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# ANTI-BRIBERY POLICY

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## Introduction

This policy is issued by VIA Outlets (hereinafter referred to as “VIA Outlets”, “the Company”, “we”, “us”). We value our reputation for lawful and ethical business behaviour and we are committed to maintaining high standards of integrity, transparency and accountability in all that we do. **Bribery is a criminal offence. Unlawful practices such as bribery not only endanger these ethical values, but also involve various risks for our business, such as legal risks, loss of trust and business, financial damages as well as irreversible damages to our reputation and goals.** This Policy has been prepared to give clear guidance to everyone within VIA Outlets on their responsibilities in observing and upholding the VIA Outlets position on anti-bribery and to ensure compliance with the applicable bribery laws in every jurisdiction where VIA Outlets operates, such as the UK Bribery Act 2010. The legislation varies from country to country, but can apply to everyone within VIA Outlets, wherever they are located.

## Bribery

Bribery occurs when a person offers, gives or promises to give a financial or other advantage to another individual in exchange for improperly performing a relevant function or activity. It is also bribery if, by offering, giving or promising a bribe, you know that the third party, by accepting it, is performing their job improperly.

Bribery also occurs when a person requests, accepts or agrees to accept such an advantage, in exchange for improperly performing such a function or activity. It is also bribery when you request, accept or agree to accept a bribe and, in exchange, you intend that you (or someone else at VIA Outlets) will perform a relevant function or activity improperly.

Bribery is a criminal offence and can result in severe civil and criminal penalties. Individuals found guilty of bribery may face penalties ranging from (criminal) fines to imprisonment, depending on the applicable legislation in the various VIA Outlets jurisdictions. Company officers or directors can be disqualified, and the Company could face fines, significant reputational damage and loss of business.

## Our Policy

VIA Outlets prohibits the offering, giving, promising, requesting or accepting of any bribe, whether in cash or any other form, in exchange for performing a relevant function or activity.

### Who Does This Policy Apply to?

This Policy applies to all VIA Outlets employees (whether permanent or temporary) and temporary agency workers, trainees or apprentices and directors – together described as (“you”).

This Policy also applies to any third party working on behalf of VIA Outlets (whether permanently or temporarily) who is not an employee, such as (but not limited to) consultants, secondees, agents and intermediaries, contractors and suppliers or third parties engaged by or representing VIA Outlets (“Business Partners”). Under the UK Bribery Act, as well as other applicable bribery legislation, VIA Outlets can incur liability for acts of third parties even where it doesn’t know a third party is paying a bribe on its behalf.

Everyone who is working for or on behalf of VIA Outlets must comply with this Policy and failure to do so may result in disciplinary action against employees, in line with applicable legislation, up to and including termination of employment.

## **PRINCIPLES**

VIA Outlets strictly prohibits any form of bribery as outlined in the definition above in order to maintain our high standards of transparency and integrity. In the following we refer to certain forms in which bribery may occur that may be relevant for our Company.

### **1) Facilitation Payments**

Facilitation payments are payments made directly or indirectly to secure or speed up routine processes and procedures to government officials. Facilitation payments are different to an official fast-track process, which can be acceptable. We ask that you are vigilant particularly when dealing with government procedures abroad. While facilitating payments may be permissible as a matter of certain countries' local laws, they are prohibited in most other jurisdictions where the Company conducts business and may result in the appearance of impropriety and damage the Company's reputation. For these reasons, the Company prohibits any facilitating payments, regardless of the amount involved, by Company employees or Business Partners except:

- 1) If permitted under local law and not prohibited under other laws applicable to the Company's business; and
- 2) After written pre-approval obtained from the Centre/Business Director and your VIA Responsible Lawyer.

Contact your VIA Responsible Lawyer if you have any questions about a particular process.

### **2) Gifts and Hospitality**

This Policy does not prohibit appropriate and proportionate hospitality given to or received from a third party. All gifts and hospitality given or received must be bona fide hospitality, promotional or other appropriate gifts or entertainment which is reasonable and proportionate for our business. Please refer to VIA Outlets' Gifts and Hospitality Policy for further information.

### **3) Charitable and Political Contributions**

You are not permitted, under any circumstances to make charitable or political contributions on behalf of VIA Outlets without having first obtained approval from the Head of Legal or your VIA Responsible Lawyer.

## **Responsibilities**

Each VIA Responsible Lawyer will communicate VIA Outlets' procedure for logging all hospitality, gifts and entertainment provided or received to their teams. All line managers must ensure that their teams are both aware of this Policy and their responsibility to act in accordance with it.

It is the responsibility of every VIA Outlets employee, temporary agency worker or consultant, whether permanent or temporary, throughout VIA Outlets, to participate in the prevention, detection and

reporting of bribery. Any concern or suspicion that any conduct may amount to bribery or corruption, or if you have been offered a bribe, you have a duty to report it at the earliest possible stage to Liliana Macedo ([lmacedo@viaoutlets.com](mailto:lmacedo@viaoutlets.com)) or to Rita Schroeven ([rschroeven@viaoutlets.com](mailto:rschroeven@viaoutlets.com)) and to your VIA Responsible Lawyer. No member of staff will be unfairly victimised or otherwise negatively treated as a result of a report of suspected bribery made in good faith, as further described in the VIA Outlets Whistleblowing Policy.

Engaging in bribery, authorising it, overlooking it or ignoring it is a serious disciplinary offence. A breach of this Policy will result in an investigation and, where possible under applicable legislation, disciplinary action up to and including dismissal for gross misconduct.

## Review

All employees (permanent or temporary), contractors, secondees, agents and directors will be informed of the Anti-Bribery Policy at the start of their employment and Business Partners will be informed upon commencement of the contractual relationship. VIA Outlets shall organise training sessions on Anti-Bribery Policies to all staff and have available a copy of the Policy on the VIA Outlets intranet where it can be accessed for future reference.

## Getting help

Where in doubt, advice can be obtained in confidence from your VIA Responsible Lawyer or the Head of Legal.