

ANN SUMMERS ANTI-BRIBERY POLICY

This Policy is consistent with the Group Policy for Gold Group International Limited and all its subsidiaries which include Ann Summers.

Ann Summers does not tolerate bribery in any form. We expect all colleagues and anyone who conducts business on our behalf not to offer or accept bribes. Bribery involves the offering, giving, receiving, or soliciting of money or other financial advantage as an inducement to do something that is improper, illegal or a breach of trust in the course of doing business. This includes any payment through a third party and a recipient acting or failing to act in anticipation of receiving a financial or other advantage.

The purpose of this Policy is to set out the responsibilities of each colleague or person working on our behalf in observing and upholding Ann Summers' position on bribery and corruption. Everyone at Ann Summers must follow its requirements. Any breach by colleagues will result in disciplinary action being taken, up to and including termination of employment. Similarly, any third parties working for Ann Summers e.g. contractors, agents and/or suppliers, will have the business relationship reviewed and/or terminated if they are in breach of the principles. This Policy sets out Ann Summers' position in this important area and will help us safeguard our reputation. It should be read in conjunction with the Gifts and Hospitality Policy and Expenses Policy.

Specific Principles

No colleague may directly or indirectly:

- offer, promise, grant or authorise the giving of money or anything else of value to a government official to influence official action or obtain an improper advantage;
- offer, promise, grant or authorise the giving of money or anything else of value to a commercial organisation or an employee of a commercial organisation to obtain, retain or direct business or to induce a person to perform his duties improperly. This includes any inducement to breach any duty of good faith, Impartiality or any duty of trust;
- offer, promise grant or authorise the giving of money or anything else of value to a third party knowing or believing that the acceptance of the advantage would itself constitute the improper performance of that third party's duties;
- make improper payments through agents or other third parties to obtain, retain or direct business or to obtain an improper advantage; or

- use their roles to solicit, demand, accept, obtain or be promised advantages.

Facilitation payments

Many countries do not make a distinction between facilitation payments and bribery. Facilitation payments are small payments made directly or indirectly to secure or speed up the performance of a routine action or to avoid bureaucratic delays, for example the issuing of permits by public officials or for goods clearing customs.

Ann Summers makes no distinction between bribes and so-called 'facilitation' payments, which are also prohibited. We are committed to striving to eradicate the payment of facilitation payments, in line with the government's guidance. Any request made for a facilitation payment must be declined and notified to the Compliance Officer immediately.

Gifts and hospitality

Colleagues must not solicit gifts or hospitality in any circumstances. Modest hospitality may be given or accepted provided that it does not place the recipient under any obligation, is reasonable and proportionate, is not recurring or systematic and does not influence business-making processes or cause others to perceive an influence. Gifts of money will never be accepted. Colleagues are referred to Ann Summers' Gifts and Hospitality Policy and Expenses Policy for guidance on the acceptance and offering of gifts and hospitality.

Conflicts of interest

Colleagues must not, without prior written consent, have any direct or indirect interest in any supplier, customer or competitor of Ann Summers which conflicts or appears to conflict with the best interests of our business. Colleagues must act solely for the benefit of Ann Summers and not be influenced by a personal, social, financial or political interest which interferes or has the potential to interfere with the colleague's objectivity and loyalty to Ann Summers.

Ann Summers is committed to charitable giving and supporting the community. However, care must be taken to ensure such donations are never used to gain improper influence. Any request for charitable donations must be fully approved by the Executive Board. We respect the right of individual colleagues to make personal contributions provided they are not made in any way to obtain advantage in a business transaction.

Relationships with business partners

Ann Summers is committed to conducting its business with integrity and to upholding the highest ethical standards in all its business dealings. Ann Summers expects the same of its suppliers, customers, consultants, agents (including Party Organisers and Unit Organisers) and any other business partners.

The UK Bribery Act imposes strict rules on our trading with which we must comply. Ann Summers can be liable under the Bribery Act because we carry out business in the UK. We can also be responsible for acts of bribery committed on our behalf, by anyone acting on our behalf, even without their knowledge, anywhere in the world.

Because Ann Summers needs to ensure it conducts business only with reputable individuals and entities that are involved in legitimate business activities and whose funds are derived from legitimate resources, Ann Summers will undertake adequate and proportionate due diligence on suppliers, customers, consultants, agents and other business partners to ensure they are suitable to do business with.

Whistle Blowing

Ann Summers will always ensure that no colleague will suffer demotion, any penalty or other adverse consequences for refusing to engage in or reporting questionable conduct. This is the case even if refusal might result in Ann Summers losing long-term business. Please refer to the Whistle blowing Policy for further guidance.

Your responsibilities

Ann Summers insists on strict compliance with this Policy by all colleagues and any person who conducts business on Ann Summers' behalf. We will not hesitate to take appropriate disciplinary action (up to and including termination of employment) against any colleague that violates this Policy or the Gifts and Hospitality Policy.

You must notify your line manager or Compliance Officer as soon as possible if you believe or suspect that a conflict with this Policy has occurred, or may occur in the future.

Gifts Policy

A gift can sometimes be disguised or be misinterpreted as a bribe. We must ensure that giving or receiving gifts does not distort our business relationship, create a conflict of interest or be construed



as a bribe. A conflict of interest may also arise by the giving or receiving of favours or special treatment to which no financial value can be attached.

This does not mean that gifts are not permitted. However, a gift should be reasonable and proportionate. Care must be taken as to the timing of any acceptance of a gift (e.g. during negotiations with new clients or 6 months prior to renewal of contracts) and colleagues must ensure that gifts are not received on a regular basis (i.e. more than once in a six month period).

All gifts must be recorded on the central register which will be reviewed by the Compliance Officer on a monthly basis. An estimated value of the gift must also be recorded.

- Offering of Gifts

Colleagues are not permitted to offer any gifts without the prior approval of a Director.

- Receiving of Gifts

Colleagues may only accept the offer of a gift if the value is less than £50.

If a colleague is offered a gift over £50 in value then they must refuse the gift and report the offer to a Director.

Corporate Hospitality

Corporate Hospitality can help build goodwill in a business relationship, but it can also make it difficult for us to remain objective about the person or company with whom we are dealing as it may create an obligation or conflict of interest. Corporate hospitality spans a range of activities including, but not limited to, lunches, sporting fixtures, golf days and theatre tickets.

Ann Summers does not prohibit the appropriate exchange of routine business hospitality for the purpose of building and maintaining proper business relationships. However, all offers of hospitality must be reasonable, proportionate and not intended (or could be perceived as being intended) to influence or induce a person to act in an improper way.

Care must be taken as to the timing of any acceptance or offering of hospitality (e.g. during negotiations with new clients or 6 months prior to renewal of contracts) and employees must ensure



that hospitality is not offered or received on a regular basis (i.e. more than once in a six month period).

All hospitality must be recorded on the central register which will be reviewed by the Compliance Officer on a monthly basis. An estimated value of the hospitality must also be recorded.

Offering of Hospitality

Colleagues are not permitted to offer hospitality without the prior approval of a Director. In these instances, the Director will decide whether the offer of hospitality is reasonable and proportionate taking into account all the circumstances.

Receipt of Hospitality

Reasonable and proportionate hospitality can only be accepted by colleagues with the prior approval of a Director.