

## **ANTI BRIBERY & CORRUPTION POLICY**

### **MISSION / VALUE**

This Anti- Bribery & Corruption policy sets out a framework to deal with reducing the exposure to bribery and corruption by the company and its employees where practicably possible.

The Group's approach to business is such that compliance with relevant international and national laws such as the UK Bribery Act 2010 and the US Foreign Corrupt Practices Act 1977 as well as the Association of British Health Care Industries (ABHI) and Medtech Europe of Codes of Business Practice.

### **PURPOSE**

The Group is committed to conducting business in a transparent and ethical manner across all of its operations. The Group aims to ensure that all its activities are conducted fairly and honestly and each person connected with The Group has individual responsibility for maintaining an ethical workplace.

#### Anti-Bribery & Corruption (ABC) Policy Statements

This Policy should be read in conjunction with the "Olympus Europa Group – Compliance Framework, Anti-Bribery and Corruption" Doc ID: 32628-1

Consistent with the company business philosophy, the Group strictly adheres to ABC principles under which the Company will:

- not tolerate the actual or perceived payment of bribes in any form for any purpose, as follows;
  - must not accept or provide gifts
  - hospitality or entertainment that may affect judgement or cause them to act improperly
  - provision of sponsorship or donations must not be used as an inducement for the customer to purchase
  - loan of equipment must not be used as an inducement for the customer to purchase
- seek to avoid being placed in situations where judgement (and that of its workforce) might be influenced or appears to be influenced by improper considerations
- have zero tolerance to "facilitation payments", (in the event that a facilitation payment is being extorted, or if you are forced to pay under duress or faced with potential safety issues or harm, such a payment may be made, provided that certain steps are followed).
- ensure that all dealings with public officials such as Government officers and Healthcare Professionals are conducted in an ethical and transparent manner
- ensure that the receipt or provision of gifts and hospitality are regulated by clear ethical guidelines
- maintain adequate procedures to support the efficient operation and implementation of this Policy.
- only do business with third parties that operate with the same ethical standards
- risk assess and conduct appropriate due diligence on third parties before engaging them to work on our behalf
- keep accurate financial books and records
- carry out risk assessment and appropriate due diligence before entering into new markets, joint ventures, mergers & acquisitions)

Employees will:

- declare their external interests that might give rise to conflicts of interest
- report any suspicions they have of unethical behaviour

The Policy places an active responsibility for compliance on all Group employees and associated persons. Training initiatives will be conducted on an ongoing basis to ensure its effective implementation.

- the Group demands the highest standards of integrity in the conduct of its business.
- the Group does not tolerate bribery or corruption in relation to its business and operations, anywhere or in any form and will comply with anti-bribery and anti-corruption laws in the countries in which it operates.

### SCOPE

The Group Policy is consistent with the UK Bribery Act 2010 and applies to all Group companies, their officers, employees and any associated parties.

### DEFINITIONS

- Bribery  
(Definition source – SFO) Giving or receiving something of value to influence a transaction in an improper manner.
- Facilitation Payment  
(Definition source – SFO) A facilitation payment is a type of bribe and should be seen as such. A common example is where a government official is given money or goods to perform (or speed up the performance of) an existing duty. Facilitation payments were illegal before the Bribery Act came into force and they are illegal under the Bribery Act, regardless of their size or frequency.
- Associated person  
(Definition source – MOJ) A person who ‘performs services’ for or on behalf of the organisation. This person can be an individual or an incorporated or unincorporated body.
- Conflict of Interest  
(Definition source – SFO) Where an employee has an economic or personal interest in a transaction.

### RESPONSIBILITIES

All employees have a responsibility to prevent, detect and report bribery and corrupt behaviour. Relevant guidance is available to support the company’s obligation in maintaining a transparent and ethical business from the Compliance department and the company intranet. Any breach of this policy will be regarded as a serious matter by the Company and may result in disciplinary action leading to dismissal or reporting to the appropriate authorities.

### REQUIREMENTS

1. Any suspicion of bribery/corruption or attempted bribery/corruption committed by or against an employee, agent or other party acting on behalf of The Group must be reported immediately to The Group Compliance Department on 01702 452125 or by e-mail [Corporate.Compliance@olympus.co.uk](mailto:Corporate.Compliance@olympus.co.uk) or [abcw@olympus.co.uk](mailto:abcw@olympus.co.uk), alternatively, in confidence or anonymously to the independently managed hotline;
  - By telephone – free phone number 0800 374 199, Or
  - On-line at: [ethicsline.olympus@expolink.co.uk](mailto:ethicsline.olympus@expolink.co.uk)
2. Details for the above can also be found in the “Olympus Europe Code of Ethics & Business Conduct on the company intranet and internet. Additionally, refer to the Standard Operating Procedure KMP-0152 [EthicsLine Raising Compliance Concerns](#)

### AMENDMENTS

The policy is subject to amendment by the company from time to time. Changes to this policy will be notified to staff via an electronic communication.

### REFERENCES

- UK Bribery Act 2010
- Olympus Europe Code of Ethics and Business Conduct
- KMF 05876 OKMG Gifts, Hospitality and Entertainment Policy
- KMP 0243 OKMG Healthcare Compliance Standard Operating Procedure (SOP)