

Anti-Bribery and Corruption Policy Statement

Message from John Diamond – Interim Chief Executive Officer

JT seeks to establish long term partnerships with our customers, suppliers and staff. The company has a progressive management attitude towards new product development, innovation and change implementation. Decision making has a long term emphasis with the welfare of all stakeholders at the forefront.

JT is recognised as an innovative leader in our fields of expertise and our sound reputation precedes us. Each employee, as a representative of JT, is expected to behave in a responsible, ethical and professional manner and is accountable for maintaining the reputation of the company. In order to provide some guidance as to what is deemed acceptable professional behaviour, this statement provides an insight to the ethical business standards set by the company regarding bribery and corruption and what is expected from each and every employee and representative.

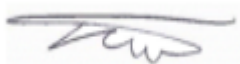


John Diamond
Interim Chief Executive Officer

Message from Tom Noel - Director of Corporate Affairs and Sustainability and the Company Secretary

JT is committed to the highest possible standards of openness and accountability and to conducting its business in an honest and open way, without the use of corrupt practices or acts of bribery to obtain unfair advantage. JT attaches the utmost importance to its policy on Anti-Bribery and Corruption and will apply a “zero tolerance” approach to acts of bribery and corruption by any of its employees or representatives. Any breach of the company policy will be regarded as a serious matter and is likely to result in disciplinary action and possibly criminal prosecution.

As Company Secretary for JT, I have overall responsibility for our compliance in respect of bribery and corruption matters, as well as ensuring that the JT Group Board is furnished with sufficient information to provide oversight of such matters.



Thomas Noel
Director of Corporate Affairs and Sustainability and the Company Secretary

1 Top Level Commitment

1.1 Introduction

JT's Anti-Bribery and Corruption Policy (**Policy**) serves as a set of guidelines to the ethical and business standards all employees (both permanent and temporary including contracted and agency staff, Employees) are expected to adhere to in relation to compliance with the Corruption (Jersey) Law 2006 (**Jersey Law**) the Prevention of Corruption (Bailiwick of Guernsey) Law 2003 (**Guernsey Law**) and the UK Bribery Act 2010 (**Act**). These laws are collectively referred to in the Policy as the Laws. It includes who has what responsibilities, defines what may constitute a bribe, details what to do if you have a concerns about ethical behaviours/conduct, as well as giving an outline to the Relevant Legislation.

All references in this statement to JT refer to all members of the JT group of companies.

1.2 Company Commitment

JT commits senior management to abide by the same ethical standards expected of all Employees. JT will promote good ethical conduct within the business and with all agents, intermediaries, introducers, finders, advisers, consultants, customers, suppliers, contractors and stakeholders (**Business Partners**) and their directors, officers and employees, in addition to being available and supportive for any concerns regarding the ethical conduct of others.

JT conducts all business and related activities in an ethical and fair manner. Under no circumstance does JT engage in the receiving or offering of bribes or other similar facilitation type payments. Similarly, JT does not offer or accept disproportionate gifts or hospitality (gifts that are likely or to be seen to be likely to impact a decision-making process).

2 Responsibilities under the Policy

2.1 Overall responsibilities under the Policy

The Policy applies to and is mandatory for all JT Employees. Any Business Partners which represent JT must ensure they have an anti-bribery policy in place which is no less strict than the Policy and must not cause JT or any Employee to breach the Policy.

2.2 Responsibilities of Managers, Supervisors and Team Leaders

- (a) It is the responsibility of all Managers, Supervisors and Team Leaders to: familiarise their staff with the Policy; provide guidance as needed regarding how to comply with the Policy; monitor compliance amongst their staff and ensure their staff are able to speak up about ethical issues without fearing retribution. All Managers, Supervisors and Team Leaders are expected to take ethical issues seriously and act accordingly to ensure these standards are maintained, both within JT and with Business Partners.
- (b) The Policy has been set by the Executive Committee of Directors (**Exco**) of JT which shall be responsible for the implementation and monitoring of the Policy. The

Company Secretary of JT has overall responsibility for compliance in respect of bribery and corruption matters.

2.3 Responsibilities of Employees

- (a) Employees must ensure that they read, understand and comply with the Policy at all times.
- (b) Employees are required to confirm that they have read the Policy and agree to comply with its content.
- (c) All Employees are responsible for complying with JT's policies and procedures in the day-to-day conduct of business. The prevention, detection and reporting of bribery, corruption or ethical misconduct are both an individual and a collective responsibility and all Employees are required to avoid any activity that might lead to, or suggest, a breach of the Policy.
- (d) If Employees believe or suspect that a breach of the Policy has occurred, or are uncertain whether a breach of the Policy may have occurred, they should notify their Supervisor or Manager immediately. If they are not available then they should notify one of the other Line Managers.

3 Gifts and hospitality

- 3.1 The Policy does not prohibit normal, appropriate and proportionate gifts and hospitality, both given and received, to or from third parties. However, any gifts or hospitality given or received must be in accordance with the provisions of the Policy.
- 3.2 To ensure openness and transparency, all gifts with a total value of £50 must be recorded in JT's gift register (**Register**).
- 3.3 The Register must detail the gift, to whom the gift was given or from whom the gift was received (as the case may be), the approximate value of the gift and the date, location and country where the gift was offered or received.
- 3.4 The Register is held centrally and will be reviewed on a quarterly basis by the JT Group Senior Legal Counsel or by another member of the Corporate Affairs division.
- 3.5 Employees may occasionally receive invitations from Business Partners or others to corporate hospitality or entertainment events. Hospitality or entertainment may only be accepted if:-
 - Employees or personnel from the Business Partner are in attendance;
 - the Business Partner does not pay any accommodation or (more than trivial) travel expenses for the Employees; and
 - the entertainment and/or acceptance of it could not be interpreted as a reward, inducement or encouragement for a favour, to influence the outcome of agreements or negotiations or to solicit preferential treatment.

- (b) Reciprocal hospitality may be offered but needs to be approved by the relevant manager/director; for example when an overseas Business Partner visits the UK.
- (c) Any hospitality offered, given or received shall:
- be in good faith, occasional, appropriate and reasonable, and comply with any applicable laws;
 - be for reasons related to the business of JT and the specific individuals involved;
 - be within reasonable financial limits and shall never be lavish or extravagant; and
 - where hospitality is given, be capable of being approved and personally reclaimed in accordance with the appropriate business expenses policies and procedures.

3.6 The Gift Register

JT operates a practice of total transparency in the donation and receipt of gifts. All gifts with a total value that exceeds £50 given on behalf of JT or received by employees in their normal course of work must be declared. This can be done by filling out an entry on the gift register.

Declarations must include:

1. Party the gift/hospitality is to be given to or party the gift/hospitality has come from;
2. A description of the gift/hospitality;
3. Approximate value; and
4. A brief but succinct reason for the gift or an explanation of venue and reason for hospitality.

Gifts considered to be disproportionate or of questionable justification may in the case of a gift be ordered to not be given or to be returned to the originating party and in the case of hospitality may not be claimed as expenses.

Generally, the declaration of one-off gifts or hospitality below a total value of £50 is not required. However, if Employees have any doubt, the gift should be declared.

4 Prohibited conduct

4.1 The following is absolutely prohibited under the Policy:

- making unofficial payments to officials in order to obtain any permission, permit or stamp – particularly in connection with importing or exporting goods;
- giving, promising to give, or offering a payment, gift or hospitality to a Public Official or their agent with a view to expediting a routine procedure;
- appointing any Business Partner to act on behalf of or otherwise in relation to JT where it is known or there is good reason to believe that they have engaged in any corrupt or unlawful conduct including any offences under any of the Laws;
- paying any third party for the purposes of being a ‘fixer’ to open doors and make connections for JT overseas;
- accepting a payment, gift or hospitality from a third party where it is known or is suspected of being offered with the expectation that it will obtain a business advantage for them;
- giving, promising to give, or offering a payment, gift or hospitality with the expectation or hope that a business advantage will be received or to reward the provision of a business advantage;
- threatening to retaliate against another worker who refuses to commit a bribery offence or who has raised concerns under the Policy; and
- engaging in any actions that may lead to a breach of the Policy or of any of the Laws.

4.2 Facilitation payments: all the above payments are also referred to as ‘facilitation payments’ (‘facilitating’, ‘speed’, ‘backhander’ or ‘grease’ payments) and are payments, usually small cash payments made to low-level officials, as a bribe to secure or expedite the performance of a routine or necessary action.

4.3 Facilitation payments are strictly prohibited, whether by Employees or Business Partners acting on behalf of or otherwise in relation to JT.

4.4 The only facilitation payment exception is where it is to protect against loss of life, limb or liberty. If a facilitation payment is made under such circumstances, it must be reported as soon as is practicable or possible to the Company Secretary in order that it can be recorded.

5 Due Diligence - Suppliers and Business Partners

- 5.1 The prohibition against offering, providing, authorising, requesting or receiving bribes includes bribes which are given or received by any Business Partners acting on JT's behalf or otherwise providing any services to JT. JT can be prosecuted for the actions of these Business Partners.
- 5.2 JT aims to implement, so far as is practicable, procedures to prevent Business Partners from engaging in bribery.
- 5.3 When arranging new contracts for service with a potential Business Partner, the relevant manager should ensure that adequate measures are taken to assess the Business Partner's anti-bribery policies to ensure that they adequately cover and protect the business relationship being entered into.
- 5.4 When dealing with a Business Partner that is considered high risk in accordance with JT's Due Diligence Policy all divisions and locations must consult with the Corporate Affairs division.

6 Donations

The Memorandum of Understanding between the Minister for Treasury and Resources and JT Group clearly sets out that: "JT will not engage anywhere in any political activity or provide funds in connection with the carrying on by any third party of any political activities."

JT only makes charitable donations that are legal and ethical under local laws and practices. No donation should be made in the JT name, under any circumstance, without the prior approval of the Chief Executive Officer.

7 What happens if in the instance of non-compliant with the Policy?

For Employees:

Any act of bribery, in whatever form, is unacceptable both in accordance with JT business ethics, and with the Laws. JT would consider taking disciplinary action against anyone who fails to comply with the Policy up to and including dismissal. Failure to comply with the Policy may also leave Employees open to criminal prosecution under the Laws. Offences under the Laws can result in a fine and/or imprisonment up to a maximum of 10 years.

For Business Partners:

The business relationship with Business Partners which violate the Policy will be terminated.

8 Concerns

Employees are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. If Employees are unsure as to whether a particular circumstance constitutes bribery or corruption, or if they have any other queries in relation to the Policy, these should be raised immediately with their Supervisor or Manager. It is the responsibility of Supervisors and Managers to ensure they are available to listen, provide guidance and/or

act upon any concerns raised regarding the ethical conduct of Employees or Business Partners. However, should Employees feel unable to speak to their immediate superior, concerns can be raised in accordance with JT's Whistleblowing Policy.

9 Protection from bribery

- 9.1 Employees who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes concerned of repercussions. JT aims to encourage openness and will support anyone who raises a genuine concern in good faith under the Policy, even if they turn out to be mistaken.
- 9.2 JT 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.

10 Who is responsible for the Policy?

- 10.1 The JT Executive Committee has overall responsibility for ensuring the Policy complies with legal and ethical obligations, and that all those under the control of JT comply with it.
- 10.2 JT's Group Senior Legal Counsel has responsibility for keeping the Policy up to date and for responding to any queries from Managers and Supervisors (and, where relevant, from Employees) on the application of the Policy.
- 10.3 The management of the organisation has responsibility for the day-to-day implementation of the Policy and for monitoring its suitability, adequacy and effectiveness. Any improvements identified will be made as soon as possible and the Policy shall be subject to regular review to ensure that it is effective.
- 10.4 All Employees are responsible individually and collectively for the success of the Policy and ensure that they use it to make disclosures. If an Employee is of the opinion that the Policy could be improved, then such comments, suggestions and queries should be raised with a member of the Corporate Affairs division.