



VISVIRA LIMITED

ANTI-BRIBERY & CORRUPTION POLICY

Dated January 2024



Table of Contents

Anti-Bribery & Corruption Policy.....	2
Policy Statement	3
About this Policy.....	3
Who must comply?.....	3
Managing the Policy	3
What is Bribery?	4
What you cannot do.....	4
Fraud and Extortion.....	4
Bribery.....	4
Facilitation Payments.....	4
Gifts and Hospitality	4
Third Parties	5
Sponsorships Political and Charitable Contributions	5
Engagement with government or public officials	6
Financial records and internal controls	6
If in doubt	6



Policy Statement

About this Policy

VisVira Limited is committed to conducting its business with honesty and integrity and in compliance with the laws of all the countries in which the Company is active. This policy has been developed in order to facilitate the observance of all relevant anti-bribery and anti-corruption laws and regulations including but not limited to, the UK Bribery Act 2010 (as amended), the United Nations Global Compact Business Principles and OECD recommendations regarding corruption.

The objective of this Policy is to (a) reinforce VisVira commitment to anti-corruption compliance; (b) set out VisVira standards of conduct for the prevention of corruption; (c) provide the foundations for the development of procedures to manage VisVira corruption risk; and (d) provide for the effective communication and review of the Policy and its associated procedures.

'Covered Persons' means all directors, employees, officers, and contractors of the Company.

Who must comply?

This Policy is applicable to VisVira and also to all Covered Persons.

This Policy sets out the minimum standards of conduct applicable to VisVira. This Policy may need to be adapted to reflect the legislative requirements relating to anti-corruption in particular jurisdictions.

The Policy should be read and applied in conjunction with the prevailing VisVira policies, codes and guidelines on related matters including (but not limited to)

Any guidance published pursuant to this Policy.

Disciplinary rules and procedures.

Local applicable legislation in the country of operation

Managing the Policy

The custodian of the Policy is the Directors of VisVira who shall be responsible for the administration, revision and interpretation of the Policy.

The VisVira Directors are responsible for:

- (a) Providing all new Covered Persons with a copy of this policy; and
- (b) Ensuring that Third Parties are made aware of this Policy,

VisVira is committed to ensuring that its exposure to corrupt activity is subject to periodic risk.

What is Bribery?

“The giving or receiving of money, a gift, a benefit or any other advantage – financial or otherwise as an inducement to do something that is dishonest, illegal, a breach of trust in the course of doing business or to gain an unfair or improper advantage.”

What you cannot do

VisVira take a zero-tolerance approach to bribery and corruption and is committed to carrying out business fairly, honestly and openly, and without improper influence. VisVira does not, either directly or indirectly, through intermediaries or other third parties, solicit, receive, offer, promise or provide any financial or other advantage of material value or otherwise exercise improper influence in its dealing with other business, or with Government or Public Officials with the intentions of obtaining any improper advantages in the conduct of its Business. All Covered Persons are required to comply with this Policy and are responsible for ensuring that VisVira business is undertaken with the utmost integrity with regards to the following matters:

Fraud and Extortion

Fraud and Extortion are criminal offences. VisVira prohibits the direct or indirect demand for, or acceptance of, any advantage, through deception or otherwise, which is used for a Covered Person's or VisVira benefits.

Bribery

Bribery is unlawful in all jurisdictions in which VisVira operates. Irrespective of the jurisdiction, VisVira prohibits all forms of bribery whether or not the advantage, benefit or improper performance many have been offered or received indirectly for example, via a customer, agent, intermediary or supplier.

Facilitation Payments

VisVira prohibits facilitation payments.

A facilitation payment is a payment of a bribe to a government or other official to secure or expediate the performance of an action.

In circumstances where the payment of a bribe or similar is demanded under duress, whether paid or not, this must immediately be reported to VisVira directors.

Gifts and Hospitality

VisVira recognise that fostering good relationships with business partners is important to its continued success. The provision and receipt of modest gifts and entertainment, and the

incurring of modest expense, are acceptable in principle provided that they are reasonable and made transparently.

However, the provision or receipt of any gift or entertainments, or the incurring of any expenses, is not permitted where it is offered or received in exchange for a business or other improper benefit, creates any sense of 'obligation', influences business judgement or creates a conflict between Covered Persons personal interests and those of VisVira or is otherwise illegal.

Any activity that could be perceived as having any of the above effects is also prohibited. VisVira business decisions and those of Third Parties must be made objectively and without influence by gifts or favours. Covered Persons may only offer or accept corporate or personal gifts and hospitality of a modest value. All gifts and hospitality offered and received above £10 should be reported to the VisVira Directors to be recorded in the Gifts and Hospitality Register.

Third Parties

VisVira is aware that it's reputations may be damaged by the conduct of Third Parties acting on it's behalf. In certain circumstances their actions can have legal implications for VisVira. As such, it is not acceptable for Third Parties acting on VisVira' behalf to act in a way that would breach this Policy were the act in question undertaken by VisVira directly.

VisVira is therefore committed to (a) taking responsible steps to ensure that Third Parties are made aware of, understanding and adhere to this Policy, (b) verifying the integrity and reputation of Third Parties through appropriate and responsible due diligence in light of perceived levels of risk; and (c) where necessary putting in place appropriate controls to monitor the use of VisVira's assets by Third Parties action on VisVira's behalf.

Sponsorships Political and Charitable Contributions

VisVira makes charitable contributions and offers sponsorships for the purpose of socio-economic development or cultural or sporting activities. Charitable donations and sponsorships must not be perceived as being given for improper purposes. Where a charitable donation or sponsorship is proposed, it must be transparent, documented, made in accordance with applicable law and assessed for compliance with this Policy and any related procedures.

VisVira does not participate directly or indirectly in party politics and does not make payments to political parties, politicians or related organisations. In exceptional circumstances, donations may be made, with approval of VisVira Directors. Political

donations must be made only to pro-democratic registered parties that are committed to the protection of human rights, good governance and the rule of law.

VisVira respects the right of Covered Persons to participate in the political process. When pursuing such activities, Covered Persons and Third Parties must ensure that their views are not identified as those of VisVira.

Engagement with government or public officials

In the normal course of business, meetings may be scheduled with Government or Public Official for the purpose of discussing legitimate VisVira business. These meetings must be held in an open and transparent manner in order to minimise the perception of any corrupt activity taking place.

Financial records and internal controls

VisVira must maintain details and accurate financial records and a system of internal controls that ensures accountabilities for all shareholders assets. "Off-the-books" payments and fraudulent accounting practices, for example knowingly falsifying financial records to cover up or disguise any improper payment, are prohibited.

Covered Persons have a responsibility to protect VisVira assets from theft, loss, abuse, unauthorised use or disposal. They must use Company assets only for purposes related to conducting their VisVira responsibilities and may use Company assets for other (including personal) uses only when properly authorised.

Signature:

Name	Position:	Date Signed
------	-----------	-------------



Andrea Jones	Director VisVira Ltd	24-01-24
--------------	----------------------	----------

If in doubt

Questions should be directed to VisVira Limited by emailing hello@visvira.ai