




DOCUMENT: Policy manual	REFERENCE NO: Policy:
TITLE OF PROCESS: Anti-Bribery & Corruption Policy	EFFECTIVE DATE:
PREPARED BY: _____ HEAD OF LEGAL & COMPANY SECRETARY	ISSUE: 1
APPROVED _____ GCEO	BY:

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1. POLICY STATEMENT, PURPOSE AND OBJECTIVES:

1.1 INTRODUCTION:

The Standard Group PLC (“the Company”) is committed to integrating a value-based approach in doing its business as well as preventing and deterring corruption in all its forms. As such, the Company has developed this Anti-Bribery Policy (“the Policy”) to establish controls that sets out the principles, procedures, values and objectives that support the Company’s commitment to the highest standards of ethical practices and in order to comply with the applicable laws and regulations.


1.2 PURPOSE AND POLICY OBJECTIVES:

The purpose of this Policy is to provide a framework that reiterates the Company’s commitment to a zero-tolerance towards bribery and corruption and reinforces its commitment to acting ethically, fairly and with integrity in all its engagements. This Policy has been formulated to:

- 1.2.1 Streamline systems, controls, procedures and operations of the Company to eradicate corruption;
- 1.2.2 Promote zero tolerance for bribery and corruption in all forms;
- 1.2.3 Ensure that cases of suspected acts of bribery and corruption are reported;
- 1.2.4 Develop an anonymous reporting system through which whistle-blowers can confidentially report any cases of suspected or known instances of corruption in the Group.
- 1.2.5 Establish reliable mechanisms for the protection of informants, whistle-blowers and witnesses;
- 1.2.6 Ensure training and communication on bribery and corruption are conducted by the Company;
- 1.2.7 Ensure Bribery and Corruption are clearly defined and understood by the Company’s employees
- 1.2.8 Enhance the corporate image of the Company

1.3. ABBREVIATIONS & DEFINITIONS:

Bribe:	Means an inducement or reward offered, promised or provided in order that the recipient gains commercial, contractual, regulatory, business or personal advantage
Corruption	Means dishonest or fraudulent conduct by people in positions of influence, typically involving bribery
CRA:	Means Corruption Risk Assessment

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EACC:	Means Ethics and Anti-Corruption Commission.
ERM:	Means Enterprise Risk Management
Extortion:	Means the practice of obtaining something, especially money, through force or threats.
GCEO:	Means the Group Chief Executive Officer
Inducement:	Means a bribe or promise of monetary reward that persuades or leads someone to do something.
Kickback:	An illicit payment made to someone in return for facilitating a transaction or appointment.
Regulator:	Means any government agency or department that monitors compliance with laws, regulations and established industry standards and practices.
Staff:	Means employees of The Group.
Training Program:	Means a set of activities intended to create awareness and ensure adherence to this Policy.
Stakeholder	Means any individual or organization with whom an employee may come into contact with during the course of their work for TSG, and includes actual and potential customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties

1.4 SCOPE:

This policy applies to all Staff of the Group, the BOD and third parties contracting/partnering with the Group.

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1.5 MEASURABLE OBJECTIVES:

Key Performance Indicators (KPI's)

Develop bribery and corruption risk assessment and management procedures.

Establish communication and training programs on bribery and corruption.

Develop internal reporting mechanisms.

Procure the services of an external accredited whistle-blowing platform.

Establish compliance, monitoring and review mechanisms.

Establish an Integrity and Ethics Committee

Minimum Standards

Conduct an audit of the Group's bribery and corruption index on an annual basis through a survey to establish the Company's bribery risks across all departments and put in place mitigation measures to counter the rampancy of bribery and corruption cases within the Company.

Develop training programs and conduct trainings on a bi-annual basis on bribery, corruption and the available reporting mechanisms within the Company.

To reinforce the efficiency of the existing internal reporting mechanisms by implementing mechanisms designed to facilitate the reporting of suspected or known instances of corruption in the Group.

The Company to implement an external anonymous system of reporting that will be publicly accessible to all stakeholders for lodging of complaints for onward transmission to the relevant authority.

The Company through the internal audit department to oversee monitoring and quarterly review of the reporting procedures, feedback management from all stakeholders for compliance to statutory requirements.

The Company to appoint an Integrity and Ethics Committee whose members shall be drawn from across the various departments and who shall be champions for promoting zero tolerance to bribery and corruption and to help in monitoring and evaluating implementation of this Policy

1.6. RATIONALE:

The Company is required to adhere to various statutory obligations including but not limited to;

1.6.1. National legislations, subsidiary legislations, contractual obligations and any amendments thereto.


1.6.2. Regulatory requirements including relevant circulars, guidelines and directives issued by Regulators and other forms of established industry standards and practices.

1.7. STATUTORY REQUIREMENTS:

Compliance with applicable laws and regulations is both a good governance practice and a statutory requirement as enshrined in various legislations governing the Company's operations. All Staff must therefore apply to the latest editions of the following documents:

1.7.1. The Constitution of Kenya, 2010

1.7.2. The Bribery Act, 2016

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- 1.7.3. The Anti-corruption and Economic Crimes Act, 2003
- 1.7.4. The Bribery Regulations, 2021 and 2002.
- 1.7.5. Regulatory requirements including relevant circulars, guidelines, codes and directives issued by Regulators and other forms of established codes and practices.

2. EXAMPLES OF BRIBERY AND CORRUPT PRACTICES IN THE GROUP

- 2.1 Extortion of customers and or potential clients
- 2.2 Soliciting for bribes so as to 'kill' a story (brown envelope journalism)
- 2.3 Bid rigging and getting kickbacks from suppliers/service providers for award of procurement contracts.
- 2.4 Getting bribes so as to influence recruitment, appointments, promotions and disciplinary actions.
- 2.5 Getting paid so as to give insider information or leakage of sensitive business information
- 2.6 Accepting facilitation/Grease/Speed payment so as to fast-track or prioritize payment to service providers
- 2.7 Collusion with contractors to commission substandard projects and to accept inferior materials
- 2.8 Variance in treatment /resolution of customer complaints

3. ANONYMOUS REPORTING AND PROTECTION OF WHISTLEBLOWERS


- 3.1 Employees of the Group may report any bribery and corruption incidences through the anonymous whistleblowing platform. Such reports should be accompanied by sufficient evidence to assist in investigation
- 3.2 The Group recognizes the importance of information provided by whistleblowers and which is geared towards eliminating bribery and corruption across the Group. As such, the identity of any employee, informant or witness who makes a report pursuant to this policy shall not be revealed.
- 3.3 All reports of bribery and corruption shall be processed in line with the Group's Whistleblowing Policy.

4. CONFIDENTIALITY

- 4.1 All reports made by employees will be treated with utmost confidence and all correspondence entered into the whistle-blowing platform is absolutely confidential, whether a person making the disclosure wishes to remain anonymous or not.
- 4.2 Such protection is however not afforded to anyone who maliciously raises a matter that they know to be untrue and malicious reporting may lead to disciplinary action.

5. INVESTIGATIONS AND HANDLING BRIBERY & CORRUPTION CASES

- 5.1 Alleged or suspected bribery and corruption cases shall be investigated by the Integrity and Ethics Committee and a report submitted to the Head of Internal Audit for

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recommendation for either disciplinary action in line with the Group's Disciplinary Policy or referral to the relevant regulatory authority for investigation.

6. RISK MANAGEMENT AND RESPONSE:

4.1 Risk Management

4.1.1 Risks

- 4.1.1.1 Lack of independence in the decision making process
- 4.1.1.2 Loss of credibility and integrity of the Group's journalistic standards
- 4.1.1.3 Financial loss as a result of reputational damage to the Group
- 4.1.1.4 Erosion of the Group's corporate image

4.1.2 Mitigation

- 4.1.2.1 Conduct a bribery and corruption risk survey on annual basis
- 4.1.2.2 Development of an anonymous whistle blowing platform
- 4.1.2.3 Develop a Corruption Risk Assessment (CRA) register in the format provided by EACC and implement the prevention strategies outlined in the CRA
- 4.1.2.4 Continuous training and sensitization of employees on bribery and corruption.

5 TRIGGERS FOR POLICY REVIEW

- 5.1 Statutory requirements
- 5.2 Changes in Law
- 5.3 Changes in organization structure and policies-

4. AUTHORITY/ APPROVAL:

The Policy approvals levels are as follows:

- 4.1. **Head of Legal & Company Secretary-** Drafts and proposes revisions to the Policy.
- 4.2. **Head of Internal Audit-** Recommends Policy
- 4.3. **Group Chief Executive Officer (GCEO)-** Approves Policy.
- 4.4. **Board of Directors (BOD)-** Adopts Policy.


5. RESPONSIBILITIES FOR IMPLEMENTATION:

The responsibility for implementation is as below:

5.1. Head of Department (Head of Legal & Company Secretary)

Responsible for:

- 5.1.1. Drafting and proposing revisions to the Policy.
- 5.1.2. Advising on any legislative and regulatory changes

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5.2. Heads of Departments

Responsible for overseeing implementation of the Policy in their respective departments.

5.3. Head of Department (Internal Audit)

Responsible for:

- 5.3.1. Overseeing implementation of the Policy
- 5.3.2. Conducting a bribery and corruption risk survey
- 5.3.3. Developing a Corruption Risk Assessment Register in the format provided by EACC
- 5.3.4. Implementing the anonymous whistleblowing platform for reporting corruption reports
- 5.3.5. Conducting sensitization trainings for employees on provisions of the Policy.
- 5.3.6. Putting in place compliance, monitoring and review mechanisms for implementation of the Policy.
- 5.3.7. Overseeing the role of the Integrity and Ethics Committee.

5.4. Integrity & Ethics Committee

Responsible for:

- 5.4.1. Being champions for promoting zero tolerance to bribery and corruption through monitoring and evaluating implementation of this Policy
- 5.4.2. Ensuring that all corruption prevention initiatives are integrated across the Group
- 5.4.3. Receive and review reports on corruption prevention and take or recommend appropriate action to the Head of Internal Audit.
- 5.4.4. Coordinate corruption prevention strategies

5.5. Staff

Required to familiarize themselves with the Policy and implement its provisions in discharging their respective duties.


6. RECORDS/REPORTS:

- 6.1. Corruption Risk Assessment Register
- 6.2. Bribery and Corruption Risk Survey Report
- 6.3. Training manuals and materials
- 6.4. Training attendance register
- 6.5. Records of disciplinary proceedings

7. DISTRIBUTION LIST

HODs and all Staff of the Group.

8. CROSS FUNCTIONAL PROCESS IMPACT (HOW THE POLICY RELATES OR AFFECTS OTHER DEPARTMENTS)

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This policy relates to and affects the Group's staff in all the departments of the Group, branches and bureaus.



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PREPARED BY: _____ **DATE** _____

HEAD OF LEGAL & COMPANY SECRETARY

RECOMMENDED BY: _____ **DATE** _____

HEAD OF INTERNAL AUDIT

APPROVED BY: _____ **DATE** _____

GCEO

ADOPTED BY: _____ **DATE** _____

BOD