

CABLE & WIRELESS WORLDWIDE PLC ANTI-BRIBERY & CORRUPTION POLICY

Cable&Wireless
Worldwide

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CABLE & WIRELESS WORLDWIDE PLC

ANTI-BRIBERY & CORRUPTION POLICY

INTRODUCTION

Cable & Wireless Worldwide (“C&W Worldwide”) is committed to the prevention, deterrence and detection of fraud, bribery and all other corrupt business practices. It is the policy of C&W Worldwide to conduct all of its business activities with honesty, integrity, and the highest possible ethical standards. The appropriate actions and conduct of C&W Worldwide colleagues, together with those third party agents, consultants, contractors and suppliers acting on behalf of the business are essential to maintaining these high standards. It is a mandatory requirement that all those within the scope of the policy set out below, who engage in business activities on behalf of C&W Worldwide or its subsidiary companies (the “C&W Worldwide Group”), fully comply with this Anti-Bribery and Corruption Policy (the “Policy”), and related C&W Worldwide Group policies as set out below.

SCOPE

This Policy applies to all businesses within the C&W Worldwide Group, to all subsidiaries, joint ventures and affiliates where C&W Worldwide has a controlling interest, and intermediaries and agents undertaking business on behalf of the C&W Worldwide Group; and to all officers, directors, colleagues and representatives of any of the above entities, whether permanent, temporary or contract (“C&W Worldwide Personnel”), within all territories, regions, areas and functions (the “Scope”).

C&W Worldwide also expects its business partners, suppliers and contractors to abide by the terms of this Policy and will, where appropriate, include clauses to this effect in relevant contracts.

PURPOSE

The purpose of this Policy is to set out the responsibilities of those persons within the Scope in observing and upholding the C&W Worldwide Group position against the use of bribery and corruption, and to ensure compliance in accordance with the UK Bribery Act 2010.

This Policy prohibits the offering, promising, making, giving, requesting, agreeing to receive, accepting, receiving or facilitation of any inducement which results in personal gain or advantage to the recipient or any person or body associated with the recipient, and which is intended to influence the decision of the recipient. The Policy should be read in conjunction with the guidance given under the C&W Worldwide *Business Ethics Policy*, which sets out the principles behind the standards that drive the day-to-day operations of how C&W Worldwide carries out business throughout the world, and underpins the working relationships and company values throughout the Group.

POLICY

C&W Worldwide recognises that market practice varies across the territories in which it carries on business, and that what is normal and acceptable behaviour in one territory would not necessarily be considered normal and acceptable in another. The C&W Worldwide Group requires, in accordance with the UK Bribery Act 2010, all C&W Worldwide Personnel to comply with the terms of the Policy set out below:

- 1) C&W Worldwide Personnel must conduct company business in compliance with the highest professional and ethical standards, with honesty and integrity, and within the laws of all countries in which C&W Worldwide carries on business. C&W Worldwide Personnel must comply with the spirit, as well as the letter, of the Policy, laws and regulations.
- 2) C&W Worldwide does not engage in bribery or any form of unethical inducement or payment and the use of C&W Worldwide funds, other funds, or other forms of incentive (as

set out under 3 below), regardless of size or amount, to elicit the offering, promising or giving of financial or other advantage to another person, to induce such a person to perform improperly or reward improper performance or any other unlawful, improper or unethical purpose is strictly prohibited. It is a criminal offence to offer, promise, or make such inducements or facilitation payments anywhere in the world.

- 3) Prohibited payments or incentives under 2) include any offer, gift or payment, or any authorisation of an offer, gift or payment, or any money or thing of value to or for the benefit of any government or corporate official, director or employee, or any other person.
- 4) In the course of business C&W Worldwide Personnel must not request, agree to receive, or accept a financial or other advantage with the intention of, or as a consequence of, performing a relevant function improperly. Such advantage may include any offer, gift or payment or any money or thing of value. It is a criminal offence to request, agree to receive, or accept such inducements or payments anywhere in the world.
- 5) All C&W Worldwide Personnel must report any suspected or actual instances of non-compliance with items 1–4 above, and must provide all pertinent information to assist in any internal investigation of the relevant circumstances. Reports should be made to an employee's line manager or to the confidential reporting hotline using the details given at the end of this document.

GIFTS, HOSPITALITY AND ENTERTAINMENT

Offers of gifts and/or hospitality from current or potential suppliers are part of the day to day working life for certain personnel within the C&W Worldwide Group. It is important, however, that any gift that might be perceived as materially influencing a relationship to obtain unfair advantage, and thus falling under the description of a bribe as set out in this Policy should not be given or accepted.

For further information on what is acceptable and the required reporting procedure with regards to gifts, hospitality and entertainment, please refer to the Group's *Gifts & Hospitality Policy*.

TRAINING & COMMUNICATION

C&W Worldwide will communicate this Policy and any relevant guidance to C&W Worldwide Personnel across the Group through established internal communication channels. C&W Worldwide will also communicate this Policy to its suppliers, contractors and business partners and wider stakeholders. Managers, key employees and other relevant parties will receive relevant training on how to implement the Policy in the scope of their employment. This Policy will be translated into local languages where appropriate, and brought to the attention of new colleagues as part of their induction process.

MONITORING

The General Counsel and Company Secretary will review the implementation of this Policy in respect of its suitability, adequacy and effectiveness and make improvements as appropriate. The results of this process will periodically be reported to the Group Audit Committee and, if appropriate, the Board, who will make an independent assessment on the adequacy of the Policy and disclose any material non-compliance.

PENALTIES

C&W Worldwide will take firm disciplinary action in cases of fraud, bribery and corrupt practices. This will very likely lead to dismissal or the termination of contract of involved parties. Furthermore cases of such practices may be reported to the relevant public authorities, which may result in criminal prosecution.

REPORTING

The prevention, detection and reporting of bribery is the responsibility of all colleagues throughout the C&W Worldwide Group. C&W Worldwide Personnel are encouraged to raise concerns about any instance of malpractice at the earliest possible stage through their line manager or the confidential reporting hotline.

The confidential reporting hotline is:

0151 326 2100 from the UK or **+44 151 326 2100** outside the UK.

Reverse charge calls to this number via an operator will be accepted.

All reports to this hotline or to a manager will be reported to the Cable & Wireless Worldwide Risk Director, Neal Rankin, and will be investigated as appropriate. Under no circumstances will the reporting of a possible impropriety serve as a basis for retaliatory actions against any individual. The C&W Worldwide Group Audit Committee will monitor the matters reported and the outcomes of all investigations.

POLICY OWNER - GENERAL COUNSEL AND COMPANY SECRETARY