

CPPGROUP Plc: Anti-Fraud & Corruption Policy

Date of Issue: December 2021
Version Number: V12.0
Sponsoring Executive: Jason Walsh
CPPGroup Plc Board Approval: 8th December 2021
Classification: Internal



Document Control

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Approval & Review Period:

CPPGroup Plc Board approval is required for this policy. This policy will be reviewed when there are material changes in the nature of areas being covered, the business's strategic direction or operational plans. As a minimum the policy will be reviewed at least annually.

Revision History

Date Issued:	Version No.	Reason for Change:
August 2007	V1.0	Original
March 2009	V 2.0	Annual Review
March 2011	V 3.0	Annual Review
August 2011	V 4.0	Annual Review
August 2012	V5.0	Annual Review
November 2013	V6.0	Annual review
October 2014	V7.0	Annual Review
October 2015	V8.0	Annual Review
July 2017	V9.0	Annual Review
July 2019	V10.0	Annual Review
December 2020	V11.0	Annual Review
December 2021	V12.0	Annual Review

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1. Purpose

The purpose of this policy is to set out the responsibilities of managers and staff regarding the prevention of fraud, and the procedures to be followed where fraud is detected or suspected. The Group has a policy on fraud and corruption to ensure that:

- Fraud & corruption is prevented and deterred;
- An anti-fraud culture is cultivated with clear responsibilities for managers and staff regarding the prevention and detection of fraud or corruption;
- Losses or reputational damage arising from internally or externally perpetrated fraud or corruption is minimised; and
- Detected or suspected fraud or corruption is reported and appropriate disciplinary & other action is taken.

Through maintaining an open & honest environment, the Group is committed to ensuring that opportunities for fraud and corruption are reduced to the lowest possible level of risk through a combination of effective preventative and detection processes. All cases of fraud will be rigorously investigated and recommendations to prevent future occurrences will be acted upon.

This policy applies to all CPPGroup Plc's employees and compliance is mandatory. This policy also applies to all third parties (individuals or entities) contracted to undertake work on the company's behalf and should be referred to in all relevant contracts and through ongoing relationship management. CPPGroup Plc requires its managers and staff to act honestly, with integrity and to safeguard any CPP resources for which they are responsible at all times.

The operating environments in each geographic region that the Group functions in differs. As such, regional leaders may wish to implement additional anti-fraud requirements in their regions to meet local regulatory or legal needs. Documentation of any additional regional requirements will be held and maintained locally.

1.1. Definitions

Fraud can be described as acts of deception, bribery, forgery, extortion, corruption, theft, conspiracy, embezzlement, misappropriation, false representation, concealment of material facts and collusion.

Corruption is defined as the misuse of entrusted power for private and business gain, ie bribes which can be in the form of gift, loan, fee, reward, favour, consideration, inducement, or disfavour to others.

2. Requirements & Responsibilities

The Board of Directors, at group and local entity levels, are responsible for establishing a culture of zero tolerance with respect to fraud, corruption. The Audit Committee is to monitor whether a sound approach to internal control is maintained.

The Group's executive and regional management teams are responsible for implementing control procedures designed, amongst other things, to prevent and detect fraud and develop a culture of zero tolerance. Control measures considered include physical controls, segregation of duties, reviews by management, operational review, risk and operational control self-assessment and external & internal audit.

The day to day responsibility for the prevention and detection of fraud rests with line managers and team leaders who are responsible for:

- Identifying the risks to which systems, operations and procedures are exposed;
- Developing and maintaining effective controls to prevent and detect fraud; and

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- Ensuring that controls are being complied with.

All employees, including managers, are responsible for:

- Acting with propriety in the use of CPPGroup Plc's resources and in the handling and use of its' funds whether they are involved with cash or payment systems, receipts or dealing with contractors, suppliers or customers;
- Reporting details **immediately** to persons outlined in this policy if they suspect or believe that there is evidence of irregular or improper behaviour or that a fraud may have been committed; and
- To act in accordance with mandates and authority limits.

If you are unsure if something constitutes fraud the Internal Audit Team will be happy to discuss further. The Internal Audit team is responsible for:

- Delivering an opinion to the Boards and the Audit Committee on the adequacy of arrangements for managing the risk (including the risk of fraud); and
- Assisting in the deterrence and prevention of fraud by examining and evaluating the effectiveness of controls commensurate with the extent of the potential exposure / risk in the various segments of the business's operations.

2.1 Breaches of policy

CPPGroup Plc will not accept any level of fraud or corruption. Consequently, all cases will be thoroughly investigated and dealt with appropriately. Following appropriate investigations, CPPGroup Plc will determine whether to invoke action in accordance with established disciplinary procedures for gross misconduct as described in local HR policies.

In the case of proven fraud, or suspected fraud of a serious nature, CPPGroup Plc reserves the right to refer the matter to the police at the earliest possible juncture and seek redress and compensation where appropriate.

2.2 Anti-fraud and corruption reporting process

Employees across the group are ideally placed to identify irregular or improper behaviour or activities that are potentially fraudulent or corrupt. If an employee suspects or believes that there is evidence of irregular or improper behaviour or that a fraud may have been committed then these concerns should be raised with their line manager or directly to nominated officers of the group. The following are current nominated officers:

- Group Director of Audit, Risk and Assurance eleanor.sykes@cpp.co.uk
- Group HR Director paula.cartwright@cppgroup.com

Additionally, UK employees may contact the independent counselling helpline "Westfield Scheme(Scheme No 72114)" on 0800 0920987 (within UK) +4401455255123 (outside UK) to discuss matters that are a source of concern or are connected to the requirements of this policy.

Any information provided by an employee will be treated with the up most confidence and where information is provided in good faith the employee will be treated as a whistle-blower and afforded the full protection of this process

All reported concerns will be fully investigated including gathering of evidence & interviewing, as appropriate. Such investigations will be led by the Internal Audit team with specialist input as required. Appropriate actions will be taken depending on the nature of the findings of the investigation and the need to prevent repeat occurrences. Depending

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on the nature and materiality of findings from the investigation, relevant reporting to the Executive Management Team and the Audit Committee will be made.

3. Monitoring and Reporting

Fraud is monitored and measured by a number of areas which include:

- Assurance dashboard for management and countries facilitated by Risk & Compliance;
- Internal audits include proactive testing of areas of the business which are open or susceptible to fraudulent activities;
- New members of staff are screened before appointment in accordance with the Recruitment and Selection Procedures prepared by HR;
- Exit interviews are conducted with employees which may highlight potential or actual fraudulent activities;
- External audit reviews can provide an independent view on controls which may prevent and detect material fraud;
- Information is held on any suspected and reported fraud; and
- In the event that this policy is breached and an incident is deemed to be reportable to a regulator then the appropriated approved persons in country must be notified.