

Anti-Bribery and Corruption

Updated: November 2023

Owner: Group Company Secretarial

“We conduct our business in an open and ethical manner, acting professionally and with integrity”

About the policy

Naked Wines plc is committed to conducting business fairly, honestly and openly and has a zero tolerance towards bribery and corruption. It is Naked’s policy to prohibit all forms of corruption involving our employees, suppliers, agents, and any associated parties acting on our behalf.

This policy cannot cover every possible situation that may arise when conducting business activities around the world. Each employee must use common sense in identifying activity that may violate this policy. The policy is intended to help you make the right choices when you are called upon to do so. However, when in doubt seek guidance from your Department / Regional Manager or the people team.

It is important that you understand that any member of staff found to have breached this policy will face disciplinary action, which could result in dismissal for gross misconduct.

What is a bribe?

A **bribe** is the giving or receiving of a financial or other advantage as an inducement or reward for doing something improperly, impartially, or not in good faith. It means doing something which is illegal, unethical, in breach of trust or improper in any way.

Bribes can take the form of money, gifts, loans, fees, hospitality, services, discounts, the award of a contract or any other advantage or benefit.

Bribery includes seeking, offering, promising, giving or accepting a bribe.

The benefit can be of a business or personal nature.

You must never:

- Offer or pay bribes
- Solicit or receive bribes

Facilitation payments

These are payments made to facilitate or speed up transactions. These are regarded as bribes and should not be paid in any circumstances. Normal administrative fees that are paid to fast track services and processes, which are advertised and available to everyone, are not bribes

Associated parties

Our group as a company can be held liable for failing to prevent a person from bribing on its behalf. This includes the actions of contractors, consultants, agents, intermediaries and anyone else who performs services for or on behalf of our group.

Hospitality and gifts

Gifts and hospitality come in many different guises and this policy is not able to provide an exhaustive list. However as a guide, it refers to gifts such as monetary payments, presents, and hospitality such as meals, hotels, travel and invitations to events.



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Company approved and coordinated prizes, trips and awards are not included in this definition of hospitality and are therefore exempt from this policy.

You may accept or give small gifts under £50*, provided they do not place you or our group under any legal or moral obligation and provided they do not stop you from making independent, impartial decisions on behalf of our group. Always ask yourself whether the situation is capable of being misconstrued as a bribe. Gifts should never be in cash or cash equivalents (vouchers, etc.) and must be given in the company's name and not your own.

In circumstances where you offer or are offered a gift that is between £50 and £200*, you should get approval from your line manager in writing and in advance of accepting or giving the gift. Gifts in excess of £200* require the approval of the applicable Divisional Director.

Any gift sent or received should be to a work address only. No gifts should be sent or received at a home address.

Report any offer of any gifts or favours of unusual or questionable nature to your Department/Regional Manager immediately (no matter what the value) and keep a record of your report.

The receipt of samples of wine, spirits and other alcoholic beverages are excluded in so far as the sampling is done as part of the job specifications or day-to-day role of the employee concerned.

Hospitality such as meals and entertainment (including sporting/music events) or attending professional courses or conferences offered by suppliers/service providers are acceptable if they are (a) incidental to business-related event(s), (b) reasonable in value, (c) given in good faith, (d) permitted under local laws and customs, and (e) offered infrequently.

All gifts and hospitality over £50 must be reported to the Company Secretary.

Who must comply?

All Naked Wines employees must comply with the policy.

What happens if you don't comply?

All suspected breaches of this policy will be fully investigated, and this may lead to disciplinary action being taken, up to and including dismissal.

Bribery and corruption offences carry criminal penalties for both individuals and companies. For individuals, the penalties include a maximum prison sentence of 10 years and/or an unlimited fine, whilst for companies the penalties include an unlimited fine.

Reporting concerns

If you are, or you know of someone who is faced with bribery or corruption or you have genuine concerns about inappropriate conduct in matters of bribery and corruption, you have a number of routes available to you to escalate your concerns.

You should choose the most appropriate route to report your concerns. This includes:

- your Department / Regional Manager
- any member of the Senior Management team / Directors
- the group's Company Secretary
- the People Department or your local HR representative
- the Whistleblowing hotline - emailing speakup@nakedwines.com (this is a process that allows for anonymity)



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All Group Policies are intended to set out the minimum principles to which the Group subscribes – where necessary, local companies should adjust policies to take into account local requirements, specifically local currencies where amounts are stipulated

**Please apply a local relevant value if outside the UK.*



Concerns surrounding inappropriate conduct in matters of bribery and corruption, financial reporting, acts of dishonesty or any other malpractices will be investigated and dealt with in line with our internal policies, including the Disciplinary Policy.

All Managers have a responsibility to escalate claims or concerns of the nature outlined above to the Group Controls Manager.



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