

Anti-Bribery and Corruption Policy

Introduction

Bribery and corruption remain major issues in world trade, despite the many dedicated efforts to prevent them. They are very damaging to the societies in which they occur. They:

- divert money and other resources from those who need them most
- hinder economic and social development
- damage firms, not least by increasing the cost of goods and services

Our legal obligations are primarily governed by the Bribery Act 2010 (BA 2010). BA 2010 affects us as a UK commercial organisation if bribery occurs anywhere in our firm.

We run our firm with integrity and in an honest and ethical manner. All of us must work together to ensure it remains untainted by bribery or corruption.

This policy is a crucial element of that effort. It has the full support of the directors. It sets out the steps all of us must take to prevent bribery and corruption in our firm and to comply with relevant legislation.

What are bribery and corruption?

Corruption is the misuse of office or power for private gain.

Bribery is a form of corruption. It includes offering, promising, giving, accepting or seeking a bribe.

A bribe is a financial or other advantage, promised, requested or given to induce a person to perform a relevant function or activity improperly or to reward them for doing so. In practical terms, a financial or other advantage is likely to include cash or cash equivalent, gifts, meals, entertainment, services, loans, preferential treatment, discounts or anything else of value.

The timing of the bribe is irrelevant and payments made after the relevant event will still be caught, as will bribes that are given or received unknowingly. It is not necessary for the individual or firm actually to receive any benefit as a result of the bribe.

All forms of bribery and corruption are strictly prohibited. If you are unsure about whether a particular act constitutes bribery, raise it with the managing director.

This means that you must not:

- give or offer any payment, gift, hospitality or other benefit in the expectation that a firm advantage will be received, or to reward any firm received
- accept any offer from a third party that you know or suspect is made with the expectation that we will provide a firm advantage for them or anyone else
- give or offer any payment to a government official in any country to facilitate or speed up a routine or necessary procedure

No person must threaten or retaliate against another person who has refused to offer or accept a bribe or who has refused to offer or accept a bribe or who has raised concerns about possible bribery or corruption.

Who can be involved in bribery and in what circumstances?

Bribery and corruption may be committed by our:

- staff (employees, directors, etc.) or anyone they authorise to do things on our behalf
- representatives and other third parties who act on our behalf
- suppliers
- clients (because they might try to induce one of our people to give them more favourable terms)

Bribery can occur in both the public and private sectors. The person receiving the bribe is usually in a position to influence the award or the progress of the firm, sometimes a government or other public official.

The legal position on bribery

Bribery and corruption are criminal offences in most countries where we do business. UK firms, including this one, are subject to BA 2010. Under BA 2010 it is illegal:

- to pay or offer to pay a bribe
- to receive or agree to receive a bribe
- to bribe a foreign public official

A commercial firm can also commit an offence if a person associated with it bribes another person intending to obtain or retain firm or a firm advantage for the firm.

It does not matter whether the bribery or corruption occurs in the UK or abroad. An act of bribery or corruption committed abroad may well result in a prosecution in the UK. Nor does it matter whether the act is done directly or indirectly.

The FCA's position on bribery

As well as complying with BA 2010, as a firm authorised by the FCA, we also have regulations that we need to follow. For further information see the Financial Crime Guide: A firm's guide to countering financial crime risks (FCG) <https://www.handbook.fca.org.uk/handbook/FCG.pdf>.

We have to have anti-bribery and corruption processes and procedures in place in order to comply with our regulatory requirements to achieve compliance with all the Principles, rules and regulations and other requirements; we must comply with legislation applicable to our business, including anti-money laundering and data protection legislation.

Our position on bribery

Our position is simple: we conduct our firm to the highest legal and ethical standards. We will not be party to corruption or bribery in any form. Such acts would damage our reputation and expose us, and our staff and representatives, to the risk of regulatory action, fines and imprisonment. We take a zero-tolerance approach to bribery and corruption by our people and our third party representatives.

Bribery and corruption may be more widespread in some countries and business sectors than others. In some cases you may be told that unless we pay bribes we will not win business. That does not matter. If we were to be involved in even one instance of bribery or corruption, we would have shown that we engage in such conduct. We do not.

Acting with integrity—benefits and consequences

The following table sets out some of the benefits of acting with integrity and some of the possible consequences of not acting with integrity:

Benefits of acting with integrity	Consequences of not acting with integrity
<ul style="list-style-type: none"> • increased chances of being selected as a supplier in public and private sectors • other firms will want to work with us • remain in good standing with our banks and own suppliers • people will be more likely to want to work for us • protected reputation 	<ul style="list-style-type: none"> • a firm that pays or accepts bribes is not in control of its dealings and is at risk of blackmail • if the firm is found guilty of bribery, or if it fails to put in place adequate procedures to prevent bribery, it could be subject to large fines • any person guilty of bribery will be subject to fines and/or imprisonment (up to ten years under BA 2010) • an allegation of bribery or corruption would result in severe reputational damage • the cost of our insurance cover could increase very significantly • banking or supply facilities might be withdrawn or offered only on less favourable terms • being blacklisted for tendering for private and public sector contracts • good people will not want to work for us

What are indicators of corruption and bribery?

Common indicators of bribery and corruption include those listed below. There may well be others:

- payments are for abnormal amounts or purposes (e.g. commission), or made in an unusual way, e.g. what would normally be a single payment is made in stages, through a bank account never previously used, or in a currency or via a country that has no connection with the transaction
- process is bypassed for approval or sign-off of terms or other commercial matters or we are prevented from or hindered in monitoring commercial processes
- individuals are secretive about certain matters or relationships and/or insist on dealing with them personally; they may make trips at short notice without explanation, or have a more lavish lifestyle than expected
- decisions are taken for which there is no clear rationale
- records are incomplete or missing

Risk assessment

We aim to ensure our anti-bribery and corruption procedures are proportionate to the risks we face.

We have performed an assessment of the risk of our firm being exposed to bribery and corruption. This Anti-bribery and corruption policy has been developed in response to the results of that risk assessment.

Where necessary we will review our risk assessment and make appropriate changes to this policy.

Records

It is essential that we keep full and accurate records of all our financial dealings. Transparency is vital; false or misleading records could be very damaging to us.

Your responsibilities

Everyone in the firm is responsible for:

- reading and being aware of the contents of this policy
- complying with this policy
- reporting cases where you know, or have a reasonable suspicion, that bribery or corruption has occurred or is likely to occur

What should you do if you think something is wrong?

Each of us has a responsibility to speak out if we discover anything corrupt or otherwise improper occurring in relation to our firm. We cannot maintain our integrity unless we do that. If you discover or suspect bribery or corruption, whether by:

- another staff member
- a third party
- one of our suppliers or competitors
- anyone else—perhaps even a client

you must report the matter to the managing director. You can do this anonymously, but you must make your report as soon as reasonably practicable. You may be required to explain any delays.

Training

All staff will receive training on this and related policies. New joiners will receive training as part of the induction process. Further training will be provided at least every two years or whenever there is a substantial change in the law or our policy and procedure.

Consequences of failing to comply

We take compliance with this policy very seriously. Failure to comply puts both you and the firm at risk. You may commit a criminal offence if you fail to comply with this policy. The criminal law relating to bribery and corruption carries severe penalties. Because of the importance of this policy, failure to comply with any requirement may lead to disciplinary action under our procedures, which may result in dismissal for gross misconduct.