



Our policy on... Anti-Bribery and Corruption

First issued: November 2021

Last updated: September 2024

The way we work makes all the difference

At Kantar, we care deeply about the way we operate, communicate and behave towards others and we always comply with the law.

That's why all forms of bribery and corruption are never tolerated here.

This means we will not give, offer or accept bribes (whether cash or otherwise), including facilitation payments, to or from any third party, including – but not restricted to – government officials, clients and brokers or their representatives. Nor will we use or permit third parties to give, offer or receive bribes (whether cash or otherwise) on our behalf.

We maintain transparent and accurate financial records.

And we'll collectively ensure that every colleague understands this – through training, communication and by example.



01 What is a bribe?

A bribe is giving or promising to give, or requesting or accepting or agreeing to accept, something of value to induce a person to act improperly in the course of their employment.

By acting improperly, a person could make decisions that are influenced by the bribe.

The value of a bribe may be financial or otherwise. It could be cash; it could be a gift, lavish hospitality or the offer of work experience to a family member. If the value were transferred via a third party, it would still be a bribe.

02

Where could bribery happen at Kantar?

At Kantar, we continuously monitor the risks of bribery. The types of conduct that could constitute bribery include offering employment opportunities or internships, or paying bribes directly or through advisors, suppliers or business partners to secure work or to sabotage competitors.



Example One

An advisor is retained to assist in a pitch to win a new client. The advisor arranges a lavish evening meal and entertainment event for the client that is in breach of the gift and entertaining policy. The advisor was not told about the gift and entertaining policy nor provided with a copy of it. The internal Kantar contact is not informed about the evening and is not present. Kantar wins the pitch.

The entertainment event could constitute a **bribe**. The advisor is retained by and **associated** with Kantar and remains our responsibility. **Kantar has failed to prevent bribery** by not getting the advisor to abide by the gift and entertaining policy and is liable for the advisor's actions. Kantar could be prosecuted and fined. Any employee found to be involved could be prosecuted, fined and/or imprisoned.

Example Two

Kantar is renegotiating a contract with a long-term supplier. Kantar is seeking an enhancement in services without any increase in price. The supplier is open to the request and wishes to continue to build on its existing relationship. Negotiations are positive and progressing well. In one conversation, the supplier asks if there may be a summer internship for a relative who is studying business at university. The Kantar employee negotiating with the supplier agrees that it can provide a summer internship without referring the request through the normal HR process. Negotiations conclude successfully.

The request for an internship could amount to a **bribe** in this situation as the supplier's representative is receiving a personal non-financial benefit for a family member in return for agreeing to price continuity. The Kantar employee should have provided the supplier with details of the normal channel for applying for internships. The Kantar employee has potentially **engaged in bribery** through agreeing to provide the internship without using the proper process. Kantar could be liable for **failing to prevent bribery** in these circumstances. Kantar could be prosecuted and fined. Any employee found to be involved could be prosecuted, fined and/or imprisoned.

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What's our policy?

Bribery, either as a giver or as a receiver, by any person or business in or on behalf of the Kantar Group globally is completely prohibited. In addition, you must not make facilitation payments (which are small cash payments typically solicited to facilitate or expedite the performance of a routine transaction or service to which the person or company making the payment is legally entitled to receive e.g. expedited visa services, immigration entry checks).

There are NO exceptions, wherever you do business.

Any breach of this policy may result in disciplinary action being taken including, in serious cases, potential dismissal or termination of a contingent worker's engagement. This policy is not part of your employment contract or contract for services and Kantar can change or update it from time to time.

It will be considered to be a breach of policy if a manager tolerates and/or fails to report a breach by an employee reporting to him or her.



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How does Kantar apply this policy?

- By using the advisor payment policy for those entities who assist in obtaining clients or otherwise provide services on Kantar's behalf.
- By all third party suppliers signing the Kantar Code of Conduct for Suppliers. The Coupa on-boarding process includes supplier risk screening checks and is rolling out to all markets.
- By maintaining a gift and entertaining register at every office (in line with Kantar's gift and entertaining policy), recording and approving all gifts, entertainment or hospitality given or received above a locally relevant limit. This can be a tricky area but the giving or receiving of gifts/hospitality could be deemed as bribery in four main circumstances:
 - o The recipient is a government official or an employee of a state-owned entity e.g. tax official, transport sector client.
 - o Timing coincides with an important business decision involving the two parties.
 - o The value could be perceived as influencing decision making.
 - o The frequency could be perceived as influencing decision making.

Risk registers

Management of each division/function must maintain a register of business risks that is updated annually. This risk register must incorporate specific risks of bribery and corruption. It must not be a generic 'risk of bribery' entry but should address specific risks such as the use of advisors to assist with pitches, or the risk of 'kickbacks', or of being obligated to make facilitation payments. The plan you have in place to minimise and mitigate these risks must also be stated clearly.

Management of each division/function must also ensure that accurate and transparent financial records of all dealings are maintained.



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05 How you can help...

All colleagues at Kantar must complete our online training when requested. If you're a new starter, you'll complete it within two weeks of joining.

Management must ensure they're aware of the specific risks of bribery and corruption in their business and location and communicate Kantar's zero tolerance approach to bribery. The risks must be evaluated regularly, and appropriate mitigating procedures put in place and recorded in the risk register.

If any colleague encounters a situation of possible or actual bribery or corruption, they must immediately contact their local or regional management, who must seek advice from Kantar's Legal and Compliance teams. The 24-hour Kantar Right to Speak service is also available as a reporting channel.

Above all, everyone at Kantar or providing services on Kantar's behalf needs to understand that bribery is illegal. We cannot promise to make, pay or receive bribes.

It's simply not our way of doing business.

06 Key contacts

If you wish to make an anonymous report, please use our confidential **Right to Speak service**.

If you have any questions about this policy, please contact the **Legal Team** or Alison Gallagher, Global Head of Compliance at businessintegrity@kantar.com.



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