



## ANTI-CORRUPTION POLICY

### 1. Executive Summary

Employees and other personnel who work on behalf of the TMS Cardiff Gas Ltd. may be exposed to corrupt behaviors where they work: for example offers of, or requests for bribes, facilitation payments or grease payments. The TMS Cardiff Gas Ltd. has a zero tolerance approach to corruption. This means that the giving or receiving of bribes in any form either directly or by those who work on behalf of the TMS Cardiff Gas Ltd. is prohibited or will not be tolerated.

Bribery is a criminal offence in most countries. An increasing number of countries have adopted laws to prohibit bribery even if it takes place outside of their borders. Under the UK Bribery Act:

- a. Individuals and companies will commit a criminal offence if they either give or receive a bribe and this includes bribery involving public officials or private individuals/workers in the private sector; and
- b. If any persons associated with the TMS Cardiff Gas Ltd. pays a bribe (which includes facilitation payments) anywhere in the world, then TMS Cardiff Gas Ltd. can be criminally liable.

Under the UK Bribery Act, those who commit bribery could be liable to unlimited fines and prison sentences of up to 10 years. This Policy requires employees and other personnel to report any unethical approaches to their head of department, who will report to the TMS Cardiff Gas Ltd. general counsel. This reporting process ensures transparency and will protect an individual and the TMS Cardiff Gas Ltd. Employees and other personnel shall refer to the Anti-Corruption Guidelines to familiarize themselves with examples of unethical approaches and how they should be resisted and avoided.

### 2. Objectives

The objective of this Policy is to define the actions that are required to be taken if an employee or other personnel is subject to an offer of, or a request for, a bribe (including facilitation payments) or any other unethical approach while working for or on behalf of the TMS Cardiff Gas Ltd.

### 3. Scope and Application

This is a personal conduct standard. Application of personal conduct standards is mandatory for all TMS Cardiff Gas Ltd. employees, consultants and other personnel working in controlled assets and offices.

For TMS Cardiff Gas Ltd. employees, breach of this Policy may result in disciplinary action, up to and including dismissal. Breach of this Policy by any individual who is not a TMS Cardiff Gas Ltd. employee may result in other appropriate action being taken in relation to the individual and/or the business which supplies services to TMS Cardiff Gas Ltd., including termination of the relevant contract(s)

This Policy is not contractual. The TMS Cardiff Gas Ltd. reserves the right to amend, suspend or terminate this Policy.

### 4. Policy Requirements

- a. TMS Cardiff Gas Ltd. employees and other personnel shall not offer, promise or make any payment or transfer anything of value, including the provision of any service, money, gift or hospitality or any other advantage, to anybody (including public officials) for the purpose of obtaining or retaining business or for any other improper purpose.



- b. **TMS Cardiff Gas Ltd.** employees and other personnel shall not request, agree to receive or accept anything of value, including the provision of any service, money, gift or hospitality or any other advantage for an improper purpose or improper performance of an activity.
- c. **TMS Cardiff Gas Ltd.** employees and other personnel shall make themselves aware of;
- i. the relevant bribery laws where they work and undertake anti-bribery training that is provided by the **TMS Cardiff Gas Ltd.**; and
  - ii. the corruption risks where they work in order to understand where they may be subject to unethical approaches and to be prepared should this happen. The TCG Group general counsel can provide assistance on this.
- d. In the event that **TMS Cardiff Gas Ltd.** employees or other personnel are asked for a facilitation payment or requested for/offered a bribe, while carrying out duties for the **TMS Cardiff Gas Ltd.**, it shall be politely refused stating that it would breach **TMS Cardiff Gas Ltd.** policy and the law.
- e. The only exception to 4.d. above is where a **TMS Cardiff Gas Ltd.** employee or other personnel considers that there may be an immediate safety or security risk to themselves or others by not complying with the request.
- f. All offers of bribes, requests for bribes or facilitation payments and any payments shall be reported as soon as possible to the relevant head of department, who shall report the same to the **TMS Cardiff Gas Ltd.** general counsel.
- g. The **TMS Cardiff Gas Ltd.** general counsel will review each report to determine whether any action is required, document any action taken and inform the asset or function management as appropriate.
- h. The **TMS Cardiff Gas Ltd.** general counsel will retain copies of the anti-corruption reports in accordance with the **TMS Cardiff Gas Ltd.** document retention requirements.
- i. **TMS Cardiff Gas Ltd.** employees and other personnel shall seek to incorporate anti-bribery provisions into all contracts with third parties.
- j. **TMS Cardiff Gas Ltd.** employees and other personnel shall use their influence with our clients and partners to
- i. implement adequate policies and procedures to prevent bribery; and
  - ii. promote high ethical standards throughout the supply chain.
- k. **TMS Cardiff Gas Ltd.** employees and other personnel must report promptly if they have reason to suspect that there has been a breach, or a potential breach of this Policy by **TMS Cardiff Gas Ltd.** or its employees, other personnel or anyone associated with the **TMS Cardiff Gas Ltd.** (such as its clients or partners).

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GEORGE KOURELIS  
GENERAL MANAGER