



Anti-Bribery & Anti-Corruption Policy

What does this policy cover?

This anti-bribery policy exists to set out the responsibilities of Sterling Pharmaceuticals Ltd and those who work for the company with respect to observing and upholding our zero-tolerance position on bribery and corruption. It also exists to act as a source of information and guidance for those working for Sterling Pharma as it helps them recognise and deal appropriately with bribery and corruption issues, as well as understand their responsibilities.

Policy statement

Sterling Pharma is committed to conducting business in an ethical and honest manner. The company is also committed to implementing and enforcing systems that ensure bribery is prevented. The company has zero-tolerance for bribery and corrupt activities. We are committed to acting professionally, fairly, and with integrity in all business dealings and relationships, wherever we operate. Our company will constantly uphold all laws relating to anti-bribery and corruption in all the jurisdictions in which we operate. We are bound by the laws of the UK, including the Bribery Act 2010, regarding our conduct both at home and abroad.

Who is covered by this policy?

This anti-bribery policy applies to all employees, directors, consultants, contractors, trainees, volunteers, interns, agents, sponsors, or any other person or persons associated with us (including third parties e.g. customers, suppliers, distributors) no matter where they are located (within or outside of the UK).

Definition of bribery

Bribery refers to the act of offering, giving, promising, asking, agreeing, receiving, accepting, or soliciting something of value or of an advantage so 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 illegal. Employees 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 form and if they are uncertain about whether something is a bribe; a gift or an act of hospitality, they must seek further advice from their line manager or a director of the company.

Gifts and hospitality

The company 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);
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 £25;
It is not offered to, or accepted from, a government official or representative or politician or political party, without the prior approval of the company.

Where it is inappropriate to decline the offer of a gift (i.e. 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 the company for an assessment of the circumstances.

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

As good practice, gifts given and received should always be disclosed. All gifts from suppliers should always be disclosed. The intention behind a gift being given/received should always be considered. If there is any uncertainty, the advice of a senior manager should be sought.

Employee Responsibilities

All employees of Sterling Pharma must ensure that they read, understand, and comply with the information contained within this policy, and with any training or other anti-bribery and corruption information they are given. All employees and those under our 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 policy. If you have any reason to believe or suspect that an instance of bribery or corruption has occurred or will occur in the future that breaches this policy, you must notify a senior manager of the company.

If any employee breaches this policy, they will face disciplinary action and this could imply dismissal for gross misconduct. The company reserves the right to terminate a contractual relationship with an employee if they breach this anti-bribery policy.

How to raise a concern

If you suspect that there is an instance of bribery or corrupt activities occurring, 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 your line manager; a director of the company or in line with our Whistleblowing Policy as soon as possible.

Record keeping

Sterling Pharma will keep detailed and accurate financial records, and will have appropriate internal controls in place to act as evidence for all payments made. We will declare and keep a written record of the amount and reason for hospitality or gifts accepted and given, and understand that gifts and acts of hospitality are subject to managerial review.

This policy does not form part of an employee's contract of employment. It may be amended at any time so as to improve its effectiveness.