

# **Standards of Business Conduct Content**

## **Contents**

### **1. Introduction**

#### **Message from Tadeu Marroco**

- Our Goals and Ethical principles
- Our Work Approach
- The Role of Line Managers
- Making ethical decisions

### **2. Reporting Violations**

- Violation Reporting Policy (Speak Up)

### **3. Social Sphere and environment**

- Our people: respect in the workplace
- Human rights
- Health, Safety and Welfare
- Environment

### **4. Personal and business integrity**

- Conflicts of Interest
- Anti-Bribery and Corruption
- Gifts and Entertainment (G&E)

### **5. External stakeholders**

- Interaction with government agencies and Public Contribution
- Political contributions
- Community investments

### **6. Corporate Assets and Financial Integrity**

- Accurate maintenance of accounting records and documents
- Safeguarding Corporate Assets
- Data Confidentiality, Ethics, and Artificial Intelligence
- Cybersecurity, Privacy, and Information Protection
- Insider dealing and market abuse

### **7. National and International Trade**

- Competition and Antitrust Legislation

- Sanctions and Export Controls
- Anti-Illicit Trade
- Anti-Tax Evasion and Money Laundering

## **8. Glossary**

Glossary Terms

## **Our Standards of Business Conduct**

### **Introduction**

#### **Message from**

#### **Tadeu Marroco**

**Transforming our business in the right way is of the utmost importance to me.**

**This means we have a responsibility to be principled and transparent with each other, our suppliers, our consumers, as well as the communities within which we operate. Our ethos and values are behaviours that we live by. Our Standards of Business Conduct (SoBC) support us by setting out the standards we expect of ourselves and our colleagues. Our unwavering commitment to integrity, and to delivering business results responsibly, is non-negotiable.**

**I believe in collaboration, trust, and creating safe spaces for people to question and challenge without fear of reprisal. That means supporting and trusting colleagues to do their jobs responsibly, and raising concerns about wrongdoing. I want you to feel confident that you will be supported, and that your voice will be heard. Please take time to read and understand our SoBC, and ensure you follow the rules as we work together to transform our business, and build A Better Tomorrow™.**

**Tadeu Marroco**

**Chief Executive**

**January 2024**

### **Our Purpose and Ethos**

We have an ambitious goal: to build a better future through our «A Better Tomorrow»™ strategy.

To achieve this goal, we will reduce the impact of our business on health by introducing various new product categories designed to meet the needs of adult consumers.

### **Our ethos**

Sets out our values

A key driver to delivering A Better Tomorrow™ is our ethos, which guides our culture and behaviours across the entire Group, ensuring an organization that is future-fit for sustainable growth. These five key behaviours are bold, fast, empowered, diverse and responsible.

### **Our culture**

we deliver results with honesty and integrity

The way we work is underpinned by a collective commitment to deliver our business results with high standards of honesty and integrity, which are understood and upheld by everyone across the company

### **Our SoBC**

*Guides our behaviours*

The values and behaviors expressed by our ethos are enshrined in our Standards of Business Conduct (SoBC), which set out the high standards of honesty and integrity we are committed to upholding.

### **The way we work**

Our Standards of Business Conduct are a set of global policies of British American Tobacco, expressing the high standards of honesty and integrity we are committed to upholding.

### **Local versions of the SoBC**

Each operating company in the Group must adopt the Standards (SoBC), or its own standards reflecting them. If a Group Company wishes to implement its own version of the Standards (SoBC), it must be at least as stringent as the current SoBC, such a version must receive approval from the Global Legal Department's team after endorsement and submission by the head of the respective Regional Legal Department. Subsequently, it should be formally ratified in writing by the Business Ethics and Compliance Department of AG. In case the SoBC contradict local legislation, local law will take precedence.

### **Priority of Standards of Business Conduct**

In the case of contradictions or inconsistencies between the SoBC (or their local version, if applicable) and any other document issued by a Group Company (including employment contracts), the terms outlined in the SoBC (or local version, if applicable) will prevail. The provisions of all policies and procedures referenced in the SoBC (or their local version, if applicable) are mandatory for all employees of BAT.

Our global compliance program promotes an ethical culture and outlines the expected standards of behavior specified in our SoBCs. At BAT, we recognize that the most stable and long-lasting relationships are based on trust and transparency. Consequently, we consistently endeavor to ensure that our communication and marketing initiatives are responsible across all channels, paying meticulous attention to how, what, and with whom we communicate. Concerning marketing communications, this is regulated by **our International Marketing Principles (IMP)**, independent of the SoBC.

### **Commitment to honesty and integrity**

We must comply with the SoBC and all laws and regulations which apply to Group Companies, our business and to ourselves. We must always act with high standards of honesty and integrity.

Our actions must always be lawful. However, honesty and integrity imply more. It signifies that all our actions, behavior, and approach to conducting business must be responsible, conscientious, sincere, and deserving of trust.

We are all expected to know, understand and abide by the SoBC or their local version.

The SoBC applies to all Employees of BAT, its subsidiaries and joint ventures which BAT controls. If you are a contractor, secondee, trainee, agent or consultant working with us, we ask that you act consistently with the SoBC and apply similar standards within your own organization. The Standards of Business Conduct are supplemented by BAT's **Supplier Code of Conduct**, which defines the minimum requirements we expect our suppliers to adhere to, and is incorporated into our contractual arrangements.

### **Duty to report a breach**

We have a duty to report any suspected wrongdoing in breach of the SoBC or the law. We should also report any such conduct by third parties working with the Group.

Be assured that BAT will not tolerate any retaliation against people who raise concerns or report suspected breaches of the SoBC or unlawful conduct.

### **Consequences of a breach**

Disciplinary action will be taken for conduct that breaches the SoBC or is illegal, including termination of employment for particularly serious breaches.

Breaches of the SoBC, or the law, can have severe consequences for the Group and those involved. If conduct may have been criminal, it might be referred to the authorities for investigation and could result in prosecution.

### **Safe and secure environment**

Group Companies are responsible for maintaining the safety of our people and the security of assets and information, as further detailed in our Group Security Procedure.

### **Responsible marketing**

Group Companies and Employees shall ensure the responsible marketing of Group products, as governed by our International Marketing Principles which are independent from the SoBC.

### **SoBC annual confirmation and training**

Every year, all our Employees and Group entities must formally confirm that they have complied with the SoBC and undergo training.

Employees do this as part of the annual confirmation of compliance with the SoBC, where we reaffirm our commitment and unwavering adherence to the SoBC, and also remind us to declare or confirm any personal conflicts of interest to ensure transparency.

New joiners undertake a mandatory induction covering our SoBC policies, including lobbying and engagement, and are asked to disclose conflicts of interest.

Our Group entities, through the Control Navigator framework, confirm the existence of adequate procedures in their business units or markets to ensure compliance with the requirements.

### **Media and use of social media**

If you are contacted by a journalist or media outlet for comment, please refer such requests to your local External Communications team (Group press office can be contacted at [press\\_office@bat.com](mailto:press_office@bat.com)).

Use of social media by Employees can pose risks to BAT's assets and reputation. Employees must exercise good judgement when using social media and ensure they comply with the SoBC.

*We are all expected to know, understand, and follow the SoBC.*

### **The role of line managers**

Our SoBC, policies and procedures apply to everyone, whatever their role or seniority. Managers are required to exemplify commitment to SoBC through their own actions. If you're a manager, you must ensure that all your subordinates are acquainted with the SoBC, have undergone training, and have the resources they need to understand what is expected of them.

If you're a line manager, an additional responsibility is placed on you to report any concerns to the legal department. Employees who disregard such information, prevent colleagues from expressing concerns, or discourage them from doing so may face disciplinary action.

### **Line managers are expected to:**

- know BAT's ethos and stand up for what is right

- coach their team to ensure they know how to ‘Deliver with Integrity’ and recognize consistent behaviours
- role model respect in the workplace
- foster an environment in which concerns are freely raised without fear of retaliation
- raise concerns when appropriate to do so.

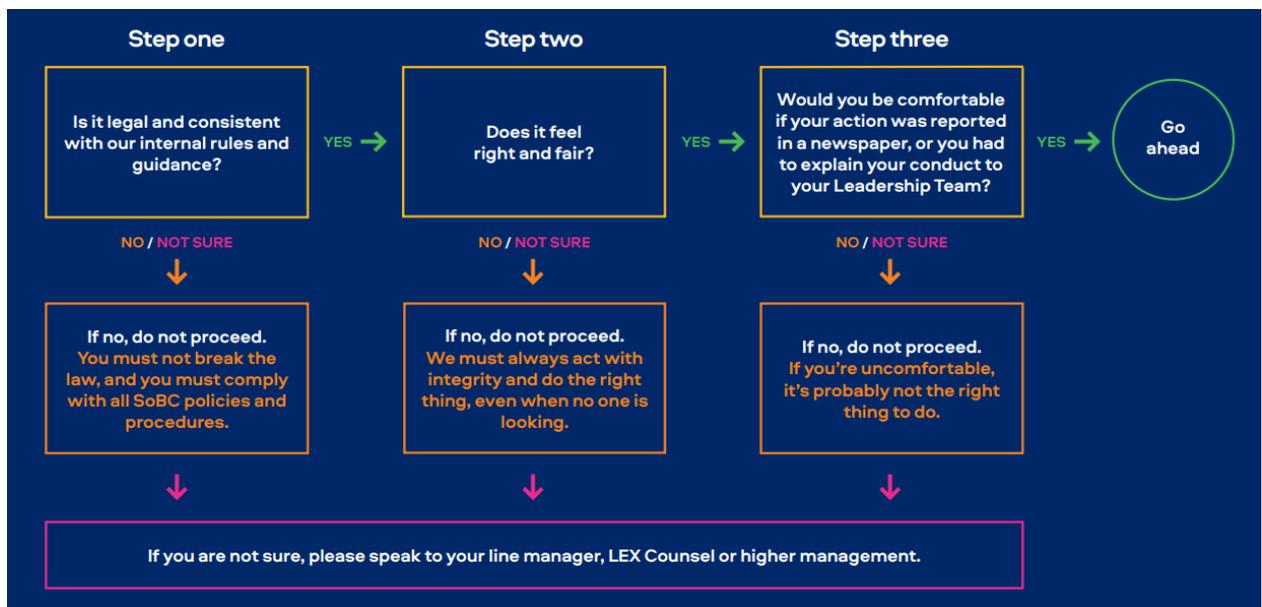
**No exception or compromise**

No line manager has authority to order or approve any action contrary to the SoBC, or against the law. In no circumstances will we allow our standards to be compromised for the sake of results. How you deliver is as important as what you deliver.

If a manager orders you to do something in breach of the SoBC or the law, raise this with higher management, the responsible Legal Counsel or an authorized official (gdo@bat.com). You can also report the matter through our confidential Speak Up hotline if you do not feel able to speak to someone internally.

**Ethical decision-making**

Our SoBC cannot cover every possible situation you may encounter, and it’s important that you know how to choose the right course of action. If you are in an ethically difficult or uncertain situation, follow the guide below.



**Reporting violations**

**Violation Reporting Policy (Speak Up)**

Reporting a violation takes courage. The Speak Up process is there to support you in doing so and tell you how we will treat your concerns.

**We encourage you to Speak Up**

Anyone working for or with the Company who is concerned about actual or suspected wrongdoing at work (whether in the past, occurring or likely to happen) should Speak Up.

This includes Employees, contractors, contingent workers, business partners, customers, suppliers and their workers.

### **Examples of wrongdoing**

Examples of wrongdoing include:

- criminal acts, including theft, fraud, bribery and corruption
- endangering the health or safety of an individual or damaging the environment
- bullying, harassment (including sexual harassment) and discrimination in the workplace, modern slavery or other human rights abuses
- falsifying documents
- other breaches of the SoBC or other global policies, principles or standards of the Group
- failing to comply with any legal obligation, by act or omission
- a miscarriage of justice
- concealing any wrongdoing.
- forcing others to do any of the above acts.

Line managers have an additional responsibility to report any reported violations to the management. Employees who disregard such information, prevent someone from expressing concern, or discourage an employee from making such reports may face disciplinary action.

### **Who you can speak to**

You have several options to raise your concerns, and you can use the one you are the most comfortable with:

- a Designated Officer
- an HR manager or Legal Council
- your line manager
- our confidential, independently managed external Speak Up channels ([www.bat.com/speakup](http://www.bat.com/speakup)), which are operated independently of management, enable you to raise concerns online or via telephone (anonymously if you prefer).

Four senior Group executives act as our Group Designated Officers. Anyone can raise a concern with them directly.

They are:

- Head of AGC's Business Integrity and Compliance Department: Tamara Gitto

- the Company Secretary of British American Tobacco plc: Caroline Ferland
- the Group Head of Internal Audit: Graeme Munro
- the Group Head of Reward: Jon Evans

You can contact them by email ([gdo@bat.com](mailto:gdo@bat.com)), phone (+44 (0)207 845 1000) or by writing to them at British American Tobacco plc, Globe House, 4 Temple Place, London WC2R 2PG

### **Investigations and confidentiality**

No matter how you choose to Speak Up, your identity will be kept confidential as we fairly and objectively investigate your concerns.

Where appropriate, Company will take action which may include disciplinary action against individuals found to have breached the SoBC.

Where feasible and appropriate, you will also receive feedback on the outcome of the investigation, if we are able to contact you.

You can read more about how we will escalate and investigate your concerns in the Group SoBC Assurance Procedure.

### **Designated Officers and SoBC Assurance Procedure**

We have Designated Officers responsible for receiving concerns.

This Policy is complemented by the Group SoBC Assurance Procedure, which sets out in more detail how concerns or allegations of breach of the SoBC are escalated and investigated.

The SoBC Assurance Procedure enforcement procedure is an integral part of the SoBC and must be followed as if it were included in the SoBC.

### **Protection for those who Speak Up**

Even if you are not sure, you will not face retaliation (direct or indirect) for reporting an actual or potential violation.

We do not allow retaliation, harassment, or victimization of a person who expresses concern, helps those expressing concern, or participates in an investigation. Such conduct is itself a breach of the SoBC and will be treated as a serious disciplinary matter.

### **Whom to Contact:**

- Your line manager
- Higher management
- Responsible Legal Adviser
- Compliance Manager: [sobc@bat.com](mailto:sobc@bat.com)
- Message Portal: [bat.com/speakup](https://bat.com/speakup)

• Hotlines for Reporting: [bat.com/speakuphotlines](https://bat.com/speakuphotlines)

## **Social and environment**

### **Our people: respect in the workplace**

We must treat all our colleagues and business partners in an inclusive manner, with dignity and respect

### **What we believe**

We believe that fundamental labor rights should be respected, including freedom of association, the elimination of all forms of forced or compulsory labor, the effective abolition of child labor, and the elimination of discrimination in respect of employment and occupation.

Our policy on people and human rights practices is based on local and international labor laws, recommended practices and guidelines<sup>1</sup>.

We comply with all relevant labor laws and regulations.

### ***Diversity is a key principle of our ethos.***

<sup>1</sup>The International Labour Organization's (ILO) Declaration on Fundamental Principles and Rights at Work, the UN Guiding Principles on Business and Human Rights and the OECD Guidelines for Multinational Corporations.

### **Promoting equality and diversity**

We are dedicated to providing equal opportunities to, and fair treatment of, all our Employees, and to creating an inclusive workforce by promoting employment equality.

Diversity is a key principle of our ethos. Our Group-wide diversity and inclusion strategy focuses on ensuring all of our Employees can flourish. We respect and celebrate each other's differences, and value what makes each of us unique.

We must treat colleagues as we expect to be treated, respect their characteristics and opinions, and not practise any form of unlawful discrimination.

Discrimination can include (but is not limited to) allowing race, ethnicity, colour, gender, age, disability, sexual orientation, gender identity, gender reassignment, class, religion, politics, marital status, pregnancy status, union membership, smoking habits, or any other characteristic protected by law to influence our judgement when it comes to the recruitment, development, advancement or exit of any employee.

This reflects our support for ILO Convention 111 which sets out fundamental principles concerning the elimination of discrimination in the workplace.

To promote transparency and accountability, we publish an annual diversity and inclusion report detailing our global diversity and inclusion policy and our gender and ethnicity pay reporting

### **Preventing harassment and oppression**

All aspects of harassment and oppression are completely unacceptable. We are committed to removing any such actions or attitudes from the workplace.

Harassment and oppression include, but are not limited to, any form of sexual, verbal, non-verbal and physical behavior, which is abusive, humiliating or intimidating.

If we witness or experience such behavior, or behavior that is unacceptable in any other way, we should report it to our line manager. We seek to provide a climate of confidence where Employees can raise issues and aim for a swift resolution to the satisfaction of all concerned.

Employees can raise issues through Labor Dispute Resolution Procedure in JSC JV “UZBAT” or Group Speak Up channels.

### **Fair wages and benefits**

We are committed to the principle of providing fair, clearly defined and proportionate remuneration

Company must comply with all minimum wage legislation, and our strategy is for reward levels to be competitive within the local area.

### **Supporting work-life balance**

We are committed to supporting Employees’ work-life balance.

Company must comply with all applicable working time laws, taking account of any legally mandated maximum working hours requirements.

### **Human rights**

We must always conduct our operations in a way that respects the human rights of our Employees, the people we work with and the communities in which we operate.

### **What we believe**

We believe that fundamental human rights, as affirmed by the Universal Declaration of Human Rights, should be respected.

Our policy on people and human rights practices is based on local and international labor laws, recommended practices and guidelines<sup>2</sup>.

We comply with all relevant applicable labor laws and regulations.

<sup>2</sup>The ILO Declaration on Fundamental Principles and Rights at Work, the UN Guiding Principles on Business and Human Rights and the OECD Guidelines for Multinational Corporations.

### **No child labour**

We are committed to zero child labor in our supply chain. The well-being, health and safety of children is always of paramount importance.

We recognize that the development of children, their communities and their countries is best served through education.

We support ILO Conventions 138 and 182 which set out fundamental principles concerning the minimum age for admission to employment and for the elimination of the worst forms of child labor.

As such:

- any work which is considered hazardous or likely to harm the health, safety or morals of children should not be done by anyone under the age of 18
- the minimum age for work should not be below the legal age for finishing compulsory schooling and, in any case, not less than the age of 15

We expect our suppliers and business partners to align with our minimum age requirements, as set out in our Supplier Code of Conduct. This includes, that children from 15 years may do light work, provided it does not hinder their education or vocational training, or include any activity which could be harmful to their health or development (for example, handling mechanical equipment or agrochemicals). We also recognize training or work experience schemes approved by a competent authority as an exception.

### **Human rights management**

We are committed to promoting human rights in our sphere of influence, including our supply chain.

Our business and supply chain cover several areas with inherent risks and specificities for human rights, including agriculture, electronics and manufacturing.

We want to focus on the inherent human rights concerns of a particular industry and what is most important to the people working in our supply chain and involved in our business operations. To achieve this, we follow a defined process aligned with the UNGPs, emphasizing robust policies, thorough scrutiny, appropriate monitoring and reporting, and proactive error rectification when necessary. Understanding the perspectives and impacts on our key stakeholders, we integrate these insights into our relevant human rights initiatives.

For instance, adherence to our Supplier Code of Conduct is an expectation from all our suppliers, which we embed within our supplier contracts.

We have provided a number of verification processes applied to our tobacco and raw materials supply chain, as well as to our own commercial activities, and we report on the results of the audit in our consolidated annual report and the Environmental Protection, Social welfare and governance report. Our counterparty due diligence procedures, to the extent possible, monitor compliance with our policies and Supplier Code of Conduct, their effectiveness, and identify, prevent, and mitigate risks of human rights abuses and their consequences.

We aim to fully investigate and address any human rights issues identified in our operations or supply chain and strive for continuous improvement. Where human

rights abuses are identified against a supplier, there is a lack of commitment to remedy the situation, persistent inaction, or lack of improvement, then our engagement with that supplier should be terminated.

### **Inadmissibility of exploitation of labor and modern forms of slavery.**

We aim to ensure that our operations are devoid from slavery, dependency, forced or bonded labor, human trafficking and illegal migrant labor. The Company and Its Employees (and any recruitment and employment intermediaries, or other third parties cooperating on our behalf) will not:

- require workers to pay employment commissions, obtain loans, or pay unreasonable service fees or deposits as a condition of employment;
- require workers to surrender identification, passports or authorization documents as a condition of employment.

If legislation or hiring procedures mandate the usage of identification documents, we commit to employing them strictly within the legal framework. Should we retain or store employee identification documents for security purposes, this will solely occur with the informed written consent of the employee. This consent must be genuine and must ensure the employee has unrestricted access to these documents at any time and without any conditions.

### **Local communities**

We seek to identify and understand the unique social, economic, and environmental interests of the communities we operate in.

We seek to identify human rights risks that may be relevant to our operations and supply chain, or that may be impacted by our operations and supply chain. To do this, we will take into account the views of our stakeholders, including employees and their representatives. In doing so, we will seek the views of our stakeholders, including Employees and their representatives.

We will take appropriate steps to ensure that our operations do not contribute to human rights abuses, and to remedy any adverse human rights impacts directly caused by our actions.

We acknowledge that we have a significant role to fulfill in fostering a positive social influence across our entire supply chain. For instance, we endorse and collaborate with farmers to enhance their standard of living and ensure food security. Our community initiatives aid in cultivating the enduring resilience of rural societies. Our approach is based on a Community Investment Framework.

We encourage our Employees to play an active role both in their local and business communities. Company should seek to create opportunities for skills development for Employees and within communities where we operate and aim to work in harmony with the development objectives and initiatives of host governments.

***All our suppliers are expected to meet the requirements of our Supplier Code of Conduct, and this is incorporated into our contractual arrangements with suppliers.***

### **Health, safety and welfare**

We must provide, and maintain, safe and healthy working conditions.

#### **What we believe**

We place a high value on the health, safety and welfare of our Employees, and are committed to providing a safe working environment, to prevent accidents and injury, and to minimize occupational health risks.

Our Group's Health and Safety Policy is founded on local and international labor laws and standards, striving to comply with or surpass the requirements set by health and safety laws and regulations in the countries where we operate.

#### **Occupational health and safety management**

We recognise the importance of the health, safety and welfare of all our Employees, contractors and non-company personnel in the successful conduct of our business.

Company must:

- Adopt health and safety procedures consistent with our Group Health and Safety Policy and our Global EHS Policy Manual or national law (whichever is the higher).

All Employees must:

- Take reasonable care of the health and safety of themselves and others while at work;
- Cooperate fully in all health and safety-related matters;
- Not interfere with or misuse equipment provided for safety; and
- Report any unsafe conditions in accordance with Global EHS Policy Manual.

#### **Safeguarding employee wellbeing**

We place a high value on the well-being of our Employees and are committed to providing a safe working environment to prevent accidents and injury, and to minimize occupational health risks.

We will work continuously to maximise the physical security of our Employees worldwide, ensuring that our policies and standards are understood, and that training is provided, so everyone is aware of the health, safety and security issues and requirements relevant to their work.

### **Environment**

We are committed to effective engagement with the environment in all our activities and in the wider supply chain we influence.

## **What we believe**

We believe that good environmental management is not only the right thing to do, but also makes sound business sense given how much we depend on natural resources for our products.

Our Group Environmental Policy is based on local and international labor laws, recommended practices and standards<sup>4</sup>.

We comply with all applicable environmental laws and regulations.

<sup>4</sup>ISO Environmental Management System 14001.

## **Protecting the environment**

Company must:

- adopt environmental procedures in accordance with the Group's Environmental Policy and the Global Environmental, Health and Safety Policy Manual or national legislation (whichever is more stringent).

Employees are encouraged to contribute to our environmental management programs by:

- their own impact on the environment, identifying opportunities to use resources responsibly and support the achievement of BAT's environmental objectives
- Ensuring they are familiar and comply with all environmental laws and regulations and our Global EHS Policy Manual;
- Ensuring that our suppliers and partners comply with the minimum standards for environmental sustainability set out in our Supplier Code of Conduct; and
- Reporting any non-conformances in accordance with the Global EHS Policy Manual

## **Our Environment Policy Statement has the following priority areas:**

- tackling climate change;
- eliminating waste and progressing towards a circular economy;
- protecting biodiversity and forests; and
- water stewardship.

All Employees are encouraged to undertake the Environmental Sustainability Foundation Programme, available on our Employee learning platform, the GRID

## **Who to talk to**

- Your line manager
- Higher management
- Your local Legal Counsel
- Head of Corporate Compliance: [sobc@bat.com](mailto:sobc@bat.com)
- Speak Up Portal: [bat.com/speakup](https://bat.com/speakup)
- Speak Up Hotlines: [bat.com/speakuphotlines](https://bat.com/speakuphotlines)

## **Personal and business integrity**

### **Conflicts of interest**

As employees, we have a duty to British American Tobacco to advance its interests. We must avoid conflicts of interest in our business dealings and disclose personal circumstances where a conflict may arise. To conduct our business with integrity, conflicts of interest must be managed effectively.

### **Acting in our Company's Best Interests**

We must avoid situations where our personal interests may, or may appear to, conflict with the interests of the Group or any Group Company.

Many situations or relationships have the potential to create a conflict of interest. The most common types of conflicts are set out below.

Generally speaking, a conflict of interest is a situation where our position or responsibilities within the Company presents an opportunity for us or someone close to us to obtain personal gain; or benefit (apart from the normal rewards of employment); or where there is opportunity for us to prefer our personal interests, or the interests of those close to us, above our duties and responsibilities to the Company.

### **Disclosing conflicts of interest**

When first joining the Company, or as soon as a conflict arises, you must disclose the conflict in the SoBC Portal. If you do not have access to the SoBC Portal, you should disclose the situation to your line manager.

If a situation might appear to others to create a conflict of interest but you do not believe that a conflict in fact exists, you should disclose it anyway. The appearance of a conflict of interest can create concerns, even where a conflict may not exist. When in doubt, you should err on the side of disclosure, so that higher management can be made aware of the situation if necessary.

Following disclosure, your line manager should engage with you to assess if there is any potential risk to the Company associated with the conflict, and if any steps may need to be taken to manage or mitigate any identified risk. In some instances, any risk to Company's interests may be so remote that no steps need to be taken.

However, if Company's interests could be negatively impacted by the conflict, conditions may need to be applied. This could include changes to your role or reporting line or your account responsibilities, or a requirement that you abstain from dealings with a particular customer, supplier or Company employee.

If you are a line manager, and you are unsure whether the declared interest requires conditions to mitigate the risk, you should read *Conflicts of Interest: A Guide for Line Managers*, and if you are still unsure, seek advice from higher management or responsible legal adviser

The Company's directors must disclose conflicts of interest and seek formal approval by the board of directors at its next meeting

We must also regularly review, update and confirm any conflicts of interest we may have.

### **Recording Conflicts of Interest**

Managers should ensure that any conflicts of interest disclosed to them are entered into the SoBC Portal or, where Employees do not have access to the SoBC Portal, notified to their responsible legal advisor.

What follows are some of the more common types of conflicts of interest. However, other situations could create conflicts of interest also. If you have any questions about whether your particular situation creates a conflict of interest, please talk with your line manager or local legal counsel.

### **Family or Personal Relationships**

Working with Relatives can create conflicts of interest, whether the Close Relative is also an employee of the Group, works for one of our competitors or business partners, or is a Public Official who could impact Company's business.

You must disclose all Relatives working for the Group. Close relationships with other people working for the Company can also lead to or create a conflict of interest. If you find yourself in such a situation, you should disclose such relationships.

In the course of your work, you should not have the ability to hire, supervise, affect terms and conditions of employment, or influence the management of Relatives or those with whom you are in an intimate relationship. It is unacceptable if a line manager and a subordinate are close relatives or have a close relationship. Your manager will inform you of the risk mitigation measures for your specific situation.

You must also disclose if you are in an intimate relationship with, or have any Close Relatives who, to the best of your knowledge, work or perform services for, or have a material financial interest in, or hold a senior position in, any competitor, Supplier, customer, Community Investments, or other business or organisation with which the Group has significant dealings.

If you have business involvement with a Close Relative at a customer, Supplier or Community Investments, or with any business or Community Investments in which your Close Relative holds a material financial interest or senior position, management may need to make changes to your role or account responsibilities.

You must also disclose if you have any Close Relatives who are Public Officials, and if they occupy a role in which they could have an influence on the commercial activities of the company.

It is not necessary for the individual in question to be a high-ranking decision maker. You should disclose if the Public Official has a role in which they could have an influence on the commercial activities of the company (this would normally exclude, for example, a school teacher, prison guard, fireman or a nurse employed by the state). If you are in any doubt as to whether disclosure is necessary, please consult with your local Legal Counsel.

### **Financial interests**

You are required to disclose information about yourself and all your Relatives living with in your household:

- Any financial interests in a competitor's company.

### **Outside Employment**

You are not permitted to work for or on behalf of a third party without first disclosing your intention and obtaining written permission from your line management.

For full-time employees, such work should not consume a substantial amount of time, occur during the Company's regular working hours, impair your work performance, or in any way obstruct your responsibilities to the Company.

Some situations are never acceptable. For instance, you are prohibited from working for a competitor of any Group Company or for a customer or supplier with whom you engage during your employment.

Working for or representing a third party entails part-time work, serving as a director or consultant, or providing services to any organization outside the Company (including charitable and non-profit organizations). This does not include unpaid voluntary work that you may undertake in your free time, provided it does not hinder your obligations to the Group.

### **Other Types of Conflicts of Interest**

These examples describe the most common types of conflicts of interest, but conflicts can arise in other situations. For example, a conflict of interest may arise when the Group makes community investments (including charitable contributions) to an organization with which you have a close relationship, or when you seek to exploit for personal gain a business opportunity that you became aware of through your work at BAT.

The key question to be answered is whether your personal interests, or those of a close relative, may conflict with your duty to act in the best interests of BAT. If your judgment or decision-making on behalf of BAT could be influenced by your personal interests, you must disclose this information.

### **Anti-bribery and corruption**

Company has a zero-tolerance approach and is committed to working against bribery and corruption in all forms. It is wholly unacceptable for Company, Employees or our business partners to be involved or implicated in any way in bribery or other corrupt or criminal practices, including fraud, embezzlement or extortion.

### **What is a bribe?**

A bribe includes any gift, payment or other benefit (such as hospitality, kickbacks, a job offer/work placement or investment opportunities) offered in order to secure an advantage (whether personal or business-related). A bribe need not have been paid or received; even the act of offering, asking for or agreeing to accept a bribe is enough.

*Under no circumstances should you offer, promise, or provide gifts, payments, or any other advantages to any individual (directly or indirectly), including State Officials, in*

*order to induce or encourage improper behavior or to influence, or attempt to influence, decision-making by any individual for the purpose of gaining an advantage.*

### **Inadmissibility of bribery**

Under the laws applicable to the Group, Bribery of a Public Official is a crime in almost all countries. In many countries, it is also a crime to bribe employees and agents of private organizations (such as our suppliers).

You are not allowed to:

- Offer, promise, or provide gifts, payments, or any form of benefit to any individual (directly or indirectly), including public officials, to instigate or support inappropriate conduct by any person, or to influence or attempt to influence a decision by a public official that benefits us; and
- Request or accept, agree to receive, or receive gifts, payments, or other advantages from any individual (directly or indirectly) as a reward or incentive for improper behavior, or gifts, payments, or other advantages that might give the impression of improperly influencing the decisions of the Group.

Violations of anti-bribery laws can have serious consequences for both groups and individuals

### **Inadmissibility of facilitation payments**

You must not make facilitation payments (directly or indirectly), other than where necessary to protect the health, safety or liberty of any Employee.

Facilitation payments are small payments made to smooth or speed up performance by a low-level official of a routine action to which the payer is already entitled. They are illegal in most countries.

The Company does not permit facilitation payments, except in exceptional circumstances where the health, safety or liberty of an Employee is at risk. In those situations, we involve local Legal Counsel (if possible before any payment is made). The payment must also be fully documented in the Group Company's books.

A published, well-documented expediting fee paid directly to a government or state-owned enterprise (not an individual) is not typically considered a facilitation payment under anti-corruption laws

### **Maintaining adequate procedures**

Company can be held to account for corrupt acts by third-party service providers acting on their behalf. Consequently, Company is expected to implement and operate controls which ensure that improper payments are not offered, made, asked for or received, by third parties performing services on their behalf.

Controls should include:

- 'know your supplier' and 'know your customer' procedures, and other Procedures against financial crimes, which are all proportionate to the risk involved;
- anti-corruption provisions in contracts with third parties which are appropriate for the level of bribery and corruption risk involved in the service and can result in termination if breached;
- where appropriate, anti-corruption training and support for staff who manage supplier relationships;
- prompt and accurate reporting of the actual nature and volume of transactions and expenses;
- applying the M&A Transactions Compliance Procedure to applicable transactions, including possible joint-venture arrangements. This includes an assessment of the risks associated with ethical issues.

### **Accounting, documentation and internal control tools**

The Company's records must accurately reflect the true nature and extent of transactions and expenditures. We must apply internal control tools to monitor the accuracy of financial and accounting records and their compliance with applicable anti-corruption laws and best practices.

### **Gifts and Entertainment (G&E)**

Occasional offering or acceptance of Gifts and Entertainment can be an acceptable business practice. However, improper or excessive Gifts and Entertainment can be a form of bribery and corruption and cause serious harm to the Company.

The Company must not offer or promise any G&E to our independent external auditors if this may create a conflict of interest or put their independence at risk

### **Offering and receiving G&E**

Any Gifts and Entertainment you offer, give or receive must:

- never be given/accepted if it can constitute bribery and corruption, as defined in the Anti-Bribery and Corruption Policy
- be given/accepted in an open way
- be lawful in all relevant jurisdictions, and not prohibited by the other party's organization
- not involve parties engaged in a tender or competitive bidding process
- not have, or be capable of being seen to have, a material effect on a transaction involving any Group Company
- not be a gift of cash or cash redeemable equivalent (vouchers, gift certificates, loans or Securities)
- not be asked for or demanded

- not be offered for something in return (i.e. offered with conditions attached)
- not be, or give the appearance of being, lavish or inappropriate (disrespectful, indecent, sexually explicit or might otherwise reflect on Company poorly)
- be approved in writing in advance (where approval is required by this policy and/or additional requirements)
- be expensed in accordance with the applicable business expense policies and procedures
- in addition, all G&E must be approved in the G&E Tracker.

### **G&E to Public Officials**

It is prohibited to directly or indirectly seek to influence a Public Official by providing G&E (or other personal advantage) to them or a Relative, friends or associates.

Regulatory engagement is part of our business. Providing or receiving G&E (within the stated Thresholds) in this context may be permissible. However, extra care must be taken, as many countries do not allow their Public Officials to accept G&E and anti-bribery laws are often strict.

We may offer or accept any G&E only with prior approval of Line Manager and Head of LEX, provided that it is:

- below the Threshold value of 200 USD per individual
- lawful, infrequent, and appropriate

Employees must obtain prior written approval from their line manager, the LEX department Director and the Chief Executive Officer of the Company to offer or accept G&E to or from Government Officials when the value exceeds US\$200, and to notify the Regional Director of the LEX Department/Business Ethics and Compliance Team Leader beforehand.

Offering and receiving G&E to or from Government Officials (or their Close Relatives) over £200 would only be appropriate if exceptional circumstances arise and requires prior written approval (as further detailed in the Procedure for Giving and Receiving G&E).

### **G&E to and from independent external auditors**

Company must not offer or promise to our independent external auditors any G&E that may create a conflict of interest or put their independence at risk (see G&E Procedure for further guidance on G&E involving external auditors).

### **When Offering or Accepting G&E, Consider:**

- Intent: Is the intent only to build or maintain a business relationship or offer normal courtesy? G&E designed to influence the recipient's objectivity in making a specific business decision will never be appropriate
- Legality: Is it legal in your country and in the country of the other party? If not, it is not appropriate

- Value: Is the market value reasonable (i.e. not lavish/ extravagant) and proportionate to the intent to build or maintain a business relationship or offer a normal courtesy? If not, it is not appropriate
- Frequency: Has the Group Company given G&E to the recipient infrequently?
- Transparency: Would you or the recipient be embarrassed if your manager, colleagues or anyone outside the Group knew about the G&E? If yes, it is not appropriate.

### **Private sector stakeholders**

We may offer or accept any G&E to/from a Private Sector Stakeholder without prior approval, provided that it is:

- below the Threshold value of £200 per individual per instance (or lower local equivalent); and
- lawful, infrequent, and consistent with reasonable business practice.

We must seek prior written approval via the G&E Tracker:

- from our Line Manager, Director of the Lex Department and General Director for the offering or accepting of any G&E above the £200 Threshold

Always note:

- when approving requests, approvers must be satisfied that the proposed G&E does not contravene any of the expectations set out above and, in particular, that the timing and/ or wider context could not be perceived to suggest that any decision could be influenced by the G&E;

there could be exceptional circumstances where pre-approval is not possible. Approval must be requested as soon as possible, and no more than seven days after G&E was given or received, with written justification provided as to why pre-approval was not requested or obtained;

- line managers, in consultation with local Legal Counsel, will determine what is to be done with any G&E offered to or received by Group Company Employees exceeding the applicable Thresholds. Generally, such G&E should be refused or returned. If this would be inappropriate or cause offence, the G&E may be accepted on the basis that it becomes the property of the relevant Group Company;
- you should never avoid your obligation to seek necessary G&E approval by paying for it personally or having someone else pay for it;
- all G&E must be expensed in accordance with the appropriate business expense policies and procedures;
- in no circumstance should Entertainment occur at Company's expense without the presence of Company personnel;
- for the avoidance of doubt, G&E should not be broken down into smaller amounts/values, in order to circumvent the Thresholds in this chapter;

- G&E should generally be directed to those with whom BAT has a business relationship and not their friends or relatives. But if friends, relatives or other guests of an individual attend, the costs should be aggregated for the purposes of the Thresholds in this chapter;
- refer to the **G&E Procedure** for further guidance on exceptional approvals and blanket approvals which may be available in certain limited circumstances; and
- additional information is available in the **G&E Procedure** and **G&E FAQs**.

**Who to talk to:**

Your line manager

Higher management

Your local Legal Counsel

Speak Up Portal: [bat.com/speakup](http://bat.com/speakup)

Speak Up Hotlines: [bat.com/speakuphotlines](http://bat.com/speakuphotlines)

Extra care must be taken, as many countries do not allow their Public Officials to accept G&E and anti-bribery laws are often strict.

**G&E from Group Companies**

There are no restrictions on Employees accepting G&E from a Group Company. Company should ensure that any such G&E are legitimate, appropriate and proportionate.

**Keeping a formal record and monitoring**

Company shall be responsible for the maintenance and monitoring of the G&E Tracker for Public Officials, and ensure that a register of Private Sector G&E and a register of all G&E above the Threshold levels are maintained.

**External Stakeholders**

**Lobbying and engagement**

**Interaction with government agencies**

Company is committed to corporate transparency. As a responsible company all our engagement activities with external stakeholders will be conducted with transparency, openness, and integrity. We have a legitimate contribution to make to policy-related debate that affects our operations, and our Employees are required to engage in accordance with this policy<sup>5</sup>.

<sup>5</sup>This Lobbying and engagement policy is based on the Organisation for Economic Cooperation and Development's (OECD) Principles for Transparency and Integrity in Lobbying.

### **The Group has a Legitimate Role to Play**

Participation in civil society is a fundamental aspect of responsible business and legislative process, and Company's employees must participate in the policy process in a transparent and open manner, in compliance with all laws and regulations of the markets in which they operate, including all registration and reporting requirements for interactions with government authorities.

Our engagement with politicians, policymakers and regulators is focused on providing them with accurate information, conveyed in a transparent manner. This creates a strong foundation on which external stakeholders can make policy decisions.

### **Transparency and high professional standards**

When engaging with external stakeholders, Company and Employees must ensure that:

- they participate in the policy process in an open and transparent manner, in compliance with all laws and regulations of the markets we operate in;
- they always identify themselves by name and corporate affiliation;
- they comply with our Anti-Bribery and Corruption chapter of this SoBC, including that they do not directly or indirectly offer or give any payment, gift or other benefit to influence any decision by any person to the advantage of the Group or any Group Company;
- they do not ask for or wilfully obtain from any person, confidential information belonging to another party, or obtain information by any dishonest means;
- they do not induce any person to breach a duty of confidentiality; and
- they offer constructive solutions that will best meet the objectives of regulation, while minimizing any negative unintended consequences.

### **Third parties**

**The Company does not support third parties on policy issues of mutual interest. In such cases, Group Companies and Employees must ensure that:**

- they publicly acknowledge support of third-party organisations, subject to commercial confidentiality requirements and data protection laws;
- they never ask a third party to act in any way that contravenes with the "Government Relations and Public Contribution" chapter or the "Anti-Bribery and Corruption" chapter of this SoBC; and

- require all Third Parties to comply with the laws and regulations in effect in the markets in which they operate, regulating the requirements interaction with government agencies.

### **Accurate, evidence-based communication**

When conducting external engagement activities, Employees must endeavor to:

- share accurate, complete and evidence-based information with regulators, politicians and policymakers to best inform decision-making.

### **Financial travel support to Public Officials**

It is prohibited to provide financial travel and/or accommodation support to Public Officials (e.g. to pay for their travel/accommodation to attend an event or business meeting). If an exceptional circumstance arises which warrants a request for this rule to be varied, then it must be approved by the Group Head of Government Affairs and the AGC Business Integrity and Compliance in accordance with the G&E Procedure.

*When engaging with external stakeholders, Companies and Group employees must ensure that their participation in the political process is open and transparent, in compliance with all laws and regulations of the markets in which we operate*

### **Political contributions**

Company shall not directly or indirectly provide financial or other support to political parties and organizations, their employees, already elected politicians and candidates for elected positions, including those aimed at influencing the discussion of issues related to the Company or the BAT Group. In addition, Company and Employees must not be involved in the financing of political parties, organizations and/or politicians by anyone.

### **Personal political activity**

We have the right to participate in the political process as individuals. When engaging in personal political activities on our own initiative, we, as Employees of the company, must:

- engage in it in their free time, using their own resources for this. Examples of the Company's resources that cannot be used for personal political activity include company email, computers, phones, printers, copiers, etc.;
- minimize the possibility of our own views and actions being misconstrued as the views and actions of a Group Company;
- ensure that our activities do not conflict with our duties and responsibilities to the Group.

If an employee plans to take public office, he should notify his line manager in advance, discuss with him whether his official duties in this position may affect his work, and provide any assistance to minimize such an impact.

## **Community investment**

We recognise the role of business as a corporate citizen, and Group Companies are encouraged to support local Community Investments and charitable projects

### **What we believe**

'Community Investments' are voluntary activities, beyond our commercial and core business activities and our legal obligations, that contribute to the economic, social and environmental sustainability of the countries and communities in which we operate.

These investments address a wide range of issues and causes in the communities where we operate, often involving charities, non-government organisations (NGOs) and 'civil society', and include expenditure on community projects or charitable contributions, in-kind donations and employee volunteering.

*Company should not make any community investment without first applying the due diligence and governance approach detailed in the Group Community Investment Framework.*

### **Supporting local communities**

As an international business, BAT plays an important role in many countries, and Group Companies have built close ties with the communities in which they operate. We have a long-standing approach to supporting and giving back to these communities through our Community Investments.

The Group Community Investment Framework sets out how Group Companies must develop, deliver and monitor Community Investments, aligned with the UN Sustainable Development Goals.

### **Full accounting of all Investments**

All Group Company Investments in communities must be fully recorded in the company's accounting records and, where required, published by the Company or the recipient.

Group Companies should ensure that Community Investments they report for ESG reporting purposes are consistent with those they report through Finance, for financial and statutory reporting purposes.

### **Government officials, state-owned enterprises (SoEs) and equivalent public bodies**

Additional due diligence and risk mitigation steps are required if contributions are to be made to a government organisation, SOE or equivalent public body (including in response to a request from government to provide funding to assist disaster relief efforts), applying the due diligence and governance approach detailed in the Group Community Investment Framework, and supporting Annexure.

Company must take care to ensure that such government organisation, SOE or equivalent body are genuine, and that the community investment contribution benefits the general public and not Public Officials and their families.

We must not contribute to the personal charitable funds of a public official or persons associated with that public official

Community Investments must never be used as an indirect means to make political contributions, to seek political influence, to induce or reward Improper Conduct, or in lieu of payment through Company's usual payments processes for services provided the Company.

### **Verifying reputation and status**

Company should not make any community investment without first applying the due diligence and governance approach detailed in the Group Community Investment Framework and supporting Annexure to verify the reputation and status of the recipient.

Before making any contribution, Company are expected to satisfy themselves that the recipient is acting in good faith and with sustainability objectives, such that the contribution will not be used for any improper purposes.

In countries where charitable organisations and/or NGOs are required to register, Group Companies should verify their registered status before making a contribution.

### **Who to talk to:**

Your line manager Higher management

Your local Legal Counsel

Head of Corporate Compliance: [sobc@bat.com](mailto:sobc@bat.com)

Speak Up Portal: [bat.com/speakup](https://bat.com/speakup)

Speak Up Hotlines: [bat.com/speakuphotlines](https://bat.com/speakuphotlines)

### **Corporate assets and financial integrity**

#### **Accurate accounting and record-keeping**

Honest, accurate and objective recording and reporting of financial and non-financial information is essential to the Group's reputation, its ability to meet its legal, tax, audit and regulatory obligations, and for supporting business decisions and actions by Company.

#### **Accurate information and data**

All data that we create, whether financial or non-financial, must accurately reflect the transactions and events covered.

We must follow applicable laws, external accounting requirements and Group procedures for reporting financial and other commercial information.

This applies whether the data is in paper or electronic form, or any other medium. Failing to keep accurate records is contrary to Group policy and may also be illegal. There is never any justification for falsifying records or misrepresenting facts. Such conduct may amount to fraud and result in civil or criminal liability.

### **Records and Information Management**

**In order to comply with our legal and regulatory obligations, we are required to keep certain information for defined periods of time and must not delete or dispose of such information before any retention periods have expired. Examples include (but are not limited to) tax information, financial statements, contracts or agreements, certain marketing information, and HR documentation. In addition, privacy laws may mean that we cannot hold people's information for any longer than necessary.**

We are all responsible for managing records and information in accordance with the **Group Records & Information Management Procedure**, which sets out the rules for all Employees. It is also important that we recognise that certain records and information may need to be kept beyond the normal retention period for legal reasons, such as those under a 'Hold Order'. If you are informed that you may have information subject to a Hold Order, you must not alter, destroy or delete it in any way.

### **Third-Party Communications Applications**

In our efforts to collaborate with our colleagues and third parties, a common communications applications hosted by third parties, such as Instant Messaging or personal email.

However, the use of Third-Party Communications Applications for work can pose risks to the Company in the context of cybersecurity and our ability to adhere to records and information management obligations.

We recognize that there are exceptional occasions where using such communications channels may be critically required (e.g. broadcast messaging for health and safety purposes when no other channel is available). These exceptions are set out in the **Group Records & Information Management Procedure**.

Save for those permitted exceptions, the use of Third-Party Communications Applications for any work-related communications is strictly prohibited.

### **Documenting transactions**

All transactions and contracts must be properly authorised at all levels and accurately and completely recorded.

All contracts entered into by Company, whether with another Group Company or a third party, must be evidenced in writing.

If we are responsible for preparing, negotiating or approving any contract on behalf of a Company, we must make sure that it is approved, signed and recorded in accordance with the relevant contracts approval policy and procedures.

**All documents prepared by Company in connection with sales of its products, whether for domestic or export, must be accurate, complete and give a proper view of the transaction.**

All documentation must be retained (together with relevant correspondence), where required for possible inspection by tax, customs or other authorities, in line with the requirements of **the Company's Records Management Policy** and all applicable local laws.

### **Cooperating with external auditors**

We must cooperate fully with the Group's external and internal auditors and ensure that all information held by them which is relevant to the audit of any Group Company (relevant audit information) is made available to that company's external auditors.

Our obligation to cooperate fully with the external auditors is subject to certain legal restrictions (e.g., in the case of legally privileged documents.)

Otherwise, we should respond promptly to any request by external auditors and allow them full and unrestricted access to relevant staff and documents.

Under no circumstances should we provide information to external or internal auditors which we know (or ought reasonably to know) is misleading, incomplete or inaccurate. All the data we create, whether financial and non-financial, must accurately reflect the transactions and events covered.

### **Following accounting standards**

**Financial data (e.g. books, records and accounts) must conform both to generally accepted accounting principles and to the Group's accounting and reporting policies and procedures.**

Group Companies' financial data must be maintained in line with the generally accepted accounting principles applying in their country of domicile.

For Group reporting, data must be in line with the Group's accounting policies (IFRS) and procedures.

For Group reporting, data must be in line with the Group's accounting policies (IFRS) and procedures.

### **Protection of corporate assets**

We are all responsible for safeguarding and making appropriate use of Group assets we are entrusted with.

### **Acting in our company's best interests**

We must ensure Group assets are not damaged, misused, misappropriated or wasted, and must report their abuse or misappropriation by others.

Group assets include physical and intellectual property, funds, time, proprietary information, corporate opportunity, equipment and facilities.

### **Devoting sufficient time to our work**

We are all expected to devote sufficient time to our work to fulfil our responsibilities.

While at work, we are expected to be fully engaged and not to undertake personal activities beyond a modest level that does not interfere with our job. Personal matters include, but are not limited to, additional compensated duties (permitted under the Conflicts of Interest section) that may require time that could interfere with our ability to perform our current duties with the Company.

### **Guarding against theft and misuse of funds**

We must protect Company funds and safeguard them against misuse, fraud, and theft. Our claims for expenses, vouchers, bills and invoices must be accurate and submitted in a timely manner.

'Company funds' means cash or cash equivalent belonging to Company, including money advanced to us and company credit cards we hold.

Fraud or theft by Employees could result in their dismissal and prosecution.

### **Protecting our trademarks and innovations**

We must protect all intellectual property owned within the Group.

Intellectual property includes patents, copyrights, trade marks, design rights and other proprietary information.

### **Securing access to our assets**

We must protect information that may be used to provide access to Group assets.

Always maintain the security of any information used to access company property and networks, including building access cards, ID, passwords and codes.

### **Respecting the assets of third parties**

We must never knowingly:

- damage, misuse or misappropriate the physical assets of third parties
- infringe valid patents, trademarks, copyrights or other intellectual property in violation of third parties' rights
- perform unauthorised activities which adversely impact the performance of third parties' systems or resources

We should show the same respect to the physical and intellectual property of third parties that we expect them to show towards the Group's assets.

**Group assets include physical and intellectual property, funds, time, proprietary information, corporate opportunity, equipment and facilities**

### **Using company equipment**

We must not use company equipment or facilities for personal activities, other than as set out below and in line with company policy and the Acceptable Use of Technology Procedure.

Limited, occasional or incidental personal use of company equipment and systems issued or made available to us is permitted, provided that it:

- is reasonable and does not interfere with the proper performance of our job
- does not have an adverse impact on the performance of our systems
- is not for any illegal or improper purpose

Reasonable and brief personal phone, email and internet use is permitted.

Improper uses include:

- communication that is derogatory, defamatory, sexist, racist, obscene, vulgar or otherwise offensive
- improperly disseminating copyrighted, licensed or other proprietary materials
- transmitting chain letters, adverts or solicitations (unless authorized)
- visiting inappropriate internet sites

### **Data Privacy, Ethics and Artificial Intelligence**

We are committed to using data and technological innovation in a way that is legally compliant, ethical, and responsible. We protect personal data from unauthorized access, use or disclosure, and consider data privacy laws when utilizing and handling data (including personal data.)

As a global company holding a significant volume of information about individuals (such as Employees and consumers), Group Companies and their Employees must ensure that they handle people's data fairly, lawfully and reasonably, in accordance with local data protection laws and the Group Data Privacy Procedure.

More broadly, data and innovation are a critical part of our business and of our future success. We encourage everyone to be bold and innovative, but we must also recognise that we have a responsibility to use data ethically and responsibly.

What this means in practice is that we must follow the principles and guidance set out in the **Group Data Privacy Procedure and the Data Ethics and Artificial Intelligence Procedure** which are designed to provide frameworks for how we as a business utilize and handle data (including personal data) and foster innovation (such as artificial intelligence) in an ethical way. We are committed to using data and technology in a way that is not only legally compliant, but which also upholds our ethical values and ethos.

We must be mindful that in some jurisdictions certain laws may impose additional requirements, and we will handle all data (including personal) in accordance with all such applicable laws.

## **Cybersecurity, Confidentiality and Information Security**

We protect confidential information and IT systems from unauthorised access, use or disclosure and we maintain the confidentiality of all commercially sensitive information, trade secrets and other confidential information relating to the Group and its business.

### Managing Cybersecurity and Reducing Security Risk

The Group uses technological measures, processes, and policies to reduce cybersecurity risk, and all Group Employees and contractors have an individual and collective responsibility to act in a way that reduces our cybersecurity risk. This includes:

- complying with the IDT Security Procedure at all times;
- exercising a high level of care, professionalism and good judgment in accordance with applicable laws; and
- collecting, storing, accessing, and transmitting personal data and confidential information only as permitted by the Company, including as per the Data Privacy Procedure and Acceptable Use of Technology Procedure

Failure to take appropriate steps to protect the confidentiality, integrity and availability of personal data, confidential information and Group IT systems could threaten the Group's continuity of operations, confidentiality obligations, proprietary information, reputation and may jeopardise our ability to comply with regulatory and legal obligations

### **Security Awareness**

Most security incidents are caused or enabled by human error which includes unintentional actions or failure to take proper action that cause, spread or allow a security incident to take place.

### **Confidential Information**

Confidential information is any information, material or knowledge not generally available to the public that relates to the Group, our Employees, customers, business partners or others we do business with. Confidential information may prejudice the Group's interests if disclosed to third parties.

The way we obtain, use or otherwise handle confidential information, whether relating to the Group or third parties, can also breach applicable laws or other Group policies.

#### **Examples of confidential information include:**

- sales, marketing and other corporate databases;
- pricing and marketing strategies and plans;
  - confidential product information and trade secrets;
- research and technical data;
- new product development material;

- business ideas, processes, proposals or strategies;
- unpublished financial data and results;
- company plans;
- personnel data and matters affecting Employees; and
- software licensed to or developed by a Group Company.

### **Disclosing confidential information**

**Confidential information relating to the Group Company or its operations may not be disclosed outside the Group without authorization from senior management. It may only be disclosed to:**

- to agents or representatives of a Group Company owing it a duty of confidentiality and requiring the information to carry out work on its behalf;
- under the terms of a written confidentiality agreement or undertaking; and
- under the terms of an order or request of a competent judicial, governmental, regulatory or supervisory body, having notified and received prior approval from your local Legal Counsel.

If confidential information is to be transmitted electronically, then technical and procedural standards should be applied, and agreed with the other party where possible.

**We should be mindful of the risk of unintentional disclosure of confidential information through discussions or use of documents in public places.**

### **Access to and Storage of Confidential Information**

Access to confidential information relating to a Group Company or its business should only be provided to Employees requiring it, in order to carry out their work.

We must not take home any confidential information relating to the Company or its business without making adequate arrangements to secure that information.

For further guidance, please contact Legal Affairs.

### **Use of confidential information**

We must not use confidential information relating to a Group Company or its business for our own financial advantage or for that of a friend or relative (see 'Conflicts of interest').

Particular care must be taken if we have access to 'Inside Information', which is confidential information relevant to the price of shares and Securities in public companies. For further details, see 'Insider Dealing and Market Abuse'.

### **Third-party information**

We must not request or obtain from any person confidential information belonging to another party. If we inadvertently receive information which we suspect may be

confidential information belonging to another party, we should immediately notify our line manager and local Legal Counsel.

### **Information security incidents**

Employees and contractors are required to immediately report any potential or actual loss of, or any attempted or actual unauthorised access to or alteration of, confidential information or personal data to the local IDT Security Team.

If you become aware of any such incident which may involve data that could be considered 'sensitive' (e.g. all personal data, financial data, etc.), you must immediately report it to your local IDT Security or Legal Affairs team (e.g. Data Privacy Counsel and/or Data Protection Officer). Confidential business information should not be shared on public platforms, applications or other unapproved technology solutions.

### **Insider dealing and market abuse**

We are committed to supporting fair and open Securities markets throughout the world. Employees must not deal in shares or other Securities of British American Tobacco p.l.c. (BAT plc) on the basis of Inside Information, or engage in any form of Market Abuse.

Find the definition of Inside Information in the Glossary.

### **Market Abuse**

We must not commit any form of Market Abuse, including:

- improper disclosure of Inside Information;
- dealing in Securities on the basis of Inside Information ('insider dealing');
- misuse of Inside Information; and
- engaging in market manipulation.

Market Abuse (committing it or encouraging it in others) is illegal.

For more information about behavior that may constitute Market Abuse or insider dealing in the UK, see the British American Tobacco Code for Share Dealing (the 'Code').

### **Handling inside information**

**If you have or receive information that may be Inside Information, and your role with the Company does not involve you having or receiving such information, you must immediately inform to Legal Department.**

If your role does involve you having or receiving such information, you must follow applicable requirements and Group processes.

Care is needed when handling Inside Information, as its misuse could result in civil or criminal penalties for the Group and the individuals concerned.

If you have or receive information relating to any other publicly Group Company that matches or is similar to the definition of 'Inside Information', or if you are unsure, immediately inform to Legal Department

Any Inside Information (or similar), whether relating to a publicly Group or non-Group Company should be treated with the utmost confidentiality.

## **Responsible Share Dealing**

We must not deal in the Securities of BAT plc, or encourage others to so deal, while having Information related to it.

If you intend on dealing in the Securities of the Company, then you must comply with local share dealing laws and the 'Code', which applies to all Employees, contractors and Directors of the Company.

*Similarly, we must not deal in the Securities of any other publicly Group or non-Group Company, or encourage others so to deal, while having Inside Information (or similar) relating to that company. We must comply with all applicable share dealing laws and requirements.*

## **Who to talk to**

Your line manager Higher management Your local Legal Counsel

The Group Company Secretary

Head of Corporate Compliance: sobc@bat.com

Speak Up Portal: bat.com/speakup

Speak Up Hotlines: bat.com/speakuphotlines

## **National and international trade**

### **Competition and antitrust**

We believe in free competition. Group Companies must compete fairly and ethically, in line with competition (or 'antitrust') laws.

### **How competition law affects our business**

Competition law impacts on almost all aspects of our activities, including sales and display, our relationships with Suppliers, distributors, customers and competitors, M&A transactions, our negotiation and drafting of contracts, and when we are deciding pricing strategy, commercial strategy and trading conditions. The law is sometimes linked to market conditions, which will affect how a competition issue is approached, such as: market concentration; product homogeneity and brand differentiation; or regulation, including advertising restrictions, display bans and public smoking bans.

Some behaviours are prohibited irrespective of market conditions. Resale price maintenance rules and restrictions on resale vary from country to country. If it is relevant to your job responsibilities, you should be familiar with the regulations in the countries for which you are responsible.

### **Commitment to fair competition**

We are committed to vigorous competition and to complying with competition laws in each country and economic area in which we operate. Many countries have laws against anticompetitive behaviour. They are complex and vary from one country or economic area to another, but failing to comply with them can have serious consequences.

## **Collusion**

We must not collude with our competitors (directly or indirectly via any third party) to:

- fix prices or any element or aspect of pricing (including rebates, discounts, surcharges, pricing methods, payment terms, the timing, level or percentage of price changes, or terms of employment)
- fix other terms and conditions
- divide up or allocate markets, customers or territories
- restricting or impeding production, supply or capacity expansion;
- influencing the outcome of competitive bidding processes;
- entering into collective refusal agreements with certain counterparties, including non-solicitation agreements;
- sharing trade secret information or otherwise restricting competition.

## **Meeting with competitors**

Any meeting or direct or indirect contact with competing manufacturers should be treated with extreme caution. We must keep careful records of them, and break off if they are, or they may be seen as, anticompetitive.

The same approach should be taken with other companies if the contact relates to competition between them and us.

Not all arrangements with competitors are problematic. Legitimate contact can be in the context of trade associations, certain limited information exchange and joint initiatives on regulatory engagement or public advocacy.

Similarly, some agreements with competitors may restrict competition but be legal if the wider benefits outweigh any harm. Specialist legal advice must be sought before considering any arrangement with competitors, to ensure it does not restrict competition or risks being viewed as collusive.

## **Competitor information**

We may only gather information about our competitors by legitimate legal means, and in compliance with competition law.

Obtaining competitor information directly from competitors is never justifiable, save for very limited and exceptional circumstances.

Gathering competitor information from third parties (including customers, consultants, analysts and trade associations) often raises complex local legal issues and should only be undertaken with proper legal advice.

## **Dominant position**

Due to the fact that Company has 'market power' in Uzbekistan, it has a special duty to protect competition and not to abuse its position.

The concepts of 'dominance', 'market power' and 'abuse' vary widely from country to country.

Where a Group Company is considered to be dominant in its local market, it will generally be limited in its ability to engage in practices, such as exclusivity arrangements, loyalty rebates, differential treatment of equivalent customers, charging excessively high or low (below cost) prices, tying or bundling together different products, or otherwise unfairly taking advantage of its market position.

### **Resale restrictions**

**Certain restrictions between parties in different levels of the supply chain, such as resale price maintenance provisions between a Supplier and a distributor or reseller, may be unlawful.**

Restrictions on our customers' ability to resell in certain territories or to certain customer groups may be considered serious violations of comparative law in certain countries.

Resale price maintenance is where a Supplier seeks to, or does in fact, control or influence (including indirectly, through threats and/or incentives) the prices at which its customers resell its products.

Rules on resale price maintenance and resale restrictions vary across the world. If relevant to your role, you need to be familiar with the rules applicable in the countries for which you are responsible.

### **Mergers and acquisitions (M&A)**

Where Group Companies are involved in mergers and acquisitions, mandatory filings may have to be made in one or more countries before the transaction completes (whether under competition laws, foreign investment laws or otherwise).

Filing obligations vary from country to country, but should always be checked in the context of mergers, acquisitions (of assets or shares), joint ventures, including minority investments, and other changes in control.

All Group Companies must manage the flow of information appropriately in transactions and follow the M&A Transactions Compliance Procedure.

### **Seeking specialist advice**

If we are involved in business activities where competition laws may be relevant, we must follow regional, area or market guidelines that give effect to Group policy and the law in this area, and consult with our local Legal Counsel.

We should not assume that competition law will not apply simply because there are none in effect locally. Many countries, such as the US and within the EU, apply their competition laws extraterritorially (where conduct occurs, and where it has effect).

## **Exchanging salary information and 'no hire' agreements**

**We cannot make agreements or otherwise collude with competitors regarding wages and benefit levels. Sharing competitively sensitive wage and benefits information with competitors can also raise competition issues, and you should always check with Legal Counsel for specialist advice before considering such activities.**

Agreements among competitors not to hire, poach or solicit each other's employees can also raise competition concerns, unless they are reasonably related to legitimate transactions. You should always check with Legal Counsel for specialist advice before considering such activities.

'Competitors' in the human resources context includes a much wider range of companies/organisations in other industries and sectors, because we are competing in a much wider market for talent.

We should not assume that competition law will not apply simply because there are none in effect locally.

Many countries, such as the US and within the EU, apply their competition laws extraterritorially (where conduct occurs, and where it has effect).

## **Sanctions and export controls**

We are committed to ensuring that our business is conducted in compliance with all applicable sanctions and export control regimes, and that we do not engage in any transactions where it is prohibited to do so.

Sanctions prohibit nearly all direct and indirect activities and transactions with Sanctioned Territories and Sanctioned Parties if such conduct is within the jurisdiction of the relevant government authority. We operate worldwide and are subject to several sanctions regimes, which may differ in their scope, jurisdiction and restrictions.

Under certain circumstances, a Group Company may lawfully do business with a Sanctioned Territory or Sanctioned Party; however, such business must be approved by Legal Affairs in writing after thoroughly conducting the requisite analysis

## **Awareness of, and compliance with, sanctions and export controls**

We must be aware of, and fully comply with, all applicable sanctions regimes and export controls affecting our business. We must ensure that we never directly or indirectly:

- supply our products or services, or allow our products or services to be supplied, to any person;
- purchase goods or services from any person; or
- otherwise deal with any person or property in contravention of any applicable sanctions, trade embargo, export controls or other trade restriction.

Sanctions may be imposed by individual countries, such as the US or UK, or supranational bodies, such as the UN and EU.

Sanctions do not just target whole countries with economic, trade or diplomatic restrictions. Increasingly, they capture direct or indirect dealings with sanctioned individuals, companies, organisations and groups located worldwide and sanctioned for a variety of different policy reasons. Some sanctions target dealings with particular industry sectors.

Some sanctions regimes are very broad; for example, US sanctions can apply even to non-US persons, such as BAT, when acting entirely outside the United States. In particular, US sanctions prohibit the use of US dollars and US banks even for payments between non-US parties involving Sanctioned Territories or Sanctioned Parties, as well as exports/re-exports/ transshipments of US-origin products and products with US-origin content to or for Sanctioned Territories or certain Sanctioned Parties. Even where there is no US nexus, the US Government can and does impose retaliatory sanctions on persons it considers providing material support for Sanctioned Parties.

Separate from sanctions, export controls impose obligations to licensing obligations the cross-border movement of certain types of items. Where export controls apply to a particular item, we must always ensure that we have the appropriate license(s) in place before exporting it.

Breaching sanctions and export controls carries serious penalties, including fines, loss of export licenses and imprisonment for individuals, in addition to significant reputational harm.

Our vendors can also restrict us from using their products and services in connection with or from Sanctioned Territories, even if lawful for the Group

## **Steps to ensure full compliance**

In line with the Sanctions Compliance Procedure, Group Companies' and business units' internal controls must minimize the risk of breaching sanctions and export controls and provide training and support to ensure that Employees understand them and implement them effectively, particularly where their work involves international financial transfers or cross-border supply or purchase of products, technologies or services.

**The list of Sanctioned Territories and Sanctioned Parties changes frequently. If our work involves the sale or shipment of products, technologies or services across international borders, we must keep up-to-date with the rules and at all times fully comply with our Sanctions Compliance Procedure.**

Despite sanctions being in place, it is often still lawful for us to engage in business that directly or indirectly involves or benefits a Sanctioned Territory or Sanctioned Party. However, the legal analysis is complex process, and we must also consider broader risk, so Legal department approval is required before we conduct any business involving a Sanctioned Territory or Sanctioned Party. We must also consult with Legal department where there are red flags for a transaction that may involve a Sanctioned Territory or Sanctioned Party.

All Group Companies must follow **the M&A Compliance Procedure**.

We must also notify our local Legal Counsel immediately if we receive any sanctions-related communications or requests from official bodies or our business partners (including our banks). Our banks (and other vendors) often have expectations beyond the law which we address through our transparency requirements. We must ensure that we are transparent with our banks and other business partners about whether we intend to involve them in activities that are sanctions sensitive. In particular, we must never hide or disguise the fact that a particular business activity is sanctions sensitive.

For more information on sanctions and measures we take to mitigate these risks, **see the Sanctions Compliance Procedure**

## **Anti-illicit trade**

Illicit trade in smuggled or counterfeit products harms our business while diversion of our genuine products harms BAT's reputation. We must play our part to stop it.

**We do not Condone or Tolerate any Involvement in Illicit Trade in our Products**

### ***We obliged tot:***

- not engage in unlawful trade in the Group's products;
- support only legitimate trade in Group products in our operations; and
- collaborate with authorities in investigation of illicit trade.

The illicit tobacco trade has a negative impact on society. It deprives governments of revenue, encourages crime, misleads consumers into buying poor quality products, undermines the

regulation of legitimate trade, and makes it more difficult to prevent underage sales to minors.

It also harms our business and our reputation, it devalues our brands and our investment in local operations and distribution.

High excise taxes, differential tax rates, weak border controls and poor enforcement all contribute to illicit trade. We fully support governments and regulators in seeking to eliminate it in all its forms (while ensuring this is done in a lawful manner and in line with our zero tolerance for any form of bribery and corruption, given the heightened bribery and corruption risks in dealings with Public Officials).

### **Control measures to prevent and deter illicit trade in our products**

We must implement controls designed to deter our products being sold unlawfully by our customers or diverted into illicit trade channels.

These controls should include:

- Implementation of the Procedures for Channel Control and Prevention of Illicit Trade in BAT tobacco leaf and/or products, 'know your customer' and 'know your supplier', including other financial crime procedures and other necessary measures to ensure that the volume of supply to markets matches the volume of legitimate demand;
- implementing procedures to investigate, suspend and terminate transactions with customers and suppliers suspected of engaging in illicit trade.

"Know Your Customer" and "Know Your Supplier" procedures, including other financial crime procedures and Procedures to ensure channel control and prevent illicit trade in BAT tobacco leaf and/or products, are important elements of the process. They are necessary to ensure that the Group's products are sold only to trusted customers, are produced using trusted suppliers and in quantities that reflect legitimate demand.

We must make our position on illicit trade clear to our customers and Suppliers. Wherever possible, we should seek contractual rights to investigate, suspend and cease our dealings with them if we believe they are involved, knowingly or recklessly, in illicit trade.

If you suspect Group products have entered illicit trade channels, notify your local Responsible securities transactions Who to talk to National and international trade Competition and antitrust

How competition law affects our business Meeting with competitors Competitor information Dominant position Resale restrictions Mergers and acquisitions (M&A) Seeking specialist advice Exchanging salary information and 'no hire' agreements Sanctions and export controls Awareness of, and compliance with, sanctions and export controls Steps to ensure full compliance Anti-illicit trade Maintaining controls to prevent and deter illicit trade in our products Monitoring and Assessing Illicit Trade in our Markets Anti-tax evasion and anti-money laundering Prohibition on engaging in and facilitating tax evasion Control measures to prevent facilitation of tax evasion Control measures to prevent facilitation of tax evasion No involvement in dealing with the proceeds of crime Refusing to accept large cash sums Awareness of, and

compliance with, relevant anti-terrorism measures Minimising the risk of involvement in financial crime and reporting suspicious activity We must closely monitor all possible suspicions of financial crime, including the following red flags: cal Legal Counsel immediately.

### **Monitoring and Assessing Illicit Trade in our Markets**

Group Companies should have the ability to regularly monitor illicit trade in their domestic markets, and assess the extent to which Group products are sold unlawfully or diverted to other markets.

Our procedures require specific steps to be taken, to assess the level and nature of illicit trade in a given market, and to develop plans to address it.

### **Anti-tax evasion and anti-money laundering**

Tax evasion means deliberately or dishonestly cheating the public revenue or fraudulently evading tax in any jurisdiction. It is also an offence to facilitate the evasion of tax by third parties.

Money laundering is concealing or converting illegal funds or property or making them look legal. It includes possessing or dealing with the proceeds of crime. Alongside money laundering, terrorist financing makes use of financial system weakness to provide funds and other assets to terror groups.

We must play no part in these activities.

### **Prohibition on engaging in and facilitating tax evasion**

#### **We must not:**

- evade taxes or facilitate tax evasion by another person (including another Group entity or any third party); and
- provide any assistance to someone who we know, or suspect, is engaged in tax evasion.

#### **We must:**

- be aware of, and fully comply with, all taxation laws in jurisdictions where we operate; and
- account for and pay all taxes that are properly due.

It is a crime for any legal entity or individual to evade taxes. Money not properly paid in tax may constitute the proceeds of crime.

It is also a crime to facilitate tax evasion by another company or individual (including other Group Companies, our Suppliers, customers and other business partners). This includes helping or asking a third party to evade taxes, being knowingly involved in their tax evasion, or otherwise taking an action that you know or intend will result in tax evasion in any country.

It is important to distinguish between legitimate tax planning and tax evasion, which can be difficult at times. If you are in doubt when trying to determine this difference, you should seek advice from your Legal Counsel.

### **Maintaining controls to prevent facilitation of tax evasion**

Group Companies can be held responsible for the facilitation of tax evasion by their Employees or other third parties.

Group Companies must therefore maintain controls to prevent the risk that our Employees or business partners may facilitate tax evasion by another person or company. These controls should include:

- full implementation of Group 'know your customer' and 'know your Supplier' procedures, including the Supply Chain Compliance Procedure, to ensure proportionate due diligence is undertaken and appropriate controls are put in place;
- tax compliance and non-facilitation of tax evasion clauses in contracts with third parties, where appropriate.
- conducting and providing appropriate training and support to staff who manage relationships with third parties and/or our own tax obligations; and
- investigating, and if necessary suspending and/or terminating, Employees and third parties suspected of tax evasion or facilitation of tax evasion.

**If you suspect that an Employee, agent, contractor, customer, Supplier, or other business partner is evading taxes or facilitating the evasion of taxes, notify your local Legal Counsel immediately.**

### **Prohibition of transactions with proceeds of crime**

We must not:

- engage in any transaction which we know, or suspect, involves the proceeds of crime (including tax evasion), or
- otherwise be knowingly involved directly or indirectly in money laundering activity

**We must also ensure that our activities do not inadvertently contravene money laundering laws.**

In most jurisdictions it is a crime for any person or company to engage in transactions involving assets which they know, suspect or have reason to suspect are derived from crime.

Breaching anti-money laundering laws can result in both corporate liability and personal consequences for individuals.

### **Refusing to accept large cash sums**

We must refuse to accept any cash sums.

### **Awareness of, and compliance with, relevant anti-terrorism measures**

We must ensure that we do not knowingly assist in financing or otherwise support terrorist activity, and that our activities do not inadvertently breach any relevant anti-terrorist financing measures.

Group Companies' internal controls should include checks to ensure that they do not deal with any entity, organisation or individual proscribed by a government or international body due to its known or suspected terrorist links (including through full implementation of our Sanctions and Export Controls chapter of this **SoBC and related Sanctions Compliance Procedures**).

Terrorist groups may use similar methods as those employed by criminal organisations engaged in money laundering. This may include the use of legitimate businesses, from retail outlets to distribution or financial service companies, to finance their networks or otherwise move illicit funds. We risk inadvertently breaching anti-terrorist financing measures, if we deal with such businesses, organisations or individuals.

We therefore need to be alert to the possibility that red flags for money laundering could also give rise to red flags of terrorist financing.

*We must be alert to situations which ought to raise our suspicions as regards financial crime*

### **Minimising the risk of involvement in financial crime and reporting suspicious activity**

We must provide effective procedures for:

- minimising the risk of inadvertent participation in transactions involving the proceeds of crime, including monitoring for illicit money flows and other money laundering/terrorist financing red flags;
- detecting and preventing money laundering by Employees, officers, directors, agents, customers and Suppliers;
- supporting Employees in identifying situations which ought to give rise to a suspicion of money laundering or terrorist financing; and
- filing required reports relating to money laundering obligations with the appropriate authorities.

Group Companies must ensure that their customer and Supplier approval procedures 'know your customer' and 'know your Supplier' are adequate, risk-based and ensure as far as possible that customers and Suppliers are not involved in any criminal activity.

This also includes the full implementation of the **Third Party Financial Crime Procedure**.

We should promptly refer suspicious transactions or activity by any customer or other third party to our General Manager or Head of Function and local Legal Counsel. As a general point, you should not disclose or discuss with other colleagues, except where strictly necessary, that you have raised money laundering concerns, as this may result in a 'tipping off offence' occurring.

### **We must closely monitor all possible suspicions of financial crime, including the following red flags:**

- payments in non-invoice currencies or in cash or cash equivalents

- payments from multiple sources to satisfy a single invoice, or other unusual payment methods
- payments to or from an account that is not the normal business relationship account or that is located in a country unrelated to the relevant supply of goods or services
- requests for overpayments or for refunds following an overpayment
- payments by, through or to (or requests to supply our products to) unrelated third parties or shell/ shelf companies
- payments or shipments by, through or to companies or individuals established, resident or operating in countries which have the reputation of being “offshore zones”, or to bank accounts held in such countries requests to deliver our products to an unusual location, adopt an unusual shipping route or importing and exporting the same products;
- false reporting, such as misrepresenting prices, misdescribing goods or services we provide, misrepresenting payable tax or shipping and invoice document discrepancies;
- failure by customers and Suppliers to provide appropriate responses to any due diligence questions raised, including any tax registration details;
- suspicion that trade partners are involved in criminal activity, including tax evasion; and
- unusually complex M&A or other transaction structures without clear commercial justification (The companies must apply the M&A Transactions Compliance Procedure to all relevant transactions).

**Whom to Contact:**

- Your line manager
- Higher management
- Responsible Legal Adviser
- Compliance Manager: sobc@bat.com •

**Glossary**

**Relative**

Means a person with whom an Employee has a family or personal relationship that could give rise to a conflict of interest. This category includes any spouse, partner, parent, foster parent, child, foster child, sibling, step-sibling, nephew, niece, aunt, uncle, grandparent, grandson/granddaughter (and any such relationship arising from as a result of marriage or other blood or personal ties).

**Collusion**

any arrangement with competitors that could restrict, or aims to restrict, competition. It includes formal and informal agreements whether direct or brokered by a third party, understandings, exchanging commercially sensitive information (directly or indirectly) and decisions/ recommendations of trade associations.

**Community Investments**

voluntary activities beyond our commercial and core business activities and our legal obligations, that contribute to the economic, social and environmental sustainability of the countries and communities in which we operate. These investments address a wide range of issues and causes in the communities where we operate, often involving charities, non-government organisations (NGOs) and 'civil society', and include expenditure on community projects or charitable contributions, in-kind donations and employee volunteering.

### **Dealing**

is widely defined in the Code for Share Dealing and includes any sale, purchase or transfer (including by way of gift), as well as spread bets, contracts for difference or other derivatives involving Securities, directly or indirectly, whether on your own or someone else's behalf.

### **Employees**

includes, where the context admits, directors, officers and permanent Employees of Group Companies.

**Entertainment** The term "Representative Events" encompasses any form of virtual or personal tokens of hospitality, such as food or drink, attendance at cultural or sporting events, travel, or accommodation, offered or provided to or received from a person or entity outside BAT.

### **Gifts**

includes anything of value offered or given to, or received from a person or entity outside of Company that is not "Entertainment"

### **G&E**

means Gifts and/or Entertainment.

### **G&E Tracker**

An automated pre-approval and accounting solution that is a must-have for accounting for Gifts and entertainment.

### **Group and BAT**

means British American Tobacco plc and all of its subsidiaries.

### **Group Company**

means any company in the British American Tobacco Group.

### **Company**

JSC JV "UZBAT A.O." and its branches

### **Improper Conduct**

means performing (or not performing) a business activity or public function in breach of an expectation that it will be performed in good faith, impartially or in line with a duty of trust.

### **Inside Information**

in relation to BAT p.l.c. is information of a precise nature, which is not generally available; relates directly or indirectly to BAT p.l.c. or to its shares or other Securities; and would, if generally available, be likely to have a significant effect on the price of BAT p.l.c.'s shares or other Securities, or related investments.

### **Instant Messaging**

means any form of instant or temporary messaging between communication devices using third-party applications (including social media direct messaging functionalities) where messages do not facilitate Group records and information management capabilities.

### **LEX**

means Legal and External Affairs.

### **Market Abuse**

means conduct which harms the integrity of financial markets and public confidence in Securities and derivatives.

### **M&A Transactions Compliance Procedure**

means the Group Mergers and Acquisitions Transactions Compliance Procedure. Private Sector Stakeholder shall mean all other entities and individuals excluding Public Officials.

### **Private Sector Stakeholder**

shall mean all other entities and individuals excluding Public Officials.

### **Public Official**

includes anyone employed by or acting for (the benefit of) any government or public body/agency, or anyone performing a public function. This includes, for example, people working for a national, regional or local government or a public department or agency (such as an official within a government ministry, the military or police); people holding a public position; employees of state-owned or state-controlled enterprises (e.g. a state-owned tobacco company); employees of public international organisations, such as the United Nations; officials of a political party; candidates for public office; any member of a of high state official's family; judges.

### **Document**

Information, regardless of its location or physical form, created or received by an individual in the course of business activities.

### **References to 'laws'**

Includes all applicable national laws, regulations, and supranational acts.

### **Sanctioned Person**

an individual or entity who has been listed on a list of parties with whom business is restricted or prohibited, including the lists maintained by the UN, US, EU, UK and other international organisations and national governments. This includes, but is not limited to, persons or entities residing or located in a sanctioned territory, established under the laws of such a territory, listed on sanctions lists maintained by the above jurisdictions, or otherwise subject to sanctions.

### **Sanctioned Territory**

includes territories subject to comprehensive or broad territory-wide sanctions imposed by the UN, US, EU, UK and/or other international organisations or national governments.

### **Securities**

is widely defined in the Code for Share Dealing and includes shares (including American Depository Receipts), options, futures and any other type of derivative contract, debts, units in collective investment undertakings (e.g. funds), financial contracts for difference, bonds, notes **or any other investments whose value is determined by the price of such Securities.**

### **SoBC Portal**

the platform for capturing, maintaining and managing the disclosure of conflicts of interest.

### **Standards of Standards of Business Conduct (SoBC).**

The Group's Standards set out in this document and/or the Company's Standards of Standards of Business Conduct or SoBCs

### **Suppliers**

means any third party that supplies or provides materials for the direct manufacture of products or indirect goods or services to any BAT Group company, including consultants, independent contractors, agents, manufacturers, primary producers, sub-contractors, distributors and wholesalers.

### **Tax**

all forms of direct and indirect taxes, including corporate and personal income taxes, social security contributions, customs and excise duties, VAT and sales taxes, and any other form of taxes.

### **Company**

— Joint-stock company joint venture "UZBAT A.O." (JSC JV "UZBEK A.O.")

### **Third-Party Communications Applications**

means any form of communications (e.g., email, voice memos, chats or text messages) using third-party applications (including social media applications that have direct messaging functionalities) where such communications cannot be retained or

accessed per the Group Records & Information Management Procedure. This includes but is not limited to applications such as WhatsApp, WeChat, Facebook, Facebook Messenger, Instagram, iMessage, SMS text **messages, Gmail, Yahoo, Hotmail, Telegram, Viber, Signal and any other similar applications.**

### **Third-Party AFC Procedure**

means the Group Third-Party Anti- Financial Crime Procedure.

### **Threshold**

£200 at the Company's corporate rate for a Public Official and a Private Sector Stakeholder.

### **For More Information**

Please contact:

Head of Corporate Compliance (sobc@bat.com) British American Tobacco p.l.c.

Globe House

4 Temple Place London WC2R 2PG United Kingdom

Tel: 44 (0)207 845 1000