



## **Premier Foods Anti-Corruption Code of Conduct for Third Parties**

### **A. Statement of Values**

On 1 July 2011 the UK's Bribery Act came into force. This Act aims to encourage a free and fair marketplace by combating bribery and corruption both in the UK and overseas.

Our corporate conduct is based on our commitment to our values which include to respect and encourage each other. Premier Foods does not tolerate any form of bribery and corruption, including any form of unethical inducement or payment including facilitation payments and "kick-backs".

Premier Foods expects its employees (staff, contract and temporary) and all our business partners including suppliers, contractors, joint venture partners, customers, agents, distributors and other representatives ("Associated Persons") to act in accordance with all laws and applicable company policies, including any anti-corruption laws, such as the UK's Bribery Act and any local anti-bribery laws.

### **B. No bribery, corruption or other unethical payments**

No Premier Foods employee (staff, contract and temporary) or Associated Person may:

- i. offer, promise or pay anything with the intention of inducing improper conduct or for the recipient to act improperly as a result of receiving the advantage.
- ii. receive or agree to receive anything with the intention of acting improperly as a result of receiving the advantage.
- iii. permit a third party to offer, make or receive a bribe
- iv. pay a facilitation payment. Facilitation payments are payments to induce public officials to perform routine functions they are otherwise obligated to perform.

#### **Who is an Associated Person?**

An Associated Person doesn't have to be a Premier Foods employee; they could also be a customer, contractor, joint venture partner, distributor, agent (someone who provides services on behalf of Premier Foods); or other external third parties such as a supplier (or the supplier's employee) who provides services for us or on our behalf.

The Associated Person doesn't need to be in the UK. They could be based and operating in a different jurisdiction.

The Associated Person must be providing services for Premier Foods or on our behalf. It is very unlikely that Premier Foods will be liable for the actions of someone

who simply supplies us with goods, but we are far more at risk if someone is providing us with services.

### **C. Policy on Gifts and Hospitality**

Any gifts or hospitality, either offered or received, must be in accordance with Premier Foods Policy on Gifts and Hospitality. In summary:

- i. no gift should be offered or received which is lavish, excessive or might be interpreted to be a bribe or pay-off
- ii. Premier employees must seek specific approval for any individual gifts valued at over £50 or a number of gifts given or received in a 12 month period from the same individual or company etc that are valued in aggregate at over £200
- iii. Every Premier employee must ensure that any gifts or hospitality given or received are in accordance with this Policy and properly approved; and keep a record of any gift or hospitality received or provided.

### **D. Reporting concerns about bribery and corruption**

Premier Foods actively encourages its employees to report any suspicions or concerns about bribery and corruption, which will be followed up rigorously.

### **E. Enforcement of this Policy**

Any incidents of bribery or corruption will be dealt with robustly. If an Associated Person is suspected of bribery or corruption Premier Foods will investigate the matter and will take appropriate action, which may include reporting any incidents to prosecuting authorities and/or terminating relationships.

### **F. General**

Premier Foods only makes charitable donations in accordance with our Charitable Giving Policy.

Premier Foods does not make donations to political parties or causes.

**All third parties that Premier Foods does business with must comply with this Anti-Corruption Code of Conduct.**

Premier Foods PLC

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