



Code of Ethical Conduct

The Company;

- Has zero tolerance to bribery and corruption
- Shall monitor conduct of all third party suppliers and agents, if any
- Ensure transparency of transactions and disclosure of information
- Ensure that its compensation structure does not encourage staff to commit bribery or corruption
- Shall have a fair and transparent recruitment process and conduct thorough reference checks
- Shall train staff on anti-bribery and anti-corruption policy
- Shall maintain accurate records of gifts, hospitality or expenses incurred over the specified limit
- Shall carry out periodic risk assessments

Bribery Prevention - Information for employees

Gifts, Hospitality and Expenses

- The gift or hospitality must be given solely as an act of appreciation
- There is no obligation on the recipient on receiving any gift or hospitality
- There are no expectations that the gift or hospitality is reciprocated
- The gift or hospitality must be declared to the company and the compliance officer.
- The value of the gift or hospitality must be reasonable and in line with the general business practice.
- The value of the gift or hospitality must be proportionate to the business.
- There must be a justifiable business reason for the gift or hospitality
- Gifts should never be offered secretly.
- Money should never be offered as a gift.
- Gifts must not be offered when bidding for a contract or at any stage of procurement tender.
- It is not allowed to accept gifts given with the purpose of influencing upon a decision. This also applies to all kinds of special services and the procurement of goods at a price far below market value.
- If an employee finds themselves in a conflicting situation, they must declare it to the Compliance Officer immediately. For example, accepting gifts or personal favours from a recruitment service provider which could influence the employee's business decision is not acceptable.

Donations

Political donations can be seen as quid-pro-quo, made to obtain and ensure favourable conditions or in some cases as bribery for a special consideration. Any such contributions must be within the general limits of the law and must be made only by the Director of the company.



Charitable donations must be clearly recorded in the accounting books and must be approved by the Director of the company.

Political and charitable donations must not be made with an objective to secure advantage in business transactions.

Facilitation Payments

Facilitation payments are payments made to secure or expedite the performance of a routine or necessary action to which the payer of the facilitation payment has a legal or other entitlement. Any such payments are illegal and the company does not condone any such payments.



Sponsorships

Sponsorships are grants of funds or goods that pay all or part of the cost, from a commercial organisation for activities, like seminars, conferences, sporting, artistic or entertainment events. They are part of a company's marketing strategy and have the potential to be seen as a bribe or give rise to conflicts of interest.

All sponsorships must be approved by The Chairman or Managing Director and must be clearly stated in the accounting books. The identity and integrity of the sponsored organisation must be confirmed. In general, sponsorships must not;

- be made in order to retain business or secure advantage
- be compensation for a service
- be made upon the suggestion of a public official or for the purpose of influencing a public official

Commissions and other fees

Commission or other fees must be reasonable and proportionate to the job. Care must be taken to avoid levels of reward that could lead to unethical behaviour such as sharing parts of their commission with persons able to secure business.

Bank account details provided for the receipt of commission or other payments must be subject to appropriate due diligence. Commission payments in cash or to third party accounts must be avoided at all times.

Recruitment, procurement and tendering

Employees must declare if they have a personal relationship with an applicant to any job within the company. This is to ensure that recruitment decisions are made in a fair and objective manner and without prejudice.

The company shall have a clear tender process in public procurement and this document shall be made available to relevant employees. Employees must not solicit an act of bribery and must inform the Compliance Officer if they receive any such request.

Conflicts of Interest

Conflicts of interest whether actual or potential, must be avoided. Such situations include (the list is not exhaustive);

- accepting personal payments from suppliers, which may influence business decisions
- potential conflicts between personal and professional relationships, for example, business dealings with another organisation, where the employee or a family member has an interest
- undertaking private work with another business of a similar nature to that of the company's
- having a financial stake in another company that has business dealings with the company.
- being in a situation where the employee may be at risk for giving favourable conditions to certain suppliers, clients, customers, candidates or subordinates.

Staff must obtain written approval from the company's Director before accepting another job or appointment to the Board of another Company or other form of work.

If an employee suspects they have a conflict of interest, they must raise their concerns with their line manager immediately.



Record keeping & training; monitoring & review

Financial records must be kept up to date and shall be open to audits at all times. Records of periodic assessments shall be maintained by the Compliance Officer.

The Company shall provide training to all staff including agency staff, independent contractors and volunteers and more specifically to those employees working in medium to high risk areas of the business.

The company shall monitor the effectiveness of the policy through regular reviews of all policies, procedures and practices in relation to all the risk areas identified by the company.

This policy is reviewed annually to ensure it is kept up to date and meets legislative and best practice requirements.