

## **Anti-Corruption and Anti-Bribery Statement**

It is Houlder's policy to conduct all of its business in an honest and ethical manner with a zero-tolerance approach to bribery and corruption. We are committed to acting professionally, and with integrity, in all our business dealings and relationships.

Houlder, and any person acting on its behalf, shall not participate in any form of corrupt behaviour and shall comply with the Bribery Act 2010 and all other laws relevant to countering bribery and corruption.

### **Who is covered by the Statement?**

This statement applies to all persons associated with the Company. Houlder's Associated Persons include:

- All employees of Houlder. This applies to individuals working for Houlder at all levels and all grades, in paid employment or acting voluntarily, in a permanent, fixed-term or temporary capacity.
- All contractors, sub-contractors, consultants, joint-venture partners, agents, intermediaries and to any other acting on our behalf and to all of their employees.
- All Houlder Directors.

This statement applies to all dealings you as an associated person have with any individual or organisation you come into contact with during the course of your work with us.

### **Your Responsibilities**

The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for, or under the control of, Houlder. All associated persons are required to avoid any activity that might lead to, or suggest, any breach of Houlder anti-corruption and anti-bribery policies and procedures.

### **Corporate Entertainment, Gifts and Hospitality**

Associated persons must not offer, either on their own behalf or on behalf of Houlder any gifts, entertainment or hospitality intended to unduly influence any employee of Houlder or to a supplier or customer or decision maker in order to gain or retain business on behalf of Houlder.

### **Political & Charitable Donations**

An associated person must not make contributions in any form to political parties, causes or individual candidates for or on behalf of Houlder.

An associated person must not make any donations to charities for or on behalf of Houlder without Director approval.

## Failure to Comply

Bribery and corruption are serious offences. Individuals can be liable to a term of imprisonment for up to 10 years (under the Bribery Act) and be liable to a fine or both. If Houlder is found to have taken part in corruption it could face an unlimited fine, be excluded from tendering for public contracts and seriously damage Houlder's reputation. Houlder is committed to strictly enforcing its anti-bribery policy.

Any failure to comply with this anti-corruption statement or any supporting policies and procedures will be fully investigated by Houlder and appropriate action taken. Breach of this statement by any other associated person may result in Houlder terminating any contractual relationship.

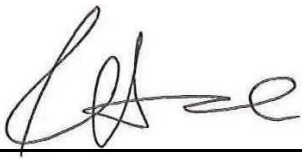
## How to Report a Concern

Contractors, intermediaries and third-party organisations are encouraged to raise any genuine concern involving Houlder relating to bribery or corruption.

You should report the matter to the Chief Financial Officer (CFO), who is the nominated manager with responsibility for dealing with concerns raised under this statement and, where appropriate, undertaking appropriate investigations. The CFO can be contacted strictly in confidence through [governance@houlderltd.com](mailto:governance@houlderltd.com).

## Protection

Those who raise concerns or report another's wrongdoing sometimes worry about possible repercussions. This is particularly the case where the person has refused to accept or offer a bribe. Houlder aims to encourage openness and will support anyone who raises genuine concerns in good faith under this statement, even if they turn out to be mistaken.

Signed   
Rupert Hare  
Chief Executive Officer

Date 2nd August 2018