

<b>AfriCert</b>	<b>Anti-Bribery &amp; Anti-Corruption Policy</b>	Version 1.2 January 2021.
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AFRICERT LIMITED

# Anti-Bribery & Anti-Corruption Policy

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Version 1.2 January 2021

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**1. Purpose of this policy**

- i. To set out AFRICERT's responsibilities, and of those working for and on behalf of AFRICERT, in observing and upholding its position on bribery and corruption; and
- ii. To provide information and guidance to those working for and on behalf of AFRICERT on how to recognize and deal with bribery and corruption issues; and
- iii. To ensure that AFRICERT LIMITED and all its employees and engaged third parties strictly comply with applicable national and international laws and standards in relation to anti-bribery.

The Policy is complementary to the AFRICERT Quality Manual and other relevant Company Policies.

**2. What does the policy cover?**

**1.1** This policy exists to set out the responsibilities of AFRICERT LIMITED staff (auditors, inspectors, verifiers etc.) and those who work for us in regards to observing and upholding our zero-tolerance position on bribery and corruption.

**1.2** It also exists to act as a source of information and guidance for those working for AFRICERT LIMITED. It helps them recognize and deal with bribery and corruption issues, as well as understands their responsibilities.

**2. Policy statement**

**2.1 AFRICERT LIMITED** is committed to conducting business in an ethical and honest manner, and is committed to implementing and enforcing systems that ensure bribery is prevented. AFRICERT LIMITED has zero -tolerance for bribery and corrupt activities.

**2.1 AFRICERT LIMITED** is committed to acting professionally, fairly, and with integrity in all business dealings and relationships, wherever in the countries we operate.

**2.3 AFRICERT LIMITED** will constantly uphold all laws relating to anti-bribery and corruption in all the jurisdictions in which it operates. We are bound by the laws of the KENYA, including the Bribery Act of 2016, in regards to our conduct both at home and abroad.

**2.4 AFRICERT LIMITED** recognizes that bribery and corruption are punishable by **law**. It is with this in mind that we commit to preventing bribery and corruption in our business operations, and take our legal responsibilities seriously.

**3. Who is covered by the policy?**

**3.1** This anti-bribery policy applies to all employees of AFRICERT LIMITED (whether temporary, or

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permanent), trainees, interns or any other person or persons associated with us (including third parties), no matter where they are located (within or outside KENYA). The policy also applies to AFRICERT LIMITED Trustees, Board, and/or Committee members.

**3.2** In the context of this policy, third-party refers to any individual or organization our company meets and works with. It refers to actual and potential clients, customers, business contacts or agents.

**3.3** Any arrangements AFRICERT LIMITED makes with a third party is subject to clear contractual terms, including specific provisions that require the third party to comply with minimum standards and procedures relating to anti-bribery and corruption.

#### **4. Definition of bribery**

**4.1** Bribery refers to the act of offering, giving, promising, asking, agreeing, receiving, accepting, or soliciting something of value or of an advantage so to induce or influence an action or decision.

**4.2** A bribe refers to any inducement, reward, or object/item of value offered to another individual in order to gain commercial, contractual, regulatory, or personal advantage.

**4.3** Bribery is not limited to the act of offering a bribe. If an individual is on the receiving end of a bribe and they accept it, they are also breaking the law.

**4.4** Bribery is illegal. All employees must not engage in any form of bribery, whether it be directly, passively (as described above), or through a third party (such as an agent). They must not bribe a foreign public official anywhere in the world. They must not accept bribes in any degree and if they are uncertain about whether something is a bribe or a gift or act of hospitality, they must seek further advice from the company's quality manager.

#### **5. What is and what is NOT acceptable**

**5.1** This section of the policy refers to three areas:

- Gifts and hospitality.
- Facilitation payments.
- Charitable contributions.

#### **5.2 Gifts and hospitality**

**AFRICERT LIMITED** accepts normal and appropriate gestures of hospitality and goodwill (whether given to/received from third parties) as prescribed in **Quality Manual Section 5.2 and 5.3 & in AC-**

**SOP 1 sections 3.3** so long as the giving or receiving of gifts meets the following requirements:

- a. It is not made with the intention of influencing the party to whom it is being given, to obtain or reward the retention of a business or a business advantage, or as an explicit or implicit exchange for favors or benefits.
- b. It is not made with the suggestion that a return favor is expected.
- c. It is in compliance with local law.
- d. It is given in the name of the company, not in an individual's name.
- e. It does not include cash or a cash equivalent (e.g. a voucher or gift certificate).
- f. It is appropriate for the circumstances (e.g. giving small gifts around Christmas or as a small thank you to a company for helping with a large project upon completion).
- g. It is of an appropriate type and value and given at an appropriate time, taking into account the reason for the gift.
- h. It is given or received openly, not secretly; may be consider issues related to documenting what is give so that it's not secretive (See part 5.9)
- i. It is not selectively given to a key, influential person, clearly with the intention of directly influencing them.
- j. It is not above a certain excessive value, as pre-determined within the Company's Standard Operating Procedures- **AC SOP 1, Section 3.3**

**5.3** Where it is inappropriate to decline the offer of a gift (i.e. when meeting with an individual of a certain religion/culture who may take offence), the gift may be accepted so long as it is declared to the Company.

**5.4 AFRICERT LIMITED** recognizes that the practice of giving and receiving business gifts varies between countries, regions, cultures, and religions, so definitions of what is acceptable and not acceptable will inevitably differ for each.

**5.5** As good practice, gifts given and received should always be disclosed to the compliance manager. Gifts from suppliers should always be disclosed.

**5.6** The intention behind a gift being given or received should always be considered. If there is any uncertainty, the advice of the Quality Manager should be sought.

**5.7 Facilitation Payments and Kickbacks**

**AFRICERT LIMITED** does not accept and will not make any form of facilitation payments of any nature. We recognize that facilitation payments are a form of bribery that involves expediting or facilitating the performance.

**5.8 AFRICERT LIMITED** does not allow kickbacks to be made or accepted. We recognize that kickbacks are typically made in exchange for a business favor or advantage.

**5.9 AFRICERT LIMITED** recognizes that, despite our strict policy on facilitation payments and kickbacks, employees may face a situation where avoiding a facilitation payment or kickback may put their/their family’s personal security at risk. Under these circumstances, the following steps must be taken:

- a. Keep any amount to the minimum.
- b. Ask for a receipt, detailing the amount and reason for the payment.
- c. Create a record concerning the payment.
- d. Report this incident to the respective Scheme Manager (SAN, CAFÉ Practices, UTZ, Global GAP, CmiA & BCI).

### 5.11 Charitable Contributions

**AFRICERT LIMITED** accepts (and indeed encourages) the act of donating to charities – whether through services, knowledge, time, or direct financial contributions (cash or otherwise) – and agrees to disclose all charitable contributions it makes.

**5.12** Employees must be careful to ensure that charitable contributions are not used to facilitate and conceal acts of bribery.

**5.13** We will ensure that all charitable donations made are legal and ethical under local laws and practices, and those donations are not made without the approval of the company CEO.

## 6. Employee Responsibilities

**6.1** As an employee of AFRICERT LIMITED, one must ensure that they read, understand, and comply with the information contained within this policy, and with any training or other anti-bribery and corruption information they are provided with.

**6.2** All employees and those under our control are equally responsible for the prevention, detection, and reporting of bribery and other forms of corruption. They are required to avoid any activities that could lead to, or imply, a breach of this anti-bribery policy.

**6.3** If you have reason to believe or suspect that an instance of bribery or corruption has occurred or will occur in the future that breaches this policy, you must notify the compliance manager.

**6.4** If any employee breaches this policy, they will face disciplinary action and could face dismissal for gross misconduct. AFRICERT LIMITED has the right to terminate a contractual relationship with an employee if they breach this anti-bribery policy.

## 7. What happens if I need to raise a concern?

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**7.1** This section of the policy covers three areas:

- a.** How to raise a concern.
- b.** What to do if you are a victim of bribery or corruption.
- c.** Protection.

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## 7.2 How to raise a concern

If you suspect that there is an instance of bribery or corrupt activities occurring in relation to any of the activities carried out by AFRICERT LIMITED, one is encouraged to raise concerns at as early a stage as possible. If you're uncertain about whether a certain action or behavior can be considered bribery or corruption, one should report consult management.

AfriCert also encourages raising of fraud or corruption cases anonymously as long as the whistle blower can articulate the information details and give leads for further investigations. In such a scenario, objective evidences such as photos, documents or recorded conversations can be availed without revealing the identity of the reporter. Corruption cases can be reported anonymously through the AfriCert website, office emails, telephone calls or a letter whichever will help to communicate better while hiding the whistle blower identity as much as possible.

**7.3 AFRICERT LIMITED** will familiarize all employees with its whistle-blowing procedures so that employees can vocalize their concerns swiftly and confidentially.

## 7.4 What to do if you are a victim of bribery or corruption

One must inform their Quality Manager as soon as possible if you are offered a bribe anyone, if you are asked to make one, if you suspect that you may be bribed or asked to make a bribe in the near future, or if you have reason to believe that you are a victim of another corrupt activity.

## 7.5 Protection

In case one refuses to accept or offer a bribe or one report a concerns relating to potential act(s) of bribery or corruption, AFRICERT LIMITED understands that you may feel worried about potential repercussions. AFRICERT LIMITED will support anyone who raises concerns in good faith under this policy; even if investigation finds that they were mistaken.

**7.6 AFRICERT LIMITED** will ensure that no one suffers any detrimental treatment as a result of refusing to accept or offer a bribe or other corrupt activities or because they reported a concern relating to potential act(s) of bribery or corruption.

**7.7** Detrimental treatment refers to dismissal, disciplinary action, threats, or unfavorable treatment in relation to the concerns the individual raised.

**7.8** If one has a reason to believe that they've been subjected to unjust treatment as a result of a

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concern or refusal to accept a bribe, one should inform the Quality Manager, the Operations Manager or the Company CEO immediately.

## 8. Training and communication

**8.1 AFRICERT LIMITED** will provide training on this policy as part of the induction process for all new employees. Employees will also receive regular, relevant training on how to adhere to this policy, and will be asked annually to formally accept that they will comply with this policy.

**8.2 AFRICERT LIMITED's** anti-bribery and corruption policy and zero-tolerance attitude will be clearly communicated to all suppliers, contractors, business partners, and any third-parties at the outset of business relations, and as appropriate thereafter.

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**8.3 AFRICERT LIMITED** will provide relevant anti-bribery and corruption training to its employees etc. where we feel their knowledge of how to comply with the Bribery Act needs to be enhanced.

## 9. Record keeping

**9.1 AFRICERT LIMITED** will keep detailed and accurate financial records, and will have appropriate internal controls in place to act as evidence for all payments made. We will declare and keep a written record of the amount and reason for hospitality or gifts accepted and given, and understand that gifts and acts of hospitality are subject to managerial review.

## 10. Monitoring and reviewing

**10.1 AFRICERT LIMITED** Operations manager is responsible for monitoring the effectiveness of this policy and will review the implementation of it on a regular basis. They will assess its suitability, adequacy, and effectiveness.

**10.2** Internal control systems and procedures designed to prevent bribery and corruption are subject to regular audits to ensure that they are effective in practice.

**10.3** Areas that need for improvements will be applied as soon as possible. Employees are encouraged to offer their feedback on this policy if they have any suggestions for how it may be improved. Feedback of this nature should be addressed to the Quality Manager.

**10.4** This policy does not form part of an employee's contract of employment and **AFRICERT LIMITED** may amend it at any time so to improve its effectiveness at combatting bribery and corruption.

## 11.0 Procedure for Investigating a Bribe or a Corruption Incidence

### 11.1 STEP ONE: Begin the Case (respond to complaint, etc.)

If the case starts with a complaint or report, fully debrief the complainant, getting as much details as possible. If the case starts with the discovery of a red flag, match the red flag to the potential scheme and then look for other red flags of the suspected schemes. An automated, "proactive" search for fraud indicators might be effective if the necessary data is available.

### 11.2 STEP TWO: Evaluate the Allegations or Suspicions

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Determine whether the allegations or suspicions – the “red flags” – are specific and serious enough to justify an investigation, which can be time consuming, disruptive and costly.

If you determine that a complaint or report warrants further investigation, try to make a quick, preliminary assessment of the accuracy of the complaint. Use this information to prepare for the follow up interview of the complainant.

**11.3 STEP THREE: Conduct due Diligence Background Checks**

Check records on the suspect firms and individuals to evaluate the allegations and to look for other evidence of fraud or corruption.

**11.4 STEP FOUR: Complete the Internal Stage of the Investigations**

Complete the collection of documents, data and interviews within the investigating organization. Determine if an early interview of the subject is warranted.

**11.5 STEP FIVE: Check for Predication and get organized**

Review the results of the investigation to date to determine if there is adequate “predication” – a sufficient factual basis – to proceed. Decide or refine your initial “Case Theory” and organize the evidence according to the elements of proof of the potential claims.

**11.6 STEP SIX: Begin the External Investigations**

Conduct interviews of witnesses outside the investigating organization, proceeding from the disinterested, cooperative witnesses to “facilitators” to co-conspirators to the subjects. Request or compel documents from third parties.

**11.7 STEP SEVEN: Prove Illegal Payments**

Determine the best strategy to prove illicit payments: out from the point of payment or back from the point of receipt and begin the tracing process. If it is not possible to prove the corrupt payments directly, try to prove them circumstantially by showing the subject displayed unexplained sudden wealth or expenditures.

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**11.8 STEP EIGHT: Obtain Cooperation of an Inside Witness**

This could be an honest inside observer or a lesser participant in the offense, such as a middleman or the smaller of several bribe payers. Decide the best strategy to obtain his or her cooperation.

**11.9 STEP NINE: Interview the Primary Subject**

In a corruption case, conduct a thorough interview of the primary subject, usually the suspected bribe recipient. Record the interview, if possible, and request all relevant records. Determine if there is sufficient evidence to obtain a confession and, if not, try to get helpful admissions and identify possible defenses.

**11.10 STEP TEN: Prepare the Final Report**

Decide what action to recommend based on the results of the investigation – an administrative sanction or criminal referral, for example – and prepare a concise final report, organized according to the elements of proof for the relevant offenses.

**12.0 Reporting and remedial actions.**

12.1 If cases of fraud are detected and confirmed the CB shall report immediately to concerned standard owners e.g., Rainforest alliance, SCS Global, GLOBALG.A.P. and others involved) indicating clearly the involved parties and the case scenario.

- 12.2 Where fraud has been detected, investigated and confirmed, the CB shall;
- a. Cancel certificate where the certificate holder is involved.
  - b. If against the CB personnel. The CB can repeat the audit at own cost, return any gift given beyond the allowed limit and take necessary disciplinary action against the personnel involved.
  - c. Reimburse the certificate holder’s money.
  - d. Ensure regular sensitization of personnel on anti-bribery and anti-corruption policy.
  - e. Communicate clearly with CH on CB’s stand on bribery and corruption.

**Declaration,**

I, the undersigned, declare that I have read this document and familiarized myself with the Anti-bribery and Anti-Corruption Policy. I understand my rights and obligations as an AFRICERT LIMITED employee and will comply with the set guidelines at all times in course of my duties.

**Signed:** .....

**Signed:** .....

**Name:** .....

**On behalf of AFRICERT LIMITED**

**Designation:** .....

**CEO, AFRICERT LIMITED**

**Place:** .....

**NAIROBI, KENYA**

**Date:** .....