

## **LINDUM GROUP LTD.**

### **ANTI-CORRUPTION POLICY STATEMENT**

As a matter of principle, we insist upon honest and fair conduct in the pursuit of our business objectives. This applies across our group and to all our subsidiaries and affiliated companies.

We are committed to the prevention of corruption and bribery and we adopt a zero tolerance approach. We will not engage in any corrupt activity or any form of bribery and we require the same from any person acting on our behalf. We have prepared an anti-corruption policy in pursuance of these objectives.

The Bribery Act 2010 came into effect from 1 July 2011. It is an offence to offer or receive bribes, as it was under the previous bribery law. However, the new Act creates a new corporate offence of failing to prevent bribery. It is, therefore, necessary that companies take adequate steps to prevent bribery.

So that we can ensure that we comply with the new law, we require that the following persons shall comply with the Bribery Act 2010 and all other law in respect of bribery or corruption:-

- all our employees, whether permanent or temporary or fixed-term
- all other “associated persons” by which we mean :-
  - all contractors, sub-contractors and sub-sub-contractors
  - all consultants and sub-consultants
  - all suppliers and sub-suppliers
  - all joint venture partners
  - all agents
  - any other person associated with us or acting on our behalf

**Please read this Policy, ensure that you fully understand it, and Please comply with it.**

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Company Secretary Lindum Group Ltd.

## **ANTI-CORRUPTION POLICY**

### **Introduction:**

The Company (Lindum Group Limited) has developed this policy with the objective of ensuring that neither the Company nor its directors, employees, agents, sub contractors, associates or otherwise become associated with any conduct or any acts or omissions which could in anyway be considered to amount to corruption.

The key point is that neither the Company nor its directors, employees, agents, sub contractors, associates or otherwise shall commit any act or omission which could in anyway be considered to amount to corruption. In the event that any act or omission is committed any contract or arrangement between the Company and any wrongdoer will be terminated.

In practice, all conduct which could in anyway be described as dishonest must be avoided and in particular the Company its employees, agents, sub contractors, associates or otherwise shall not receive either directly or indirectly any discount, rebate, commission or other inducement in relation to any sale or purchase of any goods or services or other business transacted (whether directly or indirectly) on behalf of the Company.

Any breach of the anti corruption and/or bribery law will constitute a very serious matter for the person concerned. In addition to disciplinary action in respect of any employee, the termination of any contractual relationship and the commencement of legal civil action in respect of any associated person, there are likely to be legal criminal consequences.

### **Implementation and Procedures:**

The Company Secretary has responsibility for the implementation and operation of this policy. All directors, employee, agents, sub contractors, associates or otherwise of the Company shall promptly disclose to the Company Secretary any information which comes into their possession which relates in any way to the commission of any act or omission which could conceivably be considered to be a breach of this policy. For the avoidance of doubt directors, employees, agents, sub contractors, associates or otherwise as the case may be shall be obliged to make disclosures under this clause notwithstanding that to do so would involve disclosure of information pertaining to their own activities.

All directors, employees, agents, sub contractors or associates or otherwise of the Company shall declare any conflicts of interest to the Company Secretary immediately when such conflicts of interest arise or become apparent.

### **Definitions:**

**Corruption** is defined as including: Bribery, extortion, fraud, deception, collusion, cartels, abuse of power, embezzlement, trading in influence, money laundering, conflict of interest and all similar activity.

**Bribery** A bribe is a financial or other advantage, which is intended to induce a person to perform improperly a relevant function or activity, or to reward a person for the improper performance of such a function or activity.

A bribe could be money, a gift or anything of value/advantage, or a promise or an offer or information or help or advice, and even a charitable donation. It can be excessive hospitality, or disproportionate promotional expenses. This is not an exhaustive list.

### **Bribery Act 2011 :**

The following are the five offences under the Act :-

- offering or promising a financial or other advantage to another person as an inducement or a reward for improper performance of a relevant function or activity, or in the belief that the acceptance of the advantage would itself constitute the improper performance of a relevant function or activity
- requesting, agreeing to receive or accepting a financial or other advantage intending that in consequence a relevant function or activity should be performed improperly, or where

- the request, agreement or acceptance itself constitutes the improper performance of a relevant function or activity
- requesting, agreeing or accepting a financial or other advantage as a reward for improper performance of a relevant function or activity, or improperly performing a relevant function or activity in anticipation of or in consequence of a request, agreement or acceptance of a financial or other advantage
  - bribery of foreign public officials
  - failure of commercial organisations to prevent bribery

A “relevant function or activity” includes any function of a public nature, any activity connected with a business, any activity performed in the course of a person’s employment, and any activity performed by or on behalf of a body of persons (whether or not incorporated).

## **Risks of Bribery in the Construction Industry:**

### **Gifts and Hospitality:**

Excessive gifts and hospitality can constitute bribes. Reasonable and proportionate bona fide gifts and hospitality are not illegal. When given by the Company, they must be for the purpose of improving our image, better presentation of our products and services or to establish cordial relations, all of which are important aspects of business. When given to the Company we will only accept them in accordance with our policy. Under no circumstances must gifts or hospitality be in the nature of a bribe or perceived as such.

A register of conflicts of interest and a register of donations, gifts and/or hospitality will be maintained.

Details of all donations, gifts and/or hospitality over £500 in value shall be entered into the Register.

All gifts, donations and hospitality proposed to be given must be approved

### **Charitable Donations and Sponsorship:**

Bona fide charitable donations and sponsorships are not illegal. However, any such request must always be submitted for approval.

### **Kickbacks:**

These are in the nature of bribes and are illegal. The Company does not participate in any form of cover-pricing, bid-rigging or any other form of collusion.

### **Payments to Facilitate Official Processes:**

These are bribes and are illegal. If you are requested to make any such payments you should report it immediately and you should not make the payment unless you fear for your safety or the safety of a colleague or member of your family.

### **Third Parties :**

It is important that any third party who acts on behalf of the Company shall use due diligence to ensure that they comply with the Bribery Act 2010 and all other law in respect of corruption. The Company will avoid doing business with and will discontinue business relations with any associated person who fails to comply with the Bribery Act 2010 or who otherwise engages in any form of corrupt activity.

### **Financial Controls :**

Inadequate financial controls and records can be conducive to corrupt practices. The Company adopts robust and clear financial controls, and requires the same of its associated persons.

### **Reporting Concerns :**

You must report any concerns that you may have that anyone (either a Lindum employee or any associated person) may be in breach of the Bribery law or may be engaging in any corrupt activity. This might be by someone offering a bribe to you, or you may know of someone else offering or receiving a bribe.

You must report any concerns that you may have that anyone may be engaging in any conduct contrary to this Policy.

Lindum employees should report any such concerns to Human Resources. Your involvement will be kept confidential. If you raise concerns in good faith believing that the information you have is accurate, you will not be disadvantaged whether or not you are wrong. The Company will not tolerate any bullying or the like of anyone who has reported a concern in good faith.

**Policy Review :**

The directors shall review this policy and its operation at least once every quarter and will at the same time review the register of conflicts of interest and the register of donations, gifts and/or hospitality. The objectives of the review will be to ensure that the policy is operating in a robust and effective manner and if there are failures to take action to correct those failures.

The Company will include training on this policy in its inductions for new directors and/or staff and will periodically carry out training on the policy for directors/staff.

All agents, sub contractors, associates or otherwise shall during the subsistence of any contract and/or arrangement with the Company maintain in force an anti corruption policy and produce a copy to the Company on request and additionally shall satisfy The Company that all relevant training has been/is being undertaken.

Further for the avoidance of doubt the provisions of this policy shall apply to all persons, and/or bodies in anyway associated with any director, employee, agent, sub contractor, associate or otherwise of the Company.

On behalf of Lindum Group Ltd

Signed: .....  
Company Secretary

May 2011