

ANTI BRIBERY & CORRUPTION POLICY

Connect Roads (the Company) facilitates (and the affiliated Concession Companies manage) the design, construction, financing and operation of highway concessions under the UK PFI and PPP initiative.

The Company principle regarding the treatment of Bribery and Corruption is to **refuse to offer, give or receive bribes or improper payments, or participate in any kind of corrupt activity, either directly or through any third party.**

It is the Anti Bribery and Corruption Policy of the Company to:

Never:

- Participate in any form of corrupt behaviour.
- Engage public officials to provide services without approval from the Company Board.
- Conceal or fail to record accurately and completely the true nature of our activities, or falsify or tamper with the Company's books or records.
- Pay more than fair market value for goods and services.

Always:

- Seek to avoid even the appearance of wrong doing. Recognise that an allegation of bribery or corruption can seriously damage the Company's reputation.
- Record all payments and benefits provided to public officials.
- Report any attempts to bribe the Company, or to solicit bribes from the Company and any suspicions we have about bribery and corruption.
- Consider whether there could be any conflicts of interest in the appointment of any Supplier or Contractor.
- Comply with the [third Party Due Diligence and Assurance] procedure in relation to the appointment of any Supplier or Contractor.
- Comply with the shareholders [Supplier] Code of Practice.
- Consider whether the pricing of work and services provided by sub-contractors, such as on variations, has been calculated and charged in accordance with the spirit and letter of relevant contractual documentation.
- Consider whether any claims for payments submitted by sub-contractors are in accordance with the spirit and letter of the relevant contractual documentation (e.g. milestones completed, timing, amount, etc.).

In implementing this Policy the Company will:

- Communicate this Policy to interested parties including the supply chain.
- Seek assurances from our supply chain that they have a commensurate Anti Bribery and Corruption Policy or obtain an agreement to abide by this Anti Bribery and Corruption Policy.
- Ensure contracts and procurement documents detail the requirements for compliance with the Bribery Act.
- Ensure Company staff and/or those persons operating on behalf of the company receive training regarding Anti Bribery and Corruption Policy and Procedures and understands the implications of non compliance.
- Through financial and governance procedures assess compliance with this Policy.

The Connect Roads Board will review this Policy on an annual basis to ensure its continued suitability.

Signed



Name:

BR WALKER

Date: 26th March 2014

Chairman of Connect Roads
On behalf of the Connect Roads Board