



THE ALAN NUTTALL PARTNERSHIP LTD

ANTI-BRIBERY & CORRUPTION POLICY

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CHAIRMAN OF THE BOARD OF TRUSTEES COMMITMENT

Here at The Alan Nuttall Partnership Ltd, we are committed to observing the laws and regulations that govern our operations, regardless of where in the world those operations take place. The management of The Alan Nuttall Partnership Ltd wants to ensure we do not engage in or facilitate any form of bribery or corruption. This policy explains our individual responsibilities in ensuring that the company complies with anti-bribery and anti-corruption laws around the world, as well as ensuring that third parties we engage on our behalf do the same.

The aim of this policy is to:

- Set out the expected standards of behaviour in relation to bribery and corruption;
- Provide guidance and parameters on the giving and receiving of gifts and hospitality;
- Provide guidance and parameters on how to report suspected bribery or corruption or suspicious behaviour.

Alan D Nuttall
Chairman

POLICY

The Alan Nuttall Partnership Ltd - (referred to as **'The Company'**)

1. Standards of Conduct

It is The Company's policy to prohibit all forms of corruption amongst our colleagues, suppliers and any associated parties acting on our behalf.

You must never:

- Offer or pay bribes;
- Solicit or receive bribes; or
- Make payments to or offer gifts to any public official in order to obtain a business advantage

A bribe is the offering or, giving of a financial or other non-financial advantage to another person in order to improperly influence their views or actions. It also covers requesting, agreeing to receive or receiving a financial or other non-financial advantage to influence improperly your views or actions. The law defines improper performance as breach of trust, lack of impartiality or performance in bad faith.

Bribery of foreign public officials (in order to obtain or retain business or an advantage in doing business) as well as companies and private individuals are all equally prohibited under the laws of many countries and under this policy.

The law is intentionally drafted to cover a wide range of behaviour.

This policy cannot cover every possible situation that may arise when conducting business activities around the world. Each colleague must use their common sense in identifying activity that may violate this policy. The policy is intended to help you make the right choices when you are called upon to do so. However, when in doubt guidance should be sought from the Company Secretary.

2. Hospitality, Gifts and the Company's Gift Register

Gifts and hospitality come in many different guises and this policy is not able to provide an exhaustive list, however, the below sets out some rules that must always be followed and also acts as a guide to help you make the right decision where the proposed gift/hospitality is not mentioned expressly below. Even where you follow these rules, you must still complete the company's Gift Register as described below, as this is required for all gifts and offers of gifts.

Whenever you make or receive an offer of hospitality or a gift, even where you decline the offer, you must make sure it is logged on the Company's Gift Register. To do this, you need to complete the correct form, which must be signed by your line manager and promptly logged with the Company Secretary. Your line manager's permission must be received before any hospitality event is accepted.

Bona fide hospitality and promotional, or other business expenditure which seeks to improve the image of a commercial organisation, better to present products and services or establish cordial relations is recognised as an established and important part of doing business and it is not the intention of the Act to criminalise such behaviour. When accepting or giving a gift or hospitality, you should consider the intention that accompanies it. If this is, or could be, construed as influencing improper behaviour, then it is likely to amount to a bribe.

It has become commonplace for suppliers to offer free places, accommodation and/or travel to colleagues at conferences, where the intention is that they will meet with a number of potential suppliers of products or services. These events are sometimes known as 'reverse sourcing events'. Whilst these events do not cause a problem in themselves, line managers should carefully consider the implication and impression of allowing a supplier (current or potential) to fund a colleague's attendance at such an event.

RECEIVING GIFTS/SAMPLES

1. Never accept or offer monetary gifts.
2. Never give the impression that the award of business is conditional upon gifts or hospitality. Nor should The Company's colleagues ever ask or encourage a third party to provide a gift or hospitality to them.
3. Gifts received from suppliers must never be accepted on a personal basis and must instead be placed in a raffle for charity, other than:
4. low value items such as pens, calendars, mugs and diaries that carry a company logo, which can be retained by colleagues; or
5. Low value gifts where receipt is a local/cultural tradition and it would be impolite to decline (e.g. China), which can be retained by colleagues provided they are pre-approved by line managers.
6. All gifts must be delivered to a work location. Gifts must never be received at home/alternative addresses.
7. Samples received from suppliers will not become the personal property of any individual, unless purchased through a properly organised sample sale. Samples may be removed for evaluation as part of a colleague's role (and returned at the end of the evaluation), but only where line manager's approval is obtained through the existing samples logging system.

GIVING GIFTS

1. Never offer or give a gift to a public official, including foreign public officials.
2. Never make a cash payment to a public official other than in an official capacity.

HOSPITALITY

For certain roles it is appropriate to have dinner with a supplier (e.g. when on a foreign trip or at an exhibition).

- Meals and entertainment (including sporting/music events) are acceptable provided:
- They are incidental to a business-related event(s);
- Reasonable in value;
- given in good faith;
- permitted under local laws and customs;
- offered infrequently; and
- Line manager consent is obtained prior to the activity and a form submitted to the Company Secretary.

Gifts of hospitality should always be avoided whilst a tendering process is underway or a contract or engagement is being negotiated.

Occasionally, you should seek to settle the bill so as to avoid any misunderstandings and demonstrate transparency. This should be settled through the company expense policy, and when more than one colleague is involved and The Company is paying, the most senior colleague must pay. The expenses policy should be observed at all times when paying for hospitality.

3. Facilitation Payments

Facilitation payments are generally small unofficial payments made to facilitate or speed up the performance of a routine or necessary action. These are regarded as bribes under UK law, regardless of whether they may be part of the "way of doing business" in a particular country. As a representative of The Company, you must not make a facilitation payment.

4. Intermediaries/Associated Parties

The Company's standard procurement Terms and Conditions already include appropriate references to compliance with Bribery and Corruption legislation.

When using third party contracts it must be ensured that the third party agrees to the same compliance causes being incorporated into that contract. The Procurement Team or Company Secretary can help you with this drafting.

You should be alive to our suppliers 'influencing' local officials with routine tasks such as customs clearance, duty preference documents or favourable treatment of the import/export of raw materials.

Where a party refuses to sign a contract containing this provision or asks for it to be removed from the Standard Terms and Conditions, the refusal must be escalated to the Company Secretary, who will assess the impact of the supplier's refusal and decide on an appropriate next step. Any known bribery in the

supply chain should immediately be confidentially reported to the Company Secretary or any of the other reporting mechanisms below.

5. Board Endorsement and Reporting of Concerns

The Company' Board of Directors will not criticise management for any loss of business resulting from adherence to this policy. No colleague or contractor will suffer as a consequence of bringing to the attention of the Board or senior management, in good faith, a known or suspected breach of this policy nor will any colleague or contractor suffer any adverse employment or contract decision for abiding by this policy.

If you are aware of or suspect that bribery or corruption is taking place within the Company or you have a genuine concern about inappropriate commercial conduct, you have a number of routes available to you to escalate your concerns.

You should choose the most appropriate route to report your concerns. These include;

- Your Line Manager;
- Your Line Manager's Manager;
- The HR department;
- The Company Secretary;

Concerns surrounding inappropriate conduct in matters of bribery and corruption, financial reporting, acts of dishonesty or any other malpractices will be investigated and dealt with in line with the Whistle Blowing Policy, and/or Disciplinary Policy.

Line Managers have a responsibility to escalate claims or concerns of the nature outlined above.

6. Accountability and Compliance

All suspected breaches of this policy will be fully investigated. This may lead to disciplinary action being taken up to and including summary dismissal.

7. Guidance and Training

Training is an important part of the implementation of The Company's anti-bribery policy and procedures. Training will be available to all colleagues wishing to attend however, it will be mandatory for all colleagues in the following groups:

- Executive and management teams;
- Procurement Team;
- Any other colleagues considered to fall into high risk groups by the Company Secretary from time to time.

8. Monitoring and Review

The Company Board will monitor this policy at least annually and through periodic review of Internal Audit findings. This policy will be reviewed every three years by the Company Secretary, or sooner where the Board so requires, where there is a change in law or practice or where the Group's risk profile significantly changes, for example where it moves into other geographies or markets, or materially alters its sourcing model.

Signed

Nino Calandra
Managing Director

The Alan Nuttall Partnership Ltd
Date - 1st June, 2015
Revision 1.02