

Anti-Bribery & Corruption Policy





We at Mpac believe in sustainable and ethical business and we stand firm against any form of bribery or corruption. This applies to all our businesses, anywhere in the world. Bribery and corruption harms businesses and fair competition, harms communities and divides society.

We expect all of our employees, and those acting for us, to operate with integrity, in an honest way, and without the use of corrupt practices or acts of bribery to obtain an unfair advantage.

Compliance is everyone's responsibility. The Board of Directors at Mpac Group Plc and the Executive Leadership Team will support each business in the reinforcement of this policy through training, guidance, monitoring and updating.

Adam Holland

CEO

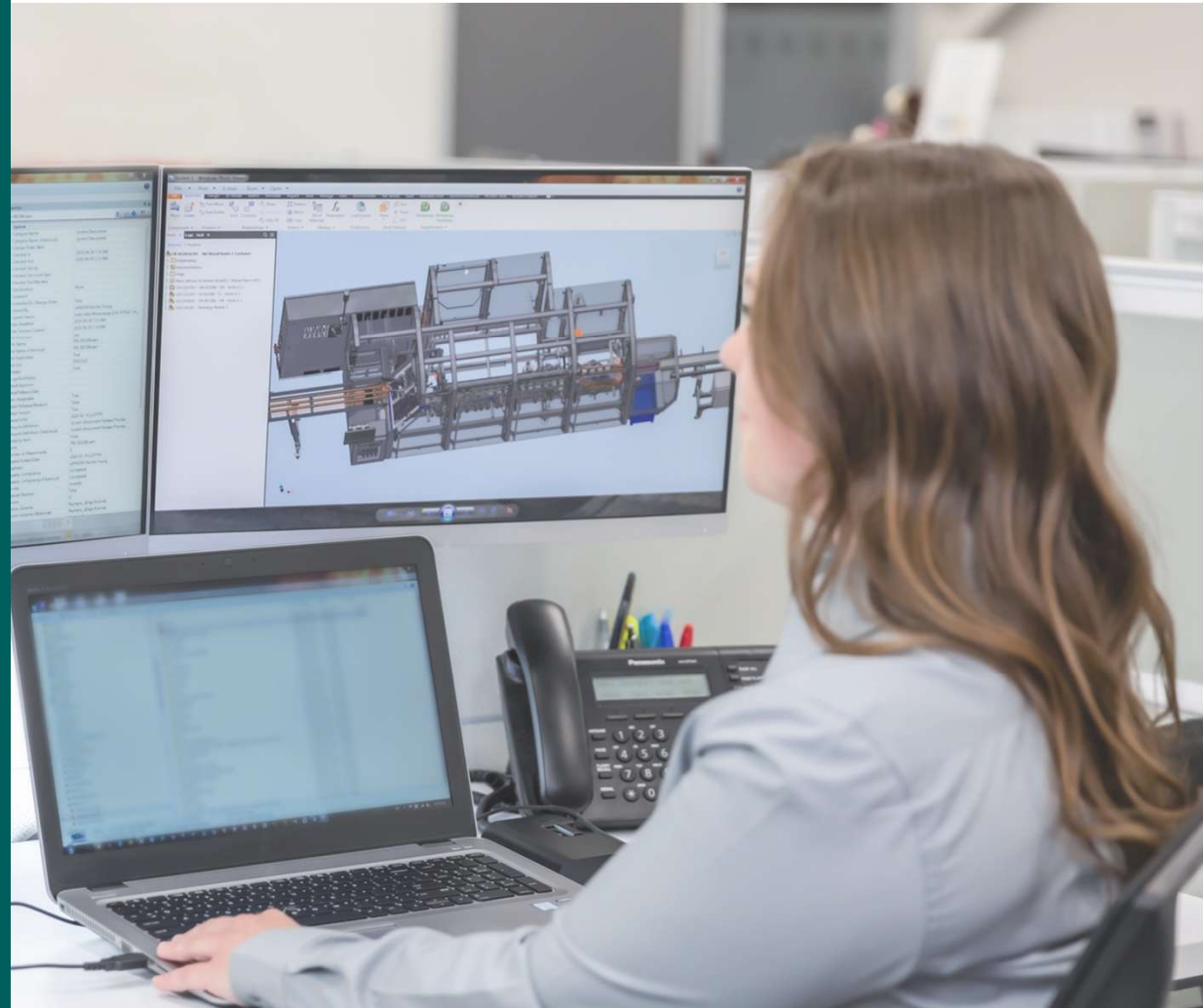


Why is this important?

Bribery and corruption is a criminal offence in all countries in which we operate.

Mpac's commitment to doing business with integrity requires consistently high standards globally and our zero-tolerance approach to bribery and corruption applies to all Mpac operations, regardless of local business practices.

Bribery and corruption can expose Mpac Group to significant fines and potential criminal liability. Even the appearance of questionable conduct could cause significant damage to Mpac's reputation. Those individuals found guilty of bribery or corruption can face criminal prosecution involving personal fines and/or imprisonment. Breach of this policy will be regarded as a serious matter and may lead to disciplinary action or dismissal.





What standards do we apply?

As a UK incorporated Plc, Mpac Group (and all our subsidiaries) are subject to the UK Bribery Act. One of the most stringent anti-bribery regimes in the world. In complying with the UK Act, we are also compliant with important anti-bribery legislation in other jurisdictions, such as the US Foreign Corrupt Practices Act.

The offences under the UK Act apply to bribery of any private individual, company or entity and to bribery of public officials. The UK Act applies to the conduct of all those acting for Mpac (for example, agents and distributors) as well as to the acts of our employees and whether in the UK or overseas.





What is a bribe?

A bribe is a financial or other advantage given to someone to encourage that person to perform their functions or activities improperly or to reward that person for having already done so. It is an offence to offer, promise or give a bribe or to request, agree to receive or accept a bribe.

A bribe can take many forms and is not just limited to cash payments. It can be anything of value; for example: extravagant gifts and entertainment or lavish treatment; the giving of aid, donations or voting designed to exert improper influence.



What we must do

- Own it – compliance is everyone’s responsibility.
- Always make clear, both internally and when dealing with third parties, that Mpac has a zero-tolerance approach to bribery and corruption and will not (directly or indirectly) offer, pay, seek or accept a payment, gift or favour to improperly influence a business outcome.
- Follow Mpac’s policy on agents and distributors when engaging business partners who act on behalf of any Mpac company. Ensure you carry out the minimum due diligence and make the partner aware of our zero-tolerance approach.
- Only authorize payments from or to bank accounts which have been properly verified and linked to a legitimate invoice.
- Always follow Mpac’s Gift and Entertainment Policy – understand what is acceptable, what to avoid and how to record gifts and entertainment given or received.
- Each business must maintain an effective system of internal control and monitoring of its transactions, including maintaining accurate books, records and financial reports. Ensure transparency on all payments made or received.
- Local management must continue to assess, on an ongoing basis, their business unit’s vulnerability to bribery and corruption risks with ongoing communication between local management and Group’s Head Office. If bribery and corruption risks are identified and highlighted, then procedures must be adopted to mitigate these risks.
- Immediately report any concerns or activity which has the potential to breach this Policy to your Managing or Regional Director or to Mpac General Counsel. Concerns can also be reported confidentially via the Mpac Speak Up Policy.



What we must not do

- Offer, give, request or receive bribes or improper advantages of any sort to or from anybody (including any supplier, customer, politician or public official) which are, or give the impression that they are, intended to influence decisions or encourage or reward improper conduct.
- Give or agree to pay facilitation or 'grease' payments to anybody (including any public official).
- Establish accounts or internal budgets for the purposes of facilitating bribes or influencing transactions.
- Agree to pay any agent commission which seems excessive or above market standard.



In applying this Policy, ask yourself...

- “Does something look or feel wrong”? Trust your instincts.
- “Would I be comfortable with this if it came to the attention of the Board of Directors or general public?”
- “Is the act being done openly?” If it is being done secretly, it is more likely to give rise to a suspicion of bribery.
- “Will my receipt of a gift or entertainment influence my behavior or decisions in any way?”
- “Will the giving or offer of a gift or entertainment influence behavior or decisions of the recipient in any way?”
- “Could my actions be misinterpreted, even if my intentions are good?”



What to do if you are offered a bribe or asked to pay a facilitation payment

REFUSE

Do not accept or make the payment

STAY SAFE

In exceptional situations, if you feel that you cannot escape imminent threat to your life, personal safety or liberty by refusing to make a facilitation payment (e.g. at passport control) such a payment may be made, but you must immediately report the incident (see next point)

REPORT

Make a note of what has transpired and report it as soon as possible to your Site or Regional Director or to the Group General Counsel



What to do if you have a concern about a suspected or an actual instance of bribery and corruption

- ✓ Speak up and report your concerns as soon as possible.
- ✓ In the first instance, you should refer the matter to your Site or Regional Director or if that is not possible for whatever reason, then you should report it to the CEO, Group Finance Director or the Group General Counsel.
- ✓ You can also report incidents confidentially through the Group's whistleblowing service provided by NAVEX Global. Full details of this service are contained in Mpac's Speak Up Policy.

