



Anti-bribery & Anti-corruption Policy

1.0 Introduction

This policy is applicable to all Pure Cold Group Companies

This policy applies to all employees and contractors/consultants/agency workers.

Pure Cold are committed to conducting business ethically in every country where we do business, as well as complying with all applicable laws. This includes compliance with anti-bribery and anti-corruption laws such as the UK Bribery Act 2010 & the USA's Foreign Corrupt Practices Act ("FCPA"). The purpose of this document is to provide guidance concerning compliance with anti-bribery and anti-corruption laws. This guidance relates to specific acts of bribery and corruption.

2.0 Policy on Bribery and Corruption

Pure Cold has a zero tolerance policy towards bribery and corruption.

Pure Cold employees and others working on its behalf may not offer, promise or give a bribe to anyone, and may not request, agree to accept, or take a bribe from anyone.

2.1 Facilitation Payments

Facilitation payments are defined as "any facilitating payment or expediting payment to a foreign official, political party, or party official the purpose of which is to expedite or to secure the performance of a routine governmental action." They are illegal under UK law and the laws of many other countries, and are against Pure Cold policy.

No Pure Cold employee or Agent may willingly offer to make, or make, a facilitation payment.

2.2 Payments to Facilitate Tax Evasion

Pure Cold will not facilitate the evasion of tax by a customer, supplier or other third party, including government officials and contractors, by making payments to off-shore bank accounts or by other means which have no commercial basis or clearly could be construed by tax authorities to be to facilitate tax evasion by the recipient.

2.3 Gifts & Corporate Hospitality

See separate Gifts & Corporate Hospitality Policy for guidance on these areas.

3.0 Bribery is Illegal

Bribery is a crime in most countries where Pure Cold operates, and penalties can be severe, including prison sentences and large financial penalties. Legislation in the UK (the Bribery Act 2010) not only makes paying or taking a bribe illegal, i.e., the person who pays or takes a bribe has committed a crime, but also

holds UK companies liable for failing to prevent bribery by those working on its behalf, even indirectly (such as through non-UK subsidiaries, agents, contractors, suppliers and intermediaries).

The only defence a company has to the crime of failing to prevent bribery is if the company can prove that it had in place adequate procedures designed to prevent bribery by those performing services on its behalf (which includes third parties). The Bribery Act 2010 applies to Pure Cold and those performing services on its behalf worldwide.

In addition, under the US Foreign Corrupt Practices Act ("FCPA") it is a crime to bribe a foreign official for the purpose of obtaining or retaining business or to secure an improper advantage.

4.0 Recognizing Bribery and Corruption

A bribe could involve:

- The direct or indirect promise, offer, authorization, or provision of anything of value
- The offer or receipt of any kickback, loan, fee, commission, reward, or other advantage
- The giving of contributions or donations designed or stipulated to influence the recipient to act in the giver's favour

The purpose of a bribe is often to obtain, retain or "facilitate" business, where the person receiving the bribe is, or may be, in a position to provide that kind of business advantage to the party offering the bribe. This may involve sales initiatives, such as tendering and contracting; or, it may simply involve the handling of administrative tasks such as licences, customs, taxes or import/export matters. It does not matter whether the act of bribery is committed before or after the tendering of a contract or the completion of an administrative task.

The party offering a bribe might be:

- An employee, officer or director
- Any person acting on behalf of Pure Cold (e.g., third parties)
- Individuals and organisations representing Pure Cold that authorise someone else to carry out these acts.

And the recipient of a bribe could (but not always) be a government official. For the purposes of this policy, a **government official** could be any of the following or their relatives:

- A public official, whether foreign or domestic
- A political candidate or party official
- A representative of a government-owned/controlled organisation
- An employee of a public international organisation or non-governmental organization (e.g., World Bank)

Other recipients could include the following or their relatives :

- An employee of the customer
- An agent, intermediary or other person or organisation connected with the customer.



Mark Isaacs
Company Secretary

1st January 2019