

Anti-Bribery and Corruption Policy Statement

Why it matters

Our values and ethical commitment shape not only what we do, but also how we do it. We invest time and effort to put in place the right processes, policies and governance structures to ensure we meet these high standards of integrity and professionalism.

At FirstGroup plc, and across our operating companies, we base our business relationships on transparency, trust and accountability. We have a zero-tolerance approach to bribery and corruption, and never offer or accept any form of payment or incentive intended to improperly influence a business decision.

We pride ourselves on our reputation of always acting ethically and fairly in our business dealings. The use of bribes is not just illegal, but damages our reputation, and the communities we serve. We are committed to implementing and enforcing effective systems to prevent and eliminate bribery and corruption, in accordance with the UK Bribery Act 2010 and other applicable legislation.

What is bribery?

Bribery occurs where any person performing services on FirstGroup's behalf (including its employees, directors, agents, representatives or subsidiaries) offers, pays, seeks or accepts a payment, gift, favour, or a financial or other advantage from another in order to:

- gain a commercial, contractual or regulatory advantage;
- gain a personal advantage; or
- induce the improper performance of any function that is of a public nature.

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 bidding for public contracts, and damage to our reputation.

We take our legal responsibilities very seriously. We are committed to ensuring that we understand our obligations under the law and review and consider recommendations in any guidance provided by appropriate bodies.

Our expectations

All employees commit to complying with the law and our policies. For anti-bribery, relevant employees must make an annual declaration that they have read and understood our FirstGroup Anti-bribery and Corruption Policy and our FirstGroup Gifts and Hospitality, and ensure they complete mandatory anti-bribery training each year.

Our FirstGroup Anti-bribery and Corruption Policy sets out a minimum standard and provides clear guidance to our employees to ensure we comply with our obligations under the law. It also explains key concepts of the legislation and provides employees with points of escalation when further advice or action is required.

Our expectations continued

Additionally, our FirstGroup Gifts and Hospitality Policy provides governance and clear limits to ensure that employees are able to give and receive reasonable and appropriate gifts/hospitality for legitimate business purposes.

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

Compliance with the policy is monitored at senior executive level through reporting to the FirstGroup plc Audit Committee. The anti-bribery steering committee 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. Managing directors and function heads (as appropriate) are responsible for ensuring that adequate procedures are in place at a local level to assess the risks associated with the specific arrangements which their businesses enter into.

Our Supplier Code of Conduct requires any supplier, service provider or other third party to adhere to all applicable anti-corruption legislation. Suppliers must implement and enforce effective systems to counter bribery and may not offer or accept anything that may improperly influence, or appear to influence, business decisions.

Compliance

All colleagues must comply with the relevant policies and any failure to do so will be treated seriously. Any breach of the FirstGroup Anti-bribery and Corruption Policy or the FirstGroup Gifts & Hospitality Policy will be taken seriously and may result in disciplinary action.

We keep accurate and transparent records and those responsible for keeping records ensure that they fairly and accurately reflect the activities they record. This includes records relating to gifts and hospitality, charitable and political contributions, risk assessments and pre-approval documents.

Speak up

If you have any concerns, you should raise it with your line manager in the first instance, who should be able to address it quickly and effectively or escalate it on your behalf where necessary. If the concern involves your line manager, you'd prefer not to raise it with them, or they have previously not addressed the issue, you can either raise it with their line manager or with your HR team. Alternatively, you can contact our independently run Confidential Reporting Hotline either by telephone or online.

The Confidential Reporting Hotline numbers are:

- UK **0808 234 5291**
- IRELAND **1-800 552 083**

You can also use the Web Portal at **www.firstethics.ethicspoint.com**.

We support honest and open communication and encourage everyone to ask questions and report concerns. We do not tolerate retaliation, and consider it to be serious misconduct.

Policy Owner	FirstGroup General Counsel
Compliance Lead	FirstGroup General Counsel
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