

<b>POLICY TOPIC</b>	<b>Effective from:</b>	<b>Approved by:</b>
Anti Bribery & Corruption Policy	21 February 2023	Ardent Leisure Group Board

## PURPOSE

Ardent Leisure Group Limited (Ardent or the Company) is committed to the highest ethical standards and has zero-tolerance towards fraud, corruption, bribery and other improper activities.

Breaching anti-bribery and anti-corruption law is a serious offence and represents a failure of our commitment to business integrity.

## SCOPE

This policy applies to anyone who is employed by Ardent Leisure Group Limited (including its subsidiary entities and businesses) (collectively 'Ardent employees').

## POLICY STATEMENT

Ardent employees must not:

- give, pay, offer, promise or accept, directly or indirectly, any bribe, facilitation payment, kickback, secret commission or other form of improper payment (however small) in order to obtain, or influence a business decision, or other advantage for Ardent, themselves or others;
- offer or receive any gift, entertainment or hospitality to or from public or government officials or politicians without the proper approval; and
- engage in any fraudulent conduct.

Ardent employees are required to:

- comply with any reporting and approval processes for gifts, entertainment, meals, hospitality, travel and accommodation;
- maintain accurate records of dealings with third parties; and
- be vigilant and report any breaches of, or suspected breaches of this Policy.

## DEFINITIONS

### Bribery

Bribery is the act of offering, giving, soliciting or receiving a benefit (including non-monetary benefit) with the intention of influencing a public official or other person in the performance of their duties in order to obtain or retain business or a business advantage that is not legitimately due.

A bribe includes:

- cash or cash equivalents (e.g. gift vouchers)
- certain gifts, hospitality, entertainment or travel
- donations or scholarships
- offers of employment

- the provision of favours (e.g. discounts or free entry to our venues)

Facilitation payments are a form of bribery. Facilitation payments are typically minor, unofficial payments made to a government official or employee to secure or expedite a routine governmental action e.g. processing documents, approval, permits or licence.

All employees are strictly prohibited from making facilitation payments.

## **Corruption**

Corruption is the abuse of entrusted power for private gain.

## **Fraud**

Fraud is defined as the intentional distortion of financial statements or other records by persons internal or external to the organisation which is carried out to conceal the misappropriation of assets or otherwise for gain.

Examples of fraud include:

- forgery or alteration of cheques, invoices, computer records and other documents;
- misappropriation of funds, securities, supplies or any other asset;
- irregularity in the handling or reporting of money transactions;
- unauthorised use or misuse of company property, equipment, materials or records;
- computer related activity involving alteration, destruction, forgery or manipulation of data for fraudulent purposes or misappropriation of company owned software; and
- any claim for reimbursement of expenses that are not made for the exclusive benefit of the Company.

## **GIFTS, BENEFITS AND ENTERTAINMENT**

Gifts, benefits and entertainment must only be offered, provided or accepted in accordance with this Policy and the Company's Gifts & Benefits Policy.

Where the offering or acceptance of gifts, entertainment or hospitality is permitted, they may only be offered or accepted where all of the following conditions are met:

- it is done for the purpose of general relationship building;
- it cannot be reasonably construed as an attempt to improperly influence the performance of the role or function of the recipient;
- it is given in an open and transparent manner;
- is legal and complies with relevant laws;
- is appropriate in size and nature to the relationship; and
- it does not include cash.

## **DEALING WITH THIRD PARTIES**

Ardent expects its business partners (including suppliers, contractors, sub-contractors, representatives and agents) to approach bribery and corruption in a manner that is consistent with the principles outlined in this Policy.

In order to maintain the highest standards of integrity, employees must ensure that:

- they are fully briefed on the background and reputation of third parties before they are hired and/or engaged. Due diligence enquiries may be made by the Company before entering into a commercial relationship;
- the engagement process is fully documented, and that final approval is made by someone other than the person selecting or managing the Company's relationship with them;
- third parties are fully briefed on the Company's policies, including but not limited to, this Policy and the Code of Conduct; and
- fees, payments, commissions and remuneration agreed are appropriate and justifiable for legitimate services rendered.

Employees who engage third parties must also maintain oversight of the work those parties (including, where appropriate, receiving progress reports, reviewing invoices and other documentation) in order to confirm that legitimate work has been done to an acceptable standard.

### **POLITICAL DONATIONS**

The Company does not make donations to any political parties, organisations or individuals engaged in politics. The Company will cooperate with governments and other regulatory bodies in the development of policy and legislation that may affect its core business interests, or where it has specialist expertise.

### **CHARITABLE DONATIONS**

The nature of our business means that it has an association with various charities. The Company may make charitable donations that are legal and ethical however care must be taken to ensure that the charity or cause is legitimate and not a scheme to conceal bribery.

### **RECORD KEEPING**

All accounts, invoices and other documents and records should be prepared and maintained with strict accuracy and completeness. No accounts are to be kept 'off the books' to facilitate or conceal improper payments.

### **REPORTING SUSPECTED OR ACTUAL BREACHES OF THIS POLICY**

All Ardent employees have a responsibility to understand and abide by this Policy.

If you know of or suspect any breaches of this Policy, you are encouraged to speak to your Manager or People & Culture. If you are not comfortable speaking directly to your Manager or People & Culture, you can raise your concern anonymously via the independent external whistleblower service – EthicsPoint. The Company's Whistleblower Policy will not permit retaliation of any kind against an employee who reports a suspected or actual breach of this Policy.

Material breaches of this Policy will be reported to the Audit & Risk Committee.

### **CONSEQUENCES OF BREACHING THIS POLICY**

A breach of anti-bribery and corruption law is a serious offence and may expose an individual to criminal and civil liability resulting in substantial fines or imprisonment. If the Company is found to have breached these laws, it may also be exposed to significant fines.

Any breach, or even the perception of a breach, can have a negative impact on the reputation of the Company. It is therefore vital that all employees are vigilant and report breaches or suspected breaches of the Policy.

## **TRAINING**

This Policy is made available to all employees on the Company's intranet as well as external website.

An online training programme that encompasses the principles and approach to bribery and corruption adopted by the Company will be made available to all employees and each employee will be required to confirm that they have completed the training.

## **POLICY REVIEW**

This Policy will be periodically reviewed by the Board to ensure it is operating effectively and any material amendments must be approved by the Board.

## **ADDITIONAL REFERENCE MATERIAL**

Other documents which support and/or are relevant to this Policy include the following:

- Code of Conduct
- Whistleblower Policy
- Gifts & Benefits Policy