



# Anti-Bribery and Corruption **Policy**

Version 07

12 June 2023



## Contents

1. Policy Statement.....	1
2. Who is covered by the policy? .....	1
3. Who is responsible for the policy?.....	1
4. What is bribery?.....	2
5. What is tax evasion? .....	2
6. Gifts and hospitality .....	3
7. What is not acceptable? .....	4
8. Facilitation payments and kickbacks .....	5
9. Donations .....	5
10. Communications.....	5
11. Your responsibilities .....	5
12. Record-keeping .....	6
13. How to raise a concern.....	6
14. What to do if you are a victim of bribery or corruption .....	6
15. Protection .....	6
16. Training.....	7
17. Monitoring and review .....	7

# 1. Policy Statement

S-RM Intelligence and Risk Consulting Limited and its subsidiaries (collectively referred to as “S-RM” or “We”) conduct business in an honest, transparent and ethical manner. We have a zero-tolerance approach to bribery and corruption, including tax evasion, and are committed to acting professionally, fairly and with integrity in all our business dealings. Wherever we operate, we ensure that effective systems are implemented and enforced to counter bribery and corruption.

We comply with all anti-bribery and corruption in laws in the jurisdictions in which We operate including but not limited to the Bribery Act 2010 and the Criminal Finances Act 2017, which apply in respect of our conduct both in the UK and abroad, and the Foreign Corrupt Practices Act in the US.

The purpose of this policy is:

- i) to set out our responsibilities, and of those working for and on our behalf, in observing and upholding our position on bribery and corruption; and
- ii) to provide information and guidance to those working for and on our behalf on how to recognise and deal with bribery and corruption issues.

This policy does not form part of any contract of employment or other contract to provide services and we may amend it at any time.

## 2. Who is covered by the policy?

This policy applies to all persons engaged or employed by S-RM or associated with us, or any of our subsidiaries or their employees (collectively referred to as ‘employees’ in this policy), directors, officers, agency workers, seconded workers, volunteers, interns, agents, contractors, external consultants, third-party representatives and business partners, sponsors, or any other person associated with us or working on our behalf, wherever located.

## 3. Who is responsible for the policy?

The S-RM Executive Committee (‘ExCo’) has overall responsibility for ensuring this policy complies with our legal and ethical obligations, and that all those under our control comply with it.

The S-RM Legal, Risk and Compliance team and the S-RM Risk Committee will be responsible for ensuring the systems and controls in place for preventing bribery and corruption are adequate. Line Managers at all levels are responsible for ensuring those reporting to them are made aware of and understand this policy and are given adequate training on it.

## 4. What is bribery?

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

It is a criminal offence to offer, promise, give, request or accept a bribe. Individuals found guilty can be punished by up to ten years' imprisonment and/or a fine and employers that fail to prevent bribery can face an unlimited fine, exclusion from tendering for public contracts, and damage to its reputation.

### Examples:

- a) S-RM engages an introducer to help it win an important government contract; the introducer is paid a referral fee, part of which is then passed onto a contact in the government.
- b) A travel agent used by S-RM gifts travel vouchers to individual employees on the understanding that these individuals will renew their contract.
- c) A subcontractor working on behalf of S-RM pays a government official to gain access to corporate records that would otherwise be unavailable or bypasses the usual route to obtain such information.
- d) A S-RM employee pays a customs official to speed up their visa application in excess of the published fees and outside of the usual applications process.

## 5. What is tax evasion?

The Criminal Finances Act 2017 (the "Act") was introduced by the UK government to complement the current bribery and anti-corruption laws. The Act creates two new offences of tax evasion including foreign tax evasion and facilitation of tax evasion.

An offence under the Act is automatically committed by a corporate entity or partnership where tax evasion is facilitated by a person acting in the capacity of an "associated person" to that entity or partnership. Associated person includes anyone who does any act on behalf of the company in the course of business e.g. an employee or an agent acting in their capacity as an employee or an agent.

For the offence to be committed, the associated person must deliberately and dishonestly take action to facilitate the tax evasion by the taxpayer. The company does not have to have deliberately or dishonestly facilitated the tax evasion itself; the fact that the associated person has done so creates the liability for the company. As an employer, if we fail to prevent our employees, workers, agents or service providers facilitating tax evasion, we can face criminal sanctions including unlimited fines, as well as exclusion from tendering for public contracts and damage to our reputation.

S-RM conducts periodic risk assessments to ensure that we are fully compliant with our obligations under the Act. This risk assessment includes assessing the effectiveness of the controls that have been implemented to mitigate the risks of

committing a Corporate Criminal Offence (COO) under the Act. Training on control measures is provided to relevant Finance team members and other staff as necessary.

You should be alert to the risk of tax evasion and promptly report to the S-RM Legal, Risk and Compliance team for any situations or issues that could relate to tax evasion or foreign tax evasion.

**Examples:**

The following is a list of possible red flags which may raise concerns related to tax evasion or foreign tax evasion which should be reported to the S-RM Legal, Risk & Compliance Team. The list is not intended to be exhaustive and is for illustrative purposes only:

- a) You become aware, in the course of your work, that a third party working on behalf of S-RM, has made or intends to make a false statement relating to tax, has failed to disclose income or gains to, or to register with, HMRC (or the equivalent authority in any relevant non-UK jurisdiction), has delivered or intends to deliver a false document relating to tax, or has set up or intends to set up a structure to try to hide income, gains or assets from a tax authority;
- b) you become aware, in the course of your work, that a third party has deliberately failed to register for VAT (or the equivalent tax in any relevant non-UK jurisdiction) or failed to account for VAT;
- c) a third-party requests payment in cash and/or refuses to sign a formal commission or fee agreement, or to provide an invoice or receipt for a payment made;
- d) a third party requests that payment is made to a country or geographic location different from where the third party resides or conducts business;
- e) a third party to whom we have provided services requests that their invoice is addressed to a different entity, where we did not provide services to such entity directly;
- f) a third party insists on the use of side letters or refuses to put terms agreed in writing or asks for contracts or other documentation to be backdated.

## **6. Gifts and hospitality**

You should be mindful that gifts and entertainment can sometimes disguise bribes or be misinterpreted as bribes. We have therefore included guidance and rules which clearly define what we consider to be genuine and acceptable and what is not.

You must not accept any gifts or hospitality that could affect the impartiality of the recipient, or giver, influence a business decision or lead to the improper performance of an official duty or business function. You must also not accept gifts of cash or cash equivalents, e.g. vouchers.

### *Hospitality*

This policy does not prohibit reasonable and appropriate hospitality (given and received) to or from third parties such as lunch or dinner, tickets to a sporting event or the theatre, provided that the hospitality is not lavish or excessive in occurrence

### *Gifts*

The giving or receipt of gifts is only permitted subject to the following:

- Any gifts received must not exceed £250 in value;
- Gifts may not be accepted from the same source more than twice in any 12 month period;
- Any gifts given must be of moderate value, (not in excess of £250), legal under local law, and appropriate in the circumstances.

We appreciate that the practice of giving business gifts varies between countries and regions and what may be normal and acceptable in one region may not be in another. The test to be applied is whether in all the circumstances the gift or hospitality is reasonable and justifiable. The intention behind the gift should always be considered. If the refusal of a gift or hospitality is likely to damage client relations, please contact the S-RM Legal, Risk and Compliance Team to determine if an exception can be made which would allow the gift to be accepted returned or disposed of, as appropriate.

**Any hospitality or gifts, given or received, equating to a value of £250 or more per person must be approved by the S-RM Legal, Risk and Compliance team before they can be given or accepted.**

**Any hospitality or gifts given to or received from government clients, regardless of the value, should also be flagged to the S-RM Legal, Risk and Compliance team.**

## **7. What is not acceptable?**

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

- 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;
- Promise to give, or offer payment, gift or hospitality to a government official, agent or representative to 'facilitate' or expediate 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 employee who has refused to commit a bribery offence or who has raised concerns under this policy; or

- Engage in any activity that might lead to a breach of this policy.

## 8. Facilitation payments and kickbacks

We do not make, and will not accept, facilitation payments or “kickbacks” of any kind. Facilitation payments are typically small, unofficial payments made to secure or expediate a routine government action by a government official.

You must avoid any activity that might lead to a facilitation payment or kickback being made or accepted by us or on our behalf, or that might suggest that such a payment will be made or accepted. If you are asked to make a payment on our behalf, you should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. You should always ask for a receipt which details the reason for the payment. If you have any suspicious concerns or queries regarding a payment, you should raise these immediately with your line manager and/or escalate it directly to the S-RM Legal, Risk and Compliance team.

## 9. Donations

We only make charitable donations that are legal and ethical under local laws and practices. No donation must be offered or made without the prior approval of **the S-RM Legal, Risk and Compliance team**. We conduct due diligence checks on all of our CSR and pro bono partners, including all campaigns to which we make charitable donations.

## 10. Communications

All new suppliers, subcontractors and any other business partners of S-RM must be made aware of S-RM’s anti-corruption and bribery policy and asked to comply with it at the start of our relationship with them, before any services are performed, and periodically thereafter.

## 11. Your responsibilities

You must ensure that you read, understand and comply with this policy. The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for us or under our control. All employees and those working on our behalf are required to avoid any activity that might lead to, or suggest, a breach of this policy. Any employee who breaches this policy will face disciplinary action, which could result in dismissal for misconduct or gross misconduct. We also reserve our right to terminate our relationship with any individuals or organisations working on our behalf if they breach this policy.

## 12. Record-keeping

We keep records and have appropriate internal controls in place which are intended to provide evidence of the business reasons and decision behind making payments to third parties.

S-RM keeps a written record of all hospitality or gifts, given or received, equating to a value of £250 or more per person, along with all hospitality or gifts given to or received from government clients, regardless of the value. The 'Gifts and Hospitality Log' is updated on a quarterly basis, and these records will be subject to S-RM Risk Committee review as needed.

You must ensure all expenses claims relating to hospitality, gifts or expenses incurred to third parties are submitted in accordance with the **S-RM Expenses Policy** 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, should be prepared and maintained with strict accuracy and completeness, no accounts must be kept "off-book" to facilitate or conceal improper payments.

## 13. How to raise a concern

You are encouraged to raise concerns about any issue or suspicion of bribery or corruption at the earliest possible stage. If you are unsure whether an act constitutes bribery or corruption, or if you have any other queries, these should be raised with the Legal, Risk & Compliance team.

Anonymous concerns can be reported by following the procedure set out in the **S-RM Whistleblowing Policy**, which can be found on the **S-RM Intranet**.

## 14. What to do if you are a victim of bribery or corruption

You should inform your line manager and the S-RM Legal, Risk and Compliance team as soon as possible if you are offered a bribe by a third party, are asked to make one, suspect that this may happen in the future, or believe that you are a victim of another form of unlawful activity.

## 15. Protection

We aim to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if their turn out to be mistaken.



We are committed to ensuring that no one suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or other corruption offence has taken place, or may take place in the future. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform the S-RM Legal, Risk and Compliance team, immediately. If the matter is not remedied, and you are an employee, you should raise it formally using our Grievance Procedure, which is available on the **S-RM Intranet**.

## 16. Training

All employees will receive regular, relevant training on how to implement and adhere to this policy, for example through online training, internal communications and updates.

The **S-RM Anti-Bribery and Corruption Policy** is available on the **S-RM Intranet** and can be accessed by any member of staff as well as third parties working on our behalf at any time.

## 17. Monitoring and review

Internal control systems and procedures will be subject to regular audits to provide assurance that they are effective in countering bribery and corruption.

This policy may be amended at any time. Any changes will be notified as they are made.

**Last updated: June 2023**