

ANTI-BRIBERY & CORRUPTION POLICY

1 PURPOSE

- 1.1 The purpose of this Anti-Bribery and Corruption (ABC) policy (“this Policy”) is to set out the responsibilities in observing and upholding the Company’s position on bribery and corruption and to provide information and guidance to those working for the Company on how to recognise and deal with bribery and corruption issues.
- 1.2 This Policy is particularly important for the Company as we work in the construction industry, which has been the subject of historical and ongoing bribery and corruption investigations by international enforcement agencies and regulators. Bribery and corruption undermines the rule of law and the principle of fair competition, causes significant damage to the societies in which we operate and to the proper functioning of the international energy market. The Company is committed to play its part in supporting an ethical marketplace.

Statement from the MD of True Group:

“We believe that a commitment to honesty, ethical conduct and integrity is a valuable asset that builds trust with our employees, customers, suppliers, shareholders and the communities in which we operate. By following this Policy and contributing to the prevention and detection of bribery and corruption you can help avoid personal criminal liability and protect the Company from significant fines and loss of our license to operate. I therefore encourage you to seek advice and support, including through our Confidential Reporting procedure, if you are unsure about a course of action or feel under pressure to breach this Policy in any way”

2 SCOPE

- 2.1 This Policy applies to all employees and “third parties”. Third parties in this context includes agents, contractors, subcontractors, consultants, business partners and any other parties (including individuals, partnerships and bodies corporate) associated with the Company or any of its affiliates.
- 2.2 All employees must ensure that they observe the requirements of this Policy at all times. Any breach of this Policy will be dealt with by the Company’s disciplinary procedure and could result in dismissal.

- 2.3 The Company requires that each third party will at all times observe the requirements of this Policy. Any breach of this Policy will be dealt with by all means available to the Company, such as contractual provisions for audit, termination and damages.
- 2.4 Transparency International define corruption as the abuse of entrusted power for private gain. This Policy focuses on bribery as a particular type of corruption (other types of corruption include embezzlement, extortion and favouritism to friends and family). Other types of corruption are addressed by the requirements of the Code of Business Ethics and Conduct (e.g., policies relating to conflicts of interest).
- 2.5 For the purposes of this Policy, a bribe is defined as an inducement or reward offered, promised or provided in order to influence a person to act improperly.

3 POLICY STATEMENT

- 3.1 True Plant Hire Ltd T/A True Group, together with its affiliates, (“the Company”) is committed to instilling a strong anti-corruption culture and to upholding all laws relevant to countering bribery and corruption. This includes, but is not limited to, the UK Bribery Act 2010 (“Bribery Act”) and the US Foreign and Corrupt Practices Act (“FCPA”) which are generally considered to be the strictest legal regimes against bribery. The Company’s management are committed to taking a zero-tolerance approach to bribery and corruption, so you should seek support if you feel that you are being pressured to breach the Policy to achieve other Company objectives.
- 3.2 The Company expressly prohibits the offering, the giving, the solicitation or the acceptance of any bribe, whether cash or other inducement. This applies to bribes to or from any person or company, regardless of their geographical location and irrespective of whether they are a public official, public body or private person or private company, by any individual employee or third party. Bribery by an employee or third party in order to gain any commercial, contractual or regulatory advantage for the Company potentially exposes the Company itself to criminal prosecution, as well as the individuals involved.
- 3.3 There is a higher risk that benefits offered to public officials could be interpreted as a bribe. As a general rule extra care and due diligence should be taken in all interactions with public officials, which can include employees of state-owned enterprises.

Employee and third party responsibilities:

- 3.4 It is the responsibility of all employees and third parties:
- To ensure that this policy is read, understood and complied with;
 - To prevent, detect and report any acts or suspected acts of bribery or corruption;
 - To avoid any activity that might lead to or suggest a breach of this policy;
 - To exercise due diligence at all times when dealing with third parties on behalf of the company.

3.5 Employees and third parties should keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to external third parties. All accounts, invoices, memoranda and other documents and records relating to dealings with external third parties (such as clients, suppliers and business contacts) should be prepared and maintained with strict accuracy and completeness.

Gifts and hospitality:

3.6 Gifts and hospitality can, when excessive or inappropriate, constitute a bribe. Therefore, care and due diligence should be exercised at all times when giving or receiving any form of gift or hospitality on behalf of the Company.

3.7 Genuine hospitality or similar business expenditure that is reasonable and proportionate is allowed. The following criteria should be used to test if gifts, hospitality or expenses comply with the Company's anti-bribery policy:

- Made for the right reason – if a gift or hospitality, it should be given clearly as an act of appreciation, if an expense then for a bona fide business purpose;
- No obligation – the gift, hospitality or expense should not place the recipient under any obligation;
- No expectation – expectations are not created in the giver or an associate of the giver; o Made openly – if made in secret and undocumented then the purpose will be open to question;
- Reasonable value – the size of the gift is small and the value of the hospitality or expense accords with general business practice. Cash should be neither given nor received as a gift under any circumstances;
- Appropriate – the nature of the gift, hospitality or expense is appropriate to the relationship and accords with general business practice;
- Legal – the gift or hospitality is compliant with relevant laws;
- Reported - all employees must declare, and the company will keep a written record of, all hospitality or gifts accepted or offered, with a value exceeding \$500, which will be subject to managerial review.;
- Documented – the expense is fully documented including purpose and approvals given.

3.8 If an Employee is in any doubt as to whether a gift, hospitality or expense complies with this Policy the matter should be referred to his or her line manager in the first instance. Third parties should consult with their normal point of contact within the Company.

Facilitation payments

3.9 Facilitation payments are small payments made to secure or speed up routine actions, usually by public officials, such as issuing permits, immigration controls, providing services or releasing goods held in customs. Facilitation payments can include improper gifts and hospitality as well as cash payments.

3.10 Facilitation payments constitute bribes and, subject to the below clause, may not be made at any time irrespective of prevailing business customs in certain territories. The Company will

work to ensure that employees and third parties do not make facilitation payments on the Company's behalf.

- 3.11 If the demand for a facilitation payment is accompanied by threat of physical harm then put safety first, make the payment and then report immediately to the Employee's line manager and in the case of third parties, their normal point of contact within the Company, the circumstances and amount of the payment.

Contributions and donations:

- 3.12 The Company does not make contributions of any kind to political parties.
- 3.13 No charitable donations will be made by the Company for the purpose of gaining any commercial advantage. Care and due diligence should be exercised to ensure that any charitable donations are not used as a form of bribery.

Training requirements:

- 3.14 The Company will require that all employees must complete training on this Policy. Information on this Policy will form part of the induction process when employees begin employment with the Company. Existing employees will receive relevant updated training on this Policy periodically.
- 3.15 Training may also be provided to certain third parties that present a higher bribery risk (e.g. third parties that represent the Company, such as in sales negotiations and interacting with public officials).

4 MONITORING AND COMPLIANCE

- 4.1 All employees and third parties are responsible for the success of this Policy and should ensure that they use the guidance provided to identify and report any potential bribery risks or control failure to their line management. A confidential Speak Up procedure is also available (with reference to section 5, below).
- 4.2 The Company will monitor the effectiveness and review the implementation of this policy regularly to ensure its suitability, adequacy and effectiveness. This monitoring process includes managerial review of gifts and hospitality records, third party due diligence checks, management testing of required approvals and significant transactions. This ongoing process also informs periodic reports to our audit committee.
- 4.3 The Company welcomes comments and suggestions with regard to improving this Policy and its effectiveness, and encourages comments via line management. Any improvements identified will be made as soon as possible.

5 REPORTING OF BREACHES

- 5.1 Employees must notify their line manager as soon as possible if they believe or suspect that a conflict with this policy has occurred or may occur in the future and, in the case of third parties, their normal point of contact within the Company.
- 5.2 In the event that such employee does not feel comfortable in reporting directly to line manager, they should refer to and follow the Company's Speak Up procedure in making their report. Suspicions relating to a manager should be reported directly to a Director or via the Confidential Reporting Form.
- 5.3 Under no circumstances shall a person who reports a suspicion of bribery be subject to victimization for making a report believed to be true, whether or not the suspicion turns out to be justified. Victimization of a person reporting a suspected breach of this Policy shall itself be treated as a breach of this Policy and subject to disciplinary action.

6 RELEVANT REGULATION / LEGISLATION

UK Bribery Act <https://www.legislation.gov.uk/ukpga/2010/23/contents>

US Foreign and Corrupt Practices Act <https://www.justice.gov/sites/default/files/criminal-fraud/legacy/2012/11/14/fcpa-english.pdf>

Two identical handwritten signatures of Tom Macfarlane, each consisting of a stylized 'T' followed by the name 'Macfarlane' in cursive.

Tom Macfarlane
Managing Director

Date: 21.08.25

Review Date: 21.08.26