

ScottishPower Compliance Division

SUSTAINABLE, ETHICAL WORKING

Anti-Bribery & Corruption Policy

7th October 2020

Prepared:

ScottishPower
Compliance Division

Reviewed:

ScottishPower
Chief Compliance Officer

Approved:

ScottishPower Limited
Board of Directors



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VERSION CONTROL

Version Number	Author	Purpose / Amendments	Date
1.0	ScottishPower Compliance Division	Final approved version following annual review and update of content.	July 2019
1.1	ScottishPower Compliance Division	Implementation of document management principles, and annual review and update of content.	September 2020
2.0	ScottishPower Compliance Division	Final approved version following annual review and update of content.	October 2020



Anti-Bribery and Corruption Policy | Version 2.0

1. PURPOSE

At ScottishPower (the “Company”) we take a zero-tolerance approach to bribery and corruption and we are committed to the highest standards of ethical conduct and integrity in all our business activities. These principles are established in the Iberdrola Group Code of Ethics and the Iberdrola Anti-Corruption and Anti-Fraud Policy.

The ScottishPower Anti-Bribery and Corruption Policy (the “Policy”) sets out those principles and explains how they are applied within Scottish Power.

For ScottishPower employees, the Policy is accompanied by the ScottishPower Anti-Bribery and Corruption Procedures, that set out, in more detail, the processes and procedures to be followed to ensure compliance with this Policy.

2. SCOPE

Bribery is a criminal offence, and the UK has some of the most robust anti-bribery and corruption legislation in the world. The UK Bribery Act 2010 came into force on 1 July 2011 and there are serious consequences for individuals and companies found to be non-compliant with the Act. The UK Bribery Act 2010 has a framework of five criminal offences:

- giving, promising, and offering of a bribe;
- agreeing to receive or accept a bribe;
- bribing a foreign official;
- failure of commercial organisations to prevent bribery; and
- a senior officer of a commercial organisation consenting to or conniving in an act of bribery.

The Scottish Power Limited Board of Directors (the “Board”) and Senior Management Team expects all employees, contractors, suppliers and third parties to fully comply with the Policy, which extends to all business dealings and transactions in the UK, and in all countries in which the Company, or its subsidiaries and associates, operate.

The ScottishPower Compliance Division is responsible for the day to day oversight of the Policy. The Chief Compliance Officer is the Senior Officer responsible for the Policy who will monitor and report to the Board, the Audit and Compliance Committee and the Group Compliance Unit, information regarding compliance with the Policy and the overall Compliance and Ethics programme.

3. KEY ANTI-BRIBERY AND CORRUPTION PRINCIPLES

ScottishPower will not tolerate, permit, or engage in bribery, corruption, or improper payments of any kind in our business dealings, anywhere in the world, both with public officials and people in the private sector. Ethical behaviour is in the long-term interests of our company.

ScottishPower are committed to the following key Anti-Bribery and Corruption principles:



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- We will carry out business fairly, honestly and openly;
- 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;
- We will not give or offer any money, gift, hospitality or other advantage to any person carrying out a business or public role in the UK or abroad, or to a third party associated with that person, to get them to do something improper or to improperly influence them to our business advantage;
- We do not allow facilitation or 'grease' payments under any circumstances;
- We will not use intermediaries or contractors for the purpose of committing acts of bribery;
- Third parties are not permitted to offer or provide any money, gift, hospitality or other advantage in order to secure benefits for themselves or The Company when carrying out business connected with ScottishPower;
- We will avoid doing business with others who do not commit to conducting business without bribery;
- We will carry out appropriate risk assessment and due diligence on third parties and maintain a record of this process. We will include appropriate anti-bribery and corruption clauses within our contractual arrangements;
- Any employee found to be in breach of these principles will face disciplinary action;
- Employees will be provided with appropriate training in this area; and
- No employee will suffer demotion, penalty, or other adverse consequence for refusing to pay bribes, even if it may result in ScottishPower losing business.

4. CONTROL, EVALUATION AND REVIEW

The ScottishPower Compliance Division shall review the contents of the Anti-Bribery & Corruption Policy on an annual basis, ensuring that the policy reflects the recommendations and best international practices in effect, and shall propose to the Board those amendments and updates that contribute to the development and ongoing improvement of the policy.

[This Policy was last approved by the Scottish Power Limited Board on [7th] October 2020.]

5. FURTHER INFORMATION AND GUIDANCE

The following supplementary policies are available for ScottishPower employees on the SP Compliance Division area of the ScottishPower intranet portal ([Iberdrola Group > Our areas and businesses > SP Compliance Division](#)):



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- Code of Ethics;
- ScottishPower Code of Conduct and Disciplinary Rules;
- ScottishPower Anti-Bribery and Corruption Procedures; and
- Speaking Out Guidelines.

Further information can also be obtained from the UK Ministry of Justice website.

<http://www.justice.gov.uk/guidance/making-and-reviewing-the-law/bribery.htm>

6. REPORTING A CONCERN

The Company takes a zero-tolerance approach to non-compliant and non-ethical behaviour with laws and regulations in which the Company must comply. We are committed to a programme to counter the risk of ScottishPower being involved in bribery.

Any concerns relating to a breach of the Policy should be reported in one of the following ways:

- ScottishPower Chief Compliance Officer:
 - Pamela Mowat
(pamela.mowat@scottishpower.com or 07738 062627)
- Business Compliance Officers:
 - **SP Energy Networks** - June Dickson
(June.dickson@spenergynetworks.co.uk or 07753 624854)
 - **SP Renewables** - Amanda Henderson
(amanda.henderson@scottishpower.com or 07753 622595)
 - **Liberalised** - Sean Tierney
(Sean.tierney@scottishpower.com or 07753 623416)
- Compliance division mailbox (compliancedivision@scottishpower.com);
- External helpline and web reporting service provided by Expolink:
 - (0800 374 199 or <https://wrs.expolink.co.uk/scottishpower>); or
- Your line manager.

Please refer to the ScottishPower Speaking Out Guidelines for detailed information on the resources available and the protections for anyone making such reports. The Speaking Out Guidelines are available for ScottishPower employees on the SP Compliance Division area of the ScottishPower intranet portal ([Iberdrola Group > Our areas and businesses > SP Compliance Division](#)).