

Anti-Bribery & Corruption Policy

Severfield plc

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Policy

Integrity is one of our core company values and this means that we will conduct our business fairly, honestly and openly. This includes prohibiting all forms of bribery, both giving and receiving, wherever we operate, both by our own employees and by any agent or business partner acting on our behalf. A bribe is where someone is given a financial or other advantage to encourage that person to perform their function or activities improperly, or to reward that person for having already done so.

No employee should offer a bribe for any reason whatsoever, nor should a bribe be accepted by any employee. Any employee who suspects that bribes are being paid or received in connection with any company transaction should report it immediately to the Group Legal Director or make a whistleblowing disclosure in accordance with our Whistleblowing Policy.

Bribery is a criminal offence in most countries in which the Group does business, and penalties can be severe.

Of particular note, it is an offence under the UK Bribery Act 2010 (the "Act"), for a company to fail to implement "adequate procedures" to prevent bribery by "associated persons" of the company. This is irrespective of where the act of bribery takes place. "Associated persons" include officers, employees, business partners, agents and, potentially, joint ventures in which a company has an interest. Companies face unlimited fines and persons found to have connived or consented to bribery could be jailed for up to 10 years.

Convicted companies and individuals have to repay any gains made as a result of corruption. Commercial reputation is severely damaged.

It is, therefore, vitally important that all of the Group's associated persons comply with all applicable anti-corruption legislation. This anti-bribery policy has been adopted by the Group as part of its procedures to prevent bribery by ensuring that its associated persons remain compliant with the Act.

Failure to comply with this policy will be treated as Gross Misconduct.

To whom does the policy apply?

This policy applies to every employee, director or officer of Severfield plc. and any of its subsidiary companies.

Contractors or consultants who are our agents or working on our behalf or in our name, through outsourcing of services, processes or any business activity, will be required to act consistently with this policy when acting on our behalf. Independent contractors or consultants will be made aware of this policy as it applies to our staff in their dealings with them.

Guidance

While many forms of bribery are obviously recognisable as such, there are other areas where the distinctions are less clear, such as entertaining and corporate hospitality. In normal circumstances, these are permitted within the policy, but the table below sets out more guidance along with our procedures for the approval and recording of such activity.

| Type of Activity | Explanatory Comments | Action Required |
|--|---|---|
| Provision of corporate hospitality or entertaining by Group employee | <p>Reasonable hospitality and entertainment to help build successful relationships with customers and other business partners is permitted. Reasonable hospitality includes:</p> <ul style="list-style-type: none"> a) Ordinary entertaining, such as drinks and meals or a round of golf or a day at a spa b) Tickets for regular sporting events such as cricket or rugby internationals or Wimbledon or the Open c) Tickets for the Group's boxes at the O2 Arena or at THFC d) Provision of any Company purchased corporate gift with a value of less than £100. <p>This list is not meant to be exhaustive but rather to provide examples of what is considered 'reasonable'.</p> <p>Examples of hospitality or entertainment falling outside these guidelines would be a dinner costing more than £100 per head or tickets to the Champions League final or Wimbledon final, or a round of golf at St Andrews</p> | <p>Provision of all such hospitality or entertainment must be approved by an individual's line manager.</p> <p>Provision of any hospitality, entertainment or gift which fall outside these 'reasonable' guidelines must be approved by a business Managing Director.</p> <p>All approvals must be obtained beforehand and logged.</p> <p>Each Group company keeps its own log.</p> <p>The Group Marketing and Communications team keeps the O2 Arena log for the Group as a whole.</p> <p>SCI's Business Development team keep the log for the THFC box</p> |
| Provision of corporate hospitality or entertaining to Group employee | <p>Employees can often be offered corporate hospitality/entertainment/gifts by actual or potential business partners. This continues to be permitted as long as it is deemed to be reasonable.</p> <p>The same guidelines apply to what is reasonable as apply to the provision of such hospitality, etc by Group employees, set out above.</p> | <p>Acceptance of such reasonable hospitality, entertainment and gifts must be declared and approved by an individual's line manager.</p> <p>Acceptance of any such hospitality which falls outside the 'reasonable' guidelines must be approved by a business Managing Director.</p> <p>All approvals must be obtained beforehand and logged as above.</p> |
| Provision of goods or services to employees by suppliers to the Group | <p>Suppliers of goods or services often try and build relationships with businesses by offering key employees discounted goods or services for their own personal use. Usually, this is not regarded as bribery or attempted bribery, but excessive discounts or value provided could lead to the perception of bribery.</p> | <p>All goods and services obtained by Group employees from Group suppliers should be formally declared and registered, even if they have been obtained at a normal price.</p> <p>All Christmas gifts will be declared and auctioned (speak to local purchasing teams).</p> |

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| International business: payment of local or national government fees or taxes in any country outside the UK | <p>Governments and government officials operate in different ways around the world. Sometimes, illicit payments can appear to be legitimate payments for fees or taxes.</p> | <p>All payment of fees, taxes or any other such item, to local or national government bodies outside the UK must be approved by the appropriate business unit Managing Director.</p> |
| International business: due diligence on Counterparties | <p>In a number of countries, Group companies may need to retain local individuals or firms as agents, distributors, representatives, consultants or partners (collectively referred to as "Counterparties") to conduct their business. A Group company may be held liable for corrupt payments (wherever made) a Counterparty makes on that company's behalf.</p> <p>Accordingly, the Group requires that all Counterparties comply with anti-bribery laws at all times. In addition to the normal due diligence process that focuses on the Counterparty's relevant expertise, experience and qualifications, all Group officers and employees must take additional steps to secure compliance with anti-bribery laws.</p> | <p>First, the Group company in question must apply a risk assessment to determine the competence and reputation of the current and prospective Counterparty, as well as the Counterparty's contacts with any foreign officials.</p> <p>Second, any Group company that deals with a Counterparty abroad must keep a detailed file of the due diligence carried out in relation to that arrangement. Counterparties that have been approved by a particular Group company must also be reviewed periodically to ensure that the Counterparty still complies with anti-bribery laws.</p> <p>Third, all contracts between Group companies and Counterparties should contain appropriate representations and warranties from the Counterparty concerning past and future compliance with anti-bribery laws.</p> <p>Fourth, Group officers and employees should evaluate whether the proposed compensation to be paid in exchange for services rendered or products delivered is reasonable in all the circumstances.</p> |

Policy approved by:
Name: Paul McNerney

Title: Chief Executive Officer

Date: November 2025