Anti-Bribery and Corruption Policy
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1. Introduction
As indicated in Cambridge University Press’s (‘the Press’) Code of Ethics, the Press has a zero-tolerance policy towards bribery and corruption. All forms of bribery and corruption are unacceptable and are prohibited. Whoever we may deal with, and wherever we may operate, we are committed to doing so lawfully, ethically and with integrity. We must not, and we must ensure that any third party acting on our behalf does not, act corruptly in our dealings with any other person. The Press will support employees and any third parties who refuse to pay or accept bribes and they will not be subject to retaliation, or other adverse consequences, even where such refusal results in loss of business for the Press. As stated by Peter Phillips, our Chief Executive, in the Anti-Bribery and Corruption Framework, everyone at the Press has a duty to read, understand and observe this policy, and to be aware of the help and support the Press is providing to support us in doing business the right way. Our ethics are everyone’s responsibility.

Bribery and Corruption
A bribe is an advantage or a benefit or anything of value (which need not be cash) offered, promised or given to someone in order to obtain or retain a commercial advantage, or to induce the recipient to, or reward the recipient for, acting improperly or where it would be improper for the recipient to accept the benefit.

Bribery is considered a form of corruption; corruption encompasses other acts such as extortion, fraud and money laundering. Whilst there is no universally accepted definition of corruption, Transparency International defines corruption as, “the misuse of entrusted power for private gain”.

Purpose of this ABC Policy
This Anti-Bribery and Corruption Policy (‘ABC Policy’) describes what is required for the Press, its employees and stakeholders to meet our commitment to operate with the highest levels of integrity in all our business interactions. It provides the standards of behaviour to which we must all adhere; most of these reflect the common sense and good business practices that we all work to in any event. It is designed to help you to identify when something is prohibited so that bribery and corruption are avoided, and to provide you with help and guidance if you are unsure about whether there is a problem and you need further advice.

This ABC Policy has also been designed to promote compliance with ABC laws and regulations; this includes numerous international pieces of ABC legislation which have global reach, and apply across all countries in which the Press operates (collectively, ‘ABC laws’).

If this ABC Policy is silent on any particular activity, it does not necessarily mean the activity is permitted; anything that would breach the spirit of the Press’s Code of Ethics or the key principles in this Policy must be avoided.
To Whom this ABC Policy Applies

The fundamental standards of integrity under which we operate do not vary depending on where we work or who we are dealing with. It is therefore the responsibility of each of us to ensure that we comply with these universal standards in our daily working lives. As such, this policy applies to:

- All geographic locations and functions within the Press;
- All subsidiary companies, branches and offices; and
- All Press officers, employees (full or part time) and temporary workers (such as consultants or contractors) (collectively, ‘employees’), no matter where they are located or what they do.

In addition, third parties of the Press must adhere to the key standards set out within both the Code of Ethics and ABC Policy. Relevant third parties include, but are not limited to:

- Joint venture partners; and
- Third Parties who perform services for or act on behalf of the Press, such as agents, distributors, suppliers, authors and editorial contributors, anywhere in the world (collectively, “third parties”).

In order to ensure that third parties adhere to the standards of our Code of Ethics and ABC Policy, a Third Party Code of Conduct is available for third parties to review and sign.

Every individual is responsible for ensuring that they act in compliance. Failure to comply with this policy (whether or not this is intentional) may ultimately result in summary dismissal. Furthermore, certain offences under international anti-bribery laws carry criminal liability for the individuals concerned and sanctions that include significant fines and/or imprisonment. Training is provided to all employees to inform them about the Code of Ethics, the ABC Policy and related procedures. Monitoring and review procedures are also in place to ensure proper engagement.

Structure of this ABC Policy

The ABC Policy expands on ‘Bribery and Corruption’ and other related statements in the Press’s Code of Ethics. The Code of Ethics establishes the guiding standards that underpin the Press’s approach to conducting its business. The Code of Ethics states:

“Our conduct, and our standards of integrity, should at all times reflect our public aims, our proud tradition and the values of the great University of which we are part. Our performance should never be achieved at the expense of high ethical standards.”

In line with the Code of Ethics, this policy is made up of various subject areas, which further define the key ABC principles to which all Press employees and our third parties are expected to adhere. Each of these areas aims to provide consistency in relation to how the Press responds to relevant ABC laws.
This policy is also accompanied by related procedures, which in each case provide further instruction on how to practically apply the relevant policy statements during day-to-day business operations. These may be supplemented by local adaptations to reflect local laws and regulations, which can only serve to localise or strengthen global policy or procedures, but not contradict this ABC Policy.

2. Key Principles

The key principles that establish the overriding spirit of this ABC Policy and apply to all the specific sections of it are that:

- We must not offer, promise or give – directly or indirectly – a bribe to any person or organisation;
- We must not request, agree to receive or accept – directly or indirectly – a bribe from any person or organisation; and
- We must ensure that our interactions with public officials (as defined below) do not provide any advantage, incentive or reward for their past, present or future willingness to recommend, purchase, pay for, authorise, approve or supply any product or service sold or provided by the Press, or to make any other decision favourable to the Press.

A public official is an individual who:

- Holds a legislative, administrative or judicial position of any kind whether appointed or elected; or
- Exercises a public function for a country or territory, or any public agency or public enterprise of that country or territory; or
- Acts as an official or agent of a public international organisation.

The Press acknowledges that some public officials, such as teachers or professors who do not have an influence on procurement decisions, may not present as high a risk as other public officials.

Bribes can take many forms, to include facilitation payments, which are specifically defined in the UK Bribery Act as a form of bribe. They are any payment (no matter how small) given to an official to encourage the performance or to speed up the performance of an existing duty. For example, this could include “grease payments” to customs officials to speed up the processing of standard import processes or to a public official to arrange connection to local utilities such as water, electricity or telephone.

The Press will not tolerate or condone the making of such payments by any employee or third party acting on its behalf. However, payments may be demanded from employees or third parties performing services for or on behalf of the Press under duress. The Press is committed to ensuring the safety of its employees and third parties acting on its behalf and does not expect them to compromise their safety in such situations. In any such instances, such payments must be recorded and reported to the local Compliance Team Member and Group Compliance Officer as soon as is practically possible after the event. If relevant, these may then be reported to local authorities.
3. Gifts, Hospitality and Travel

This section of the ABC Policy expands on the ‘Gifts, Hospitality and Travel’ statement in the Press’s Code of Ethics. The Gifts, Hospitality and Travel (‘GHT’) Procedure sets out guidelines and instructions for how to obtain approval for and log applicable gift, hospitality and travel expenses, whether given or received. If you have any queries, or you would like some help in assessing whether a gift, hospitality or a travel expense is in compliance with this ABC Policy, please get in touch with the Compliance Team using the details in the Contacts section below.

Global Rules

Gifts, hospitality and travel expenses should not be offered, given, promised, requested, accepted or authorised by employees or third parties where they could influence or appear to influence a business decision, or where they might compromise or be seen to compromise the recipient’s judgement, integrity or impartiality.

Gifts

Gifts include any benefit of any kind, including but not limited to goods, services or other non-financial benefits, provided as a mark of appreciation or to show respect to a business contact.

Gifts may only be offered, promised or given to, or requested or accepted from (or authorised to be offered, promised, given, requested or accepted) directly or indirectly, a third party if they are of modest value, given infrequently, and within applicable limits. Modest gifts may include, for instance, low value branded merchandise. The Press also recognises that in some cultures, the giving and receiving of low value gifts is common business practice.

The GHT Procedure associated with this ABC Policy outlines the applicable limits and some examples of what is acceptable and what is not; when in doubt employees should consult with their local Compliance Team member. The GHT Procedure also defines how to log and receive approval for gifts that exceed applicable limits individually or cumulatively over a set time period, given to or received from the same person, before proceeding (where applicable). When related to or involving public officials, all gifts, at any value (aside from low value branded merchandise) should be logged, and also, where applicable, follow local regulatory rules to ensure appropriateness.

Please note that you must not offer, promise, give, or accept any gift in cash or cash equivalents (i.e. gift cards, vouchers, loans or shares), unless a specifically agreed exception is granted (i.e. in the case of a cultural norm).

Third parties must not offer, promise, give, request, or agree to receive or accept any gifts on behalf of the Press without prior approval.
Hospitality

Hospitality is an event or activity, whether hosted or paid for by the Press or by an external individual or company, which includes meals and invitations or tickets to social, entertainment, cultural or sporting events. Employees may offer, give, request or agree to receive or accept invitations to meals and/or social or entertainment events that form part of a legitimate business meeting or activity and where both the venue and value of the hospitality are modest as defined by applicable limits. Employees may also offer, promise or give, request, agree to receive or accept invitations to infrequent social or entertainment events provided these are of modest value as defined by applicable limits.

Hospitality that exceeds applicable limits individually, or cumulatively over a set time period, must be logged and proper approval sought and received (where applicable) before proceeding. When related to or involving public officials, hospitality at any value (aside from low value gestures such as cups of coffee) should be logged, and also, where applicable, follow local regulatory rules to ensure appropriateness. The GHT Procedure contains instructions for employees, detailing how hospitality that exceeds applicable limits should be logged.

You must not offer, give, request or agree to receive or accept any invitations to meals and/or social or entertainment events, where attendance could be seen as an inducement to grant or reward for granting or retaining business or a business advantage. Further guidance is provided within the GHT Procedure associated with this ABC Policy. You must refuse offers of hospitality involving travel or overnight accommodation, unless they are related to a legitimate business activity. See the Travel section of the Policy below for further details.

Third parties must not offer, promise, give, request, agree to receive or accept any hospitality on behalf of the Press unless it has been specifically agreed in their written service contract or approved by a Press manager.

Travel

Note that this part of the policy applies to travel expenses provided as a form of hospitality. It does not apply to travel costs that are covered for or by a third party as agreed within a contract or Author travel associated with marketing events.

Travel includes the provision of compensation to pay for, or the means by which to arrange, travel (which includes plane travel, train travel, automobile travel, hotels and/or subsistence during travel). Employees may offer to pay, or request or agree to receive or accept payment of travel expenses related to a legitimate business meeting or activity and where both the means and value of the travel expenses are in line with the business case and/or the Press’s own travel policy. Travel that exceeds applicable limits for hospitality must be logged and proper approval sought and received before proceeding. The GHT Procedure contains instructions for employees, detailing how travel that exceeds applicable limits should be logged.
More stringent local requirements may be applied where necessary to comply with local codes, regulations and local limits, especially when offering travel for public officials. Cash payments must not be made to, and cannot be accepted from, a third party to enable a person to arrange and pay for his or her own travel (or to reimburse other expenses).

Note that third parties must not offer, promise, give, request, agree to receive or accept any travel on behalf of the Press unless it has been specifically agreed in their written service contract or approved by a Press manager. If third parties are contractually entitled to get reimbursement for travel expenses, it should be noted that the Press will not pay for or reimburse the cost of expenses related to travel upgrades, personal travel and activities, entertainment and recreation, or any other expenses not directly related to the provision of services by the third party, or their attendance at a Press event where they are not providing services. Travel expenses for third parties who are engaged to perform services for and on behalf of the Press must be supported by appropriate receipts and must be in accordance with the terms set out in the third party agreement. Expenses must be approved in writing in accordance with applicable payment approval procedures.

4. Charitable Giving and Fundraising

This section of the ABC Policy expands on the ‘Charitable Giving and Fundraising’ statement in the Press’s Code of Ethics and any local policies related to Charitable Giving, to include the UK Charities Policy. The Charitable Giving and Fundraising Procedure document sets out guidelines and instructions for how to obtain approval for and log applicable charitable activities by the Press. If you have any queries, or you would like some help in assessing whether approval is required, or in determining whether a particular activity is in compliance with this ABC Policy, please get in touch with the Compliance Team using the details in the Contacts section below.

For the purposes of this policy, charitable giving and fundraising includes contributions to charities/not-for-profit organisations, community support activities, product donations and academic grants. The primary purpose of these activities is to improve standards of education, learning and research.

Global Rules
The Press receives numerous requests from charities each year. The Press has allocated specific funds to donate to charities, but we must ensure that charitable donations are provided in furtherance of charitable aims and not to generate business. As charitable donations could be used as a means of bribing or influencing another party, all our charitable giving and fundraising activities must be conducted ethically and with integrity, transparency and full compliance with applicable laws, regulations, adopted industry codes of practice and our policy.

Contributions in any territory must only be made to registered charities or legitimate not-for-profit organisations. Contributions must be made directly to the recipient organisation and not be made by
third parties on behalf of the Press. Contributions must never be given as an incentive or a reward for past, present or future willingness to recommend, purchase, pay for, authorise, approve or supply any product or service sold or provided by the Press, or to make any other decision favourable to the Press. As such, charitable giving to customers should be avoided.

Any donation request (whether in cash or in kind) should be routed through the appropriate means as per local policies and the Charitable Giving and Fundraising Procedure, which includes logging donations with the UK Community Engagement Team. *(nb. a small donation request of gratis or pulped books should be directed to your line manager who will assess appropriateness and approve or escalate for review as required).* Please refer to the Charitable Giving and Fundraising Procedure for more details.

5. Marketing and Sponsorship

This section of the ABC Policy expands on the ‘Marketing and Sponsorship’ statement in the Press’s Code of Ethics. If you have any queries, or you would like some help in assessing whether a particular marketing or sponsorship activity is in compliance with this ABC Policy, please get in touch with the Compliance Team using the details in the Contacts section below.

For the purposes of this policy, marketing and sponsorship is defined as the sponsorship of conferences or events in return for brand presence at the event or in supporting materials, or more generally because we want to offer our support to the organising body or community.

Global Rules

All marketing and sponsorship activities must be conducted ethically and with integrity, transparency and full compliance with applicable laws, regulations, any adopted industry codes of practice, and global and local policies. All marketing and sponsorship activity must be accurately recorded in the Press’s books and records.

Sponsorship payments, or anything else of value, must never be given as an incentive or a reward for past, present or future willingness to recommend, purchase, pay for, authorise, approve or supply any product sold or provided by the Press, or to make any other decision favourable to the Press.

Marketing and sponsorship activity must provide a fair balance between a product’s benefits and its limitations. It must not exaggerate the benefits or downplay the limitations. In addition, it must not mislead by distortion, exaggeration, undue emphasis, omission or in any other way, and must not involve false or unapproved statements about other companies’ products.

Representatives of the Press and other employees in customer-facing roles must possess sufficient knowledge of the product to present information to external stakeholders as appropriate to their role in an accurate and a responsible manner.
6. Political Donations and Activities

This section of the ABC Policy expands on the ‘Political Donations and Activities’ statement in the Press’s Code of Ethics. If you have any queries in relation to this area of this ABC Policy, please get in touch with the Compliance Team using the details in the Contacts section below.

Political donations and activities includes monetary or non-monetary (e.g. resources, facilities or employee time) contributions made to support political organisations and their causes. This includes support for government entities, political organisations, political parties or their employees, politicians, public office holders or candidates for public office.

Global Rules

Although the Press does participate in a limited amount of focused political lobbying (i.e. through Publishing Association memberships), the Press does not participate in other political activities, nor does it make donations or provide resources to support any political cause. Any such activity or donation risks being considered bribery of a public official and is prohibited.

The Press does recognise the rights of employees or third parties to use their own funds to make political donations and/or participate in political activities, provided that those activities are voluntary and comply with local written laws and regulations. Employees and third parties must ensure that they do not act or appear to act as a representative of the Press when participating in political activities in an independent capacity.

7. Conflicts of Interest

This section of the ABC Policy expands on the ‘Conflicts of Interest’ statement in the Press’s Code of Ethics. The Conflicts of Interests Procedure document sets out guidelines and instructions for how to obtain approval for and log applicable conflicts of interest. If you have any queries, or you would like some help in assessing a potential conflict of interest that has come to your attention, please get in touch with the Compliance Team using the details in the Contacts section.

A Conflict of interest occurs when personal, financial or other interests outside of the Press may influence, or may be seen to influence, our professional duties and decisions as Press employees or third parties.

Global Rules

Conflicts of interest may occur when someone is faced with a situation where their decision-making in relation to a business transaction or partnership is unduly influenced by the involvement of a relative or close friend, or when there is some other reason why a financial or career advantage might accrue to them or someone close to them in a way that puts them at risk of not making a balanced or impartial decision.
Other conflicts of interest may arise where an external employment interferes with someone’s role at the Press, or where family or other personal relationships within the workplace affect their performance or freedom to do their work.

We must ensure that our personal activities and interests outside of the Press do not result in actual, apparent or potential conflicts of interest with our professional duties and decisions as Press employees or third parties.

**Avoiding Conflicts of Interest**

It is inevitable that conflicts of interest will arise from time to time. As such, it would not be prudent for the Press to make a rule which says that one must never do business with a company which employs a close relative, for instance. However, you must ensure that the Press’s interests are paramount when business opportunities are assessed and commercial decisions are taken. The conduct of our business should not be influenced by friendship or family connections.

You must not use Press resources or your position as an employee for your own personal benefit or for the benefit of your friends, relatives, or any business activities or relationships external to the Press. You must not allow, or appear to allow, a personal relationship to influence your decision-making or judgement.

**Disclosing Conflicts of Interest**

In order to avoid and/or manage the risk posed by a conflict of interest, employees and third parties must be open and transparent; they must declare any actual, potential or apparent conflict that they may have in respect of the Press’s customers, suppliers, competitors, or other employees as soon as the conflict becomes known or should reasonably have become known. Conflicts will then be explored with relevant employees so that, where possible, we can ensure that we proceed in a manner which does not impair good and sound business judgement, in order to resolve the potential conflict satisfactorily.

If the conflict is such that one’s judgement is likely to be impaired, the handling of the transaction or relationship should be passed to someone else. Where this is not possible, this is likely to be a conflict that the Press will be unable to support and remedial action will need to be taken.

The [Conflicts of Interests Procedure](#) associated with this ABC Policy outlines channels to be used to disclose conflicts and some examples of what is acceptable and what is not; where employees are in doubt they should consult with their local Compliance Team member.

**8. Compliance Due Diligence**

Compliance due diligence refers to the steps a person or an entity should take before entering into an agreement or a transaction with another party. The Press’s compliance due diligence policies and
procedures will respond in a proportionate way to three areas of our operation that present ABC risk: employees, third parties and transactions.

It is the responsibility of all Press employees to read, understand and adhere to this policy. Employees with specific roles and responsibilities that involve the recruitment of employees, the on-boarding of third parties, the management of third party relationships or the execution of transactions, should refer to the Compliance Due Diligence Procedures associated with this ABC Policy for further guidance on performing the necessary compliance due diligence.

**Employees**

As defined in the Introduction above, an employee is any Press officer, employee (full or part time) or temporary worker (such as a consultant or contractor). If any clarification is required as to whether an individual is an employee of the Press or a third party, please contact your local Compliance Team member. Some consultants or contractors are “freelance” and, as such, would not be considered employees of the Press, but as they may provide services to or act on behalf of the Press, they should be considered within the “Third Parties” section below.

**Global Rules**

Pre-employment due diligence on potential employees helps to ensure individuals have the claimed qualifications and experience required for their positions, as well as ensuring that, for more senior roles, no material information is undisclosed. For certain roles, it may also be necessary to carry out credit checks.

In addition to pre-employment screening, employee risk will be addressed through annual confirmations by employees to uphold the Code of Ethics, declaring conflicts of interests, as well as regular mandatory training.

Employee contracts will reflect relevant clauses related to expected conduct with regard to bribery and corruption and the consequences of breaching our Code of Ethics and associated policies. The level of pre-employment due diligence required will be determined by assessment of the potential risk to the Press, via reference to an employee's roles and responsibilities. This assessment would also be applicable to senior interim post holders within the Press. Your local HR officer will be responsible for coordinating these checks, with additional guidance provided in Employee Due Diligence Procedure associated with this ABC Policy.

**Third Parties**

The Press recognises the importance of third parties to our business globally. Nonetheless, our ethical approach extends to third parties and part of the Press’s commitment to preventing bribery and corruption is to ensure that the people providing services to us or acting on our behalf also do so in compliance with relevant ABC laws. Therefore, we require third parties providing services to or undertaking business on behalf of the Press to uphold the principles contained in this ABC Policy and
comply with our relevant procedures. Our Compliance Due Diligence Procedures involve reviewing, monitoring, and potentially auditing, third parties in a proportionate manner on the basis of risk, in order to assess and manage the risk of the relationship on an ongoing basis.

The Press interacts with a wide range of different third parties, which are diverse in nature and provide a range of goods and/or services to the Press. A third party is defined as an individual, entity or organisation, which is not controlled or owned by the Press, but with whom the Press interacts; this includes, but is not limited to the following:

- **An agent**: a person or company that facilitates contracts between the Press and the Press’s customers by introducing the customer, soliciting orders from the customer or by concluding contracts with the customers on behalf of the Press. An agent usually benefits from the relationship by receiving a commission. An agent does not contract with customers in their own right.

- **A non-end user customer**: such as a distributor: a person or company that sells Press products to a customer in their own right. Under a distribution agreement, the Press sells its products to the distributor, who then sells the products on to its customers, adding a margin to cover their own costs and profit. In purchasing and reselling the products, the distributor contracts both with the Press and with the customer; title to the products in question will pass to and from the distributor. (Other related third parties that operate in a similar way who can also be in scope for Compliance Due Diligence are wholesalers, importers, exporters, and even booksellers. Distributors can include both print and digital distributors).

- **A subscription agent**: a person or company who primarily acts as an intermediary between the purchasers and publishers of journals (or other online products). Their work encompasses everything from currency exchange to invoicing. It is a combination of trade discounts from publishers and service fees from customers that accounts for payment to the subscription agent. Subscription Agents typically are considered to be acting on the behalf of the customer, but they also can be seen as acting on the Press’s behalf and so are in scope for Compliance Due Diligence.

- **A supplier**: a party that supplies goods and/or services – any supplier of goods (for instance a stationery provider or IT licenses) and/or services (for instance a printer or an IT consultant) to the Press can be considered a third party; however the Compliance Due Diligence Procedures’ risk assessment will determine the appropriate treatment of such third parties.

- **A freelancer**: a type of supplier that is a self-employed person providing services to the Press either in their own name or via a personal service company. The term “freelancer” is used interchangeably to refer to a consultant or contractor provided they are self-employed and providing services to the Press. A freelancer should be differentiated from a business with more than one employee, which is commonly referred to as a supplier.

In addition to the above, third parties can also include authors and editorial contributors, and a separate Procedure defines treatment of such third parties. For the avoidance of any doubt, this list is
Global Rules
The Press could be liable for the actions of third parties that provide services to it or act on its behalf. As such, the Press is committed to understanding the risk associated with those third parties with which we engage before we do so by undertaking compliance due diligence, in addition to following other procedures and taking risk mitigation measures contained in the Press's Approvals & Authorisation Framework and other policies (i.e. the Credit Management Policy and the Press Procurement Policy).

We must not engage a third party that we know or suspect may be paying, offering or accepting bribes.

Considering the Engagement of Third Parties
We must only engage a third party where there is a legitimate need for the service and the remuneration is proportionate to the service being provided. We must also only commit the level of resources necessary for a third party to deliver the service and ensure that the third party under consideration has the relevant skills and expertise to perform the services to required performance standards.

Where we engage third parties, we have obligations to complete, where relevant, sufficient risk assessment and due diligence to ensure that any prior matters of interest are uncovered, where possible, and the risk associated with the third party is managed appropriately. We will match this with periodic monitoring to ensure ongoing compliance.

Risk Assessment
As noted above, where relevant, we must complete an appropriate and a proportionate risk assessment as part of the third party selection process for applicable third parties prior to their engagement. Risk assessment procedures and scoring methodology may vary based on relationship type. Typically, a risk assessment will be performed based on key parameters, depending on relationship type, such as country risk, relationship type, transaction size, as well as other parameters such as government links, whether it is an exclusive relationship etc. The Press's Compliance Due Diligence Procedures provides specific guidance on how to assess the risk posed by a third party relationship.

The risk assessment will assign a risk rating (no action, low, medium or high) to third parties to determine the extent of further compliance due diligence (if any) required prior to engagement. In addition, the risk rating (and if relevant subsequent due diligence) will instruct Compliance and the Legal & Business Affairs teams on the ABC contract clauses to be added to the relevant contracts with third parties.
Due Diligence

As mentioned, the risk rating assigned to third parties will also determine the extent of resulting due diligence required; due diligence requirements will also vary by relationship type. Due diligence will consist of, where appropriate, internal questionnaires, external questionnaires and certifications, public record reviews, independent verification and training. The Compliance Due Diligence Procedures associated with this ABC Policy provides further guidance as to the appropriate due diligence requirements to put in place when engaging with third parties.

Contracting With a Third Party

The engagement of any third party must comply with written local laws, regulations and adopted industry codes, both in the country in which the third party is located and in all other countries in which the goods/service will be provided.

Based on the outcome of the risk assessment and due diligence procedures, an appropriate agreement should be signed with the third party, which clearly sets out (as required) the scope of the agreement, the compensation agreed (at a fair and reasonable rate), anti-bribery and corruption clauses, termination clauses and, where appropriate, audit rights. In certain cases it may be appropriate to apply the Press’s standard terms of business only which will have appropriate language related to bribery and corruption. The Compliance Due Diligence Procedures associated with this ABC Policy and the ABC Clause Procedure provide further guidance as to the appropriate contractual documentation to put in place when engaging with third parties.

Compensation Paid to a Third Party

We must only pay contractually agreed rates for services delivered. We must ensure that prices, discounts and rebates offered to third parties engaged to market, sell or distribute products on behalf of the Press are not intended to be, and could not be seen as, an attempt to equip, influence or reward them to behave improperly, in order to obtain or retain business or secure a business advantage for the Press.

Payments in cash should be avoided if at all possible. All payments must be made via an approved financial payment system, by bank transfer or cheque. All payments must be properly recorded in our books and records. In certain territories, cash payments may be necessary; if this is the case a receipt must also be obtained and the transaction recorded accurately. This is necessary to meet legal requirements, such as those designed to minimise the risk of money laundering, and tax requirements in specific territories.

Monitoring and Review

We must periodically update the anti-bribery risk assessment and associated due diligence procedures for existing third party relationships in accordance with the timeframes required by our Compliance Due Diligence Procedures, taking into account the level of risk, if any, previously ascribed to the relevant third party.
Specific Guidance related to Public Officials as Third Parties

Public officials must never be engaged as third parties as an incentive or a reward for their past, present or future willingness to recommend, purchase, pay for, authorise, approve, supply or use any product or service sold or provided by the Press, or to obtain any other business advantage for the Press.

We must ensure that all our interactions respect the independence of public officials in whatever capacity they act and that we do not seek to influence or reward them in any improper way. We will make legitimate and lawful payments to government and public organisations in respect of taxes, permits, licenses, inspections and other fees. Official government receipts must be obtained to support such payments.

We may only make payments to individual public officials where they are legally and contractually engaged as a third party to perform legitimate business services for the Press. We must not make any other payments to individual public officials unless such payments are expressly permitted by written local laws. Official government receipts must be obtained to support such payments.

The Press does not permit facilitation payments to public officials, as described in Section 9 of this policy, regardless of whether such payments are nominal in amount.

Before we engage the services of a public official, we must ensure that the public official confirms (in writing) that the proposed engagement does not violate their employer’s policies or terms of employment. Employees must also take into consideration where a conflict may arise when dealing with public officials, for instance if a public official is also an author or editorial contributor to Press output. The Press acknowledges that some public officials, such as a teacher or professor who does not have an influence on procurement decisions, may not present as high a risk as other public officials.

Transactions

Independent of the third party review process, some high risk transactions will require further due diligence, which may involve independent investigation and need to be escalated to the Compliance Team for further review. As noted in the Press’s Approvals & Authorisation Framework, this may include, but is not limited to the following types of transaction:

- Journals contracts over £200,000;
- Joint ventures;
- Acquisitions; and
- Significant property transactions (for instance leases over £100,000).

In addition, special attention should be paid to certain government-linked transactions, such as those related to:

- Aid-funded tenders;
- Government funded tenders that involve agents; and
Government funded tenders in high risk jurisdictions.

The Compliance Due Diligence Procedures includes guidance on how to engage with the Compliance Team in regards to such government linked transactions.

Contracts for high risk transactions will include relevant ABC clauses *(nb. there may be limitations on negotiating standard clauses if a transaction is on third party terms).*

Compliance and Legal & Business Affairs will advise the Press Board periodically should post acquisition or post transaction due diligence also be required for the highest risk transactions.

10. Contacts and Raising a Concern
The ABC Policy has been designed by the Compliance Team to help you to identify when something is prohibited so that bribery and corruption can be avoided, as well as to provide you with help and guidance if you are unsure about whether there is a problem and you need further advice. As owners of the ABC Policy the Compliance Team will monitor the effectiveness and review the implementation of the ABC Policy, considering its suitability, adequacy and effectiveness, at a minimum, every year, to ensure that it reflects any changes in applicable laws and developments in acceptable standards for the conduct of business.

The Compliance Team are here to offer help and guidance and any employee who has a question or concern in regards to the ABC Policy and/or any other Compliance Policy, should contact a member of the Compliance Team, to include the Group Compliance Officer, Compliance Managers and Compliance Administrator:

**Raising a Concern**
The Press Board is committed to ensuring that employees can speak up with confidence if they have any concerns or need to ask for help. Where there is a suspicion of corrupt practices, employees should inform their line manager, local HR officer, or the Compliance Team (to include ABC Officers, Compliance Managers, Group Compliance Officer or General Counsel) if they have a concern. Or, if employees wish to raise a concern externally, and where appropriate, anonymously, they can contact the Whistleblowing Hotline.

- **Telephone numbers:**
  [www.expolink.co.uk/whistleblowing-hotline/PDF/International-Freephone-listing.pdf](http://www.expolink.co.uk/whistleblowing-hotline/PDF/International-Freephone-listing.pdf)
- **Email:**
  [cambridge@expolink.co.uk](mailto:cambridge@expolink.co.uk)
- **Website:**
  [www.expolink.co.uk/cambridgeuniversity](http://www.expolink.co.uk/cambridgeuniversity)