

Anti-Bribery and Corruption Policy

Co-operative Insurance Company PLC

1. Purpose

The purpose of this Anti-Bribery and Corruption Policy is to establish a zero-tolerance approach to bribery and corruption in all business dealings conducted by Co-operative Insurance Company PLC. This policy aims to prevent and address any forms of bribery or corruption, ensuring compliance with Sri Lankan laws, international best practices, and regulations set by the **Securities and Exchange Commission of Sri Lanka (SEC)**, **Insurance Regulatory Commission of Sri Lanka (IRC SL)**, and **Colombo Stock Exchange (CSE)**. The company is committed to maintaining the highest standards of integrity and transparency in its operations.

2. Scope

This policy applies to all employees, directors, officers, contractors, consultants, business partners, and third-party intermediaries associated with Co-operative Insurance Company PLC. It applies globally, across all business functions and jurisdictions in which the company operates, including its subsidiaries and affiliates.

3. Objectives

- To provide a clear and unequivocal statement of the company's zero-tolerance approach towards bribery and corruption.
 - To ensure compliance with all applicable anti-bribery and corruption laws and regulations, including the **Bribery Act No. 11 of 1954** and other local and international anti-corruption standards.
 - To promote ethical business conduct and prevent conflicts of interest and corrupt activities.
 - To establish a framework for reporting and addressing any instances or concerns related to bribery or corruption.
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4. Definition of Bribery and Corruption

4.1 Bribery

Bribery is the offering, giving, receiving, or soliciting of something of value (including gifts, hospitality, or other advantages) with the intention of influencing a person to act inappropriately or illegally in the performance of their duties.

4.2 Corruption

Corruption refers to any act that improperly influences the actions or decisions of a person in a position of trust or responsibility for personal gain. This includes, but is not limited to, bribery, fraud, kickbacks, embezzlement, and money laundering.

5. Prohibited Conduct

5.1 Bribery of Public and Private Sector Employees

- Employees, directors, and agents are prohibited from offering, giving, or accepting bribes, either directly or indirectly, in any form, whether financial or non-financial.
- The company prohibits bribery in both public and private sectors, whether in Sri Lanka or internationally.

5.2 Gifts and Hospitality

- Gifts and hospitality can only be provided or accepted if they are modest, reasonable, and do not influence or appear to influence business decisions.
- No gifts or hospitality should be given or accepted in exchange for favors, preferential treatment, or an improper advantage.

5.3 Third-Party Payments and Kickbacks

- Employees must not make payments, or offer anything of value to third parties with the expectation that they will, in return, act inappropriately or unlawfully.
- The company prohibits all forms of kickbacks or secret commissions to obtain or retain business.

5.4 Facilitation Payments

- Facilitation payments (small payments made to expedite routine government actions) are prohibited under this policy, regardless of local practices or customs.

6. Responsibilities

6.1 Board of Directors

- The Board of Directors is responsible for overseeing the implementation and enforcement of this policy.
- The Board will ensure that appropriate resources and training are allocated for compliance with anti-bribery and anti-corruption standards.

6.2 Senior Management

- Senior management is responsible for fostering an ethical business culture and ensuring that anti-bribery and anti-corruption policies are communicated and followed.
- Management must monitor the effectiveness of this policy and ensure appropriate controls and procedures are in place.

6.3 Employees

- Employees must adhere to this policy and report any instances or concerns related to bribery or corruption.
- Employees should never offer, accept, or solicit bribes, and must immediately report any suspicions of bribery or corruption to the Compliance Officer or through the company's whistleblowing mechanism.

6.4 Compliance Officer/Legal and Compliance Team

- The Compliance Officer is responsible for monitoring and ensuring compliance with this policy.
- The Compliance Officer will receive and investigate reports of bribery or corruption, taking appropriate action in line with the company's disciplinary procedures.

7. Reporting Mechanism

7.1 Whistleblowing

- The company maintains a whistleblowing policy that allows employees, contractors, and third parties to report concerns about bribery or corruption anonymously or confidentially without fear of retaliation.
- Reports can be made via internal communication channels, including a dedicated hotline, email, or online platform.

7.2 Investigations

- Any concerns or allegations of bribery or corruption will be thoroughly investigated by the Compliance Officer or a designated team.
 - The company will take appropriate action in response to findings, including disciplinary measures, legal action, or referral to the authorities if necessary.
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8. Due Diligence and Third-Party Relationships

8.1 Third-Party Risk Assessment

- The company will conduct due diligence on all third parties, including agents, contractors, suppliers, and joint venture partners, to assess their adherence to anti-bribery and anti-corruption standards.
- Third parties should be required to adhere to this policy, and contracts should include anti-bribery and corruption clauses.

8.2 Training and Awareness

- Employees, directors, and relevant third parties will receive regular training on anti-bribery and corruption laws, the company's policies, and ethical business practices.
 - Training programs will be conducted annually and when there are significant changes to relevant laws or company procedures.
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9. Gifts and Hospitality

9.1 Acceptable Gifts and Hospitality

- Gifts and hospitality are allowed, but they must be modest, reasonable, and consistent with company policies and local regulations.
- Employees must not accept gifts or hospitality that may influence their decision-making or create an appearance of impropriety.

9.2 Reporting Gifts and Hospitality

- Any gifts or hospitality received, or offered, must be documented and reported to the Compliance Officer for review.
 - Employees must seek guidance if they are unsure about the appropriateness of a gift or hospitality.
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10. Enforcement and Disciplinary Action

- Violations of this policy may result in disciplinary action, up to and including termination of employment, and legal consequences.
 - The company will cooperate fully with law enforcement agencies in cases of bribery or corruption and will take appropriate steps to support criminal investigations or prosecutions.
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11. Monitoring and Review

11.1 Periodic Review

- This policy will be reviewed regularly, at least annually, by the Board and senior management to ensure its effectiveness and alignment with current laws and regulations.
- Any necessary updates to the policy will be made to address emerging risks or changes in legal requirements.

11.2 Audits and Internal Controls

- The company will conduct regular audits and reviews of financial transactions, gifts, hospitality, and third-party relationships to identify any risks or violations related to bribery and corruption.
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Approved by the Board of Directors