

Anti-Bribery Policy

1. Introduction

1.1 Purpose

This policy sets out Anti-Bribery guidelines and the procedure for employees to follow in order to recognise and deal with bribery and corruption issues.

1.2 Scope

This policy applies to all employees whether permanent, temporary or on a fixed term contract of employment- including directors, non-executive directors, officers performing duties on behalf of MAL, contractors, freelancers and subsidiaries acting for, or on behalf of, the organisation within the UK and overseas.

1.3 Operation:

The Anti-Corruption Officer responsible for the maintenance and operation of, and compliance with this policy is:

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2. What is Bribery?

2.1 The Legislation

Under the Bribery Act 2010, a bribe is defined as a financial, or other type of advantage that is offered or requested with the:

- intention of inducing or rewarding improper performance of a function or activity; or,
- knowledge or belief that accepting such a reward would constitute the improper performance of such a function or activity.

There are four criminal offences under the Bribery Act 2010:

- Offering or paying a bribe;
- Requesting or receiving a bribe;
- Bribing a foreign public official;
- An offence for a company failing to prevent bribery being undertaken on its behalf.

The Act applies regardless of whether an employee or the associated person is situated in the UK or overseas.

Bribery is a criminal offence and any individual found guilty of bribery may be liable to up to 10 years imprisonment and/or an unlimited fine payable by the employee personally, not MAL. If MAL is found to have taken part in bribery, it could face an unlimited fine and damage to reputation. We therefore take our legal responsibilities very seriously.

3. Types of bribe

Bribes can include money, gifts, hospitality, expenses, reciprocal favours, political or charitable contributions, or any direct or indirect benefit or consideration. A bribe does not need to be accepted to be a bribe- the offer is enough.

3.1 Gifts

Gifts are defined as items given without the expectation of receiving anything in return, including, but not limited to:

- branded or promotional items
- flowers
- perishable goods e.g. chocolates

A gift will be considered of more than nominal value if it is worth £10 or more- see guidance in **Annex 2**.

3.2 Hospitality

Hospitality is defined as the entertaining of clients, conference delegates, or other official visitors. This includes, but is not limited to the offer or provision of:

- Meals (where not part of a standard business day, e.g. working lunch)
- Travel or Accommodation
- Tickets to Concerts, Sports Events, Conferences, Awards Ceremonies, Parties

4. Gifts & Entertainment Policy

4.1 Receiving Gifts

Gifts should not be accepted where they may appear to be disproportionately generous (over the value of £100) or could reasonably be construed as an inducement to affect a business decision. Gifts should not be accepted from suppliers or any other party involved in a current tender or sourcing activity. These gifts must be refused and reported to the Anti-Bribery Officer.

Any gift offered (whether accepted or not) which is of more than nominal value should be notified to the organisation using the Gift Register form in Annex 1, and returned to antibribery@monsoon.co.uk within 30 days of their being received. You will receive a monthly email reminder to fill out the gift register.

Additional guidance on Gifts and the procedure to follow is provided in Annex 2.

There may be occasions, e.g. cultural reasons, where refusing a gift could cause offence or cannot physically be returned. In these circumstances the gift should be accepted and then surrendered to the Anti-Corruption Officer or Company Secretary, who will deal with it appropriate and donate it to the Monsoon Accessorize Trust.

4.2 Offering Gifts

The offering of any Gift to any party on behalf of Monsoon Accessorize or where the gift is purchased using company funds/expensed to the company, or featuring company product is expressly prohibited without the prior approval of the Anti-Bribery Officer.

4.3 Receiving Hospitality

Hospitality should not be accepted where this may appear to be disproportionately generous (over the value of £500) or could reasonably be construed as an inducement to affect a business decision. Hospitality should not be accepted from suppliers or any other party involved in a current tender or sourcing activity. These invitations must be refused and reported to the Anti-Bribery Officer.

Hospitality should also not be accepted where:

- the party extending the invite shall not be present
- excessive alcohol consumption or adult entertainment occurs

In the event of travel or overnight accommodation being offered, seek approval from your line manager and Anti-Bribery Officer prior to departure and confirm itinerary to ensure the Company can comply with our Duty of Care.

Any hospitality offered (whether accepted or not) should be notified to the organisation using the Gift Register form in Annex 1, and returned to antibribery@monsoon.co.uk within 30 days of the invitation being received. You will receive a monthly email reminder to fill out the gift register.

Additional guidance, and the procedure to follow is provided in Annex 2.

4.4 Offering Hospitality

The offering of Hospitality to any party on behalf of Monsoon Accessorize is expressly prohibited without the prior approval of the Anti-Bribery Officer.

5. Rules for Specific Groups of Persons

5.1 Procurement/Buying staff and those advising Procurement/Buying staff:

Persons working within sourcing functions should not accept gifts or hospitality of any kind, unless the hospitality takes the form of an invitation to attend a supplier or industry conference, seminar or trade show, where the hospitality element is incidental to the event and relevant business information is expected to be gained through their attendance. Persons having significant advisory input into procurement decisions where they have provided or are likely to provide advice should not accept gifts or hospitality, unless it is principally to discuss business matters at either lunch or dinner, or at a conference or trade show. Specifically, however, no offers of lunch or dinner should be accepted during, or immediately before or after, a related sourcing exercise is being undertaken.

5.2 Directors:

in accordance with the provisions of the Companies Act 2006, Directors must not accept any benefit from a third party which he or she receives because they are a director of the Company except where the benefit cannot be reasonably regarded as likely to give rise to a conflict of interest. In addition to this supervening statutory requirement, the Policy in this document shall apply to Directors as if they were employees.

6. Audit and Compliance

6.1 Compliance with the Procedure

The company will:

- regularly monitor "at risk" employees and associated persons;
- regularly communicate with "at risk" employees and associated persons;
- undertake extensive due diligence of third parties and associated persons; and
- communicate its zero-tolerance approach to bribery to third parties, including actual and prospective customers, suppliers and joint-venture partners
- review or audit entries to the Gift Register as it sees fit.

6.2 Reporting Concerns

You are encouraged to report any concerns you may have to the Anti-Bribery Officer as soon as possible. Issues that should be reported include:

- any suspected or actual attempts at bribery;
- concerns that other employees or associated persons may be being bribed; or
- concerns that other employees or associated persons may be bribing third parties, such as clients or government officials.

A form is available on the Company intranet so you can record any incidents of suspected bribery. Any such reports will be thoroughly and promptly investigated in the strictest confidence.

6.3 Consequences of Non-Compliance

If we suspect an employee of bribery we may suspend them from their duties while the investigation is being carried out. The organisation will invoke its disciplinary procedures and if proven, may result in a finding of gross misconduct and immediate dismissal. We also reserve the right to terminate the contracts of any associated persons, including consultants or other workers who act for, or on behalf of, the business who are found to have breached this policy.

Annex 1- Gift Register

All Offers (whether accepted or refused) of Gifts or Hospitality	
Name of Employee (Recipient)	
Job Title and Department	
Description of Gift / Hospitality Offered (Including Date Received / Date Offered)	
Name and Address of the External Organisation that has made the Offer	
Relationship to the Company	
Estimated Value	
Accepted / Declined (Individual / Group)	
Reason for Acceptance / Decline	
Employee's Signature	
Date of Notification	
Acceptance of Offers of Non-Trivial Gifts only	
Date of receipt by Company Secretary	
Action taken by Company Secretary	
Acceptance of Offers of Hospitality only	
Appropriate Manager's Name	
Manager's / comments (<i>e.g. on frequency</i>) where appropriate	
Date of Approval (<i>must be in advance</i>)	

A copy of this Gift Register is accessible on the intranet. All gifts and hospitality, whether accepted or not, must be recorded on this form and returned to antibribery@monsoon.co.uk within 30 days of their being received. You will receive a monthly email reminder to fill out the gift register.

Annex 2- Guidance on Gift & Hospitality Acceptance

Type of Gift/ Hospitality	Example	Procedure	Required Action	Entry to Register
Gift of nominal value (up to £10)	Branded pens, mugs, umbrellas, USB sticks, diary	Acceptable, as long as not given excessively often. No need to enter in the Gift Register.	None	NO
Gifts (over £10)	Parker pen, Swarovski decoration	Acceptable, but the gift (if non-perishable) must be given to the Charity Manager and donated to the Monsoon Accessorize Trust. Not acceptable if estimated to be over the value of £100.	Complete notification form in Annex 2	YES
Perishables	Chocolates, Hampers,	Acceptable. Depending on lifespan, submit to Charity Manager. Where lifespan won't allow, permitted to share amongst colleagues. Not acceptable if estimated to be over the value of £100.	Complete notification form in Annex 2	YES
Flowers	Bouquets, Live Plants	Acceptable. Must remain in the office and not taken home.	Complete notification form in Annex 2	YES
Travel / Accommodation	Hotel whilst visiting supplier in India,	Acceptable where representing a genuine business need or activity and the value is estimated to be below £500. Not acceptable if not related to business activity, if unapproved by Line Manager and Anti-Bribery Officer, or if over £500.	Complete notification form in Annex 2	YES
Business Meals/Drinks	Working Lunch, Meeting Refreshments, After-work drinks	Acceptable, as long as not given excessively often. No need to enter in the Gift Register.	None	NO
Meals/Drinks outside of working day/activity	Dinner at Galvin at Windows, Party at Fabric	Acceptable where the party extending the offer is also present and the value is estimated to be below £500 and represents a genuine business relationship or activity. Not acceptable if over £500.	Complete notification form in Annex 2	YES
Tickets	Arianna Grande at the O2, Retail Week Conference 2019 Awards Dinner	Acceptable where the party extending the offer is also present and the value is estimated to be below £500 and represents a genuine business relationship or activity. Not acceptable if over £500.	Complete notification form in Annex 2	YES