

Introduction

6 Alpha Associates (the Company) values its reputation and is committed to maintaining the highest level of ethical standards in the conduct of its business affairs. The actions and conduct of the Company, its employees, and others acting on the Company's behalf, (further referred to throughout this policy as the Company), are key to maintaining these standards.

Definitions

The following are provided for to assist in understanding of this policy:

- *Business integrity* involves the application of the Company's core values. The opposite of integrity is dishonest behaviour, including corruption that could undermine the Company's reputation for fair dealing;
- *Bribery*, in broad terms, is the receiving or offering of undue reward or anything of value and may include payments to secure a business advantage, financial or otherwise, gifts, hospitality, rewards, benefits or other incentives, (further collectively referred to for the purpose of this Policy as gifts), to which the Company is not entitled and may include a bribe, including a gift in kind or some other favour such as an offer of employment to a relative of the person being bribed. It will involve the giver and the receiver in the improper performance of a personal, company or official responsibility;
- *Corruption* can include graft, bribery, facilitation payments or other forms of improper business practice. It has the same attributes as set out under *Bribery* above. It can be summarised as the misuse of entrusted power or office, whether in the public or private sector, for private gain;
- *Kickbacks* arise when suppliers or service providers pay part of their fees to the individuals who give them the contract or some other business advantage;
- *Facilitation payments* are small bribes to officials with a view to speeding up routine governmental transactions to which the payer is already entitled. Examples include payments to speed up customs clearances and extra fees to officials to secure electricity connections.

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Scope of Policy

This policy is designed to enable employees of the Company to understand and abide with the Company's procedures and appropriate legislation associated with bribery and corruption.

Penalties

The Bribery Act came into force in July 2011. Under that Act, bribery by individuals is punishable by up to ten years' imprisonment and/or an unlimited fine. If the Company is found to have taken part in the bribery or is found to lack adequate procedures to prevent bribery, it too could also face an unlimited fine. Additionally, a conviction for a bribery or corruption related offence could have severe and long-lasting reputational and/or financial consequences for the Company.

Key Risk Areas

This policy does not prohibit giving and receiving promotional gifts of low value and normal and appropriate gifts. However, in certain circumstances offering or acceptance of gifts may amount to bribery.

The Company must comply strictly with this policy in respect of gifts. The Company will not provide gifts with the intention of persuading anyone to act improperly or to influence the performance of duties.

It is the responsibility of the Company, when involved at any time in engaging the services of external consultants, suppliers or advisers, to ensure that such individuals are made aware of the content of this policy at the outset of the relationship and on a regular basis thereafter.

The following are the key areas that apply to the Company:

- **Bribes and Kickbacks:** The Company will not take part in acts of corruption or pay bribes or receive kickbacks either *directly* or *indirectly*. Additionally, the Company is prohibited from engaging in acts of corruption, and from paying bribes or kickbacks to, or accepting bribes or kickbacks from, *public officials* and *private individuals* such as the personnel of companies with which the Company does business.
- **Facilitation Payments:** The Company will not make facilitation payments even if such payments are local practice or custom. If the Company encounters a demand for a facilitation payment, or think they are likely to do so, they should report the situation to their line manager without delay. Line managers will then ensure that the Managing Director is informed at the earliest possible opportunity.

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NOTE: The Company recognises that a form of extortion often backs demands for facilitation payments and that in exceptional circumstances resistance may not be feasible. In such circumstances, the Company accepts that the individual involved will need to use their best judgement, however, the incident must be reported to their line manager at the earliest opportunity. The Company will stand by employees who find themselves placed in exceptional situations provided that the employee has provided absolute transparency as to the circumstances surrounding a payment as soon as practically possible after the incident has occurred.

- **Public Officials:** Bribing or corrupting a public official is a serious offence and can carry severe penalties and cause significant reputational damage. Approval must be secured in advance in relation to gifts or benefits received from or offered to public officials, particularly the giving of anything of value to a public official.
- **Gifts, Hospitality, Rewards, Benefits and other Incentives:** The Company may not offer to, or accept from, third parties, gifts that could affect either party's impartiality, influence a business decision or lead to the improper performance of an official duty. Similarly, they may not offer or accept cash donations. The Company may offer and accept '*reasonable*' and '*proportionate*' gifts e.g. dinner, theatre parties or sporting events. In determining what is '*reasonable*' and '*proportionate*', employees should consider the value of the gift (see below), as well as the frequency with which the same or similar gift is offered. In all cases, they must ensure that the gift:
 - is being given as an expression of goodwill and not in expectation of a return favour (a gift designed to secure a return favour could be seen as a bribe);
 - is commensurate with generally accepted standards for hospitality considering the norms for the industry/professional sector in which it is offered;
 - is being provided openly and transparently, and is of a nature that will not cause the Company embarrassment if publicly reported;
 - complies with local laws and regulations, including the recipient's own rules (bearing in mind that government rules on offering and receiving gifts are often particularly tight);
 - meets the value limits set by the Company and has all required approvals. In cases of uncertainty, employees must seek appropriate advice from their line managers;
 - The following applies:
 - Prior approval must be sought and gained for all gifts received or offered with a notional or actual value of more than £100 (or

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- equivalent) prior to final acceptance;
- Approval can be given by respective Project Managers for all gifts received or offered with a notional or actual value of £100 (or equivalent);
 - Where the gift is offered to a Project Manager, approval must be received from the Managing Director prior to final acceptance;
 - For gifts or benefits with a notional or actual value more than £100 but less than £1,000 must be approved in all cases by the Managing Director;
 - Gifts with a value more than £1,000 would routinely be considered unacceptable;
 - All requests for approval must be submitted using the **Gifts, Hospitality, Rewards, Benefits and other Incentives Report** and records of gifts authorised as being acceptable and subsequently received, must be notified to the **Project Administrator** who will record the detail in **Gifts Received Log** (*minimum detail is to include date received, person receiving, authorised by and date, value, brief description of the gift*);
- If prior approval cannot be realistically obtained before the initial acceptance of a gift, the employee must report and seek retrospective approval, or otherwise, at the required level as soon as possible after initial acceptance;
 - Spouses or partners may be included in an invitation to, for example, a sporting event or dinner, where this does not create or give the appearance of an inducement. The same approval limits apply in the case of joint invitations.
- **Personal Conflicts of Interest:** Company employees must avoid situations or transactions in which their personal interests could conflict or might be seen to conflict with the interests of the Company. This includes:
 - Acting on any client information gained through their employment with the company for personal gain;
 - Passing such information to a third party;
 - Acting in any way that could be construed as insider trading.

Conflicts of interest can arise if individuals have a personal interest in business dealings involving the Company. Personal interest can be direct or indirect and refers not only to personal interests but to those of family members and friends. If there is a potential for conflict, the interests of the Company must take priority. Employees must disclose any personal conflict of interest or perceived conflict to their line manager.

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- **Charitable Donations:** The Company may support local charities or provide sponsorship, for example, to sporting or cultural events. Any such sponsorship must be transparent and properly documented. The Company will only provide donations to organisations that serve a legitimate public purpose, and which are themselves subject to high standards of transparency and accountability. Appropriate due diligence must be conducted on the proposed recipient charity and a full understanding obtained as to its *bona fides*.
- **Political Activities:** The Company operates strict political neutrality; it does not make donations to any political parties, organisations, or individuals engaged in politics. The Company will co-operate with governments and other official bodies in the development of policy and legislation that may affect its legitimate business interests, or where it has specialist expertise.

Employees are entitled to their own political views and activities, but they may not use Company premises or equipment to promote those views or associate their views with those of the Company.

- **Business Relationships:** The Company expects its business partners to approach issues of bribery and corruption in a manner that is consistent with the principles set out in this policy. This requirement applies to agents, subcontractors and joint venture partners. In cases where the Company is unable to ensure these standards, it will reconsider the business relationship.
- **Agents, Representatives and Subcontractors:** This policy applies with particular force to commercial agents, representatives and subcontractors. In many reported corruption cases, agents have passed on part of their commissions as bribes. The Company prohibits such practices. In order to maintain the highest standards of integrity, employees must ensure that agents, representatives and subcontractors:
 - Are fully briefed on the background and reputation for integrity of agents, representatives and subcontractors before hiring them. The Company will conduct due diligence enquiries to review the integrity records of agents, representatives and subcontractors before entering a commercial relationship with them;
 - Selection is made by someone other than the person selecting or managing the Company's relationship with them;
 - Are fully briefed on this policy, and have made a formal commitment in writing to abide by it;
 - Fees and commissions will be appropriate and justifiable remuneration for legitimate services rendered;

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Once agreements have been signed, the Company will continue to monitor its relationships with agents, representatives and subcontractors to ensure that there are no infringements of this policy. Contractual agreements will include appropriate wording making it possible to withdraw from the relationship if agents, representatives or subcontractors fail to abide by this policy.

- **Joint Venture Partners:** The need for documentation and careful reviews of the Company's partners' integrity records applies equally to the process of setting up and managing joint ventures. The Company will use its influence to ensure that joint ventures meet high integrity standards. Where the company has majority control, it will ensure that the joint venture adopts the concepts and approach to bribery and corruption as set out in this policy.
- **Suppliers and Contractors:** The Company will ensure that the procurement procedure for appointing suppliers and contractors is open, fair and transparent. The selection of contractors will be based on an evaluation of professional merit, and not on personal recommendations.

The company will communicate this policy to its suppliers and contractors, and it will expect them to abide by the principles set out in the policy when working on the company's behalf. If those principles are breached, the company will reserve the right to terminate the contract.

Record Keeping & Training

The Company requires employees to keep accurate accounts throughout the Company's operations. The following applies to record keeping:

- The Company's financial records will have appropriate internal controls in place, which will evidence the business reason for making any payments to third parties;
- All expense claims relating to hospitality, gifts or expenses incurred to third parties must be submitted in accordance with the Company's expenses rules and specifically record the reason for the expenditure;
- All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, must be prepared and maintained with strict accuracy and completeness. No accounts must be kept "off-book" to facilitate or conceal improper payments. In no circumstances will the Company keep parallel accounts;

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- Regular auditing procedures will include a review of the local circumstances that may make particular offices or projects vulnerable to corruption, and the defences and strategies that are in place to mitigate such risks;

The following applies to training:

- The Company will make this policy available on the Company's ACTIV portal for all employees;
- Reading of the policy and acknowledgement of having done so will be incorporated into the Company Induction process;
- Details of the Company's whistleblowing, anti-bribery and anti-corruption measures procedures will be disseminated throughout the Company on a regular basis.

Monitoring

This policy will be regularly reviewed to ensure its effectiveness. Internal control systems and procedures will be subject to audit under the internal audit process.

Signed on behalf of 6 ALPHA ASSOCIATES:



Signed

Name: Simon Cooke

Date: 15th June 2019

Review Date: 15th June 2020

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Last Reviewed: 15/06/2019	