

## **Anti-Bribery and Corruption Policy**

**Lekela Advisors Limited**

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## 1. POLICY STATEMENT

- 1.1 It is our policy to conduct all of our business in an honest and ethical manner. We take a zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever we operate and implementing and enforcing effective systems to counter bribery and corruption.
- 1.2 We will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate. Overriding all, we are bound by UK laws, including the Bribery Act 2010, in respect of conduct in all countries.
- 1.3 The purpose of this policy is to:
  - (a) set out our responsibilities, and of those working for us or with us, in observing and upholding our position on bribery and corruption; and
  - (b) provide information and guidance to those working for us or with us on how to recognise and deal with bribery and corruption issues.
- 1.4 It is a criminal offence to offer, promise, give, request, or accept a bribe. Individuals found guilty can be punished by up to ten years' imprisonment and/or a fine. As an employer if we fail to prevent bribery we can face an unlimited fine, exclusion from tendering for public contracts, and damage to our reputation. Our legal responsibilities are therefore very serious.
- 1.5 Due to the nature of our business we are exposed to potential risks regarding corruption or bribery. To help mitigate these risks, we have produced this policy and undertake a number of checks and investigations prior to entering into any transaction.
- 1.6 In this policy, **third party** means any individual or organisation you come into contact with during the course of your work, and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, joint venture partners, consortium members, co-shareholders, contractors, subcontractors, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

## 2. WHO MUST COMPLY WITH THIS POLICY?

- 2.1 This policy applies to: (i) Lekela Advisors Limited ("**Lekela**") and its affiliates (all together the "**Lekela Group**"); (ii) any other person acting for or on behalf of any affiliate within the Lekela Group including employees at all levels, directors, officers, agency workers, seconded workers, volunteers, interns, agents, certain contractors, external consultants, third-party representatives and business partners, sponsors, or any other person associated with us, wherever located (collectively referred to as **workers** in this policy); and (iii) any arrangement between a member of the Lekela Group and a third party.
- 2.2 In relation to any affiliates within the Lekela Group which are not controlled entities, representatives of the Lekela Group should use all reasonable efforts to ensure that the policy is presented to the board of directors and a recommendation given that the affiliate adopts it on substantially the same terms.

## 3. WHAT ARE BRIBERY AND CORRUPTION?

- 3.1 **Bribery** is offering, promising, giving or accepting any financial or other advantage, to induce the recipient or any other person to act improperly in the performance of their functions, or to reward them for acting improperly, or where the recipient would act improperly by accepting the advantage.
- 3.2 An **advantage** includes money, gifts, loans, fees, hospitality, services, discounts, the award of a contract or anything else of value.
- 3.3 A person acts **improperly** where they act illegally, unethically, contrary to an expectation of good faith or impartiality, in a manner differently than what would be reasonably expected of a person in that position, or where they abuse a position of trust. The improper acts may be in relation to any business or professional activities, public functions, acts in the course of employment, or other activities by or on behalf of any organisation of any kind.
- 3.4 **Corruption** is the abuse of entrusted power or position for a gain.

### Examples:

#### Offering a bribe

You offer to pay for a potential project partner and his family to for a stay in a top

hotel in London that extends to cover the week after a two hour meeting, but only if they agree to do business with us.

This would be an offence as you are making the offer to gain a commercial and contractual advantage. We may also be found to have committed an offence because the offer has been made to obtain business for us. It may also be an offence for the potential project partner to accept your offer.

### **Receiving a bribe**

A supplier gives your nephew a job, but makes it clear that in return they expect you to use your influence in our organisation to ensure we continue to do business with them.

It is an offence for a supplier to make such an offer. It would be an offence for you to accept the offer as you would be doing so to gain a personal advantage.

### **Bribing a foreign official**

You arrange for the business to pay an additional "facilitation" payment to a foreign official to speed up an administrative process, such as clearing goods through customs or issuing a permit or authorisation.

The offence of bribing a foreign public official is committed as soon as the offer is made. This is because it is made to gain a business advantage for us. We may also be found to have committed an offence.

## **4. WHAT YOU MUST NOT DO**

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

- (a) give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that a business advantage will be received, or to reward a business advantage already given;
- (b) give or accept a gift or hospitality during any commercial negotiations or tender process, if this could be perceived as intended or likely to influence the outcome;
- (c) accept a payment, gift or hospitality from a third party that you know or suspect is offered with the expectation that it we will provide a business advantage for them or anyone else in return;
- (d) accept hospitality from a third party that is unduly lavish or extravagant under the circumstances;

- (e) offer or accept a gift to or from government officials or representatives, or politicians or political parties, without the prior written approval of the Compliance Officer;
- (f) threaten or retaliate against another worker who has refused to commit a bribery offence or who has raised concerns under this policy; or
- (g) engage in any other activity that might lead to a breach of this policy.

## **5. PROCEDURE BEFORE ENTERING INTO AGREEMENTS OR TRANSACTIONS**

- 5.1 Each person considering entering into dealings, an agreement, a contract, a transaction or any other business relationship with a third party is responsible for ensuring that an appropriate procedure is followed to mitigate any risk of bribery or corruption. A proportional approach is required to the potential risk having regard to the potential exposure to corruption and bribery. For example, dealings with third parties who are rumoured to have political connections should be thoroughly investigated whereas low value contracts for a supply of menial services would require a lower degree of due diligence.
- 5.2 The outline procedure in Schedule 2 of this policy should be followed as a basis to investigate the third party as applicable. However, each procedure will depend upon the particular circumstances, and further investigations, checks or discussions should be conducted if required by the Compliance Officer.
- 5.3 If it would be prudent and proportional given the risk of possible corruption or bribery, Integrity Questionnaires in the form set out in Schedule 3 (as applicable) are to be completed in conjunction with the outline procedure prescribed by paragraph 5.2 above. Any queries as to whether an Integrity Questionnaire should be completed should be raised with the General Counsel and/or the Compliance Officer. They should be completed by the person interacting directly with the relevant third party (e.g. business developers, purchasing coordinators etc.) and then sent to the General Counsel and the Compliance Officer for review.
- 5.4 Any identified "Red Flags" (examples of which are set out in Schedule 1) should be immediately notified to your Reporting Line Manager, the General Counsel and the Compliance Officer.

- 5.5 The Compliance Officer may request specific or further investigative due diligence is conducted which may include, without limitation, independent specialist market, country and sector analysis or background checks.
- 5.6 No transaction with a third party can be concluded until the Compliance Officer is satisfied with the outcome of the due diligence. It could be considered prudent to provide the third party with a copy of this policy and be asked to sign a form:
- (a) acknowledging receipt;
  - (b) that it has been read and understood; and
  - (c) that it agrees to conduct its own affairs in accordance with the ethos and principles set out in the policy,
- even before formal arrangements are entered into that may include specific anti-corruption and bribery provisions.

## 6. FACILITATION PAYMENTS AND KICKBACKS

- 6.1 We do not make, and will not accept, facilitation payments or "kickbacks" of any kind.
- 6.2 **Facilitation payments**, also known as "back-handers" or "grease payments", are typically small, unofficial payments made to secure or expedite a routine or necessary action (for example by a government official).
- 6.3 **Kickbacks** are typically payments made in return for a business favour or advantage.
- 6.4 All workers must avoid any activity that might lead to a facilitation payment or kickback being made or accepted by us or on our behalf, or that might suggest that such a payment will be made or accepted. If you are asked to make a payment on our behalf, 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 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 Reporting Line Manager, the General Counsel and the Compliance Officer.

## **7. GIFTS, HOSPITALITY AND EXPENSES**

- 7.1 This policy allows reasonable and appropriate hospitality or entertainment given to or received from third parties, for the purposes of:
- (a) establishing or maintaining good business relationships;
  - (b) improving or maintaining our image or reputation; or
  - (c) marketing or presenting our products and/or services effectively.
- 7.2 You should conduct a "self-test" and ask yourself the following questions to determine whether a gift or hospitality is appropriate:
- (a) Is the amount or value, monetary or otherwise, disproportionate or excessive?;
  - (b) what is the context or purpose of the gift or hospitality?;
  - (c) is the gift or hospitality proportionate? Would the guest or the recipient (as appropriate) be able or likely to purchase something of comparable value reasonably routinely?;
  - (d) would a person of a similar position to yourself regard the gift or hospitality as unduly extravagant in the circumstances?; and
  - (e) would you be embarrassed if your manager, colleagues or anyone outside the Lekela Group became aware of the gift or hospitality?
- 7.3 The following will usually be acceptable without prior approval:
- (a) Infrequent meals with someone with whom we do business;
  - (b) Occasional attendance at ordinary sports, theatre or other social events; and
  - (c) Gifts of nominal value such as branded stationary.
- 7.4 For anything that does not fit comfortably pass the "self-test" set out in paragraphs 7.2 and 7.3, the gift or hospitality may or may not be acceptable. You must get approval from your Reporting Line Manager or if your Reporting Line Manager is not available, the Compliance Officer. All incidents of corporate hospitality with a monetary value equal to or in excess of £50 should be registered with the Compliance Officer (or their nominee).
- 7.5 Reimbursing a third party's expenses, or accepting an offer to reimburse our expenses for a genuine business reason (for example, the costs of attending a business meeting) would not usually amount to bribery. However, a



payment in excess of genuine and reasonable business expenses (such as the cost of an extended hotel stay) is not acceptable.

- 7.6 We appreciate that practice varies between countries and regions and what may be normal and acceptable in one region may not be in another. The test to be applied is whether in all the circumstances the gift, hospitality or payment is reasonable and justifiable and not designed to wrongfully influence. The intention behind it should always be considered. If you have any suspicions, concerns or queries regarding any gift or corporate hospitality offer, you should raise these with the Compliance Officer.

## **8. DONATIONS**

- 8.1 We do not make contributions to political parties.
- 8.2 We do not make charitable donations. No donation must be offered or made without the prior written approval of the Compliance Officer.

## **9. YOUR RESPONSIBILITIES**

- 9.1 You must ensure that you read, understand and comply with this policy.
- 9.2 The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for or on behalf of us, any of our project companies and any other entities within the Lekela Group. All workers are required to avoid any activity that might lead to, or suggest, a breach of this policy.
- 9.3 You must notify the 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. For example, if a client or potential partner 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. Further "red flags" that may indicate bribery or corruption are set out in Schedule 1.
- 9.4 Any employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct. We reserve our right to terminate our contractual relationship with any business or person if they breach this policy.

## **10. RECORD-KEEPING**

- 10.1 We must keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.
- 10.2 You must declare and keep a written personal record of all hospitality or gifts given or received, which will be subject to managerial review. In addition, all incidents of corporate hospitality with a monetary value equal to or in excess of £50 should be registered with the Compliance Officer (or their nominee).
- 10.3 You must submit all expenses claims relating to hospitality, gifts or payments to third parties in accordance with our expenses policy and record the reason for expenditure.
- 10.4 All accounts, invoices, and other records relating to dealings with third parties including suppliers and customers should be prepared with strict accuracy and completeness. Accounts must not be kept "off-book" to facilitate or conceal improper payments.

## **11. HOW TO RAISE A CONCERN**

- 11.1 You are encouraged to raise concerns about any issue or suspicion of bribery or corruption at the earliest possible stage with your Reporting Line Manager, the General Counsel and/or the Compliance Officer as the case may be.
- 11.2 If you are offered a bribe, or are asked to make one, or if you believe or suspect that any bribery, corruption or other breach of this policy has occurred or may occur, you must notify your Reporting Line Manager and the Compliance Officer or as soon as possible.
- 11.3 You are also directed to the Whistleblowing Policy with respect to raising suspected wrongdoing or dangers at work.
- 11.4 If you are unsure about whether a particular act constitutes bribery or corruption, raise it with the Compliance Officer.

## **12. PROTECTION**

- 12.1 Workers who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. We aim to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.
- 12.2 We are 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 the Compliance Officer immediately. If the matter is not remedied, and you are an employee, you should raise it formally using our grievance procedure.

## **13. COMMUNICATION OF THIS POLICY**

- 13.1 Our zero-tolerance approach to bribery and corruption must be communicated to all relevant third parties and workers at the outset of our business relationship with them and as appropriate thereafter.

## **14. WHO IS RESPONSIBLE FOR THE DEVELOPMENT OF THE POLICY?**

- 14.1 All directors and senior management have overall responsibility for ensuring this policy complies with our legal and ethical obligations, and that all those under our control comply with it.
- 14.2 The Compliance Officer has primary and day-to-day responsibility for monitoring its use and effectiveness and dealing with any queries on its interpretation. 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 (at a minimum training will take place every 12 months, with the policy being signed annually by all parties).

## **15. MONITORING AND REVIEW**

- 15.1 The Compliance Officer will monitor the effectiveness and review the implementation of this policy, regularly considering its suitability, adequacy

and effectiveness. Any improvements identified 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.

- 15.2 All workers are responsible for the success of this policy and should ensure they use it to disclose any suspected danger or wrongdoing.
- 15.3 Workers are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to your Reporting Line Manager and/or the Compliance Officer.

## ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

### AGREEMENT

By signing this form I hereby declare that I have read and understood the Lekela Group's Anti-Corruption and Bribery Policy (the "**Policy**") and agree to adhere to its terms.

If you do not fully understand this Policy, please contact the Compliance Officer for further assistance and guidance before you sign.

NAME

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SIGNATURE

---

DATE

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### **Schedule 1 Potential Risk Scenarios: "Red Flags"**

The following is a list of possible red flags that may arise during the course of you working which may raise concerns under various anti-bribery and anti-corruption laws. The list is not intended to be exhaustive and is for illustrative purposes only.

If you encounter any of these red flags or similar risk scenarios, you must report them promptly to the General Counsel and the Compliance Officer:

- (a) you become aware that a third party engages in, or has been accused of engaging in, improper business practices;
- (b) you learn that a third party has a reputation for paying bribes, or requiring that bribes are paid to them, or has a reputation for having a "special relationship" with foreign government officials;
- (c) a third party insists on receiving a commission or fee payment before committing to sign up to a contract with us, or carrying out a government function or process for us;
- (d) a third-party requests payment in cash and/or refuses to sign a formal commission or fee agreement, or to provide an invoice or receipt for a payment made;
- (e) a third-party requests that payment is made to a country or geographic location different from where the third party resides or conducts business;
- (f) a third-party requests an unexpected additional fee or commission to "facilitate" a service;
- (g) a third-party demands lavish entertainment or gifts before commencing or continuing contractual negotiations or provision of services;
- (h) a third-party requests that a payment is made to "overlook" potential legal violations;
- (i) a third-party requests that you provide employment, a business opportunity or some other advantage to a friend or relative;
- (j) you receive an invoice from a third-party that appears to be non-standard or customised;
- (k) a third party insists on the use of side letters or refuses to put terms agreed in writing;

- (l) you notice that we have been invoiced for a commission or fee payment that appears large given the service stated to have been provided;
- (m) a third-party requests or requires the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to us;
- (n) you are offered an unusually generous gift or offered lavish hospitality by a third-party;
- (o) a third-party has links with any government entity or politically exposed person;
- (p) a government or local authority refuses to issue a permit or authorise the continuation of construction or operation of an asset unless you enter into an agreement with a particular third-party; and
- (q) a third-party has a reputation within the local community for being linked to corruption, malpractice or for being generally untrustworthy.

**Schedule 2 Outline Procedure Before Entering into Agreements or Transactions**

- 1) Check all background information on the third party including:
  - a. Company or trading details (registered details, trading addresses, company number, country of incorporation etc);
  - b. Any alternative trading names;
  - c. Directors, senior managers or trustees;
  - d. Shareholders or other beneficiaries;
  - e. Any changes to the structure of the third party's business;
  - f. Any known business partners or related parties to the third party;
  - g. Any third parties known to have an interest in the potential business transaction;
  - h. Source of funds that are being used; and
  - i. Verification of specific expertise.
- 2) Conduct international background checks to highlight any "red flag" issues on:
  - a. The company name, trading name(s) or name of the trust;
  - b. All known directors, members of senior management or trustees;
  - c. All known shareholders, owners, or beneficiaries; and
  - d. Any third parties known to have an interest in the potential business transaction.



- 3) Consider whether further checks or investigations are needed on any new information that arises from any background check or investigation, in particular any additional third-parties.
- 4) If any concerns or issues arise as a result of any investigation, consider whether external legal advice is required.
- 5) Consider whether the third-party has any anti-bribery and corruption policy in place.
- 6) Consider the third-party's reputation within the local community, in particular whether the third-party has a reputation of being linked to bribery, corruption or malpractice.
- 7) Consider conducting a press search on any third party for example using international business press (FT, Reuters, Bloomberg etc).
- 8) Consider the overall conduct of any third party, in particular if the third-party is pressuring for us to enter into a transaction without conducting sufficient background checks, or if the third-party is refusing to divulge certain information or refusing to cooperate in discussions regarding anti-bribery or corruption.
- 9) If any issues or concerns arise, immediately contact the General Counsel and Compliance Officer.
- 10) Ensure adequate contractual provisions are included in documentation, including appropriate representations and warranties, covenants and events of default with robust recourse and termination provisions to permit replacement of counterparties, persons and immediate termination of the contractual arrangements, together with suitable indemnity provisions.

**Schedule 3 Integrity Questionnaire**

**INTEGRITY QUESTIONNAIRE**

**FOR**

**[NAME]**

**Proposed Seller, Co-Shareholder, Joint Venture Partner, Consortium Member,  
Supplier, Consultant or other relevant Third Party (as described in the Lekela  
Group's Anti-Bribery and Corruption Policy)**

**(each referred to herein as "Counterparty") and related parties**

**I. General Information**

1. Full legal name of Counterparty (include entity and individual names of principal individuals) (if the party is a corporation, list the names of all shareholders holding more than 5% of the shares in the Counterparty (the "Relevant Shareholders") (separate section below), directors and officers):

**[ ]**

**SHAREHOLDERS IN COUNTERPARTY:**

**[ ]**

2. Principal address of Counterparty:

**[ ]**

**ADDRESS OF RELEVANT SHAREHOLDERS:**

**[ ]**

3. If Counterparty or a Relevant Shareholder is a corporation, indicate country of incorporation:

**[ ]**

4. List any countries that you are aware of in which Counterparty and each Relevant Shareholder have businesses or branch offices:

[ ]

5. What is the Transparency International rating of the corruption perception in the country where (i) the project company is located; (ii) the services will be performed or (iii) the main office of the Counterparty or any Relevant Shareholder is located?

[ i ]

[ii]

[iii]

6. Who are the law firms and their addresses which Counterparty or any Relevant Shareholder normally utilize:

[ ]

7. Is the Counterparty and each Relevant Shareholder willing to sign contract representations that it has not and will not take any action in furtherance of an unlawful offer, promise, or payment to a public official and has not and will not take any act that would cause violation of the U.S. FCPA, the U.K. anti-corruption and money laundering statutes and regulations including the Bribery Act 2010 and the Proceeds of Crime Act 2002, and other anti-corruption or analogous measures?

[ ]

## II. Relationships

1. Is the proposed Counterparty or any Relevant Shareholder a public official<sup>1</sup> or related to a public official? If the proposed Counterparty or any Relevant Shareholder is a legal entity, is it owned, in whole or in part, by public officials? If yes, please explain in detail.

[ ]

A relationship to a public official\*, political candidate or should be closely examined and certification that no payments have been made or will be made should be obtained as to each such relationship. Relationships to members of a "royal family" or members of foreign officials' families

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<sup>1</sup> Can include employees of governments or governmental enterprises (even if not controlled by the government) and persons acting on behalf of the government, even though they may not be employees of a government such as an architect hired to design a building and officials of public international agencies, or persons acting on an ad-hoc basis.

should be closely scrutinized.

2. What is the nature of the relationship, if any, of the potential Counterparty and any Relevant Shareholder to any government or governmental authority?

[ ]

3. Please disclose any existing relationship with a public official with whom the Counterparty or Relevant Shareholder (or if it is an entity, its principle owners, officers, directors and greater than 5% shareholders) regularly deals on projects which are within the scope and the territory covered by the proposed transaction.

[ ]

4. What qualifications or resources does the potential Counterparty or any Relevant Shareholder have to perform its obligations under the proposed transaction, or the services offered? Please describe.

[ ]

5. How did the Counterparty and the Relevant Shareholders come to the attention of Lekela?

[ ]

### **III. Financial Arrangements**

1. Have unusual payment patterns or financial arrangements been requested by the proposed Counterparty or any Relevant Shareholder? If so, please describe.

[ ]

2. Have unusually high ownership percentages or other payments or rights in the proposed transaction been requested that cannot be justified for business reasons? Have any expenses in furtherance of the proposed transaction or the project been paid for which reimbursement is expected? If yes, please describe in detail.

[ ]

3. Has there been a lack of transparency in expenses and accounting

records of the Counterparty or any Relevant Shareholder?

[ ]

4. Have expenses that will be reimbursed to the Counterparty or the Relevant Shareholders been audited by an accounting firm representing Lekela (or an independent firm) prior to reimbursement?

[ ]

5. Was the Counterparty or any Relevant Shareholder recommended by any public official?

[YES/NO]

6. Has the Counterparty or any Relevant Shareholder stated that a particular amount of money is or was needed for him/her/it to "get the business," "make the necessary arrangements," or some comparable expression?

[ ]

7. Has the potential Counterparty or any Relevant Shareholder suggested that he/she/it has a "special arrangement" with a government official or customer?

[ ]

8. Has the potential Counterparty or any Relevant Shareholder suggested that he/she/it be paid in another country, in another currency or in another name?

[ ]

9. Has the potential Counterparty or any Relevant Shareholder been accused by anyone of, or is involved in an investigation regarding, bribery or corruption or other improper business practices?

[ ]

10. Has the potential Counterparty or any Relevant Shareholder requested payments above the "going rate"?

[ ]

11. Are you aware of any suspicious conduct—i.e. does the deal just look or feel different or too easy?

[ ]

12. Have all off the books, accounts, and financial information (if any) been fully investigated?

[ ]

8. Has the Counterparty or any Relevant Shareholder made unusual requests, such as:

- to backdate invoices,
- asks for payment through or to third persons;
- requests checks be made out to “bearer”;
- requests checks be made out to “cash”;
- seeks payment by some other unusual means, such as through shell companies;
- an unusually large credit line;
- unusually large bonuses or similar payments
- substantial and unorthodox upfront payments; or
- request any other payment terms that are unusual?

If yes, please explain in detail.

[ ]

#### **IV. Due Diligence**

1. How has the background of the Counterparty and each Relevant Shareholder been checked? Please describe.

[ ]

2. Based upon a consideration of all of the factors listed above and any other information about the Counterparty or Relevant Shareholders that has come to your attention, do you believe that the proposed Counterparty or Relevant Shareholders will make or has made improper or illegal payments to public officials?

[ ]

## **V. Resources**

1. Sources for conducting new Counterparty and Relevant Shareholder investigation include the following:
  - Companies House (or equivalent) or Dun & Bradstreet Report
  - Discuss the proposed Counterparty with a knowledgeable commercial officer at the U.S. or U.K. Embassy.
  - Require at least two business references (preferably American or UK) and check references.
  - Perform follow-up inquiries as necessary to resolve questions raised as a result of the initial inquiries described above.
2. An external investigator may be needed to conduct further investigation, Control Risks Group, Africa Risks, Cross Border Information, provide business investigations. In addition, in-country embassies may have contacts for investigations in country.
3. This questionnaire should be prepared by the person responsible for the proposed transaction summarizing the results of the vetting process and should be sent to Lekela's General Counsel, Legal Department and Lekela's officials in the approval chain. Approval should be required at higher levels of Lekela as the potential exposure increases, or as the importance of a new Counterparty/Relevant Shareholder increases.

## **VI. Certification**

The [INSERT NAME & POSITION] hereby certifies that:

1. This Integrity Questionnaire has been completed truthfully and contains my honest appraisal of the Counterparty and Relevant Shareholders.
2. An agreement with the Counterparty and Relevant Shareholders has been or will be signed and such agreement contains or will contain appropriate anti-corruption representations and warranties and/or other such relevant provisions.
3. Any allegations of improper payments by the Counterparty and Relevant Shareholders have been investigated to the best of my ability.

Signature: \_\_\_\_\_

Printed Name: [ ]

[INSERT POSITION]

Date: \_\_\_\_\_



## Annex – Version History

Date	Version	Reviewer / approver	Comments
03/05/2016	1.0	General Counsel	Version 1.0 approved
11/05/2016	1.0	Executive Committee	Version 1.0 approved
08/06/2016	1.0	LPBV board	Version 1.0 approved
30/08/2019	1.1	General Counsel	Version 1.0 updated to include new address, whistleblowing policy cross reference and minor edits.