

# SSP ANTI-BRIBERY AND ANTI-CORRUPTION POLICY STATEMENT



September 2022

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## 1. Policy Statement

SSP Group plc and its subsidiaries (together, the "**Group**" or "**SSP**", and individually a "**Group Company**") are committed to the prevention, deterrence and detection of bribery and corruption. SSP's Anti-Bribery & Corruption Policy (the "**Policy**") sets out the Group's policy against bribery and other corrupt practices, and the standards and procedures required to ensure compliance with this Policy and all anti-bribery and corruption laws in the countries in which the Group conducts business.

The Policy is to be read in conjunction with the Group's Code of Conduct and the SSP Group Authorisation Policy.

It is the Group's policy that the Group does not tolerate any form of bribery or corruption within its business, and we expect our officers, employees and, where appropriate, business partners to conduct themselves in accordance with the Policy. The Group will actively investigate all breaches or suspected breaches of this Policy and, if appropriate, invoke disciplinary measures against any employee found to be involved in bribery and take prompt action to remedy the breach and prevent any repetition. In appropriate circumstances, the Group will also invoke contractual sanctions against any business partner who is found to have committed bribery-related offences.

## 2. Scope of the Policy

The Policy applies to:

- all divisions and subsidiaries within the Group
- all joint ventures (usually those in which a Group Company has a 50% or more interest and/or management control) and their subsidiaries
- all directors and employees of the Group

Compliance with the Policy is mandatory for all of the persons above and it is vital that all staff know the rules and comply with them. SSP will provide staff with appropriate training on the scope and application of the Policy at appropriate intervals.

SSP also encourages the application of the Policy amongst its business partners, including joint venture partners and consortium members, and in the majority of cases, our contracts with them will require them to comply with it.

Employees who engage third parties to work on behalf of the Group must ensure that those parties are aware of the Policy. Such third parties may also be required to commit contractually to observe the Policy when working for or on behalf of SSP if they do not have an adequate Policy of their own.

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### **3. Reporting and Queries**

Employees are encouraged to raise questions or concerns at the earliest possible stage about the scope and application of the Bribery Act and the Policy, identifying whether any payment or act may be construed as a bribe or breach of the Policy, or any instance or suspicion of malpractice.

No employee will suffer demotion, penalty or other adverse consequences for refusing to pay bribes or refusing to participate in other corrupt practices even if this may result in the Group losing business.

### **4. Monitoring and Review Process**

SSP will periodically review the implementation of the Policy in respect of its suitability, adequacy and effectiveness and is committed to making improvements as appropriate.

Each country has a Country Compliance Officer who has the ultimate responsibility for (i) ensuring that their respective business areas establish systems and controls to comply with the Policy and (ii) periodically monitoring it.

The Deputy CEO & CFO has overall responsibility for the Policy and will discuss the results of the monitoring and review activity with the SSP Risk Committee. There are regular reports into the Board of SSP Group plc.

### **5. Facilitation Payments**

The Group prohibits the making of facilitation or "grease" payments. Facilitation payments are often described as unofficial payments made to secure or speed up routine actions, often by public officials, such as issuing permits, licences or consents, immigration controls, scheduling inspections associated with contract performance, providing services or releasing goods held in customs. The payment offered or requested may be small, but it will still be a bribe unless it is expressly permitted or required by written local law.

Public Officials (or government officials) include any person who works for or represents any state or local government organisation and any person who works for a business which is owned or controlled by the state or local government – such as an airport.

If there is no other option other than to pay, because an employee has a good reason to believe that they cannot escape serious harm, or they otherwise fear that their health, safety or security will be at risk unless they meet a demand for payment, they should contact their relevant Country Compliance Officer for immediate guidance.

### **6. Kickbacks**

Contracting and procurement are the operational functions with the highest vulnerability to kickbacks. The Group has a zero tolerance of kickbacks. A kickback is the 'return' of an undue

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favour or service rendered or an illegal secret payment made as a return for a favour. A kickback is a bribe, and the offer or receipt of any kickback is a criminal offence.

The Group is committed to the highest standards of business integrity and will operate transparently and fairly in its business dealings. A payment should never be made to a commercial counterparty to win business or influence a business decision in the Group's favour. Kickbacks, secret commissions and similar payments made in the course of the Group's business are strictly prohibited.

If individuals are offered a "kickback" this should be reported to their manager or HR as soon as possible, who will then report the matter to the relevant County Compliance Officer.

### **7. Gifts and Hospitality**

SSP's policy on Giving and Receiving Gifts and Entertainment is set out in the SSP Code of Conduct. As a minimum all employees must comply with this policy. There may be stricter policies in the various business divisions which may also need to be complied with.

Any gift or entertainment offered or received (even if not accepted) that requires approval must be included on the relevant country Register of Gifts and Hospitality. This register will be sent to Compliance on a regular basis as part of the anti-bribery reporting process.

Entries within the accounts and the gifts and hospitality register will be reconciled on a regular basis. Any unexpected or unapproved entries will be investigated by Compliance with the relevant Country Compliance Officer and will be further escalated as appropriate.

### **8. Political Donations**

No one shall make any form of political donation or contribution where that donation or contribution is made as a way of obtaining an advantage for the Group in business transactions. Where any political donations or contributions are to be made by or on behalf of any Group Company, they should only be made with the prior approval of Compliance and will be publicly disclosed. This approval should be sought through the Group Authorisation Policy. Each country must maintain a register of political donations.

### **9. Charitable Donations**

Charitable contributions should not be made by or on behalf of any Group Company if the contribution is or may in any way be interpreted as a means of buying influence in any situation which may have an impact on the Group's business. The Group may only give charitable gifts or sponsorships for bona fide charitable or public relations reasons and not in circumstances where there is or may be any inference of undue influence. Any such charitable contribution or sponsorship requires the prior approval of Compliance and must be recorded on the local register of charitable donations and sponsorships.

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## **10. Prevention of Bribery by Associates and Due Diligence Procedures**

Under the Bribery Act, SSP may become criminally liable where a person or third party that performs services for or on behalf of SSP (an **Associate**) bribes another person intending to obtain or retain business for SSP or obtain or retain an advantage in the conduct of business for SSP. SSP's only defense is to be able to demonstrate that it had "adequate procedures" in place to prevent bribery being committed by someone associated with it.

The Group therefore requires certain due diligence procedures to be followed in respect of its Key Associates to ensure that the highest ethical standards are maintained and to protect the Group from the risk of it being associated with illegal or corrupt payments or such payments being made on its behalf. These procedures are detailed further in the Policy.