



Lakehouse

LAKEHOUSE PLC

ANTI-CORRUPTION POLICY



Policy Statement

The purpose of this Policy is to protect Lakehouse PLC and its group companies (“Lakehouse”) and yourself from breaches of anti-corruption laws. Lakehouse does not tolerate any form of corruption and is committed to complying with the UK Bribery Act 2010.

Lakehouse requires its Employees at all times to act honestly and with integrity. Lakehouse will not tolerate any Employee or Third Party being involved in any level of bribery or corruption. Employees and Third Parties are required to report any circumstances which are in breach of Lakehouse’s Anti- Corruption Policy. All reported incidences of actual or suspected bribery or corruption will be promptly and thoroughly investigated and dealt with appropriately.

Application of this Policy

This Policy applies to all Employees of Lakehouse and Third Parties performing duties for or on behalf of Lakehouse whether or not directly employed by Lakehouse.

This Policy extends to all Lakehouse operations and Employees in the UK.

Definitions of Terms Used in this Policy

Bribe: This includes:

- Offering, promising or giving anything of value to improperly influence another in order to obtain business for Lakehouse; or
- Requesting or accepting anything of value as a reward for or as an inducement to act improperly in relation to the awarding of business by Lakehouse.

Bribes can include money, gifts, hospitality, expenses, reciprocal favours, political or charitable contributions, or any direct or indirect benefit or consideration.

Examples

Offering a bribe: You offer a potential client tickets to a major sporting event, but only if they agree to do business with us.

This would be an offence as you are making the offer to gain a commercial and contractual advantage. We may also be found to have committed an offence because the offer has been made to obtain business for us. It may also be an offence for the potential client to accept your offer.



Receiving a bribe: A supplier gives your nephew a job, but makes it clear that in return they expect you to use your influence in our organisation to ensure we continue to do business with them.

It is an offence for a supplier to make such an offer. It would be an offence for you to accept the offer as you would be doing so to gain a personal advantage.

Employees: All workers performing duties on behalf of Lakehouse, whether or not employed directly by Lakehouse.

Third Party/Parties: Include clients, customers, agents, brokers, partners, consultants, contractors, subcontractors, joint venture partners, distributors, business contacts, advisers and government and public bodies and other representatives and officials performing work for the benefit of Lakehouse.

Bribery and Corruption

It is illegal to pay or receive a Bribe whether paid or received directly or indirectly. There is no need for the Bribe to be successful to be viewed as corrupt, the offering of it is enough to amount to a criminal offence. Examples of possible scenarios which you may come across during the course of your business which give rise to potential bribery and corruption risks are set out at the end of this Policy.

Gifts, Hospitality, Entertainment and Travel Expenses

All business gifts, hospitality, business entertainment and travel expenses must comply with Lakehouse's Professional Corporate Hospitality and Gifts Policy, a copy of which can be found at Lakehouse World.

Provision of business gifts, hospitality and business entertainment which is not in accordance with Lakehouse's Professional Corporate Hospitality and Gifts Policy may be considered a Bribe, unless prior authorisation is obtained from the Anti-Corruption Officer who will determine whether the proposed activity is permissible under the UK Bribery Act 2010.

Political and Charitable Donations

Political and charitable donations are permissible provided the donation is not made for the personal, financial, or political benefit of any government official, or any customer/supplier/Third Party (or their families). Donations must not be made to improperly influence the recipient or in exchange for any business advantage. In addition, all donations must be disclosed to the Anti-Corruption Officer.

Prior approval from the Anti-Corruption Officer must be obtained before requesting or authorising any donations.



Third Party Payments, Use of Agents and Due Diligence

You must not make a payment to a Third Party if you know or suspect that the person may use or offer all or a portion of the payment directly or indirectly as a Bribe.

It is your responsibility to ensure that Third Parties engaged on behalf of Lakehouse are legitimate service providers. Before engaging any such party you are required to undertake appropriate due diligence checks. All paperwork and records documenting the due diligence checks and risk assessment should be retained for a minimum of 3 years.

When dealing with Third Parties, some Red Flags to watch out for as indicators of potential violations of the UK Bribery Act 2010 include:

- The proposed compensation of a Third Party retained by Lakehouse is unreasonably high compared to the market rate without a reasonable explanation;
- A Third Party retained by Lakehouse requests that payments be made off-shore; to an unknown third party; be split among multiple accounts; be made to an account in a country other than where the third party or agent is located or business is to be performed; or any other unusual financial arrangements;
- A Third Party that Lakehouse seeks to retain lacks qualifications or staff to perform the expected services;
- A Third Party relies heavily on political or government contacts instead of technical skills or time invested;
- Upon checking references, you find that the Third Party has an unsavoury reputation or is not well known in the industry;
- A Third Party that Lakehouse seeks to retain will not agree to terms requiring compliance with anti-corruption laws; or
- The same Third Party is repeatedly used for business without any reasonable justification for their repeated appointment.

If you are in any doubt whatsoever about the legitimacy of a proposed Third Party you should discuss your concerns with the the Anti-Corruption Officer prior to entering into any arrangements with the Third Party.

Record keeping

All payments made or received by Lakehouse must be accurately recorded in Lakehouse's books and records. All financial transactions must be authorised by appropriate management in accordance with internal control procedures.

All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness. No accounts must be kept "off-book" to facilitate or conceal improper payments.



Obligations to Report Breaches of Anti-Corruption Laws

Employees and Third Parties are required to draw attention to circumstances where they believe that there may have been improper behaviour by other Employees or Third Parties in accordance with this Policy and Lakehouse's Whistleblowing Procedure, a copy of which can be found on the Employee Handbook which is published on Lakehouse World.

You are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. If you are unsure whether a particular act constitutes bribery or corruption, or if you have any other queries, these should be raised with your line manager or Director, or through a confidential whistleblowing line Whistle.blower@lakehouse.co.uk.

It is important that you tell your line manager or Director, or contact the confidential whistleblowing line as soon as possible if you are offered a Bribe by a Third Party, are asked to make one, suspect that this may happen in the future, or believe that you are a victim of another form of unlawful activity.

All matters will be dealt with in confidence and, where applicable, in strict accordance with the terms of the Public Interest Disclosure Act 1998, which protects Employees who raise matters in the public interest.

Communication

Our zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors and business partners at the outset of our business relationship with them and as appropriate thereafter.

Consequences for Breaches of the UK Bribery Act 2010

Consequences for individuals: Consequences may include imprisonment, disqualification from acting as a director and significant monetary fines against you as an individual.

You would also be subject to disciplinary action, up to and including dismissal from the company.

Consequences for Lakehouse: Consequences may include the company facing unlimited fines, damage to the corporate brand and reputation of Lakehouse, loss of the ability to operate their business in the UK, debarment from bidding for government contracts, loss of business, legal action by competitors, litigation and substantial investigation expenses.

In addition, under the UK Bribery Act 2010, the directors and senior officers of Lakehouse can be held personally liable for the breaches committed by Employees and Third Parties and face significant fines and/or imprisonment.



Enforcement and Discipline

Lakehouse views corruption and bribery very seriously. Lakehouse will investigate all allegations of corruption and take legal and/or disciplinary action in all cases where it is considered appropriate. A breach of this Policy may result in an Employee facing disciplinary action, including dismissal. Where a case is referred to the police or other law enforcement agency, Lakehouse will co-operate fully with the criminal investigation which could lead to the Employee being prosecuted.

Anti-Corruption Training

All Employees are required to undergo training on a regular basis to ensure they are aware of the types of corruption and bribery which can occur within Lakehouse's business, the risks of engaging in corrupt activity and bribery, Lakehouse's Anti-Corruption Policy, and how they may report suspected corruption and bribery. Lakehouse will provide training to all Employees. It is the responsibility of Third Parties to ensure that they have access to suitable training.

Responsibilities and Review

John Charlton has been appointed as the designated Anti-Corruption Officer and has overall responsibility on the executive team for corruption and bribery matters. It shall be the responsibility of the Anti-Corruption Officer to review this Policy and its implementation on an annual basis to ensure it continues to comply with relevant anti-corruption laws.

Questions and Information

If you want to ask a question about the requirements in this Policy or are concerned that an anti-bribery breach is occurring or has occurred, you should report it immediately to one of the following:

Jeremy Simpson, Chief Financial Officer

John Charlton, Anti-Corruption Officer

Potential risk scenarios

The following is a list of possible scenarios that may arise during the course of you working for us and which may raise concerns under the UK Bribery Act 2010. The list is not intended to be exhaustive and is for illustrative purposes only. If you encounter any of these scenarios whilst working for us, you must report them promptly to your line manager or Director, or through the confidential whistleblowing line (Whistle.blower@lakehouse.co.uk):



- You notice that we have been invoiced for a commission or fee payment that appears large given the service stated to have been provided;
- You are instructed by a senior colleague to facilitate payments or contractual arrangements which appear to you to be improper or inappropriate;
- You become aware that a Third Party engages in, or has been accused of engaging in, improper business practices;
- You learn that a Third Party has a reputation for paying bribes, or requiring that bribes are paid to them, or has a reputation for having a “special relationship” with clients;
- A Third Party requests payment in cash and/or refuses to sign a formal agreement, or to provide an invoice or receipt for a payment made;
- A Third Party requests an unexpected additional fee or commission to “facilitate” a service;
- A Third Party demands lavish entertainment or gifts before commencing or continuing contractual negotiations or provision of services;
- A Third Party requests that a payment is made to “overlook” potential legal violations;
- A Third Party requests that you provide employment or some other advantage to a friend or relative;
- You receive an invoice from a Third Party that appears to be non-standard or customised;
- A Third Party requests or requires the use of a contractor, sub-contractor, client, distributor or supplier that is not typically used by or known to us; or
- You are offered an unusually generous gift or offered lavish hospitality by a Third Party.