

Anti-Bribery & Corruption Policy

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1 Definition of Bribery

Bribery is an inducement or reward offered, promised or provided to gain personal, commercial, regulatory or contractual advantage.

2 Legislation

Malta's **Criminal Code** criminalises active and passive bribery, extortion, embezzlement, trading in influence, abuse of office, and receiving and offering gifts. The Criminal Code provisions on corruption, in particular those international bribery offences, which are in line with the OECD Criminal Law Convention on Corruption, the UK Bribery Act 2010, and the 6th Anti Money Laundering Directive, that includes bribery, as a predicate offence.

3 Policy Statement

It is Trust Payments Group Limited's (TPGL) policy to conduct all its business in an honest and ethical manner. TPGL takes a zero-tolerance approach to bribery and corruption and is committed to acting professionally, fairly and with integrity in all its business dealings and relationships. It is the goal of TPGL to avoid acts which might reflect adversely upon the integrity and reputation of the company.

TPGL does not pay bribes or offer improper inducements to anyone for any purpose, nor does TPGL accept bribes or improper inducements.

TPGL is committed to bribery prevention. TPGL therefore has a zero-tolerance approach to bribery, which is achieved through the following:

- Setting out a clear anti-bribery policy.
- Making all employees aware of their responsibilities to adhere strictly to this policy at all times.
- Training staff so that they are aware and can recognize bribery and avoid use of bribery by themselves and by others.
- Follow up and investigate any alleged or reported bribery.
- Encourage staff to report any bribery suspicion.
- Take firm action against any staff or agents that may become involved in bribery.
- Include appropriate clauses in contracts to prevent bribery.

4 Policy

TPGL could be liable when someone who is acting on its behalf (such as employees) pays or accepts a bribe specifically to get business, keep business, or gain a business advantage for them.

TPGL has a responsibility to ensure any business dealings carried out by an individual on its behalf are done so in an honest and open way, and all staff have a responsibility to comply with this policy and to ensure that the reputation of TPGL is not harmed in any way.

4.1 Accepting gifts

Employees are not allowed to accept, under no circumstances, a cash gift, or variations, such as vouchers. Large value gifts cannot be accepted without first receiving approval from TPGL's Head of Compliance.

4.2 Offering gifts

Individuals are not permitted to offer gifts to customers or suppliers on behalf of TPGL under any circumstances, unless it is a recognized part of their role within the company and has received prior authorisation, either specifically or generally as part of their contract, by a member of TPGL's board.

Any individual found to be in breach of this policy will be dealt with via the TPGL formal disciplinary procedure.

5 Procedure

To ensure the open and honest approach to hospitality and gifts, TPGL Head of Compliance must keep, maintain and reviews a log of both accepted and offered gifts, regardless of value or who has offered or been offered the gift. This is to ensure adherence to the policy and to ensure all gifts are appropriate and are an adequate reflection of the services given or received. It is the responsibility of all staff to ensure the accurate and complete recording of gifts received or given, on the log.

TPGL has adopted the following procedure to enable it to comply with the requirements in this area:

- All gifts, entertainment or other benefits given and received by any Director or employee above a value of \$20 are to be reported to the Head of Compliance who will maintain a record of them
- The record of gifts and benefits will contain details of:-
 - the individuals concerned (from both TPGL and the other party);
 - the nature and circumstances of the gift or benefit;
 - whether the gift or benefit is given or received;
 - the date; and
 - the approximate cost, if offered by TPGL, although if an in-house lunch/dinner a statement to that effect will be sufficient;

All details of gifts and benefits given or received, including their frequency and nature and the names of the individuals concerned, are monitored periodically by the Compliance Officer and his monitoring is evidenced, through the Gift Register, and discussed on occasion of board meetings.

6 Conclusion

TPGL will, over time, work in multiple territories and recognises that accepted and normal market practices may vary by region. This policy prohibits any inducement (bribery or corruption) which creates an advantage or personal gain to the receiver or anybody formally associated with them, which is intended to influence them to take action which may not be solely in the interests of the business or of the person or body employing them or whom they represent.

This policy is not however meant to prohibit the following practices, which are deemed normal and customary in a particular market, provided they are not disproportionate in nature:

- The offer of resources to assist the person or body to make the decision more efficiently provided that they are supplied for that purpose only.
- Normal and appropriate hospitality.
- The giving of a ceremonial gift on a festival or at another special time.

Inevitably, decisions as to what is acceptable may not always be easy. If anyone is in doubt as to whether a potential act constitutes bribery, the matter should be referred to Compliance Department with responsibility for this policy before proceeding.

The prevention, detection and reporting of bribery is the responsibility of all employees throughout the business.

This policy must be reviewed on an annual basis.

Document Change Record

| Version | Date | Drafted by / Reviewed by | Date Approval | Approved by (BoD/EXCO/Head of Department) | Description of Change | Scheduled Review Date |
|---------|---------------|--|---------------|---|---|---------------------------|
| 1.0 | Dec 2015 | Sharon Buhagiar Cauchi | | | | |
| 2.0 | Dec 2018 | Sharon Buhagiar Cauchi | | | | |
| 3.0 | 8th July 2021 | Sharon Buhagiar Cauchi Julian Curmi | | | Inclusion of the UK Bribery Act 2010 and the statement on bribery as a predicate offence, in terms of the 6AMLD (Anti Money Laundering Directive); Trust Payments (Malta) Ltd to read Trust Payments Group Ltd. | 4 th July 2022 |
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