



Bribery and Corruption Policy



Vyta Bribery and Corruption Policy

Contents

1. Scope	2
2. Responsibilities.....	2
3. Introduction.....	2
4. Purpose	3
5. Definition.....	3
6. Offence.....	3
7. Financial and non-financial controls.....	4
8. Gifts, Hospitality, Donations & Benefits	4
9. Managing Business Associates	4
10. Investigation.....	5
11. Reporting, Recording and Transparency	5
12. Objectives and Targets.....	6
13. Monitoring and Reporting	6
14. Continuous Improvement	6
15. Policy Approval and Review	7



1. Scope

This policy applies to all

- Senior Managers, Managers, Employees and Temporary Staff of Vyta
- Contractors and Suppliers, business partners, intermediaries
- Direct and Indirect bribery, including via third parties,
- Joint Ventures (as applicable)
- Any other providers for or on behalf of Vyta.

We will encourage the application of this policy where our business involves the use of third parties e.g. suppliers; contractors.

2. Responsibilities

- **Board / Governing Body:** Defines direction, approves risk strategy, receives reports.
- **Senior Management:** Implements controls, ensures resources, integrates Bribery & Corruption risk into processes.
- **Managers:** Ensure awareness and compliance within teams; support HR and procurement due diligence.
- **All Workers:** Must understand, recognise, and report risks of Bribery and Corruption.
- **Suppliers:** Must comply with this policy and evidence their own anti bribery and corruption controls.

3. Introduction

- Vyta is committed to the prevention, deterrence and detection of bribery and corruption, on a zero-tolerance basis. It is our policy commitment to conduct all our business in line with anti-bribery laws, and our own Company obligations by always acting in an honest, sustainable, and ethical manner, in line with our values. We are committed to acting professionally, fairly and with integrity in all our business dealings and relationships and to enforce effective systems to counter bribery and corruption.

4. Purpose

- Provide information and guidance to Vyta employee`s on how to recognise and deal with bribery and corruption concerns.
- Provide clear rules for all Vyta employees and stakeholders on the company`s unequivocal stance towards the eradication of bribery and our commitment ensuring Vyta conducts its business in a fair, professional, and legal manner.
- Provide a coherent and consistent framework to enable Vyta employee`s to understand and implement compliance arrangements.
- Provide guidance on due diligence requirements for:
 - Planned or existing business relationships
 - Enhanced due diligence for higher-risk transactions or partners
 - Controlled organisations and business associates

5. Definition

- Corruption
 - Corruption is the misuse of office or power for private gain. Bribery is a form of corruption which means during business giving or receiving money, gifts, meals, entertainment, or anything else of value as an inducement to a person to do something which is dishonest or illegal.

6. Offence

- It is a criminal offence to:
 - Offer a bribe.
 - Accept a bribe.
 - Bribe a foreign official.
 - As a commercial organisation, to fail to prevent a bribe.
- A bribe can lead to criminal prosecution/ fine for both the individual and the company.
- It is prohibited, directly or indirectly, to offer, give, request or accept any bribe i.e. gift, loan, payment, reward or advantage, either in cash or any other form of inducement, to or from any person or company in order to gain commercial, contractual or regulatory advantage for the Company, or in order to gain any personal advantage for an individual or anyone connected with the individual in a way that is unethical.
- It is also prohibited to act in the above manner to influence an individual in his capacity as a foreign public official. You should not make a payment to a third party on behalf of a foreign public official.

7. Financial and non-financial controls

- Financial Controls
 - Process for approvals of payments
 - Segregation of duties.
- Non-financial Controls
 - Monitoring gifts, hospitality, donations, sponsorships, and similar benefits
 - Controls for procurement, HR, and contract management

8. Gifts, Hospitality, Donations & Benefits

- Acceptable circumstances
 - We realise that the giving and receiving of gifts, hospitality, donations and or benefits (GHDB) where nothing is expected in return helps form positive relationships with third parties where it is proportionate and properly recorded. This does not constitute bribery and consequently such actions are not considered a breach of this policy.
 - All gifts hospitality, donations and or benefits are to be pre-approved by a member of the executive team, where this is not possible (Postal service or courier etc) a member of the executive team is to be informed immediately
 - Gifts, hospitality, donations and or benefits are to be recorded within the VMS by completing the GHDB form which is held within the Company VMS.
- Unacceptability Circumstances
 - Gifts include money; goods (flowers, vouchers, food, drink, event tickets when not used in a hosted business context); services or loans given or received as a mark of friendship or appreciation.
 - Hospitality includes entertaining; meals or event tickets (when used in a hosted business context) given or received to initiate or develop relations.
 - Hospitality will become a gift if the host is not present.
 - No gift should be given, nor hospitality offered by an employee or anyone working on our behalf to any party in connection with our business without receiving prior approval from Vyta. Similarly, no gift nor offer of hospitality should be accepted by an employee or anyone working on our behalf without receiving prior approval from Vyta.

9. Managing Business Associates

- Uphold the key principles of this policy.
- Avoid any activity that might lead to breach of this policy.

- Act honesty, with integrity and in line with Vyta values.
- Report any concerns to Vyta People Department without delay.
- Undertake any training required with this policy.

10. Investigation

- If you are offered a bribe, or a bribe is solicited from you, you should not agree to it unless your immediate safety is in jeopardy.
- You should immediately contact the Vyta People Department so that action can be taken if considered necessary.
- You may be asked to give a written account of events. If you, as an employee or person working on our behalf, suspect that an act of bribery, or attempted bribery, has taken place, even if you are not personally involved, you are expected to report this via the People Department.
- You may be asked to give a written account of events. Appropriate checks will be made before engaging with suppliers or other third parties of any kind to reduce the risk of our business partners breaching our anti-bribery rules. The Company will ensure that all its transactions, including any sponsorship or donations given to charity, are made transparently and legitimately. Vyta takes any actual or suspected breach of this policy extremely seriously and will carry out a thorough investigation should any instances arise.
- We will uphold laws relating to bribery and will take disciplinary action against any employee, or other relevant action against persons working on our behalf or in connection with us, should we find that an act of bribery, or attempted bribery, has taken place.
- This action may result in your dismissal if you are an employee, or the cessation of our arrangement with you if you are self-employed, an agency worker, contractor etc.
- Staff are reminded of the Company's whistleblowing policy, which is available via SharePoint.

11. Reporting, Recording and Transparency

- Every Allegation of Modern-day slavery will be investigated, promptly and documented.
- Employees and third parties can report concerns confidentially and without risk of retribution.
- We will assess effectiveness of our Risk Management annually

- Where legally and or Stakeholder required, we will publish an annual Modern Slavery Statement

12. Objectives and Targets

- To ensure continuous improvement and alignment with our Policy commitments, Vyta establishes measurable objectives and targets for. These targets are documented in the **Vyta Objectives & KPI Plan**, which is aligned to the relevant policy, these are reviewed and updated annually.
- The plan includes:
 - Specific, measurable goals linked to this policy
 - Timelines and responsible parties
 - Progress monitoring and reporting mechanisms

13. Monitoring and Reporting

- KPIs:
 - Tracked monthly in a QESS dashboard; reviewed by the Executive Team quarterly.
- Audits
 - Planned internal audits, covering all our legal obligations and accreditation requirements.
 - Semi-annual audits for ISO 9001/14001/45001 / 27001 / 14068, ADISA and R2v3; annual external certification audits.
- Incident & Nonconformity Management:
 - Root cause analysis (5Why, Ishikawa), CAPA tracking, effectiveness verification.
- Stakeholder Reporting
 - Publish an annual Sustainability Report with targets, performance, and assurance statement.
- Whistleblowing & Grievance
 - Confidential channels for employees and suppliers; non-retaliation guaranteed.

14. Continuous Improvement

- Use **P-D-C-A** (Plan-Do-Check-Act) to drive improvements; set annual objectives.

- Engage employees through kaizen ideas, recognition programs, and cross functional improvement projects.

15. Policy Approval and Review

- This policy is approved by Executive management and is reviewed annually or when significant changes occur in business operations or legal frameworks.