

Anti-Bribery and Corruption Policy

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Purpose & Scope

Purpose

The purpose of this Anti-Bribery and Corruption Policy is to set out Reveal's commitment to conducting all business activities with honesty, integrity and the highest ethical standards. This policy aims to:

- Ensure that all individuals working for or on behalf of Reveal understand their responsibilities to prevent, detect and report bribery and corruption.
- Provide clear guidance on recognising, avoiding, and responding to bribery and corruption risks.
- Support compliance with all applicable anti-bribery and anti-corruption laws, including the UK Bribery Act 2010, in every jurisdiction in which Reveal operates.
- Protect Reveal, its employees, and its business partners from legal, financial, and reputational harm arising from bribery or corrupt practices.

Scope

This policy applies to **all persons working for or representing Reveal**, in any capacity and in any location. This includes:

- Employees at all levels
- Directors and officers
- Agency workers and temporary staff
- Seconded workers and interns
- Contractors and external consultants
- Volunteers and apprentices
- Third-party representatives, agents, distributors and intermediaries
- Business partners, suppliers and sponsors
- Any other party acting on behalf of or in association with Reveal

All such individuals are required to comply with this policy, uphold Reveal's zero-tolerance approach to bribery and corruption, and act with integrity in all business dealings. This policy applies to all activities undertaken by or on behalf of Reveal, whether in the UK or overseas.

Policy Statement

It is our policy to conduct 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 and corruption.

We will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate. However, we remain bound by UK laws, including the *Bribery Act 2010*, in respect of our conduct both in the UK and overseas. About this policy:

The purpose of this policy is to:

- set out our responsibilities and of those working for us, to observe and uphold our position on bribery and corruption.
- provide information and guidance to those working for us on how to recognise and deal with bribery and corruption issues; and
- provide information about how to raise concerns with us relating to bribery and corruption, including any breaches of this policy statement.

It is a criminal offence to offer, promise, give, request, or accept a bribe. Individuals found guilty can be punished by up to ten years' imprisonment and/or a fine. As an employer if we fail to prevent bribery, we can face an unlimited fine, exclusion from tendering for public contracts, and damage to our reputation. We therefore take our legal responsibilities very seriously.

In this policy, **third party** means any individual or organisation you encounter during the course of your work for us, and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

Who Must Comply with This Policy?

This policy applies to all persons working for us or any Reveal group company or on our behalf in any capacity, including employees at all levels, agency workers, seconded workers, volunteers, interns, agents, contractors, external consultants, third-party representatives and business partners, sponsors, or any other person associated with us, wherever located. Any reference to "You" or "Your" in this policy refers to all these persons or parties.

It is the responsibility of all the above-mentioned parties to ensure that bribery is prevented, detected and reported and all such reports should be made in accordance with Reveal's Whistleblowing Policy or as otherwise stated in this policy.

Who Is Responsible for The Policy?

The board of directors has overall responsibility for ensuring this policy complies with our legal and ethical obligations, and that all those under our control comply with it.

The Chief Operating Officer of Reveal has primary and day-to-day responsibility for implementing this policy, monitoring its use and effectiveness, dealing with any queries about it and auditing internal control systems and procedures to ensure they are effective in countering bribery and corruption. Management at all levels are responsible for ensuring those reporting to them understand and comply with this policy and are given adequate training.

What Is Bribery and Corruption?

Bribery is offering, promising, giving, receiving or accepting any financial or other advantage, to induce the recipient or any other person to act improperly in the performance of their functions, or to reward them for acting improperly, or where the recipient would act improperly by accepting the advantage or in anticipation of such advantage.

An **advantage** includes money, gifts, loans, fees, hospitality, services, discounts, the award of a contract or anything else of value.

A person acts **improperly** where they act illegally, unethically, or contrary to an expectation of good faith or impartiality, or where they abuse a position of trust. The improper acts may be in relation to any business or professional activities, public functions, acts in the course of employment, or other activities by or on behalf of any organisation of any kind.

Corruption is the abuse of entrusted power or position for private gain. It can be classified as grand, petty and political, depending on the amounts of money lost and the sector where it occurs.

Examples:

Offering a bribe

You offer a potential client tickets to a major sporting event, but only if they agree to do business with us.

This would be an offence as you are making the offer to gain a commercial and contractual advantage. We may also be found to have committed an offence because the offer has been made to obtain business for us. It may also be an offence for the potential client to accept your offer.

Receiving a bribe

A supplier gives your nephew a job but makes it clear that in return they expect you to use your influence in our organisation to ensure we continue to do business with them.

It is an offence for a supplier to make such an offer. It would be an offence for you to accept the offer as you would be doing so to gain a personal advantage.

Bribing a foreign official

You arrange for the business to pay an additional "facilitation" payment to a foreign official to speed up an administrative process, such as clearing our goods through customs.

The offence of bribing a foreign public official is committed as soon as the offer is made. This is because it is made to gain a business advantage for us. We may also be found to have committed an offence.

This Policy and You

Your Responsibilities for Compliance

The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for us or under our control. It is not acceptable for you (or someone on your behalf) to:

1. 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;
2. give or accept a gift or hospitality during any commercial negotiations or tender process, if this could be perceived as intended or likely to influence the outcome.
3. accept a payment, gift or hospitality from a third party that you know or suspect is offered with the expectation that it we will provide a business advantage for them or anyone else in return.
4. accept hospitality from a third party that is unduly lavish or extravagant under the circumstances.
5. offer or accept a gift to or from government officials or representatives, or politicians or political parties, without the approval of the board of directors.
6. threaten or retaliate against another individual who has refused to commit a bribery offence or who has raised concerns under this policy; or
7. engage in any other activity that might lead to a breach of this policy.

You must:

8. ensure that you read, understand and comply with this policy.
9. to avoid any activity that might lead to, or suggest, a breach of this policy.
10. be aware and alert at all times of all bribery risks as described in this policy and the "red flags" that may indicate bribery or corruption as set out at the end of this policy in section 8 below;
11. always exercise due diligence when dealing with third parties on behalf of Reveal; and
12. as soon as possible if you believe or suspect that a conflict with this policy has occurred, or may occur in the future, report all such to Reveal's Chief Operating Officer or ISO Manager or, in the case of non-employees, their normal point of contact within Reveal, or otherwise in accordance with the Company's Whistleblowing Policy.

Training and Communication

Training on this policy forms part of the induction process for all individuals who work for us and regular training will be provided as necessary.

Our zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors and business partners at the outset of our business relationship with them and as appropriate thereafter.

How To Raise a Concern

You are encouraged to raise concerns about any issue or suspicion of bribery or corruption at the earliest possible stage. As soon as possible if you believe or suspect that a conflict with this policy has occurred, or may occur in the future, report all such to Reveal's Chief Operating Officer or ISO Manager or, in the case of non-employees, their normal point of contact within Reveal, or otherwise in accordance with the Company's Whistleblowing Policy.

If you are offered a bribe, or are asked to make one, or if you believe or suspect that any bribery, corruption or other breach of this policy has occurred or may occur, you must notify the Chief Operating Officer or the ISO Manager of Reveal as soon as possible.

If you are unsure about whether a particular act constitutes bribery or corruption, raise it with the ISO Manager or directly with the Chief Operating Officer of Reveal.

Protection

Individuals who refuse to accept or offer a bribe, or who raise concerns or report another's wrongdoing are sometimes worried about possible repercussions. We aim to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.

We are committed to ensuring no one suffers any detrimental treatment because of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or other corruption offence has taken place or may take place in the future. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform the Chief Operating Officer immediately. If the matter is not remedied, and you are an employee, you should raise it formally using our Grievance Procedure, which can be found the staff handbook.

Breaches of This Policy

Any employee who breaches this policy will face an investigation which then may lead to disciplinary action, which could result in dismissal for gross misconduct.

We may terminate our relationship with other individuals and organisations working on our behalf if they breach this policy.

US FCPA Guidelines

Any person doing business for or on behalf of Reveal with or in the US is required to be familiar with and abide by the FCPA Guidelines, details of which can be found on the US Department of Justice Website. Specific Areas of Policy

Business Partners

Reveal will operate suitable procedures to ensure that the bribery and corruption risk posed by Reveal's dealings with its customers, channel partners, suppliers and other third parties ("Business Partners") is properly assessed and managed. These procedures will be based around a Qualify, Bind, monitor approach, as follows:

- **Qualify:** Reveal will assess the risk of dealing with Business Partners through appropriate background checks and qualify that this risk level is acceptable.
- **Bind:** Reveal will bind our Business Partners to our anti-bribery and anti-corruption policies and expectations using appropriate contractual arrangements; and
- **Monitor:** Reveal will monitor the conduct and performance of our Business Partners on a regular basis in order identify any indicators of risk that arise.

Reveal's procedures for dealing with Business Partner risk are documented in a separate policy document.

Facilitation Payments and Kickbacks

Facilitation payments, also known as "back-handers" or "grease payments", are typically small, unofficial payments made to secure or expedite a routine or necessary action (for example by a government official). They are not common in the UK but are common in some other jurisdictions in which we operate.

Kickbacks are typically payments made in return for a business favour or advantage.

We do not make, and will not accept, facilitation payments or "kickbacks" of any kind.

You may make a facilitation or similar payment in limited circumstances **where your life is in danger, or you are at threat of physical harm** but under no other circumstances. If you do need to take this course of action, you must report this to the Chief Operating Officer or ISO Manager as soon as is reasonably possible.

You must avoid any activity that might lead to a facilitation payment or kickback being made or accepted by us or on our behalf, or that might suggest that such a payment will be made or accepted. If you are asked to make a payment on our behalf, you should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. You should always ask for a receipt which details the reason for the payment. If you have any suspicions, concerns or queries regarding a payment, you should raise these with the Chief Operating Officer.

Gifts, Hospitality and Expenses

This policy allows reasonable and appropriate hospitality or entertainment given to or received from third parties, for the purposes of:

1. establishing or maintaining good business relationships.
2. improving or maintaining our image or reputation; or
3. marketing or presenting our products and/or services effectively.
4. The giving and accepting of gifts is only allowed if all of the following requirements are met:
5. it is not made with the intention of influencing a third party to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favours or benefits; and
6. it is given in our name, not in your name; and
7. it does not include cash or a cash equivalent (such as gift certificates or vouchers); and
8. it is appropriate in the circumstances, taking account of the reason for the gift, its timing and value. For example, in the UK it is customary for small gifts to be given at Christmas; and
9. it is given openly, not secretly; and
10. it complies with any applicable local law; and

details of the gift and the third party involved are provided in writing to the Chief Operating Officer or the ISO Manager of Reveal. If you are a Reveal employee, director, officer, agency worker, seconded worker, volunteer, intern, agent and contractor, you are required to complete the Record of Gifts / Hospitality Form (available from the ISO Manager), for:

1. all actual or proposed gifts, tickets or vouchers received from or provided to third parties with an expected value of greater than £50.
2. all actual or proposed hospitality, received from or provided to third parties, where the per head cost exceeds £50.

Any Gift or Hospitality with a value of greater than £100 (US\$150) requires pre-approval from the Chief Operating Officer before any exchange occurs.

Promotional gifts of low value such as branded stationery to or from existing customers, suppliers and business partners will usually be acceptable.

Reimbursing a third party's expenses or accepting an offer to reimburse our expenses (for example, the costs of attending a business meeting) would not usually amount to bribery. However, a payment more than genuine and reasonable business expenses (such as the cost of an extended hotel stay) is not acceptable.

We appreciate that practice 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, hospitality or payment is reasonable and justifiable. The intention behind it should always be considered. If you are in any doubt, please contact the ISO Manager or Chief Operating Officer of Reveal who will make a decision in this respect.

Donations and Sponsorship

In this policy, Sponsorship and Donations are anything of value (including money, gift in kind, access to or use of, or association with the company's brand or image, employee time or other resource) offered or given to, an entity or event outside of Reveal.

Reveal does not make Donations or any other contributions to political parties.

Reveal only makes charitable Donations that are legal and ethical under local laws and practices.

No Sponsorship or Donation may be offered or made without the prior approval of the Chief Operating Officer.

Any Sponsorships or Donations offered or given must:

- be given as a legitimate, justified Sponsorship or Donation and never in exchange for obtaining an inappropriate advantage or benefit.
- be given directly in good faith and be reasonable in value and frequency.
- be compliant with any applicable laws, rules and regulations.
- be given in an open manner, and not to, or for the benefit of, an individual.
- not influence or appear to influence the independence of the giver or receiver of the Sponsorship or donation.
- not be considered offensive or inappropriate.
- not be in the form of per diem or daily payments.
- in relation to a government owned or controlled entity, be in accordance with the receiving party's own compliance rules.
- not be deliberately structured as an arrangement specifically to avoid approval requirements in this policy; and not be given in your personal capacity in order to avoid approval and reporting requirements in the applicable policy within the Sponsorships and Donations Policies; and
- be properly recorded each year in our ESG report.

When offering any sponsorships or donations you must:

- obtain prior approval of the Chief Operating Officer of Reveal
- accept any additional scrutiny audits or restrictions that Reveal may impose; and
- report to the ISO Manager or the Chief Operating Officer of Reveal any sponsorship or donation that is, or may be considered, lavish, extravagant, or illegal, or that is made with the intent of obtaining an inappropriate advantage or benefit.

Please consult the ISO Manager or the Chief Operating Officer of Reveal if you are not sure of the requirements in relation to Sponsorships or Donations.

Conflicts of Interest

In this policy, a Conflict of Interest is any relationship, (whether personal or professional), influence or activity that may impair or appear to impair the ability of employees to:

- make fair and objective decisions when performing their jobs; or
- act in the best interests of Reveal.

Reveal's employees and other personnel must seek to avoid any situation, relationship, influence or activity where personal interests could conflict, or appear to conflict, with Reveal's best interests.

Where such a situation cannot be avoided you must report the situation promptly to the ISO Manager or Chief Operating Officer of Reveal and co-operate with Reveal to take steps to remove or mitigate the Conflict of Interest.

Reveal's employees must not engage in, facilitate or encourage insider trading.

Offset Arrangements

In this policy, an Offset Arrangement is any arrangement made under, or in connection with, a contract between Reveal and a customer (or a contractor to a customer) to generate work or create capability or economic value in that customer's country for which that customer's government (or an agency thereof) may grant credits to Reveal or otherwise release it from its offset obligations.

Under this policy, Reveal does not enter into Offset Arrangements.

Record-Keeping

Reveal must keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.

You must declare and keep a written record of all hospitality or gifts given or received, which will be subject to managerial review.

You must submit all expense claims relating to hospitality, gifts or payments to third parties in accordance with our expenses policy and record the reason for expenditure.

All accounts, invoices, and other records relating to dealings with third parties including suppliers and customers should be prepared with strict accuracy and completeness. Accounts must not be kept "off book" to facilitate or conceal improper payments.

Potential Risk Scenarios: "Red Flags"

The following is a list of possible red flags that may arise during the course of you working for us and which may raise concerns under various anti-bribery and anti-corruption laws. The list is not intended to be exhaustive and is for illustrative purposes only.

If you encounter any of these red flags while working for us, you must report them promptly to the Chief Operating Officer or the ISO Manager.

Examples of Red Flags:

1. you become aware that a third party engages in, or has been accused of engaging in, improper business practices.
2. you learn that a third party has a reputation for paying bribes, or requiring that bribes are paid to them, or has a reputation for having a "special relationship" with foreign government officials.
3. a third party insists on receiving a commission or fee payment before committing to sign up to a contract with us or carrying out a government function or process for us.
4. a third-party requests payment in cash and/or refuses to sign a formal commission or fee agreement, or to provide an invoice or receipt for a payment made.
5. a third-party request that payment is made to a country or geographic location different from where the third party resides or conducts business.
6. a third party requests an unexpected additional fee or commission to "facilitate" a service.
7. a third party demands lavish entertainment or gifts before commencing or continuing contractual negotiations or provision of services.
8. a third-party request that a payment is made to "overlook" potential legal violations.
9. a third party requests that you provide employment or some other advantage to a friend or relative.
10. you receive an invoice from a third party that appears to be non-standard or customised.

11. a third party insists on the use of side letters or refuses to put terms agreed in writing.
12. you notice that we have been invoiced for a commission or fee payment that appears large given the service stated to have been provided.
13. a third party requests or requires the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to us.
14. you are offered an unusually generous gift or offered lavish hospitality by a third party; or
15. you are offered a "kickback" by a supplier to secure or maintain a business relationship with Reveal.