



## **BUSINESS CONDUCT POLICY**

### **Purpose**

The Greggs Values state that we will be enthusiastic and supportive in all we do, open, honest and appreciative, treating everyone with fairness, consideration and respect. These Values underpin our behaviours, and by adhering to them, we will meet with the requirements of this code.

This document sets out the standards of ethical behaviour that are expected of all employees. By fulfilling the requirements of this policy, we underpin our reputation, and maintain high ethical standards across the business.

### **Scope**

The principles set out within the policy apply to all employees, and should be demonstrable in their business dealings with others. We would also expect our associates to meet these requirements. Associates are those companies with whom we work in partnership. The policy applies particularly to our managers, who are required to sign an affirmation of their compliance with the requirements on an annual basis, in line with our Values.

The document is reviewed and revised on a 2 yearly cycle, to ensure that it remains current.

Breaches of this policy may be subject to disciplinary action, potentially resulting in dismissal in the event of gross misconduct.

### **Overview**

In general, if you are unsure about whether you should follow a course of action, ask yourself the following questions:

- Is it in line with our values and the Business Conduct Policy?
- Is it ethical?
- Is it legal?
- Will it reflect well on me & Greggs?
- Am I personally comfortable with it?

If the answer to any of these is “no”, it is likely that the action is not appropriate. If you are still uncertain, you must seek guidance – your Line Manager is the best first point of contact, or if this is not appropriate, contact your People Manager.

## **Anti-bribery and corruption**

Greggs prohibits the offering, giving, seeking or acceptance of any bribe in any form to any person or company by anyone acting on its behalf, in order to gain an advantage in an unethical way. This is explained in more detail in our Anti-Bribery and Corruption policy.

Included within the scope of the policy is Greggs' approach to facilitation payments. A facilitation payment is for example, a fee paid to an official in order to persuade them to perform a task which is part of their normal job, but to do so more quickly than usual. This might mean granting a permit or licence, or speeding passage of goods through customs.

These are illegal, and Greggs prohibits any such payments, regardless of the size. The one exception to this is where there is coercion or extortion – if your personal or family safety is under threat and you feel you have no option but to make a payment as a last resort. This is extremely unlikely to occur, but in such circumstances you should contact a member of the Operating Board for approval, make the payment, and report it immediately through our whistleblowing policy (described later in this document).

## **Fraud & deception**

Greggs will not tolerate any of its associates or employees behaving in a fraudulent manner. This includes defrauding or stealing from the company (such as falsifying expenses or timesheets), as well as external dealings with other organisations.

## **Business gifts and hospitality**

Normal and appropriate hospitality (either given or received) is acceptable within the scope of this policy, provided it is not excessive, and is properly recorded. Where the value exceeds £50, the transaction must be recorded on a Gifts and Hospitality Declaration Form, authorised by your Line Manager and forwarded to Head Office, for the attention of the Company Secretary

You may wish to consider making a donation to the Greggs Foundation in respect of any gift or hospitality which you may receive. There is the opportunity to record this on the Gifts & Hospitality Declaration Form should you elect to do so. Where a non-staff member (e.g. a spouse or partner) attends a function as your guest, a donation equivalent to the value of the hospitality must be made.

Further detail is set out in our Gifts, Tips and Hospitality policy.

## **Company assets & data**

Greggs' assets and resources should not be used for your personal benefit, other than as set out within the acceptable use policies for mobile telephones, PCs, and company cars. Company credit cards should generally only be used for genuine business expenditure, and receipts must be provided to support this, in line with our expenses procedures. In an emergency, personal expenditure is permitted, but this must be promptly reimbursed to the company.

Company assets include non-public, or sensitive information, which must be safeguarded at all times, and not left where it can be easily accessed, for example on a desk overnight.

Trading in company shares based on any such information, or disclosing to a third party is illegal and may result in prosecution.

Personal data relating to employees, customers, and business partners must be handled in accordance with relevant legislation, e.g. the Data Protection Act. Records must be disposed of in a secure manner where appropriate.

### **Conflicts of interest**

Staff with responsibility for selecting or dealing with suppliers must ensure that their personal relationships do not, and do not appear, to impact on their decision making. Any connections with potential suppliers must be disclosed as part of the selection process, to ensure transparency in our dealing.

You may not be engaged in any other trade or occupation other than the business of Greggs without prior written consent.

### **Pricing**

Greggs does not participate in cartels, price fixing, bid rigging or any other form of collusion, even if it is only based on an informal or unwritten agreement or understanding, since this would breach competition law. We do not accept improper payments to obtain or retain business, or to secure any advantage. Kickbacks and other reciprocal agreements are never acceptable.

You should seek advice from the Company Secretary if you have concerns in this regard.

### **Importing goods**

In its dealings with overseas organisations, Greggs always complies with any trade regulations or restrictions which may be in force. Any goods transported internationally by us or on our behalf will always have the appropriate licences in place.

### **Financial information**

The company's financial records must accurately reflect the underlying transactions, which must be properly recorded, and the appropriate supporting paperwork should be retained. You must ensure that you comply with all relevant financial controls, including only committing the company to expenditure in line with your agreed level of authority. Any reporting of facts must be accurate, and care must be taken not to omit any important information.

### **Donations to other organisations**

Greggs makes significant charitable donations via the Greggs Foundation. Any donations made to charities or other bodies must not be given in order to try and gain a business benefit.

Greggs does not make political donations and no commercial sponsorship of political parties can be undertaken. Further details are provided in our political donations policy.

Individual members of staff are of course entitled to make personal donations and participate in charitable activities for any causes which they wish to support. However, you must make it clear where appropriate that you are acting in a personal capacity, and not as a representative of Greggs.

### **External communication**

The value of our brand and reputation is very important to us. To protect this, we must always communicate a consistent and clear message. If you are contacted by a member of the media, you should refer the caller to our Corporate Communications Manager at Head Office.

Any use of social networking websites, whether inside or outside of work, must not breach commercial confidentiality, have the potential to bring the company into disrepute, or result in defamation or harassment. Inappropriate comments may result in disciplinary action. Further detail may be found in the company's Internet Policy.

### **Dealing with others**

Greggs enjoys a good working relationship with its suppliers and customers. All of our contacts must be dealt with fairly, and treated with respect in all of our interactions with them.

In order to ensure that our supplier relationships are carried out in a manner consistent with this code, we will make a copy available to everyone with whom we do business, and ask for their commitment to the values. We will strive only to deal with third parties who have ethical standards in line with our own.

### **Policies**

Greggs requires all its employees to operate within the various policies which it has in place. All such policies are available on our intranet pages, or on request from your People Manager. Staff failing to comply with policy requirements may face disciplinary action, and this may result in dismissal for gross misconduct.

### **Whistleblowing / "Do the Right Thing"**

Greggs has a whistleblowing policy, which provides you with a route by which you can raise a concern about something which you believe to be a danger, illegal, or simply wrong. If you have such a concern, don't ignore it, or leave it to someone else to report it, but raise the matter as soon as possible through the following route:

1. Speak to your Line Manager. He / she has a responsibility to listen and respond to your concern.
2. If you feel you can't speak to your Line Manager, contact your local People Manager. Should this not be possible, you may wish to raise your concerns with the Group Internal Audit Manager, or the Company Secretary.
3. If it would be inappropriate to discuss your concern with any of these people, or you feel that the issue is not being addressed, you can call our confidential hotline on 0191 212 7800.

4. If you believe the issue is so serious that it should be addressed by our Senior Independent Non-Executive Director, then you can do this by email to [bob@diptonmill.com](mailto:bob@diptonmill.com) , or call 07855 257257.

All communications under this policy will be treated in confidence. We actively encourage our staff to “blow the whistle”, and show our commitment to the policy at the highest level through the direct involvement of one of our Non-Executive Directors.



## BUSINESS CONDUCT POLICY – CONFIRMATION OF COMPLIANCE

For the year ended 31 December \_\_\_\_\_

**\*\*To be completed on an annual basis by all managers\*\***

I can confirm that, to the best of my knowledge, I have at all times acted in accordance with the requirements of Greggs' Business Conduct Policy.

In particular,

- I have declared any hospitality received which was valued in excess of £50;
- Any non-trivial business gifts which I have received have been distributed in accordance with the Gifts, Tips & Hospitality policy;
- I have not engaged in any illegal conduct in the course of my employment;
- I have not used the company's assets for my own personal benefit, other than as permitted by the relevant policies.

I have ensured that those staff for whom I am responsible are aware of the requirements of this Code, and also that they know of the company's arrangements for whistleblowing.

Signed:	
Name:	
Job Title:	
Date:	

Once completed, this form must be returned to the Company Secretary at Fernwood, by 31 January of the year following that to which the declaration relates.