



LIBERTY GLOBAL

# Liberty Global Anti-Corruption Policy

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# 1.

# Anti-Corruption Policy

At Liberty Global <sup>1</sup>, the way we do things is just as important as what we do. Of course, we want to be the best in our industry... but not at any price. Our Company is an institution of people and it is through the integrity and behavior of each employee that our reputation is made and safeguarded.

In your work as an employee at Liberty Global, and as laid out in our Code of Business Conduct, you are expected to conduct yourself responsibly and ethically in accordance with the highest possible standards and to demonstrate respect, honesty and integrity, in all your actions in dealing with customers, suppliers, public officials and others, no matter what the circumstances.

## Purpose of the Anti-Corruption Policy

This Policy outlines what our Company deems to be acceptable and non-acceptable behavior in order to protect our reputation and ensure compliance with anti-corruption laws, such as the US Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act.

This Policy does not substitute the need for you to apply your own good judgment as it cannot cover every scenario that may arise.

If you have any questions or need clarification regarding Liberty Global's Anti-Corruption Policy, ask in advance before you act!

Please contact your local Compliance Officer, Group Legal <sup>2</sup> or the Global Compliance & Ethics team at [ComplianceEthics@libertyglobal.com](mailto:ComplianceEthics@libertyglobal.com).

## Scope

This Policy applies, subject to and in accordance with any applicable local law or legal requirement, to each director, officer and employee of Liberty Global plc and of each of its direct or indirect majority owned subsidiaries to which the Liberty Global Code of Business Conduct applies.

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<sup>1</sup> With the approval of the Board of Directors of Liberty Global, any company within the Liberty Global Group (a Liberty Global Company) that has adopted its own equivalent policy which is substantially similar to the Liberty Global Anti-Corruption Policy and has been approved by that Liberty Global Company's Board of Directors, may be excluded from the application of this Policy. All directors, officers and employees of any

Liberty Global Company so excluded from the provisions of this Policy are required to comply with all provisions of such excluded Liberty Global Company's policy relating thereto.

<sup>2</sup> Group Legal includes your local General Counsel, the General Counsel of the Liberty Global Group (or members of their legal teams).

## 2.

# What is Bribery and Corruption?

Bribery and corruption means giving, offering, promising or receiving anything of value with the intention of improperly influencing the behavior or decision making process of any person, including but not limited to public officials, in order to obtain or retain a commercial advantage.

### Helpful Definitions

**Bribe:** Anything of value given in an attempt to influence a person's actions or decisions in order to gain or retain a business advantage. Anything of value includes, but is not limited to cash, donations, hospitality or other gifts or courtesies.

**Corruption:** Dishonest or fraudulent misuse of power.

**Public Officials:** This would include the following individuals:

- Employees, agents and representatives of, and advisors to, any branch or level of government or any governmental department, agency or state-owned or controlled companies.
- Employees, agents and representatives of, and advisors to, any government-owned, quasi-public or quasi-governmental agency, enterprise, institution or corporation.

- Political parties, party officials and candidates for office.
- Local mayors, councilmen, judges, police and council employees, as well as their counterparts at the national level.
- Employees of public international organizations, such as the European Union, the United Nations, the Red Cross or the World Bank (including their consultants, advisors, agents and other representatives).

Remember that state-owned or controlled companies may even include organizations such as the BBC, other telecom operators such as Swisscom and certain banks.

**Facilitation payments:** Small sums (of whatever size) paid to public officials in order to facilitate or expedite routing of non-discretionary government actions.

**Nominal value:** small gifts or hospitality worth less than €/\$/£30, for example, pens, calendars, coffee.

# 3.

## What is Liberty Global's position on Bribery and Corruption?

Liberty Global has a zero tolerance policy on corruption and bribery. Anyone who is found to be violating anti-corruption and bribery laws may be subject to disciplinary action which may lead to dismissal, and potentially criminal proceedings. Both you as an individual and Liberty Global can face civil and criminal charges that could result in large fines, imprisonment and exclusion from government contract processes. In other words, failure to comply with this Policy puts you as an individual and the Company at risk.

If you think you could be in a position where you may have made, or been requested to make, an illegal payment or take an illegal action you should contact your local Compliance Officer, Group Legal or the Global Compliance and Ethics team at [ComplianceEthics@libertyglobal.com](mailto:ComplianceEthics@libertyglobal.com).

The areas of business where corruption, including bribery, may most often occur include:

- Gifts and Hospitality
- Facilitation Payments
- Procurement Process
- Use of Third Parties
- Political Contributions
- Community and Charitable Contributions

### Gifts and Hospitality

Gifts and hospitality should not be offered to public officials unless nominal in value or pre-approval has been sought from the local General Counsel or the Liberty Global General Counsel (please refer to the Gifts and Hospitality Policy

for more detail on this). You should also ensure you are comfortable that the offer would not contravene local law. Remember that anti-corruption laws do not have a materiality threshold and so even items below nominal value should not be offered if the intent would be to improperly influence or obtain or retain a commercial advantage.

For commercial businesses, gifts and hospitality are acceptable if they are reasonable, proportionate, made in good faith and in compliance with our Company policies, including our Code of Business Conduct and our Gifts and Hospitality Policy. Although no two situations are the same, the Gifts and Hospitality Policy defines what is usually acceptable and what is never acceptable.

Examples of gifts and hospitality include the receipt or offer of gifts, meals or tokens of appreciation and gratitude, invitations to events, functions, or other social gatherings, in connection with matters related to our business. These activities are acceptable provided they fall within reasonable bounds of value and occurrence. The Gifts and Hospitality Policy sets out the requirements for registration and pre-approval of gifts and hospitality.

If you have any questions, ask your manager, local Compliance Officer, Group Legal or the Global Compliance and Ethics team at [ComplianceEthics@libertyglobal.com](mailto:ComplianceEthics@libertyglobal.com) for more help and guidance in advance before you act in order to receive the support you need prior to making your decisions.

### 3. What is Liberty Global's position on bribery and corruption?

#### Facilitation Payments

Facilitation payments are not permitted. These are often payments involved in, for example, obtaining non-discretionary permits, licenses or other official documents, expediting lawful customs clearances or obtaining the issuance of entry or exit visas.

If you find yourself in a position where you are being asked to make a payment that could be deemed to be a facilitation payment, you should immediately notify your local Compliance Officer, Group Legal or the Global Compliance and Ethics team at [ComplianceEthics@libertyglobal.com](mailto:ComplianceEthics@libertyglobal.com) for help and guidance.

#### Procurement Process

You must follow Liberty Global's processes and adhere to the system of internal controls surrounding supplier selection. Supplier selection should never be influenced by the receipt of a gift, hospitality or payment. When supplier selection is a formal, structured invitation for the supply of products or services (often called a 'tender'), it is most important we maintain documentation supporting our internal controls. In the public sector, such a tender process may be required and scrutinized in detail by law/regulation to ensure that competition for the use of public money is open, fair and free from corruption.

#### Use of Third Parties

The Company recognizes that there are circumstances in which relationships with third parties such as joint venture or other business partners, agents, consultants, suppliers or anyone

performing services on behalf of the Company will be required or prudent from a commercial perspective.

However, public corruption often occurs when companies use third parties as intermediaries to obtain business or influence action on their behalf.

Anti-corruption laws do not always differentiate between acts made by the Company or by someone acting on the Company's behalf. As such, the Company can incur liability under anti-corruption laws based on improper payments made by such third parties, regardless of whether the Company had any knowledge of the improper payments. For that reason, we need to be certain that we only deal with third-party intermediaries who are themselves prepared to conduct business according to the same standards as Liberty Global's.

In those circumstances where third-party relationships are required, the Company must choose such third parties very carefully. Prior to entering into an agreement with a third-party, appropriate due diligence must be performed in accordance with the Legal Department's current policies and procedures with regard to the due diligence and retention of third-party intermediaries by the Company.

You may never take any action through third-parties that you may not take yourself directly. Authorising or encouraging any third-party to pay bribes or engage in other misconduct is a violation of Company policy and anti-corruption laws. Even having knowledge of an improper payment or illegal activity can lead to civil and criminal liability against the Company and the individual

### 3. What is Liberty Global's position on bribery and corruption?

concerned, which is why we encourage people to report any concerns they have in order to protect themselves

#### Political Contributions

You are not permitted to make political contributions on behalf of Liberty Global without prior written authorization. Political contributions, as permitted by law, must be approved in advance by your local General Counsel or the General Counsel of the Liberty Global Group.

You are able to make personal contributions or participate in political activities, at your own expense and in your own time. You should be clear you are not representing Liberty Global when you engage in these activities.

Contributions to industry bodies or membership of such bodies are not considered political contributions.

#### Community and Charitable Contributions

The Company believes in contributing to the communities in which it does business and permits reasonable donations to charities. However, the Company needs to be certain that donations to charities are not disguised illegal payments to government officials or others.

We must be careful that any donation made is not done so in violation of any applicable laws or regulations and could not be viewed as having been made with the purpose of us gaining an improper business advantage or having influenced a decision. Donations should not be made to individuals.

Contributions made by Liberty Global to community projects or charities need to be made in good faith and in compliance with our Code of Business Conduct, this Anti-Corruption Policy and all relevant Liberty Global policies and procedures.

## 4.

# Books, Records and Internal Control Requirements

Expenses must never be hidden or purposefully misclassified. Many serious global bribery and corruption scenarios are found to involve inaccurate record-keeping. To prevent this, international anti-corruption laws require detailed and accurate accounting records to be maintained for transactions, including cash and bank accounts. We must ensure we maintain accurate books, records and financial reporting.

All of us are responsible for maintaining an effective system of internal control and monitoring of our transactions. Certain monitoring controls are identified in our policies, specifically regarding approval of travel, gifts and hospitality. It is your responsibility to be knowledgeable of all applicable control procedures in order to ensure compliance.

Ensuring that appropriate authorization is obtained for any transaction is an essential business practice.

It is your responsibility to ensure that appropriate approvals, signing authorities and other required procedures are duly followed and obtained in connection with any process/transaction with which you are involved, and that you abide by your personal authorization limits.



# 5.

## You Are Responsible

Liberty Global takes corruption and bribery very seriously. Any violation of this Policy will be regarded as a serious matter by the Company and may result in disciplinary action, including termination, consistent with local law.

Bribery is a criminal offense. As an employee you will be accountable whether you pay a bribe yourself or whether you authorize, assist, or conspire with someone else to violate an anti-corruption or anti-bribery law. You may be punished individually for violating the law including imprisonment, probation, mandated community service and significant monetary fines which will not be paid by Liberty Global.

### Questions or How to Raise a Concern

If you are unsure about anything that has been covered in this Policy there are several contacts that you can go to for more help and advice; your local Compliance Officer, Group Legal, or the Global Compliance and Ethics team at [ComplianceEthics@libertyglobal.com](mailto:ComplianceEthics@libertyglobal.com). If you need help, guidance or have questions, please always ask and get the support that you need before you act.

If you are concerned that an anti-corruption violation is occurring or has occurred, report it immediately to one of the following:

- Your local Compliance Officer
- Global Compliance & Ethics ([ComplianceEthics@libertyglobal.com](mailto:ComplianceEthics@libertyglobal.com)).
- Group Legal
- Using the Compliance Line (you can find details on this on your local intranet site), anonymously if you wish.

We do not tolerate retaliation of any kind towards individuals who report matters in good faith.



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