

Anti-Bribery and Corruption Policy

Introduction

In the UK it is criminal offence to offer, promise or provide and request or accept a bribe. It is also an offence for a commercial organisation to fail to prevent an incident of bribery being committed either by the company or by someone associated with it in order to obtain or retain business advantage.

This means that bribery and corruption have absolutely no place at Solent Blind and Curtain Company and why we operate a strict no tolerance policy towards bribery in all its forms whether directly or through third parties.

This anti-bribery and corruption policy applies to all members of Solent Blind and Curtain Company.

This policy sets out our anti-bribery and corruption rules and explains what is expected of all Solent blind and Curtain Company employees.

Legislation

The Bribery Act 2010 (the 'Act') reformed the criminal law providing a new, modern and comprehensive scheme of bribery offences that enable courts and prosecutors to respond more effectively to bribery.

Key elements of the Act are:

- Two general criminal offences which cover the offering, promising or giving of an advantage, and requesting, agreeing to receive or accepting of an advantage
- An offence of failure by a commercial organisation to prevent a bribe being paid for or on its behalf (the only defence is if the organisation can show it has adequate procedures in place to prevent bribery)

You can find out more via <https://www.gov.uk/government/publications/bribery-act-2010-guidance>.

Penalties for Engaging in Bribery and Corruption

As befits a serious criminal offence, the penalties for engaging in bribery or corruption are severe. Companies can face punitive fines and individuals can be fined and/or imprisoned.

As noted above, in the UK, the legislation incorporates a specific criminal offence for a company of failing to prevent bribery committed on its behalf. We take this responsibility very seriously and this is why we want to be associated only with those whose standards match our own.

A conviction for a bribery or corruption offence could have severe penalties for our reputation including exclusion from tender lists and loss of business, which could have severe financial consequences for our business.

Understanding and Recognising Bribery and Corruption

Bribery and corruption can occur in many forms; so understanding them and recognising when they might occur is a key step in guarding against them.

Bribery is when a person offers, promises or gives financial (or other) advantage to another person with the intention of inducing or rewarding that person to act improperly (active bribery), or when a person requests, agrees to receive or accepts a financial (or other) advantage to act improperly (passive bribery).

Corruption is any form of illegal, dishonest or bad behaviour, especially by people in positions of power.

In our industry, bribery could occur in situations such as tendering and appointing preferred suppliers. Bribery and corruption can be found at all levels from governments and government officials through to site operatives.

Wherever we work we must be clear that we will not participate in or condone any form of bribery in our dealings whether with the public or private sectors.

Bribes are not always a matter of handing over cash. Gifts, hospitality and entertainment can be bribes as well as offers of employment or gifts to charities if they are intended to influence a business decision.

Transparency and openness are effective weapons against bribery, so be ready to challenge any arrangements that compromise them. Even political contributions, charitable donations or sponsorship arrangements can be used as a subterfuge for bribery.

Preventing Bribery

Our 'no tolerance' of bribery relies on every person at Solent Blind and Curtain Company and our associated persons always choosing to do the right thing. All this takes is a few simple commitments:

We will always:

- Comply with this Anti-Bribery and Corruption Policy
- Comply with **all** company policies on gifts and hospitality, political contributions and charitable donations
- Record **all** activities and transactions accurately, completely and transparently
- Follow appropriate due diligence and risk mitigation procedures before proceeding with any contract or other arrangement
- Seek advice if unsure how to proceed
- Report any suspected or actual breaches of this policy promptly and accurately to management
- Be alert to 'red flags' and immediately report or seek guidance about them

We will never:

- Participate in any form of corrupt behaviour
- Use company funds, in the form of payments or gifts and hospitality for any unlawful, unethical or improper purpose
- Authorise, make, tolerate or encourage, or invite or accept, any improper payments to obtain, retain or improve business
- Permit anyone to offer or pay bribes or make facilitation payments on our behalf, or do anything else we would not be permitted to do ourselves
- Offer or give anything of value to a public official (or their representative) to induce or reward them for acting improperly in the course of their public responsibilities
- Offer or accept gifts or hospitality, if we think this might impair objective judgement, improperly influence a decision or create a sense of obligation, or if there's a risk it could be misconstrued or misinterpreted by others

Understanding Specific Areas of Risk

While high profile cases of bribery, involving large sums of cash and senior executives, are mostly likely to hit the headlines, bribery can be a risk in many areas of our industry. It might take the form of:

- Facilitation payments
- Kickbacks and reciprocal agreements
- Corrupt third parties
- Excessive gifts and hospitality
- Inadequate financial controls or record keeping

Facilitation payments are usually small payments (or gifts) made to public officials in order to speed up or 'facilitate' actions the officials are already duty-bound to perform. We make no distinction between facilitation payments and bribes, regardless of their size.

Kickbacks and reciprocal agreements or any other form of 'quid pro quo' are never acceptable. We will not participate in cover price bidding, bid-rigging or any form of collusion. We will neither accept nor make improper payments to obtain new business, retain existing business, or secure any improper advantage.

Corrupt third parties can include a range of people acting on our behalf such as sub-contractors. We wish to work only with those who are committed to our standards and will undertake due diligence to ensure this. We will engage a third party only when there is a clear business rationale for doing so and with an appropriate contract. We will ensure all payments made to third parties are properly authorised and recorded.

Excessive gifts and hospitality can be used to exert improper influence on decision makers. We will only accept gifts and hospitality in accordance with our Gifts and Hospitality Policy. We will ensure any gifts or hospitality we offer are reasonable in terms of value and frequency. We will never offer or accept gifts or hospitality if we feel it could influence a business decision or give the appearance of doing so.

Inadequate financial controls or record keeping can be exploited to hide bribes or corrupt business practices. We will ensure we have robust controls in place so that our financial and other records are accurate and complete and never misleading.

Disciplinary Action

Bribery is a criminal offence which can lead to criminal penalties. But in addition, you have a duty to Solent Blind and Curtain Company and breaches of this policy will result in prompt disciplinary action, up to and including dismissal/termination of contract.

How Employees Can Raise a Concern

If you have a concern or suspect a violation of this policy we want you to speak up immediately. Speaking up can be a difficult thing to do, so be assured that all information received will be treated seriously and investigated appropriately. If you act in good faith, believing your information is accurate, we will protect you even if you are wrong. Some concerns can be addressed by speaking to the person whose conduct is the cause for concern. We understand that this is not always possible, so we suggest you speak to management.

Statement of Commitment

We will not tolerate any form of bribery or corruption.

This policy demonstrates Solent Blind and Curtain Company's no-tolerance approach to bribery and corruption. It will be regularly reviewed and updated if necessary as new threats appear.

This policy applies to the whole of Solent Blind and Curtain Company and as such should be seen as setting the broad rules and guidance for all.

This policy will be communicated to all persons working for and on behalf on Solent Blind and Curtain Company.

This policy will be reviewed annually but the Company will continually endeavour to improve our practices.

Signed:



Position: Company Secretary

Date:

This revision dated: February 2017

Last revision dated: June 2016