

## ANTI-BRIBERY & CORRUPTION POLICY

**Private and Confidential**

### **Eaton Towers Anti-Bribery & Corruption Policy**

**2018**

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## 1. INTRODUCTION

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### 1.1 Message from the CEO

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*“The trust of our customers, suppliers and the end users of our services is fundamental to our strength as a telecoms infrastructure provider. Eaton Towers is committed to transparency in all our dealings and we will not tolerate any form of bribery or corruption. This policy sets standards that apply to everyone working for and on behalf of Eaton Towers and we must all follow these standards at all times.”*

**Terry Rhodes, CEO**

### 1.2 Aims and objectives

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Integrity is the key value of Eaton Towers. Therefore Eaton Towers will only conduct business in compliance with the law, including all anti-bribery and corruption laws and regulations in all jurisdictions where Eaton Towers operates. Eaton Towers also commits to comply with the UK Bribery Act 2010 (**Bribery Act**) and the US Foreign Corrupt Practices Act 1977 (**FCPA**). A summary of the Bribery Act, as well as its key points of distinction from the FCPA, is contained in Section 2 below.

The aim of this Anti-Bribery & Corruption Policy (**Policy**) is to:

- set out Eaton Towers' business standards and practices for countering corruption and bribery;
- give guidance to its employees, consultants, business partners and anyone acting on behalf of, or performing services for, Eaton Towers; and
- protect the business, resources and reputation of Eaton Towers; and
- Demonstrate/action/implement our commitment to doing business the right way.

### 1.3 Core message – purpose and scope

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Eaton Towers is committed to conducting its business fairly, honestly and transparently. Eaton Towers will never offer, promise, pay, solicit, request, agree to receive or accept bribes or kickbacks or other prohibited payments or activities to or from private individuals, foreign public officials or government officials. This commitment applies not only to cash inducements but to any other attempt to corruptly influence anything related to our business.

Bribery is a criminal offence and Eaton Towers has a zero-tolerance policy towards it, regardless of the identity or position of the originator or recipient of the bribe. This position is endorsed and applied at every level of Eaton Towers’.

This Policy applies to Eaton Towers, all of its officers and directors and employees, (including part-time seconded employees, and contract workers) (**Employees**) and anyone else acting on behalf of, or performing services for, Eaton Towers anywhere in the world (including consultants, advisors and representatives), referred to in this Policy as **Associated Parties**). Employees and Associated Parties must ensure that this Policy is observed and report any potential breaches of this Policy to Eaton Towers' Compliance Officer.

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This Policy serves as a minimum standard and compliance with it is mandatory at all times. Every Employee is required to:

- read and understand this Policy at the time of hire and thereafter and to comply with its provisions;
- promptly disclose to Eaton Towers' Compliance Officer any activities that do not comply with this Policy;
- seek guidance from their manager, Eaton Towers' Compliance Officer or the Chief Legal Officer when in doubt as to whether a particular activity is prohibited; and
- periodically refresh their understanding of this Policy and participate in training and information sessions offered concerning the application of this Policy.

Guidance and special rules relating to Associated Parties and how to ensure they understand and comply with this Policy are set out in section 3.1 of this Policy

## **1.4 Eaton Towers' Compliance Officer and Policy amendments**

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The identity and contact details of Eaton Towers' Compliance Officer will be published on Eaton Towers' website ([www.eatontowers.com](http://www.eatontowers.com)) and will be updated as necessary.

This Policy, and any amended versions, will also be published on Eaton Towers' website ([www.eatontowers.com](http://www.eatontowers.com)).

In this Policy, **Eaton Towers** means Eaton Towers Limited, any parent company of Eaton Towers Limited and all of the operating and intermediate holding companies directly and indirectly owned by Eaton Towers Limited.

## 2. LEGAL BACKGROUND

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The anti-corruption and bribery laws of the United Kingdom and the United States of America apply specifically to Eaton Towers operations. We must also comply with the anti-corruption and bribery laws of the countries where we operate. There are no exceptions for local custom, local practice or whether the activity is commonplace where it is occurring.

### 2.1 The UK Bribery Act

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The Bribery Act provides a comprehensive scheme of bribery offences intended to enable courts and prosecutors to respond more effectively to bribery in the UK and elsewhere.

As Eaton Towers Limited is a UK incorporated company, Eaton Towers must comply with the Bribery Act across its global operations.

There are four main offences contained in the Bribery Act:

- 1. Active Bribery** (under section 1 of the Bribery Act) involves the offering, promising or giving of a bribe. It is an offence to offer or give a financial or other advantage with the intention of inducing that person to perform a relevant function or activity improperly or to reward that person for doing so. A relevant function or activity is essentially any function of a public nature and any activity connected with a business that would be expected to be performed in good faith or impartially or by a person in a position of trust.. This function or activity does not need to be connected to the UK.
- 2. Passive Bribery** (under section 2 of the Bribery Act) involves requesting, agreeing to receive or accepting a bribe. It is an offence to receive a financial or other advantage intending that a relevant function or activity should be performed improperly as a result.
- 3. Bribery of foreign public officials** (under section 6 of the Bribery Act) covers the scenario where a person offers or gives a financial or other advantage to a non-UK public official with the intention of influencing the public official and obtaining or retaining business.
- 4. Failure of commercial organisations to prevent bribery** (under section 7 of the Bribery Act) makes it an offence for a company to fail to prevent a bribery offence under sections 1, 2 or 6 committed anywhere in the world by a person “associated” with it, where such person does so intending to obtain or retain business or a business advantage for that company. A person is “associated” with the relevant company if they perform services for or on its behalf. Official guidance on the Bribery Act suggests that employees are associated with their employer, but there is limited guidance beyond that. The definition could, therefore, apply to a company’s (amongst others) agents, contractors, suppliers, subsidiaries or operations and maintenance contractors. Eaton Towers cannot use ignorance of corrupt activity to defend itself against liability for such conduct.

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It is a defence to a section 7 offence for Eaton Towers to show that it had “adequate procedures” in place designed to prevent bribery. As a result, Eaton Towers must make sure, amongst other things, that its anti-corruption policies and procedures are sufficiently strong to prevent any Employees or Associated Parties engaging in corrupt activity in connection with Eaton Towers' business.

## “Adequate procedures”

“Adequate procedures” is not defined in the Bribery Act, but the UK authorities’ guidance about the types of procedures organisations will be expected to put in place has been considered by Eaton Towers' senior management in creating and revising this Policy and assessing the adequacy of Eaton Towers' procedures to guard against bribery and corruption.

## Penalties

The penalties for breaching the provisions of the Bribery Act are severe, with conviction carrying up to ten years’ imprisonment or an unlimited fine (or both) for individuals, and unlimited fines for businesses. Any businesses involved in accusations of bribery will also incur negative publicity and substantial damage to their reputation.

## Additional liability of “senior officers”

If any of the offences of bribing another person, being bribed, or bribing a non-UK public official are committed by a body corporate, any “senior officer” is guilty of the same offence if he or she has participated in the commission of the offence. This additional provision emphasises again the need for an organisation’s anti-corruption culture to be led from the top.

## **2.2 The FCPA - USA**

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This Policy assumes that the FCPA applies to all the activities of Eaton Towers.

The FCPA prohibits any offer or attempt to corruptly influence a foreign (non-US) government official in the performance of their duties, whether or not that attempt is successful.

The books and records provision of the FCPA makes it an offence to fail to record improper payments correctly in financial statements. This provision is often used by prosecutors in the US to extend the reach of the FCPA globally.

The FCPA allows certain “facilitating” or “expediting payments”. However, this type of payment is never legal under local law and are illegal under the Bribery Act and therefore prohibited by Eaton Towers.

Eaton Towers' senior management have considered the restrictions under the FCPA when developing Eaton Towers' compliance procedures.

## **2.3 Local anti-bribery and anti-corruption laws**

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The countries where our operations are located have their own laws to address bribery and corruption. The strictest standards of compliance with laws will always be applied across Eaton Towers' operations.

# Eaton Towers

Updates will be added in this section to cover any specific local requirements which need emphasis.

## 3. ANTI-BRIBERY POLICIES AND PROCEDURES

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### 3.1.1 Associated Parties

For the purposes of this policy an "Associated Party" is any individual who is not employed by Eaton Towers, or is an entity which is not owned or controlled by Eaton Towers but is providing services or engaging in business activities on behalf of Eaton Towers. Because of the scope of "associated persons" for which Eaton Towers has potential liability under the Bribery Act, we require all Associated Parties to comply with our anti-bribery policies and procedures while they are carrying out any activities in association with Eaton Towers. Therefore this Policy applies to them.

Associated Parties include the following categories of people and counterparties:

- agents, including land search and permitting agents;
- external sales representatives;
- consultants including technical and operational support and ;
- advisors (including tax and financial advisors, accountants and lawyers);
- visa processors;
- suppliers of services to Eaton Towers including operation and maintenance contractors;
- subcontractors of suppliers of service ; and
- any other service provider who acts on behalf of Eaton Towers in any way in connection with its business.

Eaton Towers must not engage an Associated Party until sufficient due diligence has been performed to conclude with reasonable assurance that the Associated Party understands and will fully comply with (i) applicable anti-bribery laws including the FCPA and the Bribery Act and (ii) this Policy. The due diligence procedure which must be followed is set out in Section 4.1 below and the form which must be processed is contained in Appendix III to this Policy. Payments made to Associated Parties must be appropriate and justifiable for legitimate services supplied. The relationship must be documented in some way (either in hard copy records or on email/computer files). In addition, the Associated Party must contractually agree to comply with this Policy. The form of agreement is contained in Appendix IV. Eaton Towers reserves the right to terminate its relationship with any Associated Party that pays or solicits bribes or in any other way violates this Policy or the law.

All potential agreements with Associated Parties involving success fees or bonuses must be approved in advance by Eaton Towers' senior management team.

### 3.1.2 Engaging Associated Parties

As part of Eaton Towers counterparty due diligence, the Associated Party Approval Form (see Appendix III) must be completed by any Associated Party before engagement.

The engagement of an Associated Party must be approved by the senior management team in conjunction with Eaton Towers' Compliance Officer. The Associated Party must sign the Associated Party Undertaking (see Appendix IV). All terms and conditions will be reviewed by Eaton Towers internal legal team which will assess whether additional contractual undertakings are appropriate.

Certain Associated Parties may be considered high risk. These parties should be monitored periodically to check that they remain in compliance with this Policy and will be required to sign the Associated Party Undertaking on an annual basis. Such Associated Parties will be identified by Eaton Towers' Compliance Officer in conjunction with senior management at the point of engagement.

All payments to Associated Parties must be approved in accordance with the applicable Delegation of Authority approval by the Board of Directors and must only be made in the name of the relevant Associated Party .

### 3.1.3 Warning signs in Associated Party relations

Eaton Towers must be alert for conduct that could signal that an Associated Party intends to make or conceal improper payments. Employees should look out for warning signs before and during engagement of any Associated Party such as:

- unusual payment patterns or financial arrangements;
- any lack of clarity as to the actual services the Associated Party offers;
- requests for unusually high commissions;
- apparent lack of qualifications or resources on the part of the Associated Party to perform the services offered;
- an Associated Party's close connection with, or management/ownership by (in whole or in part), a public official or customer. This includes connections with family members of government or public officials and customers;
- a request for payment for expenses or purposes inconsistent with the terms of the contract with the Associated Party;
- the Associated Party is an unknown company with no track record of doing business and/or is unable or unwilling to provide the full details required by Eaton Towers Associated Party Approval Form;
- the Associated Party makes any of the following demands:
  - payments of "commission" to others;
  - payments of "commission" in cash or other untraceable funds; and
  - payments of "commission" into foreign bank accounts or to unidentifiable companies; or
- the Associated Party tries to make late changes to fee/commission arrangements (either generally or for individual projects).

## 3.2 Facilitation payments

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Eaton Towers prohibits offering and/or making facilitation payments.

Facilitation payments are payments made to secure or speed up routine actions (usually undertaken by public officials) whether or not effective, such as issuing permits, immigration controls, providing services or releasing goods held in customs. Facilitation payments may be demanded by low level and low income officials to obtain levels of service normally available.

Employees paying facilitation payments will be subject to disciplinary action, which may include the termination of their employment. Eaton Towers reserves the right to terminate its relationship with any Associated Party which makes a facilitation payment. Employees and Associated Parties will not be able to claim reimbursement for facilitation payments.

If a payment is requested from you and you have doubts as to whether it may be considered to be a facilitation payment, you must question whether the demand is legally permitted and resist making it. If the demander refuses, you must consult Eaton Towers' Compliance Officer. If the demand is accompanied by immediate threat of physical harm then put safety first, make the payment and report immediately to senior management and Eaton Towers' Compliance Officer the circumstances and amount of the payment.

All requests for facilitation payments (whether they are made or resisted) must be reported to Eaton Towers' Compliance Officer.

Payment for legally required administration fees or fast-track services are not prohibited as these are not facilitation payments, but you should always obtain a receipt when making such payments.

## 3.3 "Protection" payments

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In some parts of the world, 'protection' is offered in return for payment (financial or otherwise). This is a form of extortion which may involve physical threats. Eaton Towers does not pay protection money. If the demand is accompanied by immediate threat of physical harm then Employees and Associated Parties are recommended to take whatever action they feel is necessary for their own personal safety. Any payment of this type must be reported immediately to Eaton Towers' Compliance Officer including the circumstances and amount of the payment.

## 3.4 Payments to government or public officials or to employees of customers or suppliers

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No Employee and/or Associated Party can offer, promise, give, receive, agree to receive, accept or tolerate any payment to secure, maintain, or direct business, to or from any government or public official or to any employee of a customer or supplier unless prior written approval has been obtained by Eaton Towers' Compliance Officer.

Payments, including gifts and hospitality (see below), made directly or indirectly through another person or entity, to any government or public official are strictly prohibited, unless prior written approval has been obtained by Eaton Towers' Compliance Officer and Chief Legal Officer.

## 3.5 Gifts and business entertainment

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Gifts and business entertainment can in certain circumstances be considered a violation of anti-bribery and anti-corruption laws. While Eaton Towers wants to promote good relations with our business partners, care must be taken to avoid situations where gifts and hospitality could be viewed as an attempt to influence the recipient. Gifts and business entertainment may be offered to and accepted from people outside Eaton Towers provided they are in accordance with the rules and guidance of this Policy. This Policy sets out checks and approval requirements for gifts and hospitality which must be followed.

### Check:

- the reason for the gift or entertainment is appropriate to both the circumstances and the business relationship;
- the gift is for a legitimate Eaton Towers-related business purpose;
- the gift is not cash or vouchers equivalent to cash;
- the exchange of gifts or entertainment is infrequent and unsolicited;
- the receipt of the gift or entertainment will not influence your decision making on behalf of Eaton Towers;
- the gift cannot reasonably be construed as an attempt to influence the decision making of the recipient;
- the gift does not create a conflict of interest; and
- the gift or entertainment is in line with the gifts policy of the receiving person's organisation.

If the answer is not **YES** to **ALL** of these questions, then the gift or hospitality is inappropriate and must not be given or accepted.

Even if the answer is YES to these checks, the notification and approval requirements set out here must always be followed.

### Notification

De minimis gifts – occasional non-alcoholic beverages, promotional materials of limited value such as caps, pens and t-shirts do not require any approval or notification.

All other gifts and hospitality must be recorded and notified to Eaton Towers Compliance Officer using the form contained in Appendix II to this policy

### Approval

Any gifts or series of gifts from the same person or organisation with a value of £50 or more;

Any business entertainment with a value of £100 or more,

require prior approval from Eaton Towers' Compliance Officer and all requests for approval must be made by completing the Gift and Hospitality Approval Form (see Appendix I). The Eaton Towers' Compliance Officer maintains a Gifts Register in which all approvals and notifications are recorded.

### Prohibition

Any gifts or business entertainment offered to or received from a government or public official, irrespective of value, are strictly prohibited unless prior approval for each occurrence has been obtained from Eaton Towers' Compliance Officer and the Chief Legal Officer.

The following are NEVER acceptable at any time:

- any gift of hospitality that is illegal and in breach of local or international laws;
- any gift or hospitality where parties are involved in tenders or bidding processes;
- any gift or hospitality offered for something in return;
- any hospitality that is indecent or sexually offensive;
- any gift or hospitality that you pay for to avoid having to report or seek approval;
- payment or reimbursement of the travel expenses of any public or government official, regardless of whether acting in an official capacity (an exemption must be sought for this from Eaton Towers' Compliance Officer); and
- any gift, hospitality or other courtesy for the benefit of a family member or person with a close personal connection.

These rules apply to Associated Persons. If a gift or entertainment would be prohibited if undertaken by an Employee, the same applies to anyone else working on behalf of Eaton Towers. If you have any doubts about the appropriateness of giving or receiving a particular gift or hospitality, then you must consult Eaton Towers' Compliance Officer.

### 3.6 Political contributions

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Eaton Towers does not make political contributions in any form whether to political parties, political causes or to support individual political candidates. Personal political contributions can be made by Employees provided the contributions are not intended to retain or secure a business advantage for Eaton Towers.

A political contribution is a contribution, financial or in kind, to support a political cause. Financial contributions can include both donations and loans. In-kind contributions can include gifts or loans of property, provision of services, advertising or promotional activities endorsing a political party, purchase of tickets to fundraising events and contributions to research organisations or 'think-tanks' with close associations to a political party.

### 3.7 Charitable donations

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Eaton Towers does not seek to discourage its employees from supporting bona fide charitable organisations through their own fundraising or individual effort outside and unconnected to their employment. Eaton Towers may also choose to provide support to the communities in which it operates business and to make donations, whether in the form of services, knowledge or direct financial contributions. Personal charitable donations can be made by Employees provided that these donations are not intended to retain or secure a business advantage for Eaton Towers.

Approval from Eaton Towers' Compliance Officer must be sought before any charitable donation is made by or on behalf of Eaton Towers. The senior management team will be required first to ensure, through appropriate due diligence, that charitable contributions are not used as a cover for and do not constitute bribery.

# Eaton Towers

Eaton Towers will maintain records of all charitable donations made by it (including any of its employees, directors or officers) or one of its subsidiaries.

## 3.8 Expenses

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Procedures are in place for reviews of all expense claims, which must be signed by the claimant and approved by a member of the senior management team or the financial officer. Receipts and records are kept of all expenses claimed and these are monitored to ensure their purpose and amounts are legitimate.

## 3.9 Cash and payment methods

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To avoid even the appearance of impropriety, no cash payments can be made to or received from anyone other than documented petty cash disbursements.

The only exceptions for cash payments are taxi fares, tips, tolls, meals and other similar payments – Employees and relevant Associated Parties must always acquire a receipt for these payments and submit these receipts for approval in accordance with the expenses claim procedure. Even when making documented petty cash disbursements, regard should be had to the nature of the payment and whether, following a common sense and reasonableness test, it is appropriate to make the payment. If you have any concerns whatsoever, you should contact your line manager and/or Eaton Towers' Compliance Officer.

No corporate cheques shall be written to “cash,” “bearer,” or third party designees of the party entitled to payment.

## 4. IMPLEMENTATION

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### 4.1 Roles and responsibilities of Employees

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#### 4.1.1 General

Every Employee has a responsibility to comply fully with this Policy. All Employees are required to sign an anti-bribery undertaking (see Appendix V).

Every member of the management team is responsible (including line managers) to communicate this Policy to all relevant persons and to ensure that all Employees and Associated Parties within their area of responsibility understand and comply with this Policy and attend any training on this Policy to which they are invited by Eaton Towers. Training will cover the implementation of this Policy, the consequences of failing to comply with this Policy and guidance on how to respond to improper requests and how to report potential violations.

Any Employee with responsibility for engaging an Associated Party is also responsible for obtaining the required Associated Party Undertaking and delivering it to the Eaton Towers Compliance Officer (see Appendix IV).

#### 4.1.2 Books and records

Employees must, where reasonably practicable, help to ensure that corporate books and records accurately and fairly reflect, in reasonable detail, all transactions and dispositions of assets. No undisclosed or unrecorded fund or asset may be established or maintained for any purpose. Employees must not participate in falsifying any accounting or other business record and all Employees must respond fully and truthfully to any questions from Eaton Towers' internal or independent auditors. Forging or fraudulently altering documents belonging to Eaton Towers is strictly prohibited and may be subject to disciplinary action (as well as legal sanctions).

#### 4.1.3 Potential sanctions

Committing an offence under the Bribery Act, the FCPA and local laws may give rise to significant penalties, including, criminal penalties. These penalties can include a prison sentence of up to ten years and/or an unlimited fine both for the relevant individuals and Eaton Towers. These sanctions are real and severe and reflect how rigorously compliance with this Policy will be policed by Eaton Towers.

Failure to observe this Policy is a cause for disciplinary action and may lead to termination of employment/contract.

No Employee or Associated Party will suffer a penalty from Eaton Towers or be subject to other adverse consequences for refusing to pay a bribe, even if it may result in Eaton Towers losing business.

## 4.2 Monitoring

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A risk assessment and review of compliance policies and procedures (including approval by the board of directors of Eaton Towers and its senior management team) will take place annually as well as when the

group's operations change. The Eaton Towers' Compliance Officer, [craig.morris@eatontowers.com](mailto:craig.morris@eatontowers.com), in conjunction with a nominated member of the senior management team, is responsible for monitoring compliance with this Policy.

## 4.3 Whistleblowing

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If any Employee or Associated Party becomes aware of anything that appears to be in breach of this Policy, they must refer this to the relevant line manager, the Eaton Towers' Compliance Officer or the Eaton Towers legal team in the territory where they are located. Eaton Towers will not tolerate retaliation against anyone for raising concerns in good faith about a suspected breach of this Policy.

### WHISTLEBLOWING HOTLINE

If you do not feel able to tell others of your suspicions you can use the Eaton Towers Ethics Hotline. The Ethics Hotline is 100% confidential and is staffed 24 hours a day, seven days a week an independent external service. Reports can be made to the hotline anonymously

Hotline: Click Link <https://secure.ethicspoint.eu/domain/media/en/gui/104750/index.html>

Email: [ethics.hotline@eatontowers.com](mailto:ethics.hotline@eatontowers.com)

## APPENDIX I: GIFT AND HOSPITALITY APPROVAL FORM

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All gifts which are more than £50 in value and business entertainment (or other courtesies) which is more than £100 in value must be approved by Eaton Towers' Compliance Officer **before** they can be accepted. If you are in doubt, please consult Eaton Towers' Compliance Officer.

Please supply the following details and submit to Eaton Towers' Compliance Officer for approval:

Date: \_\_\_\_\_

Name of recipient: \_\_\_\_\_

Name of donor: \_\_\_\_\_

Corporate entity to which the donor belongs (if relevant): \_\_\_\_\_

Description of gift/entertainment: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Approximate value: \_\_\_\_\_

Reason for gift: \_\_\_\_\_

Signature: \_\_\_\_\_

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### COMPLIANCE USE

Date: \_\_\_\_\_

Approved/Declined: \_\_\_\_\_

Eaton Towers' Compliance Officer: \_\_\_\_\_

Signature: \_\_\_\_\_

Comments: \_\_\_\_\_

\_\_\_\_\_

## APPENDIX II: GIFT AND HOSPITALITY NOTIFICATION FORM

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All gifts and corporate hospitality must be recorded and notified to Eaton Towers' Compliance Officer.

Please supply the following details and submit to Eaton Towers' Compliance Officer:

Date: \_\_\_\_\_

Date of receipt of gift/hospitality: \_\_\_\_\_

Name of recipient: \_\_\_\_\_

Name of donor: \_\_\_\_\_

Corporate entity to which the donor  
belongs (if relevant): \_\_\_\_\_

Description of gift/entertainment: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Approximate value: \_\_\_\_\_

Reason for gift: \_\_\_\_\_

Signature: \_\_\_\_\_

\_\_\_\_\_

## APPENDIX III: THIRD PARTY APPROVAL FORM

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Please complete all sections and return to your Eaton Towers contact person:

Name of entity/individual:	
Address:	
Telephone:	
Email:	
Website:	
Contact name:	
Type of organisation (e.g. sole trader, partnership, corporation):	
Direct parent of organisation:	
Indirect parent of organisation (if relevant) <sup>1</sup> :	
Country of incorporation/registration:	
Country of residence and citizenship (if an individual):	
Passport number (if an individual):	
Bank account details for remittances (if not in country where registered or domiciled, give full reasons why):	Name and address of bank:  Account number/SWIFT/IBAN:  Name of account holder:

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<sup>1</sup> Any company or individual who indirectly owns more than 50% of the organisation (i.e. through ownership of a direct parent).

<p>Address for correspondence if different to above:</p>	
<p>Description of services to be provided:</p>	
<p>State the nature and history of your business, identifying in particular:</p> <ul style="list-style-type: none"> <li>• number of years in operation;</li> <li>• other companies or organisations for which you provide similar services; and</li> <li>• the resources available to you.</li> </ul>	
<p>Provide a list of all directors and officers of your organisation:</p>	
<p>Please provide the details of any connection with any government department or agency, any public official or any politically exposed person, identifying in particular:</p> <ul style="list-style-type: none"> <li>• if any such entities/persons have an interest in your business;</li> <li>• if any owner, officer or employee of your business is an elected or appointed official or employee of a government department or agency;</li> <li>• if any owner, officer or employee of your business has a close family or marital relationship with anyone who is an elected or appointed official or employee of a government department or agency.</li> </ul>	

Please provide details of any criminal offences that you or any of your associated organisations or any employees been accused, prosecuted and/or convicted of:	
Please provide the name and contact details of two referees (if an individual):	

Documents to attach to this form:

*For corporate entities:*

- Copy of certificate of incorporation/registration
- Constitutional documents (e.g. by-laws or memorandum and articles of association)
- Copy of latest annual audited report and accounts

*For sole traders/individuals:*

- Copy of valid passport
- Copy of recent utility bill to confirm residential address

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**For internal use**

Please document business case for using the above agent:

Approved by: ..... Signature: .....

**Eaton Towers' Compliance Officer**

Reviewed by: ..... Signature: .....

## APPENDIX IV: ASSOCIATED PARTY UNDERTAKING

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### Eaton Towers Limited (Eaton Towers)

#### Anti-Bribery and Corruption Policy

I/We hereby confirm that I/we have received, read and understood Eaton Towers' anti-bribery and corruption policy (**the Policy**).

I/We undertake to comply with the Policy (and any additions, amendments or replacements which may be made from time to time), the UK Bribery Act 2010, the US Foreign Corrupt Practices Act 1977 and local anti-bribery laws in connection with the provision of services to and throughout my/our contract with Eaton Towers and any company owned directly or indirectly by Eaton Towers.

I/We understand that any violation or breach of the Policy may result in a termination of my/our contract with Eaton Towers with immediate effect.

Signed: .....

**for and on behalf of** .....Print name of company/organisation, if not an individual person

Print Name: .....

Date: .....

Please return by fax/email to, Eaton Towers' Compliance Officer:

## APPENDIX V: EMPLOYEE UNDERTAKING

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### Eaton Towers

#### Anti-Bribery and Corruption Policy

I hereby confirm that I have received, read and understood Eaton Towers' anti-bribery and corruption policy (the **Policy**).

I undertake to comply with the Policy (and any additions, amendments or replacements which may be made from time to time), the UK Bribery Act 2010, the US Foreign Corrupt Practices Act 1977 and local anti-bribery laws throughout my period of employment at Eaton.

I understand that any violation or breach of the Policy may result in the termination of my contract of employment with immediate effect.

Signed: .....

Print Name: .....

Date: .....

Please return to Eaton Towers' Compliance Officer.