

CODE OF ETHICS



INTRODUCTION

Relish Festive and Relish Venues are committed to operating all aspects of their business in accordance with uncompromising ethical standards.

Employees should never compromise adherence to such standards in favour of financial or other business objectives.

Relish requires its companies, and their employees, to observe the highest standards of integrity and honesty and act with due skill, care, diligence and fairness in the conduct of business.

This Code of Ethics is intended to promote honest and ethical conduct and compliance with law and to deter wrongdoing and encourage disclosure of conflicts of interest.

It is the responsibility of all managers to ensure that this Code of Ethics and standards are communicated, understood and acted upon. They are required to positively promote them by personal example and are not entitled to permit any exceptions to the required behaviour.

All managers should familiarise themselves with this Code of Ethics and must comply with and promote this Code. Failure to act in compliance with this Code will result in appropriate disciplinary action against both the employee committing the breach and others who condone it. It may also result in criminal sanctions such as in relation to breaches of anti-bribery laws.

The standards set out in this Code are general and do not address each and every situation that may confront employees.

ON-SITE SERVICES

Employees should not engage in unethical activities by seeking loopholes, shortcuts or technicalities. Every action should be judged by considering whether it is legal, fair to all concerned and would withstand the scrutiny of people outside the Company.

In appropriate cases, guidance on the application of this Code to particular situations should be sought from an employee's line manager. In addition, the company directors are available on a confidential basis and as independent sources of advice we have our training partner EDA.

It is the responsibility of each employee to adhere to this Code of Ethics and report promptly any violations of which they become aware.

Details of the procedures for raising integrity concerns along with contact details are given at the end of this document. Relish actively encourages employees to raise issues of concern and will ensure that employees who raise an issue in the public interest will be protected from any adverse impact on their employment.

BUSINESS PRACTICES

Relish Companies, and their employees, must comply with the laws of the countries in which they operate, with appropriate national industry codes of practice and with the high ethical standards of honesty and integrity specified by Relish.

Whilst Relish does not expect its employees to be experts in legal matters, it is the responsibility of all employees to ensure that they are familiar with all relevant laws, regulations, practices and codes of practice as they relate to their job.

Employees should seek advice from the Company Directors if they have a question concerning the application of the law. In relation to bribery matters, employees can also seek advice from the HR team in head Office.

Employees should ensure that within their sphere of business activity, Relish Companies carry out their contractual obligations in a proper and timely manner and are not in breach of contract.

Relish employees must not offer, promise or give anything of value to influence improperly another person in order to obtain business for Relish or request or accept anything of value as a reward for, or as an inducement to act improperly in relation to the awarding of business by Relish. Bribes can include money, gifts, hospitality, expenses, reciprocal favours, political or charitable contributions, or any direct or indirect benefit or consideration. Relish will not tolerate any employee or third party being involved in any level of bribery or corruption. This applies to the public and private sectors. Relish's policy on bribery is set out in Relish's Anti-Bribery Policy.

The exchange of gifts with customers and suppliers is a normal and acceptable business practice. Gifts, entertainment and personal favours may only be offered to a third party if modest in value, if they are consistent with customary business practice and in compliance with the Anti-Bribery and Gifts & Hospitality policies.

No gifts, entertainment or personal favour may be offered in contravention of any applicable law or code of practice.

No employee should seek or accept a gift, entertainment or personal favour which might reasonably be believed to have any improper influence on business transactions, specifically during a tender process. No offer of entertainment should be accepted unless the offer is within the bounds of acceptable business hospitality (i.e. does not create or could be construed to create an obligation) and is in compliance with the Gifts & Hospitality policy.

Gifts which do not meet the above criteria should be reported to your line manager or company Directors who shall determine how they should be dealt with.

Relish funds will not be used in payments, direct or indirect, to government officials, people participating in government bodies, employees of state organisations or representatives of political parties, or for unlawful or improper purposes.

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WORKING ENVIRONMENT

All employees shall be treated with equal respect and dignity and shall be provided with equality of opportunity to develop themselves and their careers.

Relish is striving to achieve diversity at all levels of the organisation and values the individuality, diversity and creative potential that every employee brings to its business - and supports the continuous development of their skills and abilities.

Judgement about people for the purpose of recruitment, development or promotion shall be made solely on the basis of a person's ability and potential in relation to the needs of the job.

Overall success and advancement within Relish shall depend solely on personal ability, behaviour and work performance.

All employees are entitled to a work environment free of verbal, physical and sexual harassment.

CONFLICTS OF INTEREST

Employees dealing with Relish business must act in the best interests of Relish and must disregard any personal preference or advantage and should avoid conduct that presents an actual or potential conflict of interest.

Employees should avoid entering into situations in which their personal, family or financial interests may conflict with those of Relish.

Where any potential conflict of interest may arise the employee shall declare that interest in writing to their line manager.

Examples of conflict to be declared and resolved include:

- hiring a family member in any capacity; nepotism
- having an interest, directly or indirectly or through family, in a competitor, supplier or customer of Relish or one of its subsidiaries, or otherwise in an organisation that has or seeks to do business with Relish or one of its subsidiaries where the Relish employee is in a position of being able to influence decisions made about the competitor, supplier or customer;
- acquiring an interest in property (such as real estate, patent rights or securities) where Relish has, or might have, an interest

These examples do not extend to normal or proper financial investments in publicly quoted companies.

INSIDER INFORMATION

Employees must not use confidential information obtained through their employment for personal gain.

It is Relish policy, and a legal requirement carrying criminal sanctions, that employees in possession of confidential 'price sensitive' information (in relation to Relish securities) do not make use of such information to deal in securities of Relish or provide such information to third parties for that purpose.

The same considerations apply in relation to confidential 'price sensitive' information relating to other companies and dealing in their securities.

PROPERTY AND RESOURCES

Relish resources should be kept securely and should only be used for the proper advancement of its business and not for personal gain by employees.

Individuals expending Relish resources should recognise that they owe a duty of care to the shareholders of Relish who are its ultimate owners.

Commitments and expenditure should only be incurred if they are wholly, exclusively and necessarily for Relish business purposes and in line with Relish policy. This includes any expenses claimed and purchases made for which reimbursement is sought.

Relish resources include not only tangible assets such as materials, equipment and cash, but also intangible assets such as computer systems, trade secrets and confidential information.

Employees should observe Relish guidelines concerning the classifying and handling of documents and electronic data. Information generated within Relish, including research and development and data, costs, prices, sales, profits, markets, customers, and methods of doing business, is the property of Relish and must not, unless legally required, be disclosed outside Relish without proper authority.



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POLICIES, DELEGATED AUTHORITIES AND RESERVED POWERS

Relish managers are expected to familiarise themselves with, communicate to their teams as appropriate, and comply with the letter and intent of all Relish policies and with the reserved powers and delegated authorities established for Relish from time to time.

The freedom which individuals have to carry out their jobs must be exercised within both the letter and intent of Relish policies and procedures, reserved powers and delegated authorities. These are designed to empower people to carry out their responsibilities within a framework of corporate control and legal responsibility but do not prescribe appropriate action in every circumstance.

FINANCIAL AND OTHER RECORDS, DISCLOSURES AND COMMUNICATIONS

Relish, all Relish Companies, and their employees are required to keep proper accounting and other records which give a true and fair view of the financial position, results of operations, transactions, assets and liabilities so as to enable Relish to make full, fair, accurate, timely and understandable disclosures in all reports it is required to publish, file or submit to shareholders and regulators, and in all other communications which it publishes.

All accounting and other records will be maintained in a manner that describes and documents accurately Relish's true financial position and results of operations and the true nature of its business transactions, assets and liabilities.

Accounting records will be kept in accordance with Relish policies, relevant accounting standards and appropriate generally accepted accounting principles.

Managers must ensure that all reports published, filed or submitted to shareholders and regulators and all other communications which are published by Relish are full, fair, accurate, timely and understandable; they must not mislead the reader in any way nor omit anything necessary to make them full, fair and accurate.

PROCEDURES FOR RAISING INTEGRITY CONCERNS

The integrity of the organisation is diminished whenever these standards are violated.

Should you wish to raise concerns about what might be a violation, you should speak to your line Manager in the first instance. If you are concerned that an anti-bribery breach is occurring or has occurred, you should report it immediately to a company Director - HR@RELISHMAIL.CO.UK.

EMPLOYEE ACKNOWLEDGEMENT

The integrity of the organisation is diminished whenever these standards are violated. Should you wish to raise concerns about what might be a violation, you must contact your line manager in the first instance.

I confirm that I have read and understood the Code of Ethics Policy:

Name: _____

Signed: _____

Date: _____ (All employees need to sign and return this form to their line manager)