

Anti-Bribery and Corruption Policy for the Mangrove Group of Companies

Our organisation, operating as a global distributor of renewable products across diverse markets including the United States, European Union, UK and Africa, is committed to upholding the highest standards of integrity, transparency, and ethical conduct.

This policy establishes the principles and guidelines that govern our operations worldwide, ensuring consistency and compliance with international anti-corruption standards.

By adhering to this anti-corruption and bribery policy, we reaffirm our commitment to conducting business ethically, legally, and responsibly across all our markets, fostering trust and integrity in our global operations.

Scope & Applicability

This policy applies to all employees, officers, directors, contractors, subsidiaries, joint ventures, and any third parties acting on behalf of the Mangrove Group of Companies. Compliance is mandatory across all jurisdictions where we operate.

Definitions

For clarity, the following terms are defined:

- **Bribery:** Offering, giving, receiving, or soliciting anything of value to influence a decision or gain an improper advantage.
- **Corruption:** Abuse of entrusted power for private gain.
- **Facilitation Payment:** A payment made to expedite routine government actions.
- **Gift and Hospitality:** Items or services of value provided as a courtesy or goodwill gesture.
- **Conflict of Interest:** A situation where personal interests could improperly influence professional decisions.

Core Principles

- **Zero Tolerance:** We maintain a strict stance against any form of corruption, bribery, or unethical behaviour by employees, partners, suppliers, or third parties acting on our behalf. Any violation of this principle is subject to disciplinary action, including termination.
- **Legal and Regulatory Compliance:** Our operations adhere to all relevant anti-corruption laws and regulations, including the U.S. Foreign Corrupt Practices Act (FCPA), the UK Bribery Act (which applies to conduct both in the UK and abroad) the EU Anti-Corruption Directive, and South Africa's Prevention and Combating of Corrupt Activities Act. We ensure that our policies are aligned with these legal frameworks across all jurisdictions.

- **Transparency and Accountability:** We promote openness in our transactions and require accountability at all organizational levels. Clear records and documentation are maintained for all dealings to facilitate audits and investigations.

Policy Guidelines

- **Facilitation Payments:** The organization strictly prohibits facilitation payments intended to expedite routine government actions, aligning with international anti-bribery standards.
- **Third-Party Due Diligence:** Comprehensive due diligence is conducted on third-party agents, consultants, and partners to ensure their compliance with our anti-corruption standards. This includes background checks and ongoing monitoring.
- **Conflict of Interest:** Employees must avoid situations where personal interests conflict with the interests of the organisation. Any potential conflicts must be disclosed to management immediately.
- **Political and Charitable Contributions:** The organisation prohibits political contributions intended to gain business advantage. Charitable donations and sponsorships must be transparent, properly documented, and approved by senior management to ensure they are not used as a means of bribery.
- **Reporting and Whistleblowing:** Employees and stakeholders are encouraged to report any suspected violations of this policy through secure, confidential channels. The organisation guarantees protection against retaliation for those who report in good faith.
- **Gifts, Hospitality, and Entertainment:** All gifts, entertainment, or hospitality offered or received must be reasonable, proportionate, and compliant with local laws and company policies.
 - Any gifts exceeding £50 GBP require approval
 - Hospitality exceeding £150 GBP requires approval
 - For social events exceeding £300 requires approval

Further details of these Group limits and how this is recorded and reported can be found in the “Segen Global Gifts & Hospitality Policy”.

Due to the global nature of our Group, the monetary limits for each country will be decided by the country Managing Director and HR Department however, this group policy will be used as guidance and any material deviation from the amounts set out here will need sign off from the Global Executive Team.

Implementation and Monitoring

Training and Communication

All employees will receive mandatory anti-bribery and corruption training annually. Training completion will be tracked and reported to senior management.

Record-Keeping

Records of gifts, hospitality, approvals, and due diligence must be retained for a minimum of [insert period, e.g., 7 years] and be available for audit.

Continuous Improvement

This policy will be reviewed annually and updated as necessary to reflect changes in law, regulations, and business operations.

To ensure effective enforcement, the organisation will provide regular training and awareness programs tailored to different markets. A gift register will be held in each market as a record. Periodic audits and compliance reviews are conducted to identify and mitigate risks. Violations of this policy are taken seriously and may result in disciplinary measures, including termination of employment or contractual relationships.

By implementing this comprehensive anti-bribery and corruption policy, our organisation reaffirms its commitment to conducting business ethically, legally, and responsibly across all markets, fostering trust, integrity, and sustainable growth in our global operations.

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