



LGL-POL-07-03

Torus Group Anti-Bribery Policy

January 2023

0.	DOCUMENT CONTROL		
0.1	SUMMARY		
	Torus Group Anti-Bribery Policy		
0.2	DOCUMENT INFORMATION		
Role	Name/Position	Date	
Author	Catherine Fearon (Legal Counsel & Company Secretary)	January 2023	
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0.3	DOCUMENT STATUS HISTORY		
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1	Nov 2018	Eric Summers	New Policy for 'New' Torus
2	Nov 2019	Ronnie Clawson	Annual Review
3	Jan 2023	Catherine Fearon	3 year review
0.4	DOCUMENT REVIEW DATE		
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Responsible Officer	Catherine Fearon		
0.5	DISTRIBUTION		
Name / Department	Title		
Torus Group	All Staff		
0.6	ASSOCIATED DOCUMENTS		
Ref: LGL-GDC-01	Title: Torus Group Anti-Bribery Guidance		

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1. Scope

- 1.1 In order to comply with its obligation, Torus Group (hereafter referred to as “Torus”) has produced an anti-bribery policy which sets out the reasons such a policy is in place and this procedure must be followed to enable Torus to comply with its obligations. References to Torus within this policy are deemed to include all subsidiaries within the Torus Group.
- 1.2 Torus undertakes its business in an honest and ethical manner. Torus 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 wherever it operates and implementing and enforcing effective systems to counter bribery.
- 1.2 Torus will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which it operates. An organisation can commit an offence under Section 7 of the Bribery Act 2010 which is failing to prevent a bribe if an employee, subsidiary or associated organisation commits a bribery within it. The organisation has a defence if it can demonstrate it has adequate anti-bribery controls and procedures in place.
- 1.3 In this policy, **third party** means any individual or organisation with which Torus comes into contact during the course of business and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.
- 1.4 The policy will be owned, updated and reviewed by Group Legal Counsel.
- 1.5 This policy directly links into the corporate objective in having a strong and viable corporate core. This policy has been written with that corporate value in mind.
- 1.6 This policy applies to all individuals working at all levels and grades, including board directors, officers, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, seconded staff, homeworkers, casual workers and agency staff, volunteers, interns, agents, sponsors, stakeholder or any other person associated with us or their employees, wherever located (collectively referred to as **workers** in this policy).
- 1.7 This policy applies to all charitable donations.

2. Policy Statement

- 2.1 The purpose of this policy is to set out Torus’ responsibilities, and of those working for the company, in observing and upholding its position on bribery and corruption
- 2.2 A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, financial, contractual, regulatory or personal advantage. The Bribery Act sets out the offences as;
 - Bribing another person;
 - Accepting a bribe;
 - Bribing a foreign official; and
 - Failure of a commercial organisation to prevent bribery (Corporate Offence).

- 2.2 The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for Torus or under its control. All workers are required to avoid any activity that might lead to, or suggest, a breach of this policy.

3. Implementation

- 3.1 Torus will keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties which are subject to regular review and auditing.
- 3.2 Reports of all hospitality, travel expenses or gifts accepted or offered, will be made in accordance with the Code of Conduct which will be subject to managerial and Torus Group Board review.
- 3.3 All accounts, invoices, licences, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, will be prepared and maintained with strict accuracy and completeness in accordance with Torus' Financial Regulations. No accounts will be kept "off-book" to facilitate or conceal improper payments.
- 3.4 Workers who refuse to accept a bribe, or those who raise concerns or report another's wrongdoing will not suffer repercussions as a result and Torus will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.
- 3.5 Any employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct. Torus reserves the right to terminate any contractual relationship with other workers if they breach this policy.
- 3.6 A breach of this policy will be dealt with following the agreed process set out in the Anti-Bribery Procedure document.

4. Responsibility

- 4.1 The Chief Executive Officer has overall responsibility for ensuring the Group complies with all anti-bribery legislation and this policy. This is achieved through the Directors having responsibility for ensuring those within their service area are aware of this policy, adhere to any relevant Code of Conduct and encourage reporting of any bribery.
- 4.2 Any incidents of Bribery will be reported to the Company Secretary and to the Torus Group Board and the Regulator. The Torus Group Board will review and restate its approach to bribery and corruption on an annual basis.
- 4.3 The Company Secretary has primary and day-to-day responsibility for implementing this policy and for monitoring its use and effectiveness and dealing with any queries on its interpretation.
- 4.4 Management at all levels are responsible for ensuring those reporting to them are made aware of and understand this policy and are given adequate and regular training on it.
- 4.5 Group head of Governance will have responsibility for ensuring any relevant register is up to date in line with Code of Conduct.
- 4.6 Training on this policy will form part of the induction process for all new workers. All existing workers will receive a briefing on how to implement and adhere to this policy.
- 4.7 Torus' zero-tolerance approach to bribery and corruption will be communicated to all suppliers, contractors and business partners at the outset of the business relationship with them and as appropriate thereafter.

- 4.8 The Company Secretary will monitor the effectiveness and review the implementation of this policy, regularly considering its suitability, adequacy and effectiveness. Any improvements identified will be made as soon as possible. Internal control systems and procedures will be subject to regular audits to provide assurance that they are effective in countering bribery and corruption.

5. Monitoring and Review

- 5.1 All allegations of bribery are to be reported the Company Secretary and Group Head of Governance for inserting on the register.
- 5.2 The policy will be owned, updated and reviewed by the Company Secretary.
- 5.3 The policy will be reviewed every 3 years, or following a reported breach of this policy or if there is any change in the legislation.