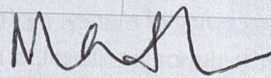


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Approved by:	M MATHEWS	Signed:	

Anti-Bribery and Corruption Policy

1. About this Policy

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

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

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

2. Who must comply?

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

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

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

- Any guidance published pursuant to this Policy;
- Disciplinary rules and procedures;
- Local applicable legislation in the country of operation.

3. Managing the Policy

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

The RedCortex Directors are responsible for:

- (a) providing all new Covered Persons with a copy of this Policy; and

(b) ensuring that Third Parties are made aware of this Policy.

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

4. What is Bribery?

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

5. What you cannot do

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

5.1 Fraud and Extortion

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

5.2 Bribery

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

5.3 Facilitation payments

RedCortex prohibits facilitation payments.

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

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

6. Gifts and hospitality

RedCortex recognizes that fostering good relationships with business partners is important to its continued success. The provision and receipt of modest gifts and entertainment, and the incurring of modest expenses, are acceptable in principle provided that they are reasonable and made transparently.

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

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

7. Third Parties

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

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

8. Sponsorships, political and charitable contributions

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

RedCortex does not participate directly or indirectly in party politics and does not make payments to political parties, politicians or related organizations. In exceptional circumstances, donations may be made, with approval by the RedCortex Directors. Political donations must be made only to pro-democratic registered parties that are committed to the protection of human rights, good governance and the rule of law.

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

9. Engagement with government or public officials

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

10. Financial records and internal controls

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

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

11. Conflicts of interest

Covered Persons must avoid conflict of interest and are expected to perform their duties conscientiously, honestly and in accordance with the best interests of RedCortex.

Covered Persons must not abuse their position, misuse confidential knowledge for personal or Third Party gain, or have any direct involvement in any business interest which diverts their attention from, or is in conflict with, RedCortex' commercial interests, or which in anyway compromises their independence and impartiality.

12. Speaking up – reporting bribery

Covered Persons and Third Parties must report conduct that may be contrary to RedCortex' values and principles, including conduct that may breach this Policy (or associated procedures), by contacting the RedCortex Directors.

Refer to the Whistleblowing Policy.

13. What happens if you do not comply?

It is the responsibility of all Covered Persons to report any breaches, or potential breaches, of this Policy to the RedCortex Directors.

Violations of this Policy, including involvement in any corrupt activities and failure to report actual or potential breaches of this Policy (or associated procedures), will lead to disciplinary action in accordance with applicable disciplinary procedures. In some circumstances, failure to report actual or suspected violations of this Policy may itself constitute a legal offence.

RedCortex is committed to reporting all instances of corruption and other forms of dishonesty to the relevant authorities and to facilitating criminal action against the individuals concerned where appropriate.

14. If in doubt / advice

Questions can be directed to the RedCortex Directors.