



HR POLICY ANTI-BRIBERY AND CORRUPTION

START DATE: MAY 2017
REVIEW DATE: MAY 2018

POLICY CODE: 19HRCCL-ANTI-BRIBERYANDCORRUPTION



The guidance within this policy applies to

Employees - on a permanent, fixed or temporary contract (including agency employees)

Visitors - to CCL sites, plant, offices and customers of CCL

Sub-contractors of CCL – to CCL sites, plant, offices and customers of CCL

The term 'CCL' used within this policy refers to and includes:

CCL Stressing Systems Ltd

CCL Stressing International Ltd

CCL (GB) Ltd

Spiroll Precast Services Ltd

About this policy

CCL 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 employees as well as others acting on behalf of CCL are key to maintaining these standards.

The purpose of this policy is to set out CCL's policy in relation to bribery and corruption.

Understanding and recognising bribery and corruption

Acts of bribery or corruption are designed to influence an individual in the performance of their duty and incline them to act in a way that a reasonable person would consider to be dishonest in the circumstances.

Bribery can be defined as offering, promising or giving a financial (or other) advantage to another person with the intention of inducing or rewarding that person to act or for having acted in a way which a reasonable person would consider improper in the circumstances. Corruption is any form of abuse of entrusted power for private gain and may include, but is not limited to, bribery.

Bribes are not always a matter of handing over cash. Gifts, hospitality and entertainment can be bribes if they are intended to influence a business decision.

Penalties

The Bribery Act 2010 came into force on 1 July 2011. Under that act, bribery by individuals is punishable by up to ten years' imprisonment and/or an unlimited fine. If a business 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.

A conviction for a bribery or corruption related offence would have severe reputational and/or financial consequences for the business.



CCL's view

CCL will not tolerate bribery or corruption in any form as a part of our business interactions. CCL prohibits the offering, giving, solicitation or the acceptance of any bribe or corrupt inducement, whether in cash or in any other form.

- To or from any person or company wherever located, whether a public official or public body, or a private person or company;
- By any individual employee, director, agent, consultant, contractor or other person or body acting on the firm's behalf;
- In order to gain any commercial, contractual, or regulatory advantage for the firm in any way which is unethical, or to gain any personal advantage, pecuniary or otherwise, for the individual or anyone connected with the individual.

Acceptable business interactions

This policy is not intended to prohibit the following practices provided they are appropriate, proportionate and are properly recorded:

- Normal hospitality, provided that it complies with the CCL's corporate entertainment guidelines
- Fast-tracking a process which is available to all on the payment of a fee
- Providing resources to assist a person or body to make a decision more efficiently, provided that it is for that purpose only.

Reporting suspicion of bribery and corruption

The prevention, detection and reporting of bribery or corruption is the responsibility of all employees throughout the business. If an employee or associate of CCL is in any doubt as to whether a possible act might be in breach of this policy or the law, the matter should be referred to an employee's line manager.

If necessary, guidance should also be sought from the Group Legal and HR Manager or the General Manager. As a general rule any suspicions should be made in writing, and with the utmost discretion and confidentiality.

CCL will take any actual or suspected breaches of this policy, complaints or suspicions very seriously and line managers will complete a thorough and extensive investigation to elicit facts and evidence.

Key risk areas

Bribery can be a risk in many areas of a business. Below are the key areas employees should be aware of in particular:

- Excessive gifts, entertainment and hospitality: can be used to exert improper influence on decision makers. Gifts, entertainment and hospitality are acceptable provided they fall within the CCL group's Corporate Entertainment Policy.
CCL does not allow the acceptance of gifts, money or services from customers or business associates. If a customer insists on giving the company small items such as bottles of wine or chocolates for example, the items will be shared equally amongst employees or held until such times as a Christmas raffle, when they can be fairly distributed amongst employees.
- Facilitation payments: are used by businesses or individuals to secure or expedite the performance of a routine or necessary action to which the payer has an entitlement as of right. The firm will not tolerate or excuse such payments being made.



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- Reciprocal agreements: or any other form of *'quid pro quo'* are never acceptable unless they are legitimate business arrangements which are properly documented and approved by senior management. Improper payments to obtain new business, retain existing business or secure any improper advantage should never be accepted or made.
- Actions by third parties for which the firm may be held responsible: can include a range of people i.e. agents, contractors and consultants, acting on the firm's behalf. Appropriate due diligence should be undertaken before a third party is engaged. Third parties should only be engaged where there is a clear business rationale for doing so, with an appropriate contract. Any payments to third parties should be properly authorised and recorded.

Record keeping

Attempts to conceal bribes or corrupt practices is not permitted within CCL's anti bribery and corruption culture. CCL ensures that there are robust controls in place so that business accounting records are accurate and transparent.

Employees must declare and keep a written record of all hospitality or gifts accepted or offered, which will be subject to managerial review.

Employees must ensure all expenses claims relating to hospitality, gifts or expenses incurred to third parties are submitted to the accounts department, in accordance with CCL's expenses policies.

Employees should also specifically record the reason for the expenditure.

CCL will ensure that all accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, will be prepared and maintained with strict accuracy and completeness. No accounts must be kept by any CCL employee as "off-the-book" in order to facilitate or conceal improper payments.

Any individual found doing so will be contravening UK law and this policy guidance.

Donations

- CCL does allow company donations to locally approved charities. In doing so, CCL expects nothing in return and will seek out no business interactions as a result of the donation.
- CCL may make charity sponsorship payments as a legitimate business expense in line with GOV.UK guidelines.
- CCL does not make donations or contributions to political parties.