



Anti-Fraud and Bribery Policy

Introduction

The Bribery Act 2010

The Bribery Act 2010 came into force on 1 July 2011. The Act was introduced to replace existing law and now also targets overseas corruption by organisations that have a connection with the UK. It applies to UK and international organisations and also UK individuals.

Breach of this Policy

Where, after investigation, it is found this Policy has been breached disciplinary action will be taken. Where appropriate the Police shall be involved in that breach.

Offences under the Bribery Act

The Act sets out two general offences of bribing and being bribed, which are committed when someone;

offers, promises or gives another person a bribe
requests, agrees to receive or accept a bribe

A bribe is described as the provision of a financial or other advantage in connection with a person performing a function "improperly".

These offences are not new but are restated more clearly than under previous law.

Failure of commercial organisations to prevent bribery

In section seven of the Act, a new corporate offence has been introduced. An organisation will be liable if a person associated with it bribes another person intending to obtain or retain business, or an advantage in the conduct of business for the organisation.

An associated person could be an employee, agent, contractor, sub-contractor or supplier acting on behalf of the organisation.

A commercial organisation will have a full defence if it can show that it had adequate procedures in place to prevent bribery. What will constitute an adequate procedure will depend on the nature of each individual organisation. Guidance issued by the Government sets out six principles that an employer must consider when preparing adequate procedures;

Proportionate procedures.

The procedures put in place by an organisation should be proportionate to the bribery risks it faces and to the nature, scale and complexity of its business activities.



Top level commitment.

Top level management within the organisation should be committed to preventing bribery by persons associated with it and adopt a culture where bribery is unacceptable.

Risk assessment.

A risk assessment should be carried out to assess the nature and extent of an organisation's exposure to potential external and internal risks of bribery on its behalf by persons associated with it. This assessment should be carried out on a regular basis and be well documented.

Due diligence.

Due diligence procedures should be applied in respect of persons who perform or will perform services for or on behalf of the organisation in order to mitigate identified bribery risks. This should be proportionate to the organisation and a risk-based approach used.

Communication

All bribery prevention policies and procedures should be understood throughout the organisation. Training should also be carried out if the organisation is within a high risk industry.

Monitoring and review.

The organisation should monitor and review procedures on a regular basis and make any improvements where necessary.

A "one size fits all" approach is unlikely to give an organisation a strong defence to any offence under the Act. Also, simply having a policy will not in itself be an adequate procedure: it must be properly implemented, communicated and enforced.

Penalties

The penalties for breaching the provisions of the Act are far more severe than under the previous regime, with convictions carrying unlimited fines for businesses; and up to 10 years' imprisonment and unlimited fines for individuals.

ANTI-BRIBERY CODE OF CONDUCT



General Principles.

We act with integrity in all our dealings.
We do not tolerate any corrupt practices.
This Code affects all our employees and associates.

The Company has a culture of ethical behaviour and we expect our personnel to act with integrity in all their dealings related to our business.

The Board of Directors has established this Code of Conduct. Please read it carefully and be sure to comply with it at all times. The Code applies to all personnel, including directors, full time and part time employees, as well as freelance consultants and contractors, partners and agents, all of whom are expected to know this Code, observe its terms and keep themselves up to date with any changes.

Bribery is both a criminal offence and bad business. Not only can individuals be guilty of an offence but a company can also be prosecuted if it fails to prevent bribery – whether in the UK or overseas.

Personnel are encouraged to be vigilant at all times and report any suspicions that they may have: corrupt activity could seriously damage our business, so it is in the interest of all personnel to be on their guard.

The Company's Anti Bribery Structure.

The Board is committed to this Code.
The Compliance Officer has day to day responsibility.
Managers must ensure compliance by their teams and third-party associates.

Board of Directors.

The Board has a clear commitment to our anti-bribery policy and will monitor compliance on a regular basis.

Compliance Officer.

The Company has a Compliance Officer who is a director or senior manager and who will report regularly to the Board. He is the primary point of contact for advice and guidance and to whom any suspicion of bribery or any other concern relating to unlawful activity should be reported.

The SHEQ Manager undertakes the role of Compliance Officer as described in this policy.



Directors and Managers

Each of our senior managers, including directors, has a duty to ensure that the Code is understood and observed by their own teams and to monitor compliance. This will involve initial training courses for all personnel as well as refresher courses from time to time.

Associates & Third Parties.

It is also the responsibility of senior management to bring this Policy to the attention of our business partners, contractors, agents and consultants.

Employees.

Each employee is expected to conduct business honestly and to be on guard against any conduct by other members of the Company or by third parties that is or appears to be corrupt in any respect. Tell your line manager or the Compliance Officer if you have any concerns. It is extremely important that you do not notify or alert the suspected party in such circumstances. Confidentiality will be observed in any such discussion. How to deal with the offer and acceptance of gifts and hospitality is dealt with in more detail below. Any breach of the Code will be treated seriously and could constitute gross misconduct by an employee resulting in dismissal.

Accounting Records.

Our Finance Department will maintain appropriate procedures to ensure all relevant transactions including entertainment and hospitality costs are recorded and any abnormal expenses identified and scrutinised.

Hospitality & Gifts.

Hospitality & Gifts must be:

Modest
Appropriate
Transparent
Recorded

Personnel must always avoid accepting or offering any hospitality or gift when this is in the hope that the Company will receive a business advantage or to reward an advantage that has already been received.

All hospitality and gifts must be transparent: i.e. disclosed to the company and, in appropriate circumstances, approved in advance.



Hospitality.

Entertaining or being entertained by clients and contacts is not in itself prohibited. But it must be appropriate, modest and given or accepted in the context of our business.

Lavish entertainment is prohibited. We have a marketing budget within which there is scope for corporate entertaining. Incurring expenditure outside the budget should not occur.

For those employees with an expense allowance, you have to report your expenditure promptly as well as supplying relevant receipts and vouchers.

Frequent entertainment of an individual employee by a third party and frequent entertainment of the same client or contact by a member of the company are not permitted and should be reported.

Gifts.

Generally, gifts should not be offered or accepted unless the value and type of gift is clearly not a potential factor in any business decision. So, for example, a gift of a company calendar or felt tip pen with the company logo is acceptable.

If any valuable gifts are offered to any personnel, they must be reported and senior management will decide on how they are to be dealt with. A valuable gift is anything worth more than £100.

Cash & Financial Incentives.

It is prohibited to solicit any cash or financial benefit or assistance from any third party with whom the Company may have a business connection. It is also prohibited to make any cash gifts or payments to third parties with whom you deal in relation to the company's business.

Personal Benefits.

It is not acceptable to have any dealing with a third party with whom the Company has a business connection whereby you or a friend or relative might gain an advantage in return for some business advantage for that third party.

Donations to political parties and charities.

The Company does not make donations to any political party.

Risk Assessment.

Whenever the Company considers a new venture with another organisation or individual, a risk assessment must be undertaken as a first step, accompanied by due diligence on the prospective business partner.



Due Diligence.

Before entering into negotiations with third parties and before any letter of intent, commitment or contract is made with a third party, appropriate due diligence on that third party and the foreseeable related transactions should be undertaken.

Communication (including training).

Within the company, all personnel must be made aware of the Code. In addition training on our anti-bribery policies and procedures shall be given to those positions identified.

The Compliance Officer will liaise with directors and managers and implement a training programme with regular updates across the company.

Awareness of our anti bribery policy shall be part of the induction process and a similar programme will be established for our external agents and consultants.

If you need advice on how to handle any particular situation, the Compliance Officer is the primary contact.

There may be circumstances when we find it necessary to contact the Serious Fraud Office (SFO) or other authorities, either for advice or to report a problem. Our Compliance Officer, probably with another member of the Board will normally handle any such situation.

Monitoring & Review.

The implementation of this Code will be monitored by the Compliance Officer who will report regularly to the Board.

All cases involving bribery or attempted bribery will be considered by Directors.

All recommendations for changes to our procedures – including this Code of Conduct – will be considered by the Board before being implemented.

Signed

A handwritten signature in black ink, appearing to read "M. Durkin", enclosed within a large, loopy oval shape.

Michael Durkin, Managing Director

Date
1st July 2022

Review by date
30th June 2023