



ANTI BRIBERY AND CURRUPTION POLICY

1. INTRODUCTION

Unforgettable Adventures Limited "*The Company*" places high importance on upholding responsible and fair business practices. It is committed to promoting and maintaining the highest level of ethical standards in relation to all of its business activities in particular the provision of Tour and Travel agency services. Its reputation for maintaining lawful business practices is of paramount importance and this Policy is designed to preserve these values.

The company therefore has a zero tolerance policy towards bribery and corruption and is committed to acting fairly and with integrity in all of its business dealings and relationships and implementing and enforcing effective systems to counter bribery and corruption.

This Anti-Bribery & Corruption Policy (the "Policy") will supersede any other existing Company policies relating to bribery and corruption.

The Compliance Officer is the **Company Secretary**.

2. POLICY STATEMENT

The company is dedicated to ensuring full compliance with all anti-bribery and corruption laws and regulations in all relevant jurisdictions by all of its officers, employees or agents.

It is the company's policy to conduct all of its business in an honest and ethical manner. The company takes a zero-tolerance approach to bribery and corruption and is committed to acting professionally, fairly and with integrity in all its business dealings and relationships. It is the goal of Unforgettable Adventures Ltd to avoid acts which might reflect adversely upon the integrity and reputation of the Company.

The company takes bribery and corruption very seriously and any employee found to be violating this policy will be subject to disciplinary action, which may include termination of employment. The company encourages employees to report any violations or suspicious activities that are described below. An employee's failure to report known and suspected violations may lead to disciplinary action.

The company is constantly revising its training and procedures for addressing bribery and corruption in order to keep its employees and policies as effective as possible.

The Purpose of this Policy is to;

- i. Set out the responsibilities of the company, and all individuals who work for the company in observing and upholding the Company's position on bribery and corruption; and
- ii. Provide information and guidance to those individuals working for the company on how to recognize and deal with bribery and corruption issues

In this Policy, "**third party**" means any individual or organization with whom you may come into contact during the course of your work for the company, and includes actual and potential customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

3. DEFINITIONS

Bribe:

Offering, promising or giving anything of value to improperly influence another in order to obtain business or some other commercial advantage; or

Requesting or accepting anything of value as a reward for or as an inducement to act improperly in relation to the awarding of business.

Bribes can include money, gifts, hospitality, expenses, reciprocal favors, political or charitable contributions, or any direct or indirect benefit or consideration.

Corruption:

The abuse of power or position for money or other personal gain. Corruption benefits a few individuals but does a lot of damage to the public good.

Facilitation Payments:

Payments that are requested by Government Officials to speed up or perform a routine government action such as:

- Processing licenses, permits, or other official documents;
- Processing government paperwork such as visas, customs clearances and work orders; and
- Providing services such as police protection and mail pick-up and delivery.

Government Officials:

Officials of any government department or agency; officials of any public international organization

Political party leaders and officials;

Candidates for public office; executives and employees of government-owned or government-run companies; anyone acting on behalf of any of these officials; an individual holding a legislative, administrative or judicial position.

4. APPLICATION OF THE POLICY

The Policy applies to all directors, officers, employees, family members, consultants and contractors of the company. Compliance with this Policy constitutes terms of service for each director, conditions of employment for each officer and employee, and conditions of providing services to Unforgettable Adventures Limited for each consultant and contractor. Each such person agrees to be bound by the provisions of this Policy upon notification of the most recent copy being given to them or upon notification that an updated version has been placed on the company's website for review.

This Policy extends across all of the Company's business dealings and in all countries and territories in which the Company operates. All persons covered by this Policy, in discharging their duties on behalf of Unforgettable Adventures Limited, are required to comply with the laws, rules and regulations applicable in the location in which the company is performing business activities, and in particular with respect to anti-bribery and corruption laws, rules and regulations. Where uncertainty or ambiguity exists, please contact the Compliance Officer who may seek further legal advice.

5. GENERAL GUIDELINES

It is prohibited for the company or its directors, officers, employees, consultants or contractors to:

- 5.1. Accept or promise or give payment or gift of any kind to a government official, political candidate, employee of a government owned entity, or client with the expectation or hope that an advantage in business will be received, or to reward a business advantage already given.
- 5.2. Give, promise to give, or offer, a payment, gift or hospitality to a third party to "facilitate" or expedite a routine procedure.
- 5.3. Accept a payment, gift or hospitality from a third party if one knows or suspects that it is offered or provided with an expectation that a business advantage will be provided by the Company in return.
- 5.4. Threaten or retaliate against another employee or worker who has refused to commit a bribery offence or who has raised concerns under this Policy.

- 5.5. Give or promise or arrange to make payments through an intermediary. Payments through an intermediary can be considered bribes. Therefore, the company requires that thorough background checks be undertaken on all intermediaries, and all intermediary payments are fully receipted.
- 5.6. Falsify records to conceal an actual payment or receipt in the course of performing duties of the company.

6. RED FLAGS

The following situations, among many other situations, could expose the company and the individuals involved to a risk of violation, and need to be reported to the management as set out below:

- 6.1. Requests or demands by a government official or client for a bribe.
- 6.2. Requests or suggestions by a government official or client that the company makes a charitable donation to a particular charity
- 6.3. Requests by a government official or client for employment either on his or her own behalf or on behalf of another
- 6.4. Unusually large commission payments or commission payments where the agent does not appear to have provided significant services
- 6.5. Unusual bonuses to foreign personnel for which there is little supporting documentation
- 6.6. A government official or client who has a reputation for receiving questionable payments
- 6.7. A request for an unusual or excessive payment, such as a request for over invoicing, unusual upfront payments, unusual commissions, a request for payments to be made to a third party, to a foreign bank account, in cash or otherwise untraceable funds.
- 6.8. A proposed agent or representative refuses to provide written assurances that he or she will not make any improper payments.
- 6.9. Not following the company policies or procedures – abusing the decision-making process
- 6.10. Unexplained preferences for certain sub-contractors
- 6.11. Invoices rendered or paid in excess of contractual amounts
- 6.12. This list is not exhaustive and you should be alert to other indicators that may raise a suspicion of corrupt activity

7. CHARITABLE CONTRIBUTIONS AND SOCIAL BENEFITS

The company is committed to making a positive difference in the communities in which we operate. As part of this commitment, the company will consider requests from governments and local organizations to contribute to local cultural activities or contribute to the development of or to provide goods and services to local infrastructure near its operation or in relation to tourism industry or environmental protection.

8. RECORD KEEPING

- 8.1. The company will be required to develop, implement, monitor and maintain a system of internal controls to facilitate compliance with this Policy, as well as to foster a culture of integrity and maintain high ethical standards throughout the Company.
- 8.2. The company must keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties, for the period of 5 years or as required by the law.
- 8.3. All transactions must be executed in accordance with management's general or specific authorization. Transactions must be recorded as necessary to permit preparation of financial statements in conformity with International Financial Reporting Standards, for a period of 5 years or as required by the law.
- 8.4. All business partners of the Company should have in place internal controls and procedures that fit these criteria and enhance compliance with this Policy.
- 8.5. The Company will maintain available for inspection accurate books and records that fairly document all financial transactions, risk assessments and due diligence.
- 8.6. All directors, officers, employees, consultants and contractors of the company must seek approval for any gifts given or received and record them on the Gift Register.
- 8.7. All expenses incurred to third parties relating to hospitality, gifts or expenses must be submitted in accordance with the relevant company policies and the reason for the expenditure must be specifically recorded.
- 8.8. All accounts, invoices, memoranda and other documents and records relating to dealings with third parties should be prepared and maintained with strict accuracy and completeness. No accounts or cash funds may be kept "off-book" to facilitate or conceal improper payments. The use of false documents and invoices is prohibited, as is the making of inadequate, ambiguous or deceptive bookkeeping entries and any other accounting procedure, technique or device that would hide or otherwise disguise illegal payments.
- 8.9. To ensure the effectiveness of internal controls, business and finance personnel of the Company will review transactions and expense/payment requests for warning signs that signal an inadequate commercial basis or present excessive risks.

9. REPORTING A VIOLATION

- 9.1. Any transaction, regardless of the amount, may give rise to violations of anti-bribery and corruption laws and regulations and/or to the company's policy. Thus, it is important that every employee understands the rules and reports any wrongdoing he or she notices as soon as possible. If an employee believes a

violation is occurring, he or she should report it immediately to the management: compliance@unforgettableadventures.co.tz

- 9.2. Any employee, who, in good faith, lawfully and truthfully, seeks advice, raises a concern or reports misconduct is doing the right thing. No matter how he/she chooses to report, as long as the report is made honestly and in good faith, the company will not take any retaliatory action against the employee. Allegations of retaliation will be investigated and appropriate action taken.

10. INVESTIGATION AND DOCUMENTATION OF REPORT

Any report of solicitations to engage in a prohibited act or possible violation of the Policy will be investigated initially by the Compliance Officer. Where the matter is deemed potentially serious it will be escalated to the Managing director, and where appropriate, to the Chairman of the Board, and the following procedure will be followed:

- 10.1. The report will be recorded and an investigative file established. In the case of an oral report, the party receiving the report is also to prepare a written summary.
- 10.2. The compliance officer will be the **chairman of an Investigation Committee** that will conduct investigations with regard to the violation of this policy. The investigation may be conducted by company personnel, or by outside counsel, accountants or other persons employed by the Chairman of the Investigation Committee. The investigation will document all relevant facts, including persons involved, times and dates. The Managing Director or the Chairman of the Investigation Committee shall advise the Board of Directors of the existence of an investigation.
- 10.3. The identity of a person filing a report will be treated as confidential to the extent possible, and only revealed on a need-to-know basis or as required by law or court order.
- 10.4. On completion of the investigation, a written investigative report will be provided by the persons employed to conduct the investigation to the Managing Director and the Chairman of the Investigation Committee. If the investigation has documented unlawful, violate or other questionable conduct, the Managing Director or the Chairman of the Investigation Committee will advise the Board of Directors of the matter.
- 10.5. If any unlawful, violation or other questionable conduct is discovered, the Managing Director shall cause to be taken such remedial action as the Board of Directors deems appropriate under the circumstances to achieve compliance with the Policy and applicable law, and to otherwise remedy any unlawful, violation or other questionable conduct. The persons employed to conduct the investigation shall prepare, or cause to be prepared, a written summary of the remedial action taken.

10.6. In each case, the written investigative report (or summary of any oral report), and a written summary of the remedial action taken in response to the investigative report shall be retained along with the original report by or under the authority of the Chairman of the Investigation Committee.

11. RESPONSIBILITY OF HEADS OF DEPARTMENTS

11.1. Heads of departments or Managers will have full authority to implement the Policy within their spheres of responsibility. The measures taken by them will be proportionate to the risks associated with their areas of responsibility but may include:

- devising, implementing and maintaining systems and controls designed to prevent bribery, minimize the risk of bribery and detect instances of bribery;
- ensuring that employees are aware of the Policy; and
- ensuring that employees participate in anti-bribery training and that training specific to the needs of particular employees or job functions is provided when appropriate

11.2. A manager to whom an employee's concerns are expressed must act promptly and escalate the matter in accordance with this Policy.

11.3. Where it is decided that further investigation is not appropriate the reporting employee must be given a prompt and full explanation of the reasons for reaching this conclusion.

12. COMMUNICATION OF THE POLICY

12.1. To ensure that all directors, officers, employees, consultants and contractors of the company are aware of the Policy, a copy of the Policy will be provided to them and they will be advised that the Policy is available on the company's website for their review.

12.2. All directors, officers, employees, consultants and contractors of the company will be informed whenever significant changes are made.

12.3. New directors, officers, employees, consultants and contractors of the company will be provided with a copy of this Policy and will be educated about its importance.

12.4. Training on this Policy will form part of the induction process for all new directors, officers, employees and consultants of the company. All existing directors, officers, employees and consultants will receive relevant training on how to implement and adhere to this Policy.

12.5. Company's zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors and business partners at the outset of our business relationship with them and as appropriate thereafter. For advice on these communications, please contact the Compliance Officer.

13. EXECUTION AND RESPONSIBLE AUTHORITY

13.1. The Company's Board of Directors has overall responsibility for ensuring this Policy complies with its legal and ethical obligations, and that all those under the Company's control comply with it.

13.2. The Compliance Officer has primary and day-to-day responsibility for implementing this Policy, and for monitoring its use and effectiveness. Management at all levels is responsible for ensuring those reporting to them are made aware of and understand this Policy.

14. CONSEQUENCES OF NON – COMPLIANCE

Failure to comply with this Policy may result in severe consequences, which could include internal disciplinary action or termination of employment or consulting arrangements without notice. Violation of this Policy may also constitute a criminal offence under the laws of jurisdictions where we operate. If it appears in the opinion of the Board that any director, officer, employee, consultant or contractor of the Company may have violated such laws, then the Company may refer the matter to the appropriate regulatory authorities, which could lead to civil or criminal penalties for Company and/or the responsible person.

15. ACKNOWLEDGEMENT

I (Name) _____ acknowledge that I have read, understood and agreed to comply with the Anti-Bribery & Anti-Corruption Policy. I have not violated the provisions of this Policy and am not aware of any violations of the Policy as of the date hereof.

Signature: _____ Date: _____

Adventures