



**SYNERGY**<sup>®</sup>  
worldwide logistics (PTY) LTD

# Anti-Bribery & Corruption Policy

1. Purpose
2. Scope
3. Policy
4. Bribery
5. Gifts and Hospitality
6. What is not Acceptable?
7. Facilitation Payments and Kickbacks
8. Reporting
9. Record Keeping
10. How to Raise a Concern
11. Protection
12. Training
13. Responsibility for this Policy
14. Monitoring and Review

**1. Purpose**

The purpose of this Policy is to set out and confirm Synergy Worldwide Logistics' (Pty) Ltd ("Synergy") position on bribery and corruption and to provide information and guidance on recognising and dealing with bribery and corruption.

**2. Scope**

This Policy covers all Employees including those on temporary and fixed term contracts, external resources, agents, distributors, consultants, business partners and any other person or organisation who performs services for or on behalf of Synergy in any location around the world.

**3. Policy**

It is Synergy Policy to maintain the highest standards of ethics in all of our business dealings. Synergy is committed to conducting itself fairly, honestly and lawfully in all its business dealings and relationships. Synergy has a zero tolerance approach to bribery and corruption.

Synergy is bound by the laws of South Africa which govern our conduct both in South Africa and worldwide. Synergy is also committed to upholding all laws relevant to countering bribery and corruption.

**4. Bribery**

A bribe is an inducement or reward offered, promised or provided in order to bring about the improper performance by another person of a relevant function or activity.

## **5. Gifts and Hospitality**

The Synergy “Staff Handbook” stipulates:

*“The Employee undertakes that he/she will not, in the performance of his/her obligations, in terms of this contract, directly or indirectly make a promise to make or authorise the making of any payment, gift or transfer of anything of value to any official or any Employee of any governmental authority or to any political party or official thereof, any candidate of any political party or any official of any public international organisation if the making of such payment or gift would violate the South African Common Law, Corruption Act 94 of 1992 or any similar law of South Africa or any state with which the company has dealings.”*

From time to time, you may give or receive a gift that is meant to show friendship, appreciation or thanks to or from someone who does business with Synergy. Generally speaking, giving or accepting gifts of low monetary value such as corporate give-aways, consumables or other items of nominal value is acceptable provided that you do not ask for the gift and as long as it does not influence, or have the appearance of influencing, your objectivity or decision-making. As a general rule, if accepting a gift could cause you (or a reasonable person in your position) to feel an obligation, do not accept it.

Larger gifts are more likely to cause a conflict of interest. Accordingly, the advance approval of a Director of Synergy is required in order to give or accept more than ZA R500, 00 worth of gifts to or from a single source in any twelve-month period. Among the factors to be considered in determining the appropriateness of a gift over this amount will be whether the gift is customary and openly given without any expectation or realisation of special advantage.

Corporate hospitality, such as business lunches, dinners, drinks, hospitality at a sports or social event or other meetings in a social context are not considered to be gifts if a significant purpose of the meeting is business-related and your participation is in the ordinary course of business and is usual and customary. This can be a difficult area. If you are given tickets to a sporting event for your personal use, this would be considered a gift. If you attend with customers, business partners or suppliers, it would ordinarily not be considered a gift unless this occurs with a frequency that suggests a business purpose is not valid. If you have any doubts about your participation in such events, they should be discussed with your Manager or a Director of Synergy.

The test to be applied is whether in all the circumstances the gift or hospitality is reasonable and justifiable. The intention behind the gift should always be considered. For example, there is a difference between accepting a “corporate gift” (such as a traditional mark of friendship between companies, which may sit on display in your office) and a “personal gift” (which you might take home or enjoy personally) that might have the appearance of influencing your objectivity or impartial judgement.

## **6. What is not Acceptable?**

It is not acceptable for you (or someone on your behalf) to:

- Give, promise to give, or offer, a payment, gift or hospitality with the exception or hope that a business advantage will be received, or to reward a business advantage already given;
- Give, promise to give, or offer, a payment, gift or hospitality to a government official, agent or representative to “facilitate” or expedite a routine procedure;
- Accept payment from a third party that you know or suspect is offered with the expectation that it will obtain a business advantage for them;
- Accept a gift or hospitality from a third party if you know or suspect that it is offered or provided with an expectation that a business advantage will be provided by us in return;
- Threaten or retaliate against another Employee or person working on behalf of or representing Synergy who has refused to commit a bribery offence or who has raised concerns under this Policy; or
- Engage in any activity that might lead to a breach of this Policy.

## **7. Facilitation Payments and Kickbacks**

Synergy will not make “facilitation payments” or “kickbacks” of any kind.

“Facilitation payments” are typically small, unofficial payments made to secure or expedite a routine government action by a government official. They are not commonly paid in South Africa.

“Kickbacks” are typically payments made in return for a business favour or advantage. You must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback will be made or accepted by Synergy.

If you are asked to make any payment on behalf of Synergy, you should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. You should always ask for an invoice or a receipt which details the reason for the payment. If you have any suspicions, concerns or queries regarding a payment, you should raise these with your Manager or a Director of Synergy.

## **8. Reporting**

The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for Synergy or under our control. All Employees and other Synergy representatives are required to avoid any activity that might lead to, or suggest, a breach of this Policy.

You must notify your Manager or a Director of Synergy as soon as possible if you believe or suspect that a conflict with this Policy has occurred, or may occur in the future. For example, if a Client or potential Client offers you something to gain a business advantage with us, or indicates to you that a gift or payment is required to secure their business, you should report this immediately.

Any Employee who breaches this Policy will face disciplinary action, which could result in dismissal (see the Synergy "Disciplinary Rules & Regulations").

## **9. Record Keeping**

Synergy keeps financial records and has appropriate internal controls in place to evidence the business reason for making payments to third parties. Accordingly you must ensure that all expenses claims relating to hospitality or gifts incurred by you on behalf of Synergy for the benefit of a third party are submitted in accordance with our expenses Policy and specifically record the reason for the expenditure. These expenses should be recorded as Promotional Gifts or Hospitality, as appropriate.

In addition, you must declare and keep a written record of all gifts accepted above ZAR 500, 00 or equivalent, which will be subject to Managerial review. This does not apply to corporate hospitality unless your Manager decides that a particular invitation should be recorded.

## **10. How to Raise a concern**

You are encouraged to raise concerns about any issue or suspicion of corruption at the earliest possible stage. If you are unsure whether a particular act constitutes bribery or corruption, or if you have any other queries, you should raise them with your Manager or a Director of Synergy.

It is important that you notify your Manager, or a Director of Synergy as soon as possible if you are offered a bribe by a third party, are asked to make one, suspect that this may happen in the future, or believe that you are a victim of another form of unlawful activity.

## **11. Protection**

Employees or those acting on behalf of Synergy who refuse to accept or offer a bribe, or those who raise concerns or report another's wrong doing, are sometimes worried about possible repercussions. Synergy encourages openness and will support anyone who raises genuine concerns in good faith under this Policy, even if they turn out to be mistaken.

Synergy is committed to ensuring no one suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or other corruption offence has taken place, or may take place in the future. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform your Manager or a Director of Synergy immediately.

## **12. Training**

Training on this Policy will form part of the induction process for all new Employees. All existing Employees will receive regular, relevant updates on how to implement and adhere to this Policy.

## **13. Responsibility for this Policy**

The Synergy Board of Directors has approved and issued this Policy as part of its overall responsibility for ensuring that Synergy complies with its legal and ethical obligations, and that all those under the Company's control comply with it.

Management at all levels are responsible for ensuring those reporting to them are made aware of and understand this Policy and are given adequate and regular training on it.

Our zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors and business partners at the outset of our business relationship with them and as appropriate thereafter. All Employees and those who are acting for and on behalf of Synergy have an obligation to notify third parties of this Policy at the start of any business relationship.

#### **14. Monitoring and review**

The Synergy Board of Directors will monitor the effectiveness and review the implementation of this Policy regularly, in order to ensure its suitability, adequacy and effectiveness.

Any improvements identified by the Board of Directors will be made as soon as possible.

Internal control systems and procedures will be subject to regular audits to provide assurance that they are effective in countering bribery and corruption.

Employees and those who are acting for or on behalf of Synergy are invited to comment on this Policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the Managing Director.

**This Policy may be amended at any time.**