

LAST MILE INFRASTRUCTURE GROUP LIMITED

POLICY DOCUMENT: ANTI-BRIBERY AND CORRUPTION POLICY

DOCUMENT STATUS

This is a controlled document. Whilst this document may be printed, the electronic version posted on the intranet is the controlled copy. Any printed copies of this document are not controlled.

As a controlled document, this document should not be saved onto local or network drives but should always be accessed from the intranet.

1. GENERAL

1.1 Last Mile Infrastructure Group Limited (“Company”) designs, installs, owns and operates multi-utility infrastructure networks including gas, electricity, water and wastewater, as well as smart meters, connecting new build properties across the United Kingdom.

2. POLICY STATEMENT

It is the Company's Policy to conduct its business in a fair, open and honest manner and to take a zero-tolerance approach to bribery and corruption. The Company has a legal, moral and social responsibility to identify and deter anyone who wants to use the Company to commit any sort of financial crime. In order to achieve this, the Company is committed to:

- 2.1 Acting professionally, fairly and with integrity in all business dealings and relationships wherever we operate.
- 2.2 Prohibiting the offering, giving, solicitation or acceptance of any bribe or corrupt inducement, whether in cash or in any other form.
- 2.3 Compliance with all applicable laws relevant to anti-bribery and corruption including the Bribery Act 2010, approved Codes of Practice and industry recognised guidelines.
- 2.4 Ensuring, so far as it is reasonably practicable to do so, that contracts contain provisions allowing for automatic termination for breach of the Bribery Act 2010.
- 2.5 Investigating thoroughly any actual or suspected breach of this Policy, or the spirit of this Policy.
- 2.6 Implementing systems to effectively manage and mitigate the risks associated with bribery and corruption.
- 2.7 Consulting with staff and providing appropriate information, instruction and training to ensure all staff are aware of their anti-bribery and corruption obligations. Undertaking an ongoing programme of audit and ensuring that enough resource is allocated as required for the implementation of this Policy.
- 2.8 Communicating this Policy to staff, contractors, suppliers, customers and other interested parties.

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3. SCOPE

3.1 The Company and all related subsidiary undertakings are within the scope of this document. We expect the same high standards from all our contractors, suppliers and other business partners.

4. DEFINITIONS

4.1. Unless a contrary intention is evident, or the context requires otherwise, words or expressions contained in this document shall have the same meaning as set out in the Articles of Association of the Company and the following defined terms shall have the specific meanings given to them below:

Board	means the Chairperson, Executive Directors and Non-executive Directors of the Company.
Chairperson	means a Member of the Board who is appointed pursuant to article 11 of the Company’s Articles of Association.
Chief Executive Officer	means a Member of the Board who is appointed pursuant to article 20.1 of the Company’s Articles of Association and so designated.
Committee	means a committee appointed by the Board, which reports to the Board.
Company	means Last Mile Infrastructure Group Limited.
Company Secretary	means the person who is appointed pursuant to article 72 of the Company’s Articles of Association.
Employee	means a person paid via the payroll of the Company, or for whom the Company has responsibility for making payroll arrangements, but excluding Non-executive Directors.
Executive Director	means a Member of the Board who is appointed pursuant to article 20.1 of the Company’s Articles of Association.
Non-executive Director	means a Member of the Board who is appointed pursuant to article 20.2 of the Company’s Articles of Association.
Policy	means this policy document.

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5. ROLES AND RESPONSIBILITIES

- 5.1. The Board of Directors has overall responsibility for maintaining the corporate governance framework of the Company, including this document.
- 5.2. The Company Secretary has responsibility for:
 - 5.2.1. Publicising the existence of the corporate governance framework and all associated controlled documents;
 - 5.2.2. Ensuring all corporate governance framework documents, policy documents and Committee terms of reference are published on the intranet;
 - 5.2.3. Maintaining a register of all corporate governance framework documents, policy documents and Committee terms of reference;
 - 5.2.4. Ensuring all corporate governance framework documents, policy documents and Committee terms of reference are reviewed no later than their agreed review date.

6. DISTRIBUTION AND IMPLEMENTATION

6.1. Distribution Plan

- 6.1.1. This document will be made available on the Company intranet and internet site.
- 6.1.2. A global communication will be issued to all Employees notifying them of the release of this document.

6.2. Training Plan

- 6.2.1. A training needs analysis will be undertaken with Employees affected by this document.
- 6.2.2. Based on the findings of that analysis appropriate training will be provided as necessary.

7. MONITORING

7.1. Compliance

- 7.1.1. Compliance with this document will be monitored by the Environmental, Social and Governance (ESG) Committee.
- 7.1.2. This policy will be reviewed annually.

8. ASSOCIATED DOCUMENTATION

- 8.1. Not applicable.

9. REFERENCES

- 9.1. None.

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APPENDIX 1 VERSION CONTROL TRACKER

Version	Date	Author Job Title	Status	Comments
V00.01	28/11/2018	Chief Executive Officer	Draft	First draft for comment
V00.02	29/01/2019	Chief Executive Officer	Draft	Comments from MC
V00.03	30/01/2019	Chief Executive Officer	Draft	Further comments
V01.01	05/02/2019	Chief Executive Officer	Final	Final version agreed
V01.02	02/10/2019	Chief Operating Officer	Draft	Rebrand draft for comment
V02.02	11/10/2019	Chief Executive Officer	Final	Rebrand final version agreed
V03.01	02/09/2020	Chief Operating Officer	Draft	Revised draft for comment
V03.01	07/10/2020	Chief Operating Officer	Final	Final version agreed
V04.01	31/08/2021	Risk and Compliance Advisor	Draft	Revised draft for comment
V04.01	05/10/2021	Chief Operating Officer	Final	Final version agreed

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