GLOBAL ANTI-BRIBERY & CORRUPTION POLICY

WHY DO WE HAVE THIS POLICY?

We believe that honest, ethical and transparent business conduct is essential to our long-term success and continued good reputation. Genus has a zero-tolerance approach to bribery and corruption. Any illegal or unethical behaviour, by you or anyone acting on our behalf, is strictly prohibited. This includes conduct intended to win new business, retain existing business or gain any business advantage. This policy sets out how the Group prevents, detects and responds to bribery and corruption. It applies to everyone working for or on behalf of Genus, wherever you are based.

Under the United Kingdom Bribery Act 2010 (the '**UKBA**'), the Group can be held criminally liable if someone acting on its behalf commits bribery and the Group did not have adequate procedures in place to prevent it, regardless of where in the world the conduct took place. This policy, together with the controls described in it, forms part of those adequate procedures.

Many countries also have their own corruption prevention laws. You must comply with both this policy and all applicable bribery and corruption prevention laws, wherever we operate.

If you have any questions, contact Compliance at compliance@genusplc.com.

KEY TAKEAWAYS

We can be held criminally liable if we fail to prevent bribery by anyone acting for or on our behalf.

We can be prosecuted in one country for bribery and corruption committed in a different country.

SCOPE

The Framework applies to the following:

Everyone working for, engaged by or serving on the board of Genus plc or any of its subsidiaries worldwide (including PIC and ABS) is within scope, without exception. This includes, without limitation, all executive and non-executive directors, corporate officers, members of senior management, employees (whether permanent, temporary or fixed term), agency workers and contractors, irrespective of their role, seniority or location.

All **agents, consultants, distributors and other third parties** who act for or on behalf of Genus.

All **joint venture partners** in respect of which Genus exercises management responsibility or operational control, and

All **business activities, transactions and relationships undertaken** by or on behalf of the Group.

WHAT IS BRIBERY & CORRUPTION?

Bribery and corruption cover a range of illegal behaviours. Corruption involves the abuse of a position of trust to secure an undue advantage, whether for personal gain or the benefit of another. Bribery is one form of corruption and involves offering, promising, or giving something of value to influence another's actions, or requesting or accepting something of value that induces improper conduct, whether directly or indirectly (via a third party). It also encompasses facilitation payments, inappropriate gifts and hospitality, and conflicts of interest. The Guidance Notes below highlight some practical examples to help guide you in your day-to-day work, and some red flags to be aware of.

WHAT DO YOU NEED TO DO – YOUR RESPONSIBILITIES

Understanding what is expected of you, and of any third parties we work with, helps reduce our exposure to bribery and corruption risks.

You must not:

- **give, offer or promise a bribe**.
- **accept, agree to accept or request a bribe**.
- **make facilitation payments** - these are payments made to speed up or secure routine or administrative government services or procedures. The only exception is where to not make the payment will put you at risk of personal harm (see Guidance Notes 1 – Red Flags).
- ask or allow a **third party to do anything illegal or unethical** on your behalf.
- **hide, disguise or falsely describe any payment** in our financial records.

You must:

- **report any suspected or known corrupt conduct** immediately (see Speak Up – Reporting Concerns below), or any breach of this policy.

- complete all required **bribery and corruption prevention training**.
- **inform third parties** about our zero-tolerance approach to bribery and corruption.
- **use caution and good judgment** before giving or receiving gifts, hospitality, sponsorships or charitable donations.
- **take additional care when dealing with public officials**, as additional rules apply—especially regarding gifts, hospitality, sponsorships and donations.
- **respect local customs and cultural practices**, whilst still complying with all applicable laws and our policies.
- **understand your business and markets**, and stay alert to warning signs such as rumours, reputational concerns or reports of possible corruption.

We expect everyone to take an active role in preventing bribery and corruption in our business. If you see or hear something that concerns you, please raise it, even if you are unsure. A failure to report known or suspected bribery and corruption, or deliberately ignoring warning signs, will be treated as a breach of this policy.

SPEAK UP – REPORTING CONCERNS

There are several channels for reporting concerns set out in the Global Speak Up policy. These include your line manager and your HR Business Partner. You can also contact Compliance in confidence at compliance@genusplc.com or if you are uncomfortable raising your concern internally, you can make a report (anonymously, if preferred) via EthicsPoint.

We prohibit retaliation against anyone who raises a concern in good faith, even if that concern proves to be incorrect or unfounded.

RECORD KEEPING

We must keep full, accurate and transparent records of all financial transactions. This includes employee expenses and any payments made or received relating to gifts and hospitalities. Incomplete, inaccurate or misleading records are a cause for concern and may constitute violations of anti-corruption laws.

KEY CONTROLS

The Group maintains a framework of bribery and corruption prevention controls which together constitute its adequate procedures under the Bribery Act 2010. The Group reviews its prevention measures regularly against applicable legal requirements, latest government guidance and best practice.

GUIDANCE NOTES 1 - RED FLAGS

WHAT SHOULD I LOOK OUT FOR?

Depending on your role and function, you should be vigilant for the following:

🚩 Excuses which attempt to justify wrongdoing, including:

- "This is how it's always been done"
- "Everyone else does it"
- "It's just the cost of doing business"
- "No one is harmed by paying a bribe"
- "We'll lose the contract otherwise"

🚩 Unusual or last minute requests to change payment terms, recipients, or bank details.

🚩 Pressure to bypass internal approval processes or avoid documenting a transaction.

🚩 Third parties or intermediaries with no clear business justification or disproportionate commissions.

🚩 Lavish or repeated hospitality directed at decision-makers, particularly around tender decisions or third party appointments.

BRIBERY & CORRUPTION MIGHT LOOK LIKE:

🚩 A customs official says your shipment will be delayed unless you pay a 'processing fee' directly to him — *this is a facilitation payment and is prohibited.*

🚩 You are travelling on business. A local official or other person demands a payment, and you reasonably believe that refusing would place your personal safety or liberty at immediate risk — *make the facilitation payment, remove yourself from the situation, and inform Compliance immediately.*

🚩 A consultant asks you to make payment for services into a bank account in a different country, held in a different name — *this is a red flag for bribery, money laundering or tax evasion.*

🚩 A potential supplier sends you an expensive gift during a procurement process over which you hold sign-off authority — *this could be an inducement to secure a favourable outcome.*

🚩 During regulatory approval discussions, a public official asks if you would donate to a charity they chair — *this could constitute bribery of a public official, regardless of the charitable purpose.*

🚩 A joint venture partner in a high risk jurisdiction resists anti-corruption contractual protections or audit rights — *this may indicate an unwillingness to comply with your anti-bribery and corruption standards.*

🚩 You are asked to approve an invoice that lacks proper documentation, with pressure to expedite it without questions — *this is a red flag for concealed corrupt payments.*

GUIDANCE NOTES 2 - CORPORATE LIABILITY FOR BRIBERY

WHO ARE ASSOCIATED PERSONS?

A commercial organisation is guilty of a criminal offence if it fails to prevent bribery committed by someone acting on its behalf — even if its Board or executive leadership did not know about it.

'Someone acting on the company's behalf,' otherwise known as an '**associated person**,' is defined broadly and includes employees, agents, contractors, subsidiaries and anyone else performing services for the Group.

WHAT ARE ADEQUATE PROCEDURES?

Adequate procedures are controls Genus implements to prevent bribery, including policies, training, risk assessments, reporting mechanisms and audits, which are tailored and proportionate to our business operations.

WHO ARE PUBLIC OFFICIALS?

Dealings with public officials (sometimes known as government officials) carry heightened bribery and corruption risk.

A **'public official'** includes any person holding a legislative, executive, administrative or judicial office, whether appointed or elected, at any level of government. It also includes:

- any employee or officer of a government department, agency or regulatory body
- any person performing a public function on behalf of a government
- any official or employee of a public international organisation, and
- any director, officer or employee of a company or entity owned, controlled or operated by a state or government, including state-owned universities, research institutions and similar facilities.

For the purposes of this policy, the term extends to political candidates, members of political parties, and close family members or associates of any of the above where there is a reasonable basis to believe they may be acting as an intermediary.

Any interaction with a public official requires additional care. Where gifts, hospitality, sponsorships or donations are involved, prior approval must be obtained in accordance with the Group's Global Gifts, Hospitality Policy and Donations Policy, which should be read alongside this policy.