

## **SAHARA GROUP ANTI-CORRUPTION AND ANTI-BRIBERY POLICY**

### **INTRODUCTION**

Sahara Group and/or its affiliates (the "Company") holds corporate ethical values and image in the highest esteem and therefore shall passionately conduct its business in a corrupt-free, anti-fraud and highly ethical manner that promotes free enterprise, excellence and competitiveness. In view of this, The Company is determined to maintain its reputation as a corporate entity which will not tolerate fraud, bribery, corruption or the abuse of position for personal gain, wherever it may be found in any area of corporate activities.

Our staff, clients, partners and government agencies regulating the industry we operate in, will play a key role in counter-fraud initiatives. This includes providing a corporate framework within which counter-fraud arrangements will flourish, and the promotion of an anti-fraud culture across board.

### **PURPOSE**

The purpose of this policy is to set out, for members of our staff, clients, partners, and governments of the localities in which we operate, the main principles for countering fraud, bribery and corruption. The policy links closely to the Company's vision of "Being the Provider of Choice Wherever Energy is Consumed" and supports the Company's values of focus, integrity, determination, loyalty and discipline.

This policy outlines acceptable and non-acceptable behaviors to ensure compliance with anti-corruption laws, such as the Nigerian Corrupt Practices and other Related Offences Acts, US Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act. This includes compliance with all laws, domestic and foreign, prohibiting improper payments, gifts or inducements of any kind to and received from any person, including officials in the private or public sector, agents, customers and suppliers.

The policy covers the areas as follows:

- Definition of terms
- Scope
- Our culture and the stance against fraud and corrupt practices
- How to raise concerns and report financial malpractices
- The principles for the Company having the Anti-corruption and Anti-bribery policy
- The Responsible Officer

### **DEFINITION OF TERMS**

**Corruption** - The misuse of a public office or power for private gain or the misuse of private power in relation to business towards personal gains.

**Bribe** - Anything of value given in an attempt to affect a person's actions or decisions in order or to gain or retain a business advantage. Anything of value includes cash, entertainment or other gifts or courtesies.

**Facilitation payments** - Sums paid to government and private organization officials to facilitate or expedite routing or to gain an undue advantage for a business transaction and/or activity.

**Kickbacks** - The return of a sum already paid or due as a reward for furtherance of business.

## **SCOPE**

This policy applies to all employees of Sahara Group and its subsidiaries (permanent and temporary) collectively referred to as "Sahara Group" or the Company". It also extends to the entirety of majority owned business dealings in countries in which the Company operates. Where the Company has only a minority interest, the application of this policy amongst business partners including contractors and suppliers will be encouraged. The policy operates in conjunction with the Company's ethical standards on gifts and hospitality as stated in the Code of Conduct and Business Principles.

## **OUR CULTURE AND STANCE AGAINST FRAUD AND CORRUPTION**

Responsibility for an anti-fraud culture is the collective duty of all those involved in giving political direction, determining policy and management. The strategy should be directed against fraud and corruption whether it is attempted against the Company from outside or from within its own workforce.

The Company expects that members of staff at all levels will lead by example in ensuring adherence to legal requirements, contract procedure rules, financial procedure rules, codes of conduct and best (professional) practice.

As part of this culture, the Company will provide clear routes by which concerns can be raised by both staff and client, and those outside who are providing, using or paying for our services and products.

Senior Executive Management will deal swiftly and firmly with those who defraud the Company or who are corrupt in line with the Company's sanction grid. The Company will be robust in dealing with financial malpractice and shall hold onto expertise, excellence and quality as key strength sources and shall NOT offer any sort of inducement to persons or government officials to influence decisions that affect the Company.

## **RAISING CONCERNS**

Although this document specifically refers to fraud and corruption, it equally applies to any forms of malpractice that can reduce public confidence in the Company, its products and its services, and may also include acts committed outside of official duties but which impact upon the Company's trust in the individual concerned. Examples may include, the criminal acts of theft of "property", which includes all assets and cash; false accounting; obtaining by deception; pecuniary advantage by deception; computer abuse and computer crime. Also, it includes bribery and corruption.

Members of staff, clients, partners and our visitors are an important element in the Company's stance on fraud, bribery and corruption, and they are positively encouraged and expected to raise any concerns that they may have on these issues where they are associated with the Company's activity.

Staff should normally raise concerns through their immediate manager, however it is recognized that they may feel inhibited in certain circumstances. In this case, the staff should contact either the Head Corporate Governance or Compliance and/or send a message to [expressyourself@sahara-group.com](mailto:expressyourself@sahara-group.com)

The Company's "Whistle blowing" policy gives further guidance on how to raise concerns and it gives detail about the support and safeguards that are available to those that do raise concerns.

### **ACTIONS THE COMPANY WILL TAKE**

All concerns will be treated in confidence and will be investigated promptly and fully in a professional manner. It should be noted that an allegation does not mean the individual person or Company is guilty of any wrong-doing, and so they will not be treated as such until the case is investigated and proven.

If fraud, bribery or corruption has taken place, the Company will, in appropriate cases;

- Prosecute the individual(s) or refer the case to the police
- Take appropriate disciplinary action where it involves an employee and this may lead to dismissal.
- Refer the case for local investigation by the Disciplinary Committee
- Pursue recovery for any financial loss
- Where appropriate the results of any action taken, including prosecutions will be reported in the media.

There is, of course, a need to ensure that the investigation process is not misused, therefore, any internal abuse, such as a raising malicious or vexatious allegations, will be dealt with as a disciplinary matter.

### **RESPONSIBILITIES**

All our operations, activities and relationships shall be guided by this policy and no clause shall be subject to waiver.

**THIS POLICY APPLIES TO ALL MEMBERS OF THE BOARD, CEO/OTHER MEMBERS OF THE SENIOR EXECUTIVE MANAGEMENT TEAM AND ALL STAFF OF THE COMPANY**