

<b>Form No.</b>	HR-P2OL-19	<b>MARLOWE</b> <b>FIRE &amp; SECURITY GROUP</b>	<b>Last Review</b>	October 2018
<b>Revision</b>	2018		<b>Reviewed By</b>	J Jackson

## ANTI CORRUPTION AND BRIBERY POLICY

It is our Policy to conduct all of our business in an honest and ethical manner and we take a zero-tolerance approach to bribery and corruption. The Marlowe Fire & Security Group of Companies; B.B.C. Fire Protection Limited, Fire Alarm Fabrication Services Limited, Fire Alarm Fabrication Services (South) Limited, Flamefast Fire Systems Limited, Island Fire Protection Limited, Marlowe Fire & Security Limited (The Company) are committed to acting professionally, fairly and with integrity in all our business dealings and in all our relationships wherever we operate, and implementing and enforcing effective systems to counter bribery. This Policy outlines the Company's position on preventing and prohibiting bribery, in accordance with the Bribery Act 2010 and provides a framework for the effective compliance and enforcement of that policy.

The purpose of this Policy is to:

- Set out our responsibilities, and of those working for us, in observing and upholding our position on bribery and corruption; and
- Provide information and guidance to those working for us on how to recognise, report and prevent bribery and corruption issues across the Company.

Bribery and corruption are punishable for individuals by up to 10 years' imprisonment and 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. The Company therefore take our legal responsibilities very seriously.

This Policy applies to all Employees and Officers of the Company including temporary/fixed term Employees, Consultants and Contractors. Everyone is responsible for maintaining the highest standards of business conduct. Any breach of this Policy is likely to constitute a serious disciplinary, contractual and criminal matter for the individual concerned and may cause serious damage to the reputation and standing of the Company.

### DEFINITION OF A BRIBE

A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage.

A bribe is a financial or other type of advantage that is offered or requested with the:

- Intention of inducing or rewarding improper performance of a function or activity, or
- Knowledge or belief that accepting such a reward would constitute the improper performance of a function or activity.

A relevant activity includes business activities or any activity performed in the course of employment and where the person performing the activity is expected to do so in good faith, impartially or in accordance with a position of trust.

### WHAT CONSTITUTES A BRIBE?

A bribe might be cash, a gift or other inducement to, or from any person or company. The bribe might be made to ensure that a person or company improperly performs duties or functions to gain any commercial, contractual or regulatory advantage for the Company in either obtaining or maintaining company business.

A bribe might also be made with the intent to gain personal advantage, financial or otherwise either for the individual or anyone connected with the individual.

### WHAT CONSTITUTES A CRIMINAL OFFENCE?

Where someone offers, promises, gives, requests, receives or agrees to receive bribes.

### CORPORATE ENTERTAINMENT, GIFTS, HOSPITALITY AND PROMOTIONAL EXPENDITURE

This policy sets out the procedure all Employees must follow when giving or receiving gifts and hospitality.

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## DEFINITION OF A GIFT

A gift is something of value given without the expectation of a return. Gifts may be provided by Customers, Suppliers, Competitors or Colleagues. A gift should always be reasonable and proportionate for our business.

## POLICY STATEMENT

You must declare all offers of gifts and hospitality, made to or by you, regardless of value, in your role as a member of the Marlowe Group of Companies. All such offers must be declared whether accepted or declined.

Offers of gifts and hospitality may include items ranging from diaries, wall charts, and boxes of chocolates, to free travel and accommodation. Declarations must be submitted via the Employee Portal using the 'Declaration of a Gift or Hospitality Form' to be recorded on the Marlowe Gifts and Hospitality Register (the Register). The Register is maintained by the Compliance Team and is available on request. It is your responsibility to ensure that you are not placed in a position that risks, or appears to risk, compromising your role or public and statutory duties. You should not receive or accept securing valuable gifts and hospitality by virtue of your job. You should not offer or provide any gift or hospitality if acceptance/provision will give the impression that you have been influenced/are deemed to be influencing while acting in an "official capacity".

This Policy also applies to spouses, partners or other associates if it can be argued or perceived that the gift or hospitality is in fact for the benefit of the official. In exercising judgement as to whether to accept a gift or hospitality the question should be asked what public perception would be if the information was published given your role and circumstances.

This Policy does not prohibit normal and appropriate hospitality (given and received) to or from third parties.

The Company permits corporate entertainment, gifts, hospitality and promotional expenditure that:

- Is undertaken for the purpose of establishing or maintaining good business relationships or networking.
- Is to improve the image and reputation of the Company.
- Is undertaken to present the Company's products or services effectively.
- Is not made with the intention of influencing a third party to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favours or benefits.
- Complies with local law.
- Is given in our name, not in your name.
- Does not include cash or a cash equivalent (such as gift certificates or vouchers).
- Is appropriate in the circumstances. For example, in the UK it is customary for small gifts to be given at Christmas time.
- Takes into account the reason for the gift, confirms it is of an appropriate type and value and is given at an appropriate time.
- Is given openly, not secretly.

## RECEIVING GIFTS

You may retain all gifts valued at £40.00 or under, whether given in recognition of presentations or otherwise. For gifts exceeding a value of £40.00 the following options are suggested:

- Share the gift with all Employees,
- Raffle the gift for charity,
- Donate the gift to charity; or
- Make a donation to charity and keep the gift.

## ACCEPTING OFFERS OF HOSPITALITY

Hospitality offered should only be accepted where there is a direct link to working arrangements and a genuine business reason can be demonstrated, for example:

- Attendance or speaking at a conference, which provides complimentary subsistence, travel and accommodation (this does not need to be declared on the register except where a gift was received);
- Attending a free training course; or
- Attending a drinks reception to network.

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It is recognised that, in the course of carrying out your duties, you will need on occasion to ensure good relationships with existing and future contractors and stakeholders and that this may involve for example, the receipt of modest working lunches and dinners. These are acceptable where there is a genuine business reason. Hospitality invitations to events which are purely social events should be considered very carefully before accepting; in such circumstances it may be much more difficult to substantiate a genuine business reason.

All invitations should be recorded in the register whether received or declined.

## WHAT IS NOT ACCEPTABLE?

It is not acceptable for you (or someone on your behalf) to:

- Give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that a business advantage will be received, or to reward a business advantage already given.
- Give, promise to give, or offer, a payment, gift or hospitality to a government official, agent or representative to "facilitate" or expedite a routine procedure.
- Accept payment from a third party that you know or suspect is offered with the expectation that it will obtain a business advantage for them.
- Accept a gift or hospitality from a third party if you know or suspect that it is offered or provided with an expectation that a business advantage will be provided by us in return.
- Threaten or retaliate against another worker who has refused to commit a bribery offence or who has raised concerns under this Policy.
- Engage in any activity that might lead to a breach of this Policy.

The Company will approve business entertainment proposals only if they demonstrate clear business objective and are appropriate for the nature of the business relationship.

Any gifts, rewards or entertainment received or offered from Customers or Suppliers should be declared to the Employee's immediate Line Manager. In certain circumstances, it may not be appropriate to retain such gifts or be provided with the entertainment and refusal may be the right response, for example where there could be a real or perceived conflict of interest. As a general rule, small tokens of appreciation, such as flowers or a bottle of wine, may be retained by Employees.

If an Employee wishes to provide gifts to Suppliers, Customers or other business contacts they should obtain prior approval from their Line Manager and inform of the intended recipient, reasons for the gift and the business objective.

In all cases, receipts should be provided in accordance with the Expenses Policy.

## GIFTS AND HOSPITALITY OFFERED BY MARLOWE

All Employees must be mindful that the value of all gifts and hospitality offered by the Marlowe Group of Companies need to be for legitimate purposes and demonstrate value for money. For example:

- Providing a bouquet of flowers to a seriously ill Employee, or to a longstanding Customer representative who is retiring;
- Giving vouchers to someone who spoke at a conference /meeting free of charge; and
- Making a contribution towards Employees Christmas festivities.

It is acceptable for the Company to provide modest hospitality in the way of working lunches and/or dinners to existing and potential Customer, Contractors and stakeholders subject to a genuine business reason.

## CHARITY DONATIONS

The Company considers that charitable giving can form part of its wider commitment and responsibility to the community. The Company may also support fundraising events involving Employees.

## PROCEDURE

Employees and associated persons must ensure they read, understand and comply with the provisions of this Policy and report any suspicions of bribery to your Line Manager or Director. While any suspicious circumstances should be reported, Employees and associated persons are required particularly to report:

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- Any suspected or actual attempts at bribery
- Concerns that other Employees or associated persons may be being bribed
- Requests for cash payments
- Requests for unusual payment arrangements, for example via a third party
- Requests for reimbursements of unsubstantiated or unusual expenses
- A lack of standard invoices and proper financial practices

All reports will be promptly investigated in the strictest confidence. Employees will be required to assist in any investigation process and provide statements.

Employees who report instances of bribery in good faith will be supported by the Company. The Company will ensure that the Employee is not subjected to detrimental treatment as a consequence of their report and anonymity will be guaranteed. An instruction to cover up a wrong doing will be regarded as gross misconduct.

## DECLARATION

You should make your declaration as soon as possible after the offer or receipt of gifts or hospitality. All declarations are to go to the Compliance Team and should include:

- Date of offer of gift or hospitality, and date of event where relevant;
- Name, job title and organisation of recipient / provider;
- Nature and purpose of gift or hospitality received or declined;
- Name of any other organisation involved;
- Estimated value.

The register will be reviewed quarterly by the Compliance Team and Employees will be reminded periodically of their requirement to declare gifts and hospitality provided/accepted/declined in accordance with this Policy.

Employees who fail to declare the acceptance/provision/decline of hospitality and gifts in accordance with this Policy or breach the Policy in any way may be subject to disciplinary action under Marlowe's Disciplinary Procedure.

Signature:



Date:

22<sup>nd</sup> October 2018

Name:

Rob Flinn

Position:

Chief Executive Officer