

Allies and Morrison LLP

Anti-Bribery and Corruption Policy



POLICY

The Bribery Act 2010 not only makes bribery and corruption illegal, but also holds UK companies liable to failing to implement adequate procedures to prevent such acts by those working for the Practice or on its behalf, no matter where in the world the act takes place. Corrupt acts committed abroad, including those by business partners working on our behalf, may well result in prosecution at home.

Allies and Morrison is committed to ensuring that its business is conducted according to ethical, professional and legal standards in a fair, honest and open manner, both in the UK and abroad, and with the highest level of integrity and honesty.

Our Anti-bribery and Corruption Policy aims to establish a culture within the Practice and with our business partners and supply chain in which bribery and corruption are not tolerated. The policy applies to all individuals working within and for Allies and Morrison - at all levels wherever they are located. It is the ultimate responsibility of the Partners to routinely refresh and reinforce this Policy and its underlying principles and guidelines, and to ensure compliance.

Bribery and corruption expose the Practice, its employees and business partners to the risk of criminal prosecution, in addition to harming the Practice's reputation. Accordingly, we operate a zero tolerance approach to all forms of bribery and corruption. It is vital that we ensure that our employees and those who work on our behalf understand their responsibilities and operate to high ethical standards.

Failure to comply with this Policy may result in disciplinary action, including summary dismissal (employees) or appropriate sanctions e.g. termination of contract or sub-contractor (business partners and supply chain) in addition to civil or criminal charges.

DEFINITION

Bribery is the offer, promise, giving, demanding or acceptance of an advantage in monetary or other form, as an inducement or reward for the improper performance of a function or activity which is expected to be performed in good faith, or impartially or by someone in a position of trust. Bribery is a criminal act.

Bribery and corruption can take many forms. It is not possible to provide an exhaustive list of examples of bribery or corruption which may be made directly or indirectly through a third party. However, some examples may include:

- The direct or indirect promise, offering or authorisation of anything of value;
- The offer or receipt of any kickback, load, fee, reward or other advantage;
- The giving of aid, donations or voting designed to exert improper influence;
- Payments for lavish or inappropriate entertainment or travel;
- Favours including offers of employment;
- Facilitation payments.

Facilitation payments are small payments or 'grease' payments

made to secure or speed up routine actions or otherwise induce public officials to perform routine functions they are otherwise obliged to perform, such as issuing permits or immigrations controls, or releasing goods held in customs. Partners and employees are not permitted to make any facilitation payments regardless of whether the payment is considered acceptable under local custom or practice. We must also ensure that our agents and other intermediaries, joint ventures, contractors and suppliers do not make facilitation payments on our behalf.

POTENTIAL PARTICIPANTS IN BRIBERY OR CORRUPTION

In the eyes of the law, bribery and corrupt behaviour can be committed by:

- an employee (temporary or permanent), or Partner
- any person acting on behalf of the Practice
- individuals and organisations where they authorise someone else to carry out these acts

Acts of bribery and corruption will commonly, but not always, involve public or government officials (or their close families and business associates). For the purposes of this Policy, a government official could be:

- a public official, whether foreign or domestic
- a political candidate or party official
- a representative of a government owned/majority controlled organisation
- an employee of a public international organisation (e.g. World Bank)

GIFTS, HOSPITALITY AND PRACTICE ENTERTAINMENT

We recognise that Practice hospitality and entertainment can be a valuable tool to strengthen the working relationships between the Practice and its business partners and supply chain. This policy does not seek to prevent those activities. However, the Practice must ensure that any associated business and supply chain contacts are competitive and that its employees are acting in the best interests of the Practice when using that business partner or supplier.

Gifts, entertainment and hospitality include the receipt or offer of gifts, meals or tokens of appreciation and gratitude, or invitations to events, functions, or other social gatherings, in connection with matters related to our business. These activities are acceptable provided they fall within reasonable bounds of value and occurrence.

ASSESSING ACCEPTABILITY

First, take a step back and ask yourself the following:

- what is the intent – is it to build a relationship or is it something else?
- how would this look if these details were on the front of a newspaper?
- what if the situation were to be reversed – would there be a double standard?

If you find it difficult to answer one of the above questions, there may be a risk involved which potentially damages the practice's reputation. The action could well be unlawful.



Although no two situations are the same, the following guidance should be considered globally:

NEVER ACCEPTABLE

Circumstances which are never permissible include examples that involve:

- A "quid pro quo" (offered for something in return)
- Gifts in the form of cash/or cash equivalent vouchers
- Entertainment of an inappropriate nature

As a general rule, Allies and Morrison employees and business partners should not provide gifts to, or receive them from, a government official (or their close families and business associates). However, we do understand that, in certain countries, gift giving and receiving with these individuals is a cultural norm. If you are faced with such a situation, please consult with the Partners before proceeding.

USUALLY ACCEPTABLE

Possible circumstances that are usually acceptable include:

- Modest/occasional meals or events with someone with whom we do business
- Occasional attendance at ticketed sports, theatre and other cultural events
- Gifts of nominal value, such as pens, or small promotional items

A variety of cultural factors such as customs, currency and expectations may influence the level of acceptability. If you feel uncertain at any time regarding cultural acceptability of gifts, entertainment or hospitality, please consult the Partners. In addition, if an example does not fall under the above categories, please in the first instance seek guidance from the Partners. Generally, such examples would not be permissible without prior approval.



STEPS TO PREVENT BRIBERY AND CORRUPTION

Record keeping

Many serious global bribery and corruption offences have been found to involve some degree of inaccurate record-keeping.

We must ensure that we maintain accurate records and financial reporting within Allies and Morrison and for significant business partners working on our behalf. Our records and overall financial reporting must also be transparent. False, misleading or inaccurate records of any kind could potentially damage Allies and Morrison.

Any form of gift, entertainment or hospitality given, received or offered which meets or may exceed the equivalent of £75 in value should be recorded in individuals' job books as well as publicly within the 'description' section of the Practice diary (Google calendar).

In the event that an impermissible form of gift, entertainment or hospitality has been accepted, you must appropriately record the transaction and contact the Partners immediately.

When claiming back expenses for Practice entertainment, the expense claim form must include details of the reason why the expenditure was necessary, the names of the persons being entertained, the companies they represent and a breakdown of the expenditure incurred.

Training

The Practice will provide training to all employees to help them understand their duties and responsibilities under this Policy.

In addition, the Practice's zero tolerance approach to bribery will be communicated to all businesses at the outset of the business relationship and as appropriate thereafter.

Risk Assessment

Effective risk assessment lies at the very core of the success or failure of this Policy. Risk identification pinpoints the specific areas in which we face bribery and corruption risks and allows us better to evaluate and mitigate these risks and thereby protect ourselves. Risk assessment is intended to be an ongoing process with continuous communications between the Partners and the HR team.

Effective Monitoring and Internal Control

Allies and Morrison must at all times maintain an effective system of internal control and monitoring of our transactions. Once bribery and corruption risks have been identified and highlighted through the risk assessment process, procedures can be developed within a comprehensive control and monitoring programme to mitigate risks on an ongoing basis.

How to Raise a Concern

We all have a responsibility to help detect, prevent and report instances not only of bribery, but also of any other suspicious activity or wrongdoing. Allies and Morrison is committed to ensuring that all of us have a safe, reliable and confidential way of reporting any suspicious activity. We want each and every one to know how they can "speak up".

If you have a concern regarding a suspected instance of bribery or corruption, please speak up - your information and assistance can only help. The sooner you act, the better for you and for the Practice. To help, we have created multiple channels to allow you to do this. The Practice will support anyone who raises genuine concerns in good faith under this Policy, even if they turn out to be mistaken.

If you are concerned that a corrupt act of some kind is being considered or carried out - either within Allies and Morrison, by any of our business partners or by any of our Partners. If for some reason it is not possible to speak to these people, please then report it to another senior person or the HR team.

Joanna Bacon
Designated Partner
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