



# Anti-Bribery, Corruption and Fraud Policy

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V1 March 2018	First version of this policy	Liz Moran		March 2018
V2 August 2018	Updated version	Liz Moran		August 2018
V3 January 2020	General update	Alison Hughes		January 2020
V4 29/04/2021	Updated version	Alison Hughes		29/04/2021
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## **Introduction**

It is System Groups policy to conduct all of our business activities in an honest and ethical manner. We take a zero tolerance approach to bribery and corruption and are committed to behaving professionally, fairly and with integrity in all our relationships and business dealings wherever we operate.

## **Purpose**

The purpose of this policy is to convey to all employees and interested parties of System Group the rules of the Company in relation to our unequivocal stance towards the eradication of bribery and our commitment to ensuring that System Group conducts its business in a fair, professional and legal manner. The purpose of this policy is to:

- Set out our responsibilities in observing and upholding our position on bribery and corruption.
- Provide information and guidance to those working for us on how to recognise and deal with bribery and corruption issues.

## **Scope**

This policy applies to all employees of System Group, regardless of seniority, site or location. It also extends to anyone working for or on our behalf e.g. those engaged by us on a Freelance, Contractor basis or an agency arrangement. Employees across all levels of the organisation are required to comply with this policy. Any breach of this policy could result in disciplinary action and dismissal.

## **Definitions**

### **Corruption**

Corruption is the misuse of office or power for private gain. Corruption is any fraud, deception, dishonesty or wrongdoing through abuse of a position of trust in order to gain an undue advantage. It can include:

- Bribery
- Blackmail
- Money laundering
- Deception
- Fraud
- Extortion
- Collusion

### **Bribery**

Bribery is a form of corruption which means in the course of business giving or receiving money, gifts, meals, entertainment or anything else of value as an inducement to a person to do something which is dishonest or illegal.

A bribe may include any payment, benefit or a gift which is offered, given or received with the purpose of influencing a decision or outcome, whether directly or indirectly. A bribe can be any form of advantage offered or received, a contract does not need to be won for an act of corruption to be committed. The below list is non-exhaustive of what are considered bribes and are wholly prohibited:

- Facilitation payments (payments given to increase the process of routine procedures)
- Disproportioned levels of hospitality or gifts e.g. to influence client relationships.
- Sending/receiving payments to influence business payments.
- Indirect payments offered or received by way of contribution to influence business outcomes e.g. to favoured organisation or charity.

### **Fraud**

Fraud is wrongful or criminal deception intended to result in financial or personal gain for example:

- False representation
- False accounting
- Forgery of documents
- Failing to disclose information which may influence the outcome of a situation e.g. change of immigration status.

### **What could be considered bribery, corruption or fraud?**

If an employee is not sure which circumstances and behaviour may be in breach of this policy, consider the below:

- Could this act be construed as favourable treatment or inducement?
- Could my behaviour/actions influence the decision or outcome of the situation?
- Do my behaviour/actions link to a specific project/activity?
- Would I feel comfortable discussing my actions/behaviour with my line manager/HR without concerns being raised?

It is prohibited, directly or indirectly, to offer, give, request or accept any bribe i.e. gift, loan, payment, reward or advantage, either in cash or any other form of inducement, to or from any person or company in order to gain commercial, contractual or regulatory advantage for System Group, or in order to gain any personal advantage for an individual or anyone connected with the individual in a way that is unethical.

It is also prohibited to act in any manner which aims to influence an individual in their capacity as a foreign public official. You should not make a payment to a third party on behalf of a foreign public official.

If you are offered a bribe, or a bribe is solicited from you, you should not agree to it unless your immediate safety is in jeopardy. You should immediately contact HR so that action can be taken if considered necessary. You may be asked to give a written account of events for investigation purposes.

Appropriate checks will be made before engaging with suppliers or other third parties of any kind to reduce the risk of our business partners breaching our anti-bribery rules.

System Group will ensure that all of its transactions, including any sponsorship or donations given to charity, are made transparently and legitimately.

System Group takes any actual or suspected breach of this policy extremely seriously and will carry out a thorough investigation should any instances arise.

We will uphold laws relating to bribery and will take disciplinary action against any employee, or other relevant action against persons working on our behalf or in connection with us, should we find that an act of bribery, or attempted bribery, has taken place. This action may result in your dismissal if you are an employee, or the cessation of our arrangement with you if you are self-employed, an agency worker, contractor etc.

Employees are reminded of the Whistleblowing Policy which is available in SharePoint, or upon request.

### **Reporting suspected acts of bribery, corruption or fraud**

If you, as an employee or person working on our behalf, suspect that an act of bribery, or attempted bribery, has taken place, even if you are not personally involved, you are expected to report this to contact HR. You may be asked to give a written account of events for investigation purposes.

Any reports of bribery, corruption or fraud will be investigated confidentially in the first instance in line with our Whistleblowing policy which is available on SharePoint.

Raising concerns or reporting another's wrong doing can sometimes cause an individual to worry about possible repercussions. We aim to encourage openness and will support anyone who raises genuine concerns, even if it turns out they were mistaken (please refer to our whistleblowing policy for more information).

### **If concerns are raised about an employee regarding acts of bribery, corruption or fraud**

In any instances where an employee commits any acts of bribery, corruption or fraud System Group will invoke its disciplinary procedures. Any proven allegations may result in findings of gross misconduct and immediate dismissal.

Any instances of detrimental treatment by a fellow employee because an employee has made a report will be treated as a disciplinary offence. An instruction to cover up wrong doing is also a disciplinary offence.

### **Offences**

It is an offence to:

- offer a bribe
- accept a bribe
- bribe a foreign official

- as a commercial organisation, to fail to prevent a bribe.

You should be aware that if you are found guilty by a court of committing bribery, you could face up to 10 years in prison and/or an unlimited fine. System Group could also face prosecution and be liable to pay a fine

### **Proportionate levels of corporate entertainment, gifts, hospitality**

This policy does not prohibit the giving and receiving of reasonable and proportionate corporate entertainment, hospitality, gifts and promotional expenditure.

We realise that the giving and receiving of gifts and hospitality where nothing is expected in return helps form positive relationships with third parties where it is proportionate and properly recorded. This does not constitute bribery and consequently such actions are not considered a breach of this policy.

Gifts include money; goods (flowers, vouchers, food, drink, event tickets when not used in a hosted business context); services or loans given or received as a mark of friendship or appreciation.

Hospitality includes entertaining; meals or event tickets (when used in a hosted business context) given or received to initiate or develop relations. Hospitality will become a gift if the host is not present.

No gift should be given nor hospitality offered by an employee or anyone working on our behalf to any party in connection with our business without receiving prior written approval from HR. Similarly, no gift nor offer of hospitality should be accepted by an employee or anyone working on our behalf without receiving prior written approval from HR.

A record will be made of every instance in which gifts or hospitality are given or received.

Any instance of gifts, hospitality or corporate entertainment should meet the below criteria:

- Have only the purpose of networking/establishing/maintaining good business relationships
- Aid and improve the image and reputation of System Group in a professional manner
- Be appropriate to the circumstances/situation with no risk or perception that there may be an improper influence.
- Ensure no actions may be misconstrued as reward, inducement or any other corrupt act outlined in this policy.

Logging any gifts, event or hospitality gives an employee the opportunity to notify the company. In the event of more serious areas of concern issues can then be escalated without concern or fear of reprisal.

## Training

System Group will continue to review this policy and ensure adequate training is provided for employees deemed high risk. Any training given will be reviewed on a regular basis. If any employee requires additional information or guidance or may be unsure if their behaviour is in breach of this policy, HR should be contacted in the first instance.

As the law is constantly changing, this policy is subject to review and we reserve the right to amend this policy without prior notice.