

Morgan Sindall Group plc
Anti-Fraud Policy

Adopted by the Board on 4 December 2025

Purpose

The Morgan Sindall Group (the “Group”) operates a zero-tolerance approach to all forms of fraud. This Policy reaffirms the full commitment of the Board, that all companies within the Group, its employees and associates will take all necessary steps to ensure that they conduct their businesses with honesty and integrity, implement reasonable procedures and controls to prevent fraud, and allocate appropriate resources to investigate any such wrongdoing.

The Board wants to create an environment where:

- everyone understands what could amount to fraud and the damage that fraud can cause;
- no one feels pressure to engage in activities that amount to fraud, even if this results in negative consequences for any of our businesses;
- employees understand that the risk of fraud increases when dealing with public officials and certain types of suppliers or customers;
- practices that could amount to fraud are not condoned because they are perceived as a ‘normal’ part of working in the industries in which we operate;
- everyone in the Group takes individual responsibility for upholding our zero-tolerance approach;
- all employees feel empowered to speak up if they have any concerns.

Scope

This Policy applies to all employees whether permanent, on short-term or fixed term contracts and individuals on secondment, or any workers or consultants acting for and on behalf of any company in the Group. It also applies to any other ‘associated person’ who performs services for any part of the Group. Examples of ‘associated persons’ include subcontractors, suppliers, consultants and temporary staff (whether they are individuals or incorporated or unincorporated bodies).

What is fraud?

The Fraud Act 2006 is the primary piece of legislation that defines fraud. The Economic Crime and Corporate Transparency Act 2023 expands on this by introducing a new corporate offence for the failure to prevent fraud, which incorporates the offences listed in the Fraud Act and other fraud-related offences.

Fraud is any dishonest act – such as lying, hiding important information, abusing a position of trust, false accounting and fraudulent trading – intended to gain money, property or advantage for a person, a company in the Group or a client. It does not matter whether the benefit actually occurs – what matters is the intention behind the fraudulent act.

Fraud can be 'inward' fraud whereby the Group or one of its subsidiaries is the victim or 'outward' fraud where the Group or its subsidiaries benefit from a fraud perpetrated by an employee or other associated person.

What is not acceptable?

Examples of activities that are not acceptable for you (or someone on your behalf) to take part in include but are not limited to:

- (a) making any representation as to fact or law, express or implied, which you know to be untrue or misleading;
- (b) manipulating information given to a customer of the Group or used by the Group to form judgements and formulate strategies (e.g. KPI reporting data, financial accounts and other financial and non-financial reporting disclosures);
- (c) abusing your position of authority by act or omission in a way that is contrary to the financial interests of the Group or its customers or suppliers;
- (d) disclosing confidential information to anybody (including third parties and other workers) without having authority to do so;
- (e) using your private and personal interests to influence their decisions at work so to obtain personal gain of any sort either for yourself or your friends, families or associates;
- (f) using resources entrusted to you for the purpose not intended, and in an irresponsible and unlawful manner without obtaining authority;
- (g) appropriating products or materials of the Group or its customers or suppliers for personal use by yourself, friends, family or associates;
- (h) knowingly overcharging customers of the Group;
- (i) failing to disclose information to another person where there is a legal duty to do so; and
- (j) participating in any illegal activities, for example buying or selling stolen goods or allowing them to be kept on Group premises or premises of customers or suppliers of the Group.
- (k) falsifying and/or approving timesheets or expense claims that you know to be inaccurate or overstated.

Consequences

The consequences of fraud may include criminal prosecutions for companies in the Group and individuals, significant reputational damage, loss of business and restrictions on bidding for new business, and damage to relationships.

Those who are found to be involved in fraudulent conduct will be subject to disciplinary action in accordance with the Group's disciplinary policies and procedures, in the case of 'associated persons' who are not employees, may have their contracts terminated. Actions of employees

which are considered to fall under the definition of fraud may be classed as gross misconduct leading to summary dismissal.

Responsibility

All employees of the Group and other associated persons are required to familiarise themselves with this Policy and conduct themselves in compliance with it. In addition, each manager in the Group is required to:

- identify the risks to which systems and procedures are exposed;
- develop and maintain effective controls to prevent and detect fraud; and
- ensure that the controls are complied with.

If any employee suspects a fraud has been committed or may be committed, they are responsible for reporting the circumstances. This can be done to their line manager, the Group Head of Internal Audit, the General Counsel and Company Secretary or via the 'Raising Concerns' helpline – see Reporting Suspicions of Fraud section below.

Commitment to take action

The Group will assess fraud risks and seek to investigate and identify those individuals perpetrating fraud against the Company.

The Group will report cases of fraud to the Police if wrongdoing is proven or there is strong evidence of fraud, so that a criminal investigation can take place.

Reporting

The 'Raising Concerns' helpline is available 24 hours a day, seven days a week. The freephone number is 0800 915 1571 and all calls are taken by Safecall, an independent organization with impartial staff

who are trained to handle these types of calls. Alternatively, a report can be submitted online at www.safecall.co.uk/report.

This Policy supports and compliments the Morgan Sindall Group Code of Conduct and Guidance on the Bribery Act.