



We are committed to ensuring that our business is conducted in all respects according to rigorous ethical, professional and legal standards

Bunzl Anti-Bribery and Corruption Policy

Bunzl plc and its subsidiaries ('Bunzl' or 'the Group') • 15 June 2026

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The requirements set out in this policy apply to all the Group companies and their employees

Policy statement

We are committed to ensuring that our business is conducted in all respects according to rigorous ethical, professional and legal standards. As part of its commitment to ethical business practices, Bunzl will not tolerate any form of bribery or corruption. This Anti-bribery and corruption policy outlines the behaviour and principles required to support this commitment. In particular, it outlines Bunzl's policies and procedures intended to ensure compliance with the UK's Bribery Act and the US Foreign Corrupt Practices Act.

The requirements set out in this policy apply to all Group companies and their employees. It also extends to agents, representatives and intermediaries who act on behalf of Bunzl, anywhere in the world.

Further instructions and guidance in relation to the policy can be found in the Bunzl Business code of conduct ('Code'), the Fraud policy, the Speak Up policy and in the Group's various internal control, accounting and record-keeping procedures. The Bunzl Supplier code of conduct contains the requirements for our suppliers.

Given the serious nature of a breach of anti-bribery and corruption laws and regulations, an employee's failure to comply with this policy, whether intentionally or by an act of negligence, may lead to disciplinary action being taken that could ultimately result in termination of employment. Failure of a third party to comply with the policy may lead to termination of the business relationship.

Regulations

Specific anti-bribery and corruption laws exist in most countries around the world. Group companies should comply with the laws of all countries which are applicable to their respective businesses. If no such anti-bribery and corruption laws apply, or are of a lesser standard to that prescribed in the UK Bribery Act 2010 (and this policy), Group companies should adhere to the terms of the UK Bribery Act 2010 and should seek legal advice where relevant.

The UK Bribery Act 2010 contains provisions in relation to the crimes of bribery, being bribed, the bribery of foreign public officials and the failure of commercial organisations to prevent bribery on its behalf. The Act applies to any offences taking place in the UK and to offences taking place wholly outside the UK where they are committed by subsidiaries of bodies incorporated in the UK, even in some cases when these are permitted under local law. The Act contains a corporate offence which imposes criminal liability on any company incorporated in the UK for failure to prevent bribery by anyone providing services for or on behalf of such company. This may include employees, agents, representatives, intermediaries, subsidiaries and joint ventures.

The US Foreign Corrupt Practices Act 1977 prohibits the giving or offering of money, gifts or anything of value to any foreign government official or party for the purpose of influencing the foreign official or party, or inducing the foreign official or party to

exert influence to assist the company in obtaining or retaining business. The law applies to US companies and any person acting on their behalf.

Definition of bribery

A bribe may involve the offering, giving or receiving of any form of gift, consideration, reward or advantage to someone in business or government in order to obtain or retain a commercial advantage or to induce or reward the recipient for acting improperly or where it would be improper for the recipient to accept the benefit. Bribery can also take place where the offering, giving or receiving of a bribe is made by or through a third party.

Examples of bribes/facilitation payments include the following:

- Gifts, meals, entertainment or travel expenses where they are disproportionate, frequent or provided in the context of ongoing business negotiations
- Uncompensated use of company services, facilities or property;
- Cash payments, loans, loan guarantees or other credit
- The provision of a benefit to a member of the family of a potential customer or a public or government official
- Providing a subcontract to a person connected to someone involved in awarding the main contract
- Engagement of a local company owned or controlled by a member of the family of a potential customer or a public or government official and
- Payments to speed up or facilitate the performance of routine government action (such as the provision of visas or customs clearances)

Consequences

Any act by an employee contrary to this policy will be regarded as a breach of Bunzl's Code of Conduct and this policy. Such a violation may lead to proportionate disciplinary actions being taken, including termination of employment. Any act of bribery or corruption could have external consequences and may lead to personal, civil, administrative and/or criminal sanctions or liabilities, as well as reputational damage for the employee(s), business partner involved and Bunzl. If a violation of law or external regulations is confirmed, Bunzl may be legally required to report or notify the violation to relevant enforcement authorities. Bunzl also reserves the right to initiate a separate legal action against the person(s) or party in question.

Illegal payments

The making or receiving of illegal payments or inducements, such as bribes or facilitation payments or other corrupt practice, is contrary to the policy of the Group and the funds and resources of the Group shall not be used directly or indirectly for any such purpose.

Particular care is required in relation to any dealings with governments, government agencies or government owned or controlled businesses

Gifts and entertainment

The giving and receiving of gifts, entertainment and gratuities between employees, customers and suppliers or other outside business acquaintances represents a source of potential conflict of interest. Any significant gift or entertainment likely to be deemed as influential upon decision making is unacceptable.

All gifts and hospitality which require approval should be fully documented in local gift and hospitality registers. Gifts and hospitality given that are below the approval thresholds should be subject to the usual expenses approval processes and will not be approved if the relevant approver considers the expense to have been inappropriate.

Gifts and hospitality offered by current and/or potential suppliers and vendors should be treated with extra caution. It is expected that most gifts given or received would include the Bunzl or company name logo or be of nominal value and as such these do not need to be entered on the Gifts Register. Gifts may not be in the form of cash or cash equivalents and may not be sent to or received on private/home addresses.

Dealings with agents, representatives, intermediaries and other third parties

Agents, representatives and intermediaries engaged to represent Bunzl's interests must comply with the provisions of this policy. Thorough due diligence needs to be undertaken before engaging any agent, representative or intermediary, particularly in high-risk areas as identified in the Group bribery risk assessment. Bunzl's requirements in this regard should be communicated to, and followed by, such persons/entities with appropriate contractual protections and safeguards put in place.

The due diligence process should consider the following:

- Whether the third party is appropriate for the role (including by reference to their expertise and any possible conflict of interest)
- Whether the proposed remuneration is appropriate;
- Details of the (ultimate) owners of the third party
- Background checks on key people and related risks (e.g. family connections)
- Whether there has ever been any allegation or report of their involvement in any wrongful business conduct (media and social media screening)
- For whom the third party has previously worked (obtaining of references where possible) and
- Whether the third party has its own anti-bribery and corruption policies and procedures

Bunzl's businesses shall be responsible for ensuring that any commission and other payments to any agents, representatives or intermediaries under an approved intermediary (or equivalent) agreement are properly recorded, approved and paid in accordance with the agreement and any other legal requirements. All payments to agents, representatives or intermediaries must be made by direct bank transfer (not to or via any other third party) into the country in which the agent, representative or intermediary has its principal place of business or performs substantial services on behalf of Bunzl.

Any request for payment to a third party of a commission, service fee or other fees in a manner that is not in accordance with this policy must be approved by the relevant Managing Director.

Dealing with governments

Particular care is required in relation to any dealings with governments, government agencies or government owned or controlled businesses, as rules applicable to the public sector tend to be stricter.

Any contact by Bunzl employees or other representatives with government, legislators, regulators or NGOs must be done with honesty, integrity, openness and in compliance with applicable laws. Bunzl prohibits the provision of money, gifts, entertainment or anything else of value to any public or government officials for the purpose of influencing such officials in order to obtain or retain business or a business or commercial advantage, or otherwise in relation to decisions that may be seen as beneficial to Bunzl's business interests.

Under no circumstance should gifts, entertainment and hospitality be offered to public or government officials.

Political donations

It is Bunzl's policy not to make any donations to political parties. Employees may choose to make personal payments from their own money but not with a view to influencing a third party for the benefit of Bunzl or in any way that might give the impression that such influence was intended.

Charitable donations

Charitable donations must be made only to legitimate organisations and must not be diverted to other beneficiaries or used as a means of making improper payments to private individuals or public or government officials. Donations must not be used to circumvent anti bribery and corruption laws or to improperly influence any third party for the benefit of Bunzl.

Charitable donations must not be made to influence, or appear to influence, any business decision or ongoing commercial negotiation. All charitable donations must be accurately recorded in Bunzl's financial systems, and the recipient charity must be included on the Charity Register. Appropriate due diligence must be conducted prior to making any donation to confirm the charity's legitimacy and integrity.

No charitable donations should be made or agreed without first obtaining local management approval.

Reporting issues internally

All Bunzl employees are required to report any actual or suspected acts of bribery, fraud or other malpractice to management for onward reporting to the relevant business area Finance Director. Employees may also report their concerns to the relevant business area management, to Bunzl's head office or through use of the Speak up policy.

Businesses should operate a gift register in which all gifts and hospitality which require approval are fully documented.

Investigations

There may be instances in which Bunzl wishes to investigate a specific issue or allegation. In these events, an internal or external audit or investigation of records, books and accounts may be performed to detect violations of anti-bribery and corruption laws and procedures and to ensure compliance with this policy in the future. All employees have a duty to comply with such requests for assistance.

Application of the policy

Risk assessment

Bunzl performs a Group-wide anti-bribery and corruption risk assessment and updates this assessment at a minimum every three years. Results of the risk assessment are used to assess the adequacy of the procedures to prevent bribery. The updated risk assessment is reviewed and approved by the Executive Committee. The list of high-risk countries will be reviewed regularly and communicated to the business areas.

Each business area, and as appropriate head office management, is responsible for identifying bribery and corruption risks associated with its activities and for developing, implementing and maintaining processes and controls to mitigate those risks. These processes and controls should, at a minimum, cover the elements set out below.

Informing and training employees

Businesses should ensure that all new and existing staff are made aware of the Code by issuing them with a copy of the Code in their local language with their employment contract or within the employee handbook.

Businesses should ensure that the relevant requirements of this policy are included in local travel and expenses policies and that Speak up posters are displayed in all Group locations.

Businesses should provide training to relevant employees on anti-bribery and corruption, at a minimum by showing the Corporate Responsibility training modules on anti-bribery and corruption to senior management, sales and procurement staff and at risk employee groups at least every two years and maintain records of completion of such training.

Operating gift registers

Business areas will provide clearly defined thresholds and limits in relation to legitimate business expenses (including entertainment and hospitality).

Businesses should operate a gift register in which all gifts and hospitality which require approval are fully documented. Registration must include the following details: name of offering or receiving party, date of gift/hospitality, type of gift/hospitality, estimated value, and the name of the manager who approved the gift or hospitality.

Business area should implement a process to at least annually assess the effectiveness of the process and perform a sample

review of employee travel and expense data to identify and investigate instances of non-compliance.

Type	Offered/received	Threshold *
Gifts	Gifts received above the threshold	£150
	Gifts offered above the threshold (<i>irrespective of whether accepted or declined</i>)	£150
Hospitality	Invitations received and accepted above the threshold, per person	£150
	Invitations offered above the threshold, per person	£150
* Per gift, event per client, prospect, supplier or other		

Registers and due diligence on charities

All charitable donations must be accurately recorded in the financial systems and the charity included on a charity register.

Documentation supporting due diligence, approvals, and donation records must be retained.

Charity Registers

Businesses should operate a Charity Register. A Charity Register is a list of charities that the business has reviewed and approved.

The register shall include, at a minimum:

- Charity name and purpose
- Donation type and value of donation
- Employee/department proposing the charity
- Due diligence status and date approved

The Charity Register will be submitted to the business area management annually for central oversight and review. The registers will be signed off by Finance or Managing Director.

Due diligence on charities

The business shall conduct appropriate due diligence to verify the legitimacy and integrity on any charity prior to making a donation. This may include, where applicable, verifying the charity's registration status, reviewing its governance structure, conducting sanctions and adverse media screening, and identifying any potential links to government officials or politically exposed persons. The level of due diligence must be proportionate to the associated risk, the amount of funding, and the nature of the activity. Guidance on the level of required due diligence can be found in the Charity Partner ABC Due Diligence Form.

The Due Diligence Form must be completed for each new charity and refreshed at least once every three years. Based on the outcome of the due diligence, the charity shall be approved, rejected, or escalated to business area management for further review and due diligence.

Businesses should operate an anti-bribery and corruption due diligence process for appointing business partners such as agents, business introducers or other third parties

Declaration of Interest.

Defined personnel groups should provide an annual Declaration of Interest that states the existence of any known competing financial interests or personal relationships that could influence the decision-making process and how this risk is managed

Personnel required to submit an annual Declaration of Interest include, at a minimum:

- Senior management at all levels (local, regional, and group), who set strategy, approve budgets, or oversee business performance.
- Any personnel who directly or indirectly influence commercial decision-making, including decisions related to
 - Supplier evaluation and selection
 - Tendering processes
 - Pricing and margin-setting decisions
 - Contract negotiation, approval and contract award
 - Supplier performance evaluation

This obligation applies to individuals who have decision-making authority but also to those who provide recommendations or evaluations that influence decisions (such as deciding which suppliers are invited to tender, evaluating bids and recommending a preferred supplier).

Any conflicts of interest that arise after the date of the annual declaration should be reported to the manager at the time they arise.

All declared or newly identified conflicts must be formally evaluated to determine the nature and level of risk. This evaluation should, at a minimum, involve the individual's line manager and an independent party e.g. Human Resources, as appropriate to the nature of the conflict. Where necessary, escalation to senior management should occur.

Safeguards are required in cases where a confirmed conflict of interest presents a real and demonstrable risk of influencing decision-making. In such cases, appropriate safeguards must be defined, implemented, and documented. Such safeguards may include, but are not limited to, withdrawal from decision-making, reassignment of responsibilities, increased oversight, or independent review of decisions. The documentation must clearly record the function or individuals responsible for monitoring compliance with those safeguards.

Relevant stakeholders must be informed of the conflict and associated safeguards, including, at a minimum, the individual's line manager, affected project and any oversight functions involved.

The consolidated annual register of Declarations of Interest, including identified risks, evaluations, and mitigation measures,

must be submitted annually to business area management for central review and oversight. This review includes assessing completeness, confirming that all relevant personnel have submitted declarations, and verifying that identified conflicts have been appropriately evaluated, documented, and managed.

The Register must be formally approved by the Business Area Managing Director (MD) or Finance Director (FD) and subsequently submitted to the Group.

Due diligence during acquisition of companies

The Corporate Development function should carry out due diligence during potential company acquisitions relating to any potential bribery or corruption by or of the target company. The anti-bribery and corruption due diligence assessment of acquisitions in high-risk countries should receive sign-off by the Director of Corporate Development before any such acquisition takes place, with a copy of the assessment provided to the Director of Group HR.

Business areas should ensure that senior managers in businesses newly acquired receive the Code and sign that they will comply with the Code when they agree their employment contract with Bunzl.

Due diligence in dealings with agents, representatives and intermediaries

Businesses should operate an anti-bribery and corruption due diligence process for appointing business partners such as agents, business introducers or other third parties providing services, such as purchasing and importing of goods, on their behalf.

Businesses should maintain a register of all medium- and high-risk agent relationships at a local level. This register should include the type of service provided and an assessment of the bribery risks involved and the due diligence performed. The assessment of the risks involved should be based on the definition of what constitutes high bribery risk in the context of agent relationships. Before entering any high-risk relationships that have had concerns arising from the due diligence performed, the local entity should consult with Business Area and Group for approval.

Businesses should ensure that Bunzl's requirements in this regard are communicated to, and followed by, such persons/entities by providing the Bunzl Supplier Code of Conduct and, for high-risk service providers, ensuring that adherence to the Supplier Code of Conduct is confirmed by the third party and/or included in representative agreements.

Suppliers

Supplier Code of Conduct and Communication

The Supplier Code of Conduct, which sets out the applicable anti-bribery and corruption provisions to suppliers, should be communicated to the suppliers as specified in the Ethical Sourcing Policy.

Supplier Audit and Oversight

The Bunzl QA/QC and Sourcing function should ensure that the supplier audit programme covers adherence to the key requirements of the Anti-bribery and Corruption Policy.

Procurement processes and Control Framework

Businesses should maintain processes to ensure that all commercial procurement decisions are based on legitimate business considerations, including quality, price and service.

These processes are embedded within the Company's control framework and are guided by the following key principles:

- Clear segregation of duties between requisition, approval, and payment functions.
- Defined delegation of authority, with established approval thresholds aligned to the value and risk of the transaction.
- Documentation of key steps in supplier selection and contract award processes.
- Payments to suppliers are made only against valid contracts, invoices, and evidence of goods or services received, and through approved payment channels.

Supplier negotiations and selection should, where possible, involve multiple suppliers. However, it is recognised that single-source procurement may be appropriate in certain circumstances. Where competitive tendering is conducted, predefined and objective evaluation criteria must be used and documented. The number of suppliers invited to participate in a tender process will depend on market conditions and the availability of qualified suppliers, and will typically be around three.

Due diligence must be conducted on high-risk suppliers and intermediaries, particularly where they act on behalf of the Company to identify and mitigate bribery, corruption, and other integrity related risks (see also the section on service agents in this policy and the Ethical Sourcing Policy).

Employee Responsibilities in Procurement

Employees involved in commercial procurement decisions (including pricing, vendor selection, and contract approval) must:

- Refrain from participating in any procurement decision where a conflict of interest exists or could reasonably be perceived
- Disclose any personal, financial, or other interests in suppliers, contractors, or business partners (see the declaration of interest section in this policy)
- Not solicit, accept, or offer any gifts, hospitality, or other benefits that could improperly influence, or appear to influence, procurement decisions

Policy ownership and monitoring

The Anti-bribery and Corruption Policy and the Group Bribery Risk Assessment are owned by the Director of Group HR. The policy and risk assessment are subject to review and revision on an ongoing basis. A formal review of the policy and the risk assessment will take place every three years.

Implementation of the requirement to watch the CR Skill Pill module on anti-bribery and corruption is monitored by the Group HR function.

The Director of Group HR will at least annually report to the Bunzl plc Board on the implementation of the anti-bribery programme, including any significant actual or suspected acts of bribery.