



Supplier Code of Ethics



Definition

A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage.

Scope

Bribery and corruption are now punishable by up to 10 years' imprisonment and unlimited fines on Companies. This policy applies to all individuals working for Suppliers to Copper & Optic in whatever capacity - whether permanent or temporary, senior or junior and the principles underlying this policy apply equally to contractors or third parties working for Suppliers.

Suppliers who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, could be worried about possible repercussions. Copper & Optic aim to encourage openness and will support anyone who raises genuine concern in good faith under this policy, even if they turn out to be mistaken.

Policy Statement

It is Copper & Optic policy to conduct all our business in an honest and ethical manner. We take a zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever we operate and implementing and enforcing effective systems to counter bribery.

Copper & Optic shall uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate and expect all our Suppliers to be bound by the laws of their country of residence, including the Bribery Act 2010, in respect of their conduct. This means :-

Copper & Optic prohibits:

The offering, the giving, the solicitation or the acceptance of any bribe, whether cash or other inducement, to or from any individual employee, agent or other person or body acting on the Suppliers behalf in order to gain any commercial, contractual or regulatory advantage for the Supplier in a way which is unethical, or in order to gain any personal advantage for the individual or anyone connected with the individual, this prohibition includes the offering or providing of any consulting, employment or similar position by the Supplier to any Purchasers family member or significant other involved with a Purchasers Procurement.

Or, in other words:

It is not acceptable for you (or someone on your behalf):

- to give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that a business advantage will be received, or to reward a business advantage already given;
- to give, promise to give, or offer, a payment, gift or hospitality to a government official, agent or representative to "facilitate" or expedite a routine procedure



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- to accept payment from a third party that you know or suspect is being offered with the expectation that it will obtain a business advantage for them;
- to accept a gift or hospitality from a third party if you know or suspect that it is being offered or provided with an expectation that a business advantage will be provided by in return;
- to threaten or retaliate against another worker who has refused to commit a bribery offence or who has raised concerns under this policy; or
- to engage in any activity that might lead to a breach of this policy.

General Guidelines

As a Supplier to Copper & Optic, if you are approached it is important that you inform Copper & Optic Managing Director as quickly as possible, if you are offered a bribe by a third party, are asked to make one, suspect that this may happen in the future, or believe that you are a victim of another form of unlawful activity.

This policy does not prohibit normal and appropriate hospitality (given and received) to or from third parties. We appreciate that the practice of giving business gifts varies between countries and regions and what may be normal and acceptable in one region may not be in another.

The test to be applied is whether in all the circumstances the gift or hospitality is reasonable and justifiable within the bounds of UK anti-bribery legislation. The intention behind the gift should always be considered and you should never allow yourself to be in the position of feeling beholden in any way because of your acceptance of a gift or hospitality.

Facilitation Payments and Kickbacks

Facilitation payments are typically small, unofficial payments made to secure or expedite a routine government action by a government or third party official.

Kickbacks are typically payments made in return for a business favour or advantage. All Supplier employees must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback will be made or accepted by the Supplier.

Records

All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, sub-tier suppliers and business contacts, should be prepared and maintained with strict accuracy. On no account may anything be kept 'off-book' to facilitate or conceal an improper payment.

Responsibility

The Managing Director of Copper & Optic Terminations Ltd has overall responsibility for ensuring that this policy complies with our legal and ethical obligations and that all employees and Suppliers comply with it. It is the Suppliers Senior Managers / Directors responsibility to



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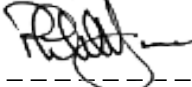


cascade this policy to everyone at the Suppliers Company to make them aware of their legal and ethical obligations.

Raising a concern

Please raise any concern you may have about any issue or suspicion of malpractice at the earliest possible stage. If you are unsure whether a particular act constitutes bribery or corruption, or if you have any other queries, you may raise them in confidence with Copper & Optic Managing Director.

Copper & Optic
Managing Director
Mr Philip Latham

Signature  _____

Date 02.01.24