

BDP Anti-Bribery and Corruption Policy

Introduction

The BDP Group is committed on a worldwide basis to conducting business in an honest way and without the use of corrupt practices or acts to gain an unfair advantage in all of its operations. BDP is committed to the highest legal and ethical standards and integrity which must be reflected in every element of what we do. This policy has been adopted by BDP's Board of Directors and is to be communicated to everyone involved in our business to ensure their commitment to it. BDP will apply a zero-tolerance approach to any form of bribery of, or by, its employees, consultants or any person or organisation acting on its behalf.

Scope of Policy

This policy applies to all individuals working within and for the BDP Group at all levels and grades, including Directors, senior managers, staff, consultants, contractors, seconded staff, agency staff, agents or any other person associated with us or any of our subsidiaries or their employees, wherever located.

Every employee or person acting for or on behalf of BDP is responsible for maintaining the highest standards of business conduct. Any breach of this policy will be regarded as a serious disciplinary, contractual and potentially criminal matter for the individual concerned as this in turn may cause serious damage to the reputation of BDP.

UK Bribery Act 2010

BDP is committed to comply with the UK Bribery Act across all its business activities as a global minimum standard, with local legislation taking precedence if it requires compliance with higher standards. There are four main offences under the Act:

- Offering bribes;
- Receiving bribes;
- Bribing foreign public officials;
- A corporate offence of failing to prevent bribery.

Under the Act a bribe is a financial or other type of advantage that is offered or requested with the intention of inducing or rewarding illegal or unethical performance of a function or activity; or belief or knowledge that accepting such an advantage would constitute the illegal or unethical performance of such a function or activity.

Function or activity in these terms includes public, state or business activities or any activity performed in the course of a person's employment, or on behalf of another company or individual, where the person performing that activity is expected to perform it in good faith, impartially, or in accordance with a position of trust.

All BDP employees and those persons acting on behalf of BDP are required to adhere to this policy and act in compliance with the UK Bribery Act.

Our Principles

It is our policy to conduct all 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.

It is our best practice objective that those we do business with take a similar zero-tolerance approach to bribery and corruption.

We are bound by the laws of the UK, including the Bribery Act 2010 as a global minimum, in respect of our conduct both at home and abroad. We must also comply with laws relevant to countering bribery and corruption in each of the jurisdictions in which we operate.

Bribery and corruption are criminal offences and, under the UK Bribery Act, are punishable for individuals by up to ten years' imprisonment and an unlimited fine; if the Company is found to have taken part in corruption it could face an unlimited fine, be excluded from tendering for public contracts and face serious damage to its reputation. We therefore take our legal responsibilities very seriously and expect those working within or for the business to do the same.

In this policy "third party" means any individual or organisation we come into contact with during the course of our work, and includes actual and potential customers, suppliers, distributors, business contacts, agents, advisers, government and public bodies, including their advisors, representatives and officials, politicians and political parties.

This policy does not prohibit

- Normal or appropriate hospitality and entertainment with clients; and
- The use of any recognised fast-track process that is publicly available on payment of a fee.

It is important that all such practices are proportionate, reasonable and made in good faith. Clear records must be kept at all times.

This policy should be read in conjunction with the relevant personal employment contracts and additional information set out on company intranets, or in local employee policies or handbooks.

Working Internationally

BDP employees, or those representing BDP who are involved in business outside of their domestic markets may, through unfamiliarity, be more at risk of being exposed to bribery or unethical business conduct. All those who function in this capacity are required to work within BDP's risk management procedures and keep their Studio Chair fully informed of any actual or suspected bribery.

In particular, the following should be reported:

- requests for cash payments whether direct or via a third party
- reimbursement of unsubstantiated expense whether direct or via a third party
- personal or business ties that an employee, representative or joint venture partner may have with government or corporate officials, directors or employees
- history of corruption in the country in which the work is being undertaken
- lack of invoices and acceptable financial practices.

The Group Finance Director will have primary responsibility for the regular review and update where appropriate. Responsibility for the appropriate and effective application of the policy across each studio is with the Studio Chair (UK & Quadrangle) or Studio Leader (International).

This is BDP's Anti-Bribery and Corruption Policy and as Chief Executive I commit myself and the company to it.

Signed



Nick Fairham

Chief Executive

Date: 1 July 2024