

BRIBERY AND CORRUPTION PROCEDURE

Procedure s tatement

Activate Learning is committed to conducting all activities in an honest and ethical manner and in accordance with the requirements of the Bribery Act 2010. We take a zero-tolerance approach to bribery and corruption and strive to act professionally, fairly, and with integrity in all our dealings and relationships. We are committed to implementing and enforcing effective systems to counter bribery.

Activate Learning takes its legal responsibilities very seriously and recognises that incidences of bribery and corruption can result in:

- personal penalties (up to ten years' imprisonment); and
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Responsibilities

Corporation Board

The Activate Learning Corporation Board has overall responsibility for ensuring this procedure complies with our legal and ethical obligations, and that all staff follow this procedure. The Audit & Risk Committee shall ensure that internal control systems and procedures are subject to regular audits to provide assurance that they are effective in countering bribery and corruption.

Governance 3 U R I H V V L R Q D O

The + H D G R I * R Y Has Primary Responsibility for implementing this procedure and maintaining the Register of Gifts and Hospitality. The + H D G R I * R Y Will Regularly monitor the effectiveness and review the implementation of this procedure, considering its suitability, adequacy, and effectiveness.

Any improvements identified will be implemented as soon as possible.

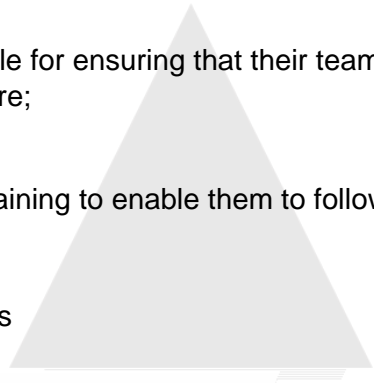
Management Staff

Management at all levels are responsible for ensuring that their teams:

- are made aware of this procedure;
- understand this procedure; and
- receive adequate and regular training to enable them to follow this procedure.

Staff

All staff are responsible for following this



They are not commonly paid in the UK but are common in some other jurisdictions. Kickbacks are typically payments made in return for a business favour or advantage.

You must avoid any activity that might lead to, or suggest that, a facilitation payment or kickback will be made or accepted by us.

All payments made on behalf of Activate Learning should be reasonable, justifiable, and proportionate to the



You will not suffer any detrimental treatment because of reporting reasonably held suspicions. Any unfounded or malicious allegations will be subject to a full investigation and may result in disciplinary action under the Staff Disciplinary Procedure.

Record-keeping

Activate Learning maintain robust financial records and appropriate internal controls which will evidence the business reason for payments to third parties. All accounts, invoices, memoranda, and other documents and



Appendix 1



