



## **ANTI-BRIBERY AND CORRUPTION POLICY**

### **1. Purpose**

The purpose of this policy is to establish controls to ensure compliance with all applicable anti-bribery and corruption regulations, and to ensure that the Company's business is conducted in a socially responsible manner

### **2. Policy Statement**

Bribery is the offering, promising, giving, accepting or soliciting of an advantage as an inducement for action which is illegal or a breach of trust. A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage.

It is our policy to conduct all of our business in an honest and ethical manner. We take a zero tolerance approach to bribery and corruption. We are committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever we operate and implementing and enforcing effective systems to counter bribery.

We will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate. However, we remain bound by the laws of the UK, including the Bribery Act 2010, in respect of our conduct both at home and abroad.

Bribery and corruption are punishable for individuals by up to ten years' imprisonment and a fine. If we are found to have taken part in corruption, we could face an unlimited fine, be excluded from tendering for public contracts and face damage to our reputation. We therefore take our legal responsibilities very seriously.

### **3. Scope**

#### **3.1 Who is covered by this policy**

The Company's Anti-Bribery Policy applies to all its employees and to everyone working at its premises, including any contractors.

This policy applies to all individuals working at all levels and grades, including senior managers, officers, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, seconded staff, homeworkers, casual workers and agency staff, volunteers, interns, agents, sponsors, or any other person associated with us, or any of our subsidiaries or their employees, wherever located (collectively referred to as **employees** in this policy).

This policy covers:

- Bribes;
- Gifts and hospitality;
- Facilitation payments;
- Political contributions;
- Charitable contributions.

#### **3.2 Bribes**

Employees must not engage in any form of bribery, either directly or through any third party (such as an agent or distributor). Specifically, employees must not bribe a foreign public official anywhere in the world.



### **3.3 Gifts and hospitality**

Employees must not offer or give any gift or hospitality:

- which could be regarded as illegal or improper, or which violates the recipient's policies; or
- to any public employee or government officials or representatives, or politicians or political parties; or which exceeds £50 in value for each individual gift value for each hospitality event unless approved in writing by the employee's manager.

Employees may not accept any gift or hospitality from our business partners if:

- it exceeds £50 in value for each individual gift or value for each hospitality event unless approved in writing by the employee's manager; or
- it is in cash; or there is any suggestion that a return favour will be expected or implied.

Where a manager's approval is required above, if the manager is below Director level then approval must be sought from an appropriate Director.

If it is not appropriate to decline the offer of a gift, the gift may be accepted, provided it is then declared to the employee's manager and donated to charity.

We appreciate that the practice of giving business gifts varies between countries and regions and what may be normal and acceptable in one region may not be in another. The test to be applied is whether in all the circumstances the gift or hospitality is reasonable and justifiable.

The intention behind the gift should always be considered.

Within these parameters, local management may define specific guidelines and policies to reflect local professional and industry standards. Where this policy requires written approval to be given, the Managing Director shall put in place a process to maintain a register of all such approvals.

### **3.4 Facilitation payments and kickbacks**

Facilitation payments are a form of bribery made for the purpose of expediting or facilitating the performance of a public official for a routine governmental action, and not to obtain or retain business or any improper business advantage. Facilitation payments tend to be demanded by low level officials to obtain a level of service which one would normally be entitled to.

Our strict policy is that facilitation payments must not be paid. We recognise, however, that our employees may be faced with situations where there is a risk to the personal security of an employee or his/her family and where a facilitation payment is unavoidable, in which case the following steps must be taken:

- Keep any amount to the minimum;
- Create a record concerning the payment; and
- Report it to your line manager.

In order to achieve our aim of not making any facilitation payments, each business of the Company will keep a record of all payments made, which must be reported to the Managing Director, in order to evaluate the business risk and to develop a strategy to minimise such payments in the future.

### **3.5 Political Contributions**

We do not make donations, whether in cash or kind, in support of any political parties or candidates, as this can be perceived as an attempt to gain an improper business advantage.

### **3.6 Charitable contributions**

Charitable support and donations are acceptable (and indeed are encouraged), whether of in kind services, knowledge, time, or direct financial contributions. However, employees must be careful to



ensure that charitable contributions are not used as a scheme to conceal bribery. We only make charitable donations that are legal and ethical under local laws and practices]. No donation must be offered or made without the prior approval of [the compliance manager.

All charitable contributions should be publicly disclosed.

#### **4. Your Responsibilities**

This policy is to assist and promote our Company values and expectations of employees to ensure that ethical behaviour is demonstrated at all times.

We also intend for it to provide clarity when communicating with customers or providers to ensure that our reputation is protected against any potential bribery claim.

Its aim therefore is to limit its exposure to bribery by:

- Setting out a clear anti-bribery policy
- Training all employees so that they can recognise and avoid the use of bribery by themselves and others
- Encouraging employees to be vigilant and to report any suspicion of bribery, providing them with suitable channels of communication and ensuring sensitive information is treated appropriately
- Rigorously investigating instances of alleged bribery and assisting the police and other appropriate authorities in any resultant prosecution
- Taking firm and vigorous action against any individual(s) involved in bribery

In support of our commitment to maintaining the highest possible standards of business practice our stance on bribery is one of 'zero-tolerance'. Bribery is illegal and as such has no place in our organisation.

#### **5. Record Keeping**

In accordance with the Bribery Act 2010 the Company prohibits the offering, giving, solicitation or acceptance of any bribe:

- Whether cash or other inducement, regardless of size
- To or from any person or company, wherever they are situated and whether they are a public official or body or private person or company
- By any individual employee, agent or other person or body acting on behalf of the Company
- In order to gain any commercial, contractual or regulatory advantage for the Company in a way which is illegal/unethical
- In order to gain any personal advantage or monetary exchange, or otherwise, for the individual or anyone connected with the individual
- Including facilitation payments made to public officials for securing or accelerating routine processes and procedures

#### **6. How to raise a concern**

It is not the intention of the policy to prevent the following activities:

- Normal and appropriate hospitality
- The giving and receiving of ceremonial gifts



- Such hospitality or gifts must be in moderation and not place any expectation on the recipient to reciprocate either in like or by performing, or failing to perform, any other task in return

If there is any doubt as to whether an action might constitute bribery, the matter should be referred to a Company Director for a decision.

## **7. What to do if you are a victim of bribery or corruption**

It is important that you tell the Managing Director as soon as possible if you are offered a bribe by a third party, are asked to make one, suspect that this may happen in the future, or believe that you are a victim of another form of unlawful activity.

## **8. Protection**

Employees who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. We aim to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.

We are committed to ensuring no one suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or other corruption offence has taken place, or may take place in the future.

Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform [the compliance manager] immediately. If the matter is not remedied, and you are an employee, you should raise it formally using the company's Grievance Procedure.

## **9. Communication of this policy**

All employees will be asked to formally accept conformance to this policy on an annual basis.

Our 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.

## **10. Who is responsible for the policy?**

The board of directors has overall responsibility for ensuring this policy complies with our legal and ethical obligations, and that all those under our control comply with it.

The Managing Director has primary and day-to-day responsibility for implementing this policy, and for monitoring its use and effectiveness and dealing with any queries on its interpretation. Management at all levels are responsible for ensuring those reporting to them are made aware of and understand this policy and are given adequate and regular training on it.

All employees have a responsibility to prevent, detect and report bribery.

Any suspicion of bribery or attempted bribery committed by or against an employee, agent or other party acting on behalf of the Company must be reported immediately to a Company Director.

The Company's "Whistle Blowing Policy" is in place to protect anyone reporting reasonable suspicions.

Any breach of these rules may result in disciplinary action being taken which is likely to result in summary dismissal on the grounds of gross misconduct.

## **11. Monitoring and review**



The company will monitor the effectiveness and review the implementation of this policy, regularly considering its suitability, adequacy and effectiveness. Any improvements identified will be made as soon as possible. Internal control systems and procedures will be subject to regular audits to provide assurance that they are effective in countering bribery and corruption.

All employees are responsible for the success of this policy and should ensure they use it to disclose any suspected danger or wrongdoing.

Employees are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the Managing Director.

This policy does not form part of any employee's contract of employment and it may be amended at any time.

This statement will be displayed prominently at all of our premises and will be brought to the attention of all personnel and made available to other stakeholders - on request.

Signed: *G. Archenhold.*

Dated and last reviewed on...31/01/22.....

Geoff Archenhold, Managing Director, IST