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Bribery  
Policy

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## 1. INTRODUCTION

The Bribery Act 2010 (“the Act”) imposes extensive obligations on all commercial organisations to ensure that they have adequate procedures in place to prevent bribery from occurring within their organisation. The Company is committed to compliance with the Act and this policy.

## 2. POLICY STATEMENT

2.1 The Company is committed to acting with integrity in all our business dealings and relationships and to implementing effective systems to prevent bribery.

2.2 The Company will uphold all laws relevant to countering bribery and corruption, including the Act, in every aspect of our conduct, including our dealings with public and private sector organisations.

2.3 The purpose of this policy is to:

2.3.1 set out our responsibilities, and the responsibilities of those working for us and placements facilitated by us, in preventing bribery and corruption; and

2.3.2 provide information and guidance to those working for us on how to recognise and deal with bribery and corruption issues.

2.4 Bribery and corruption are punishable for individuals by up to ten years' imprisonment and if the Company is found to have taken part in corruption we could face an unlimited fine, and face incalculable damage to our reputation.

2.5 In this policy, "third party" means any individual or organisation you come into contact with during the course of your work for the Company, and includes actual and potential clients, Companies, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

## 3. WHO IS COVERED BY THE POLICY?

3.1 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.

3.2 For the purposes of this policy, the Company has designated a member of its management team as “Compliance Officer”. The Compliance Officer will be responsible for ensuring that the Company implements this policy and for carrying out various functions as described in this policy.

## 4. WHAT IS BRIBERY?

A bribe is an inducement or reward of a financial or other advantage that is offered, promised or provided to a person in order to gain any commercial, contractual, regulatory or personal advantage through the improper performance of a relevant function or activity as a result of the bribe.

“Financial or other advantage”, although not defined in the Act, means payments, gifts, hospitality or anything else that could be reasonably perceived as an “advantage” as understood by its normal, everyday meaning.

“Improper performance” means performance in breach of an expectation that a person will act in good faith, impartially, or in accordance with a position of Company.

A “relevant function or activity” means any function of a public nature, connected with a business, performed in the course of a person’s employment or performed by or on behalf of an incorporated or unincorporated body of persons.

## 5. FACILITATION PAYMENTS AND KICKBACKS

5.1 The Company does not make, and will not accept, facilitation payments or "kickbacks" of any kind. Facilitation payments are typically small, unofficial payments made to secure or expedite a routine government action by a government official, including any employee of the NHS. They are not commonly paid in the UK, but the Company’s staff must be aware that these types of payments are strictly prohibited.

5.2 If you are asked to make a payment on the Company’s behalf, you should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. You should always ask for an invoice or receipt which details the reason for the payment. If you have any suspicions, concerns or queries regarding a payment, you should raise these with the Company.

Examples:

a) Offering a bribe

A bribe would occur if: A payment was made to influence to an individual who was responsible for deciding whether the Company should be selected as the preferred bidder for the provision of services in a procurement process;

A payment was made to a 3rd party by a contractor instructed by the Company in order to facilitate quicker service from the 3rd party.

b) Receiving a bribe

A bribe would occur if: An advertising company offers a member of the Company’s staff a payment (or other incentive) in order to influence their decision making in respect of the selection of an advertising product.

5.3 Kickbacks are typically payments made in return for a business favour or advantage. All workers must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback will be made or accepted by the Company.

## 6. YOUR RESPONSIBILITIES

6.1 The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for the Company or under our control. All workers are required to avoid any activity that might lead to, or suggest, a breach of this policy.

6.2 You must notify your Line Manager or the Compliance Officer as soon as possible if you believe or suspect that this policy or any other has or may be breached. For example, if a third party offers you something to gain a business advantage with us, or asks for a gift or payment to secure their business, this must be reported.

6.3 Any employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct. The Company reserves its right to terminate its contractual relationship with other workers if they breach this policy.

## 7. RECORD-KEEPING

7.1 The Company must keep financial records and have appropriate internal controls to ensure and demonstrate proper business reasons for payments to third parties.

## 8. HOW TO RAISE A CONCERN

You are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. If you are unsure whether a particular act constitutes bribery or corruption, or if you have any other queries, these should be raised with your Line Manager or the Compliance Officer.

## 9. TRAINING AND COMMUNICATION

9.1 Training on this policy forms part of the induction process for all new workers. All existing workers will receive training on how to implement and adhere to this policy.

9.2 Our zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors and other third parties with whom the Company has dealings at the outset of our business relationship with them including a requirement for compliance in all contracts.

## 10. WHO IS RESPONSIBLE FOR THE POLICY?

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

10.2 The Compliance Officer has primary responsibility for implementing this policy across the Company as a whole, and for monitoring its use and effectiveness and dealing with any queries on its interpretation.

10.3 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.

## 11. MONITORING AND REVIEW

11.1 The Compliance Officer will monitor the effectiveness and review the implementation of this policy, regularly considering its suitability, adequacy and effectiveness taking into account legal development and changes in the Company's business. 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.