate by the Company
- Recovery of losses, damages, or costs incurred as a result of the breach

7.3 Remediation and Continuous Improvement

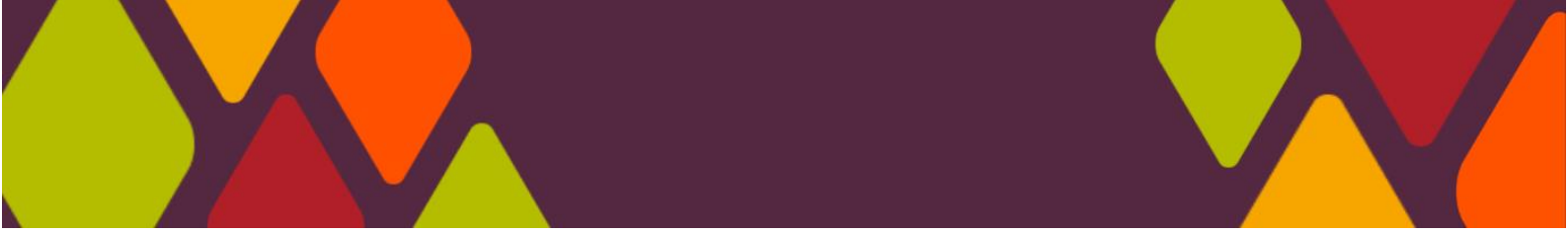
Muntions plc will:

- Review the circumstances of the breach to identify root causes
- Strengthen internal controls, guidance, and training where appropriate to reduce the risk of similar incidents recurring
- Update risk assessments and associated procedures as part of continuous improvement

Any confirmed breach of this Policy will be recorded and reported to the Board of Muntions plc.

8. Record Keeping

Muntions plc must maintain accurate, complete, and transparent records to demonstrate compliance with this Policy and with applicable anti-bribery and corruption laws.



The Company will ensure that:

8.1 Financial Records and Internal Controls

- All financial transactions are supported by appropriate documentation and recorded in accordance with the Company's financial controls
- There is a clear and legitimate business reason for all payments made to, or received from, third parties
- No accounts, funds, or assets are created or maintained "off-book", or in any way that could facilitate or conceal improper payments

8.2 Gifts, Hospitality and Expenses

- All gifts, hospitality, or entertainment offered or received must be declared and recorded in the Gifts & Hospitality Register and will be reviewed by management
- All expenses claims related to hospitality, gifts, or interactions with third parties must be submitted in accordance with the Company's Expenses Policy and must clearly document the reason for the expenditure
- Unless an exception is approved by a Director, any physical gifts received by employees (such as hampers, wine, food items, branded merchandise, or seasonal gifts), must be donated to the annual company raffle to ensure transparency and prevent any perception of undue influence on business decisions

8.3 Third-Party Documentation

- All accounts, invoices, contracts, memoranda, and correspondence relating to dealings with clients, suppliers, agents, distributors, and other third parties must be prepared and maintained with strict accuracy and completeness
- Records relating to due diligence, risk assessments, approvals, and contract clauses required under this Policy must be retained in line with the Company's document retention schedule

8.4 Audit and Oversight

- All records must be kept in a manner that allows for audit, review, and monitoring by internal and external auditors, the Company Secretary / Legal & Compliance team, or other authorised personnel

Failure to maintain records in accordance with this section may constitute a breach of this Policy and could result in disciplinary action.