ANTI-BRIBERY & CORRUPTION POLICY

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1. Policy Overview

1.1 Purpose

This Policy sets out the standards and expectations of Cairn Homes plc (the "Company") and each of its subsidiaries ("the Group") in relation to the prevention of bribery and corruption.

The Company is committed to conducting all business in an honest, transparent and ethical manner and we do not permit under any circumstances the offering, receiving or facilitation of bribes or any form of improper payments or advantage and we will always adhere strictly to relevant laws in relation to bribery and corruption.

This policy is not intended to prohibit practices provided they are proportionate, appropriate, properly recorded, and in all other aspects are in compliance with Cairn's policies. There is clear distinction between facilitation payments (which are never permitted) and the payment of a fee which is a legal, permitted, and transparent payment (for instance additional charges for expedited services). Payments are generally permissible if they are legal under the applicable legislation, it is the only reasonable solution given the situation, and the payment is clearly documented and properly accounted for.

1.2 Scope

This Policy applies to Cairn Homes plc, and all its subsidiaries, including all part time, fixed term and agency employees.

This Policy should be read in conjunction with other relevant Company policies and procedures, including but not limited to the Code of Conduct, Conflicts of Interest Policy, Confidential Reporting Policy, Lobbying Policy, and any applicable financial controls or procurement policies.

All references to "Cairn", "the Group", "the Company", "the business", "we", "us" and "our" in this Policy should be read accordingly.

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2. Policy Statement

The Company adopts a **zero-tolerance approach** to bribery and corruption.

No person acting on behalf of the Company may:

- Offer, give, request or accept a bribe

- Provide or receive anything of value intended to improperly influence a business decision
- Engage in any conduct that could create the appearance of improper influence

Bribery includes financial or non-financial advantages, including gifts, hospitality, travel, entertainment or other benefits.

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3. Definitions

- **Bribery & Corruption:** Offering, promising, giving or receiving anything of value to influence a decision improperly, including abuse of position or power for personal or corporate gain. Examples include:
    - Direct bribes, e.g. cash payments
    - Indirect bribes, e.g. requesting payments to favourite, political or charitable organisations
    - Inappropriate gifts, entertainment or business trips
    - Kickbacks or inappropriate commissions
    - Deliberatively uncompetitive procurement for personal gain
    - Facilitation payments
- **Designated Public Officials:** as defined in the Regulation of Lobbying Act 2015
- **Irish Officials:** as defined in the Criminal Justice (Corruption Offences) Act 2018
- **Facilitation Payments:** Unofficial payments made to secure routine government actions (strictly prohibited)
- **Gifts:** any item, service, cash, voucher, discount or benefit of material value provided by a third party free of charge or at a cost substantially below commercial value, without any expectation of a return service
- **Entertainment:** includes meals, attending events or providing/receiving hospitality (for example, attending a sporting event), outside of the normal course of business

If you are in any doubt as to the nature or risk with the giving or receiving of any gift or entertainment, please contact the Company Secretary before you give or accept the gift / entertainment.

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4. Governance and Responsibility

- The **Board of Directors** has ultimate responsibility for this Policy
- Day-to-day oversight is delegated to the **Company Secretary**
- Managers are responsible for ensuring compliance within their teams

The Policy shall be:

- **Reviewed annually**
- **Approved by the Board**

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5. Gifts and Entertainment

5.1 General Principles

To help ensure risks associated with bribery and corruption are avoided, this policy requires that you do not provide or receive payments or gifts, entertainment, hospitality or favours if this could lead to you or someone else misusing their position or performing their job improperly. To support this policy, the following rules must be followed at all times. It is the responsibility of all employees to ensure they follow these rules and, where necessary, seek prior approval for the giving or receiving of Gifts or Entertainment. Where applicable, the Travel and Expenses Policy must also be adhered to.

5.2 What is permitted

The giving of Gifts and Entertainment and/or the hosting of events and hospitality by Cairn are permitted only when:

- they are intended to foster legitimate (i.e., lawful) business relations; and
- their nature and timing, and the circumstances in which they are given, are not capable of either improperly influencing the recipient or attendees, or being perceived as improperly influencing them.

5.3 The Gift and Entertainment Register

All Gifts/Entertainment valued at over €50 given or received (even if offered and declined) should be logged on an internal Register of Gifts and Entertainment. The Register is intended to help the business monitor:

- for any risks of bribery and corruption;

- Gifts or Entertainment received or provided meet the requirements of this policy; and
- the giving or receiving of Gifts, Entertainment or sponsorship in connection with your employment by Cairn Homes.

The Register will be maintained by the finance function and will be monitored by the Chief Financial Officer.

5.4 What to do if you wish to receive or give Gifts/Entertainment:

You must report if you wish to give to, or receive from, any single individual or organisation, Gifts or Entertainment valued at over €50, by following the process set out in section 5.5 below. Gifts or Entertainment below this threshold do not require reporting.

Any Gift or Entertainment valued above €150 must be approved by a C-Suite member or their nominated manager-level employee. Gifts and Entertainment may only be approved through the process set out in section 5.5 below.

The report or approval (if required) to the Register must be made in advance of giving/receiving the Gift or Entertainment.

5.5 Process to Report and Request Approval (*if required*) for Gifts and Entertainment

Reports or Approval Requests must be made through the Register reporting/approval form. This form captures the following information:

- the date and description of the Gift/Entertainment to be provided/received;
- name of the person/company to provide and receive the Gift/Entertainment;
- reason for the provision/receipt of the Gift/Entertainment; and
- the estimated value* of the Gift/Entertainment.

**When determining the value of a Gift or Entertainment when it is unknown, it must be ascertained on a reasonable and objective basis.*

Approval Requests will be sent to the relevant C-Suite member/nominated manager-level approver for approval. You will then receive an email confirming if your request has been approved or rejected.

For expenses that include costs for Gifts or Entertainment, the report/approval must be recorded on the Register before any reimbursement through the expenses process can be claimed.

Centrally distributed Gifts or Entertainment must also be recorded (including but not limited to Christmas gifts) on the Register.

Employees must promptly notify the Company Secretary if any Gift or Entertainment provided on behalf of the Company is declined and/or returned by the recipient.

6. Designated Public Officials/Irish Officials

You must avoid providing Gifts, Entertainment, or favours to any Designated Public Official or Irish Official. If it is necessary to do so for legitimate business purposes, the Gift/Entertainment must be modest. Never provide cash or cash equivalents.

If you are in any doubt about whether you can give/receive a gift or entertainment to/from a Designated Public Official or Irish Official, please seek guidance from the Director of Public Affairs & Policy.

7. Reporting a Concern

The prevention, detection and reporting of fraud, bribery and any improper payments is all of our responsibility. Any individual who is concerned about another individual's non-compliance with this Policy should raise the matter in the first instance with their Line Manager or by using the Confidential Reporting system.

A lack of adherence to this Policy could result in disciplinary action. Any investigation will be undertaken in accordance with the Company's disciplinary procedure.

If you have any concern about Gifts or Entertainment, whether that involves another party or yourself directly, please reach out to the Company Secretary or if you wish, consult our Confidential Reporting Policy about the best way to raise your concern.

We will not tolerate any form of retaliation against anyone for making a good faith report of a potential violation of this Policy.

If you are offered, promised, or asked to provide a bribe or any improper advantage, you must refuse the offer immediately, and promptly report the incident through one of the following channels:

- your Line Manager;
- the Company Secretary; or,
- the Company's Confidential Reporting System (https://cairn.integrityline.com).

END OF POLICY