

Anti-bribery

The Go-Ahead Group plc (the “**Group**”) is one of the UK's leading public transport companies and we are committed to conducting our business in full compliance with the relevant laws and regulations. A violation of a law or regulation, or the unethical behaviour by an employee which may affect our reputation, will not be tolerated. The honesty, integrity and transparency of our employees are therefore key to how we conduct our business dealings.

The Group, and its employees, have an absolute duty to ensure that they fully comply with its anti-bribery and corruption policy (the “**Policy**”). In particular, we are committed to complying with anti-bribery practices and the laws relating to bribery. The Bribery Act 2010 means that it is not permitted for any employee to do anything where the intention is to induce some other person to behave improperly. It is also an offence for an employee to request or accept something where the intention is to induce that employee to behave improperly.

Everyone is therefore expected to demonstrate a high standard of integrity, responsibility and professional conduct in their dealings with customers, suppliers, competitors, fellowcolleagues and other stakeholders. The Group does not tolerate, permit or engage in bribery, corruption or improper payments of any kind in its business dealings, anywhere in the world, both with public officials and people in the private section.

Our Policy

Under the Policy, which sits alongside the Group’s Code of Conduct, we are committed to the following principles:

- We will carry out business fairly, honestly and openly;
- We will not give or offer any money, gift, hospitality or other advantage to any person carrying out a business or public role, or to a party related to that person, to get them to do something improper;
- We will not give or offer any money, gift, hospitality or other advantages to any foreign public official with the intention of influencing them to our business advantage;
- We will not use intermediaries or other third parties for the purpose of committing acts of bribery;
- We do not allow employees to accept money, gifts, hospitality and other advantages from business associates, actual or potential suppliers, or service providers which are intended to influence a business decision or transaction in some improper way;
- Any employee found to be in breach of these principles will face disciplinary action;
- No employee will suffer demotion, penalty or other adverse consequence for refusing to pay bribes, even if it may result in Go-Ahead losing business; and
- We will refuse to do business with others who do not commit to doing business without bribery
- We are committed to a continually improving our compliance programme to counter the risk of Go-Ahead being involved in bribery. Training is provided to all members of staff periodically and we update our policies in the event of changes in legislation.

Our Business Practices

This Policy applies irrespective of the country in which business is being conducted. Where there are differences between the local law and this Policy, the Group, and its employees, must apply wither the terms of the Policy or the local law, whichever sets the higher standard.

Our terms and conditions of goods and services purchase arrangements provide that our suppliers are required to not only comply with the terms of the Bribery Act 2010 but also:

- not offer or give, nor agree to give, to any member of the Group or any person employed by such member of the Group, any gift or consideration of any kind as an inducement or reward for doing, or refraining from doing, any act which may show favour or disfavour to any person;
- not paid or agreed to pay any commission to any member of the Group or any person employed by such member of the Group; and
- take all such appropriate acts to prevent fraud by not just its employees but also by its subcontractors and other persons with whom it engaged in business.

Ensuring Compliance

This Board of The Go-Ahead Group plc has overall responsibility for the implementation and monitoring of this Policy. The Board is supported by certain members of the Group Leadership Executive (in particular, support is provided by the Group Corporate Services Director, the Group Legal Director and the Group Company Secretary). This ensures that every part of our business is clear about the responsibility to ensure that no anti-bribery actions arise. In addition, online training is provided to members of staff to remind them of their obligations under the Policy.

Any actual or potential violation of this Policy caused or contributed to by our activities or business relationships must be reported as soon as possible in accordance with Policy to the Group Compliance Officers or in accordance with the whistleblowing policy.

We take all reported concerns seriously and investigate all reports appropriately. We will take steps to ensure that any person raising a concern or making a report in good faith suffers no detriment having done so and other protective measures are in place to support this person.

Failure to comply with this Policy or applicable laws is classed as serious misconduct for the purposes of our disciplinary procedures.

The Policy will be reviewed annually and training on any changes will be undertaken.

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