

Anti-Bribery & Corruption

Global Policy

As a global organisation, Pharma Intelligence has a responsibility to conduct our business with integrity and according to the law, wherever we work and whatever we do.

We have zero tolerance for any and all forms of bribery and corruption. We are committed to acting without corruption in all of our dealings, and we choose to work only with those partners who are willing to make – and act on - the same commitment.

This policy sets out Pharma Intelligence's approach to the prevention of acts of bribery and corruption, and procedures that will help us comply with global legislation.

Key points



Never offer, accept, or authorise anything of value with the intention of obtaining any kind of commercial advantage for Pharma Intelligence



Ensure all accounts and financial records are complete and accurate. Make sure there are no undisclosed or vaguely described transactions that could be concealing corrupt activity



Carry out appropriate background checks on current and potential business partners, so that we can be as confident as possible that they meet our high ethical standards



Never offer any gift or entertainment to any government or public official without prior approval. Get approval from Legal, Compliance or Finance for ALL such gifts or entertainment to ensure you are not breaking the law



If you are offered or asked for a bribe REFUSE – and report it immediately to Legal, Compliance or via Speak Up

Context

Corruption and bribery cause significant damage. Whether it's in the private or public sector, corruption distorts markets, diverts money away from essential projects and those who need it, and makes it difficult for businesses to succeed on merit alone.

Governments across the world have put in place anti-bribery and anti-corruption laws, many of which give them jurisdiction over individuals and companies outside their national boundaries. As a global company, we are subject to laws such as the UK Bribery Act and the US Foreign Corrupt Practices Act wherever we do business and must ensure that we are aware of and comply fully with all relevant laws and regulations.

As part of Pharma Intelligence's commitment to prevent bribery and corruption and our obligation to respect the law, we have developed this policy to set out the standards we expect of all our Colleagues and those acting on our behalf, wherever they are.

What is bribery?

A bribe can be anything – financial or otherwise – offered, given or received, that is intended to create undue influence or a sense of obligation, induce or reward the improper performance of a business or public function.

It does not matter whether the bribe is given or received directly, or through a third party (such as someone acting on Pharma Intelligence's behalf, such as an agent, distributor, supplier, joint venture partner or other intermediary). It does not matter whether it is for the benefit of the recipient, or some other person or organisation.

Bribes can take many forms, including:

- Money (or cash equivalent such as shares or gift vouchers)
- Extravagant or unjustifiable gifts, entertainment or hospitality
- Kickbacks or inducements
- Unwarranted rebates or excessive commissions (e.g. to sales agents or marketing agents)
- Excessive or unjustifiable allowances or expenses
- "Facilitation" payments - payments made to perform a normal job more quickly and/or prioritise a particular customer
- Political/charitable contributions
- Employment or offers of employment, including access to unpaid internships
- Uncompensated use of company services or facilities; or
- anything else of value

How do I know if something is a bribe?

In most circumstances, common sense will determine when a bribe is being offered or requested. However, here are some questions you should ask yourself if in doubt:

- Am I being asked to pay something or provide any other benefit over and above the real cost of the services being performed? This could be, for example, an excessive commission, a lavish gift, a kickback or a contribution to a charity or political organisation.
- Am I being asked to make a payment for services to someone other than the service provider?
- Is the hospitality or gift I am giving or receiving reasonable and justified? Would I be embarrassed to disclose it?
- What is the timing of this gift or payment? Do I know or suspect it is to encourage or reward favourable treatment, to undermine an impartial decision-making process or to persuade someone to do something that would not be part of the proper performance of their job?
- How would this look if it were in the news? Would I be embarrassed?

Policies and procedures

All forms of bribery and corruption are prohibited.

We will not tolerate any act of bribery or corruption. Any breach of this policy or local law could result in disciplinary action being taken and ultimately could result in dismissal, in addition to any criminal proceedings that may occur.

A bribe does not actually have to take place: you must never promise a bribe, or agree to receive one, even if you have no intention of acting on those promises or agreements. This is prohibited and against the law.

Even the risk of an allegation of bribery should be avoided: be aware of how your actions could be misinterpreted. If you are considering offering or accepting lavish hospitality or gifts, for example, could other people see this as an attempt to gain influence?

Whether you are dealing with a person from the public or private sector, the provisions of this policy are the same. It is worth considering, though, that many countries have specific regulations regarding dealing with public officials, such as strict limits on the cost of hospitality: be careful to pay particular attention to any specific requirements in these circumstances.

Gifts, entertainment and other expenses

Giving or receiving gifts or entertainment can be an important part of maintaining and developing business relationships, but they can also be misused as a means of bribery.

All gifts and entertainment, including promotional expenditure, should be for a genuine purpose, reasonable in cost, given in the ordinary course of business and should comply with local laws and the Pharma Intelligence Gift and Entertainment Policy, including any reporting or approval requirements.

Lavish or unreasonable gifts or hospitality, whether these are given or received, are unacceptable because they can create the impression that we are trying to obtain or offer favourable business treatment by providing individuals with personal benefits.

Be careful to avoid even the appearance that the giving or accepting of gifts or hospitality might influence the decisions you take on behalf of Pharma Intelligence.

Facilitation payments

Facilitation payments are any unofficial payments, no matter how small, given to an official to increase the speed at which they do their job, such as clearing customs or obtaining a license.

All facilitation payments are prohibited and any request for a facilitation payment should be reported to Legal or Compliance.

We understand that, in very rare and exceptional circumstances, you may find yourself in a situation where you feel you have no alternative but to make a facilitation payment to protect against loss of life, limb or liberty. Your safety is our priority. Please report any such incidents as soon as it is safe to do so.

Agents, distributors, suppliers and joint venture partners

Pharma Intelligence could be liable for the behaviour of people that act on our behalf. For this reason, where we engage contractors, agents, distributors, suppliers or joint venture partners (together referred to as “third parties”), we have an obligation to complete sufficient due diligence before entering into arrangements to ensure that they are not acting corruptly, and to monitor their performance periodically to ensure ongoing compliance. In short, if we can’t do it, neither can they.

Appropriate due diligence should be undertaken before we engage a third party, the level of which will vary depending on the circumstances (such as the location, type and size of contract) and you should use your judgement on a case by case basis: the procurement or M&A teams will be able to advise on relative risk.

As a minimum, all third parties should be made aware of the terms of the Pharma Intelligence Business Partner Code of Conduct and of their obligations to comply with it. Where possible, agreement to comply with the Business Partner Code should be built into any contractual agreements.

In addition, all arrangements with third parties should be subject to clear contractual terms, including specific provisions requiring them to comply with minimum standards and procedures in relation to bribery and corruption. Appropriate wording to be included in contracts can be obtained from Legal.

When conducting due diligence, questions you should be asking yourself include:

- Who are they – have I seen documents evidencing that they are who they say they are?
- Who else have they worked with – do they have references?
- Are they well established with a good reputation or are they more obscure so that I need to do more to find out about them?
- Do they operate in a territory where bribery is prevalent?
- Are they happy to sign a contract agreeing to comply with anti-bribery procedures?
- Do they have their own anti-bribery programme?
- Have I done basic Google searches, business directory searches, etc.?
- Are there inconsistencies between the provider of the services and the person I am paying?
- Are commissions/payments in line with generally accepted market practice?

Some high-risk transactions will require further due diligence which may require independent investigation: please speak to Compliance for advice on how to progress this.

Any joint venture arrangements must have appropriate due diligence conducted and prior approval from Legal before being entered into.

Sales Agents must also have due diligence conducted on them: please consult Compliance for more details about how this is managed.

We must not engage any third party who we know, or reasonably suspect, of engaging in bribery.

Payments to third parties

All payments and commissions to third parties must:

- Be made in accordance with the Authority Framework and the policies as set by your line manager or CFO
- Be made via bank transfer through the accounts payable system where possible, and be fully accounted for
- Be in line with generally accepted rates and business practice for the service in question and should not be unjustifiably excessive or unsupportable; and
- Be made in accordance with the terms of the contract with the person or company providing the services.

If you have any concerns that arrangements with a third party are not in accordance with this policy, you should ask Legal or Compliance for help.

Approvals

If you are required to approve any payment or expense, and especially if you are asked to provide pre-approval, ensure that you have considered the implications or possible interpretations of what you are approving. Ensure that you are informed of the business context and justification before providing approval, and if you are unsure, please consult Legal or Compliance. If you are asked to provide approval AFTER something has been given or received and you do not believe it was in accordance with this Policy, please contact Compliance or Legal as soon as possible.

Dealing with public officials

Although this policy applies to both public and private sectors, dealing with public officials poses a particularly high risk because of their potential influence and the strict rules and regulations that govern them in many countries.

Public officials include those in government departments, such as civil servants or those working in local government teams, but also employees of government owned or controlled commercial enterprises, international organisations, political parties and political candidates. In some countries, this can be a surprisingly extensive list, including banks, universities and hospitals.

The provision of money or anything else of value, no matter how small, to any public official for the purpose of influencing them in their official capacity is prohibited.

Prior approval from Compliance or Legal is required for:

- Any payment in respect of fees, salary or commission (this does not include official fees)
- Gifts and hospitality
- Making charitable contributions or political donations in connection with dealings with a public official.

In addition, many public officials have their own rules regarding the acceptance of gifts and hospitality, etc., and we must make sure we know and respect these rules where applicable.

Compliance with the policy

We must all act with integrity and ensure that we understand and comply with the policy. All Colleagues will be required to confirm that they have understood and will comply with the policy when joining Pharma Intelligence. Training will be provided to relevant employees throughout the group to support them in complying with their responsibilities. If you are not selected for training but believe that it is relevant for you then please ask your local HR manager or Compliance for further information.

A breach of bribery laws can result in fines for both the company and the individual involved and, in some jurisdictions, could also result in imprisonment. Failure to comply with this policy, whether or not this is intentional, may lead to disciplinary action (up to and including dismissal), and criminal liability for the individual involved (up to and including imprisonment).



Speak up

Pharma Intelligence is committed to ensuring that Colleagues can speak up with confidence if they have any concerns or need to ask for help.

If any of us observes or suspects something improper, unethical or inappropriate, we all have an obligation to speak up. In the first instance, you should raise your concerns with:

- your line manager
- HR
- Compliance

If you would feel more comfortable talking to someone else, you can report your concerns in confidence through our whistleblower line, Speak Up, which is operated by an external third party provider, Navex. You can make a report in your own language either via their website, or telephone line. For up to date website and phone details, please visit the Pharma Intelligence intranet site.

Zero retaliation

Informa will not tolerate retaliation in any form against anyone for raising concerns or reporting what they genuinely believe to be improper, unethical or inappropriate behaviour. All reports will be treated confidentially.

Policy Governance

Policy Owner:	Vicky Harris
Last updated:	1 June 2022