

PHOENIX UTILITIES LIMITED

ANTI-BRIBERY AND CORRUPTION POLICY

Policy Statement

Phoenix Utilities Ltd. is committed to a 'zero tolerance' approach to the making or receiving of bribes and other corrupt practices. Phoenix Utilities Ltd. will seek to foster a culture within the organisation that bribery is unacceptable. It shall implement a policy and procedures that will make clear to employees and others acting on behalf of PHOENIX UTILITIES LTD that acts of bribery are unacceptable. Phoenix Utilities Ltd. will encourage the reporting of such corrupt acts and support individuals who make a report in good faith.

Phoenix Utilities Ltd. will seek to comply with the Bribery Act 2010 and the relevant guidance. The Director with responsibility for the policy and procedures is Kenny Nicol

Anti-Bribery and Corruption Policy Statement

Phoenix Utilities Ltd. (PUL) strive to attain the highest ethical and professional standards of business practice. All employees and those acting for or on behalf of Phoenix Utilities Ltd. are responsible for conducting themselves honestly and professionally.

PUL's Management does not tolerate any form of bribery by its employees or any person associated with or acting on behalf of Phoenix Utilities Ltd. The Director and Management are committed to implementing and enforcing effective systems to prevent, monitor and eliminate bribery in accordance with the provisions in the Bribery Act 2010. The Company has established a policy and supporting procedures to prevent and prohibit bribery. This policy will apply to all employees and those acting for and on behalf of Phoenix Utilities Ltd., and they are required to familiarise themselves and to comply with the policy.

Bribery is a criminal offence which may result in a prison sentence or unlimited fines for those involved. A breach of Phoenix Utilities Ltd's anti-bribery policy will be treated as grounds for disciplinary action and could, depending on the nature of the breach, result in an employee's dismissal or the termination of an agent's, consultant's or business partner's appointment.

The success of Phoenix Utilities Ltd's anti-bribery policy depends on the detection and eradication of acts of bribery. All employees and those associated with Phoenix Utilities Ltd have a role to play in achieving this goal. Therefore all employees are encouraged to report suspicious activities to the Compliance Officer namely the Managing Director. The Company will support any individual who reports such activities in good faith.

3 Anti-Bribery Policy and Procedures

3.1 Introduction

- a) Phoenix Utilities Ltd. is committed to complying with the Bribery Act 2010 and the relevant guidelines and to require those agents, consultants, and business partners who work on Phoenix Utilities Ltd's behalf to comply with the same laws and practices.
- b) Phoenix Utilities Ltd. expects its employees, agents, consultants and business partners to act with honesty, integrity and fairness in all aspects of their business activities
- c) Bribery is a criminal offence. A bribe can be broadly defined as a financial or other advantage to encourage a person to perform their function or activity improperly or to reward someone for having performed their function or activity improperly.

4 The Policy

- a) Phoenix Utilities Ltd. **prohibits** bribery or other acts of corruption in any form.
- b) This Policy applies to all staff (i.e. Directors, Management and employees), agents, consultants, and business partners.

Top Level Commitment

The Company is committed to the above Policy i.e. a *'zero tolerance'* approach to the making or receiving of bribes or corrupt practices. The Executive Board will seek to foster a culture within Phoenix Utilities Ltd. that bribery is unacceptable and encourage the reporting of such corrupt acts. In addition it will review and update the policy, if necessary, a minimum of once every 12 months.

Prevention and Reporting

The prevention, detection, and reporting of bribery is the responsibility of everyone at Phoenix Utilities Ltd. Employees can report confidentially in accordance with the procedures within the Staff Handbook and for non-employees in accordance with the terms of their appointment contract.

Failure to comply with the policy

A breach of the policy will result in disciplinary procedures in accordance with the Staff Handbook. The outcome of which will depend on whether the breach is classed as Misconduct or Gross Misconduct.

Gifts and Corporate Hospitality

It is not the intention of this policy to prohibit normal and appropriate gifts or corporate hospitality.

Communication

Phoenix Utilities Ltd. seeks to ensure that its bribery policy and procedures are embedded and understood throughout the company by means of internal and external communications. This is done in a manner which is proportionate to the risks faced by Phoenix Utilities Ltd.

Kenny Nicol

Managing Director

PUL/QM/BRIB REV1 REV DATE January 2027