Introduction

Overview

1. The purpose of this document is to outline the policy that Procurri Europe Limited (the Company) has adopted for the prevention of bribery and/or corruption whilst undergoing business activities on behalf of the Company, and to ensure the compliance with The Bribery Act 2010.
2. Violations of this policy could not only affect our credibility and reputation with our potential and current clients and stakeholders but could result in criminal convictions and debarment from participation in contracts.
3. The Company reserves the right to amend this policy at its discretion.

Objective

1. The objective of this policy is to ensure appropriate ethical behaviour of Company officers and employees when seeking and negotiating commercial contracts or any other business activity throughout the world.

Scope

1. This policy applies to all permanent full time and part time employees of the Company, temporary workers, consultants, sub-contractors and any other persons or entities associated with the Company, whether they are located within the United Kingdom or in other countries or territories of the world.
2. This policy was last reviewed on 30th January 2021.

[Introduction 1](#_Toc515374003)

[Overview 1](#_Toc515374004)

[Objective 1](#_Toc515374005)

[Scope 1](#_Toc515374006)

[Responsibilities 2](#_Toc515374007)

[Definitions 3](#_Toc515374008)

[References 4](#_Toc515374009)

[Policy 4](#_Toc515374010)

[Bribery Offences 5](#_Toc515374011)

[Bribing another Person 5](#_Toc515374012)

[Requesting, Agreeing to Receive or Accepting a Bribe 5](#_Toc515374013)

[Bribing a Foreign Public Official 5](#_Toc515374014)

[Failure of a Commercial Organisation to Prevent Bribery 5](#_Toc515374015)

[Facilitation Payments and Corporate Hospitality 5](#_Toc515374016)

[Facilitation Payments 5](#_Toc515374017)

[Corporate Hospitality 5](#_Toc515374018)

[Disciplinary Procedures 6](#_Toc515374019)

[Review Process 6](#_Toc515374020)

Responsibilities

1. The following table defines who is responsible for doing what in relation to this policy:

|  |  |
| --- | --- |
| Title / Role | Responsibility |
| Company Secretary | Document Owner– the accuracy and relevancy of the policy. Agreement on changes to this document.  Ultimate responsibility for the enforcement of this policy through the Company management structure. |
| EMEA HR & Line Managers | Disciplinary Procedures |
| Directors and Managers | Directly responsible for implementing this policy and ensuring staff compliance in their respective areas of responsibility. |
| All personnel, consultants, sub-contractors and any other associated persons or entities employed or engaged by Procurri Europe Limited irrespective of their geographical location. | Responsible for complying with this policy at all times. |

Definitions

1. The following table defines any terms or abbreviations used in this document:

|  |  |
| --- | --- |
| Term or Abbreviation | Definition |
| Bribery | Offering or agreeing to give a financial or other advantage intending that, in consequence, a relevant function or activity should be performed improperly. |
| Being Bribed | Requesting or agreeing to receive a financial or other advantage intending that, in consequence, a relevant function or activity should be performed improperly whether by the person receiving the advantage or whether by another person. |
| Corruption | Illegal, bad or dishonest behaviour, especially by people in positions of power |
| Function or Activity | Any function of a public nature, any activity connected with a business, any activity performed in the course of a person’s employment, any activity performed by or on behalf of a body of persons (whether corporate or unincorporated).  A function or activity is a relevant function or activity even if it has no connection with the United Kingdom and is performed in a country or territory outside the United Kingdom. |
| Foreign Public Official | An individual who holds a legislative, administrative or judicial position of any kind, whether appointed or elected, of a country or territory outside the United Kingdom (or any subdivision of such a country or territory); or  An individual, who exercises a public function for or on behalf of a country or territory outside the United Kingdom (or any subdivision of such a country or territory) or who exercises a public function for any public agency or public enterprise of that country or territory (or subdivision), or who is an official or agent of a public international organisation. |
| Public International Organisation | An organisation whose members are any of the following:  Countries or territories; governments of countries or territories; other public international organisations or a mixture of any of these. |
| Associated Person | A person is associated with the Company if that person performs services for or on behalf of the Company. The person may be an officer, employee, agent, consultant or sub-contractor of the Company. |
| Penalties | Fines: Unlimited in amount.  Prison: Up to 10 years’ imprisonment for individual offences of bribery, accepting a bribe and bribing a foreign public official. |

References

1. The table below lists any documents or other material that are related to this policy. This can include any documents – such as forms or logs – that are used to prove that this policy has been followed.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Ser. | Title | Type | Reference | Location |
| A. | The Bribery Act 2010 | Legislation | The Bribery Act 2010 | <http://www.legislation.gov.uk/ukpga/2010/23/contents> |
| B. | Formal Coaching & Disciplinary Process | Policy Document | PEP1100 | Intranet |

Policy

1. It is the policy of the Company to ensure that:

* All staff operate in a fair, impartial and ethical manner within the laws of England and Wales and the laws of other countries and territories (including subdivisions) with which the Company does business;
* Offering, promising or giving a bribe is strictly forbidden;
* Requesting, agreeing to receive or accepting a bribe is strictly forbidden;
* Offering advantages or otherwise bribing a foreign public official is strictly forbidden;
* Business systems and processes are in place to prevent bribery and corruption by any Company officials, employees, consultants, sub-contractors and any other persons associated with the Company;
* Anti-Bribery and corruption training will be available for all employees with reminders and updates at regular intervals;
* Due diligence is conducted of third parties and countries or territories with which the Company does business;
* Third party payment screening, general monitoring with financial controls and record keeping are in place to minimise the risk of bribery;
* Policies on corporate gifts and hospitality are known and understood by all Company officials, employees, consultants, sub-contractors and any other persons associated with the Company;
* All commercial contracts include an anti-bribery clause;
* Any suspected violations of this policy are reported without delay to a senior manager or director of the Company for investigation without fear of retribution or breach of confidentiality.
* Any violation of this policy will be regarded as gross misconduct subject to disciplinary procedures as defined in the Disciplinary Procedure Policy (PEP1100) and may lead to dismissal for employees and/or cancellation of commercial contracts for organisations.

Bribery Offences

Bribing another Person

1. It is an offence to offer, promise or give a bribe to another person to perform improperly a relevant function or activity, or to reward a person for the improper performance of such a function or activity and is known as the ‘active’ offence. It does not matter whether the person to whom the bribe is offered or given is the same person who is to perform the function or activity concerned. This applies to both public and private functions.

Requesting, Agreeing to Receive or Accepting a Bribe

1. It is an offence to request, agree to receive or accept a bribe to perform a function or activity improperly and is known as the ‘passive’ offence. It does not matter whether the recipient of the bribe requests or receives it directly or through a third party, or whether it is for the recipients benefit or not. In some cases it is not necessary for the recipient to know or believe that the performance of the function or activity is improper. This applies to both public and private functions.

Bribing a Foreign Public Official

1. It is an offence where a person directly, or through a third party, offers, promises or gives any financial or other advantage to a foreign public official (FPO) (or to a third party at the request or acquiescence of the FPO) in an attempt to influence them in their capacity as a FPO in order to obtain or retain business, or to obtain an advantage in the conduct of business. There is no requirement for a prosecutor to prove that the person who paid the bribe ‘intended’ to bribe. To constitute bribery under the Act the FPO must neither be permitted nor required by applicable law to be influenced by the offer, promise or gift.

Failure of a Commercial Organisation to Prevent Bribery

1. Failure of a commercial organisation to prevent bribery is known as the ‘Corporate’ Offence. The Company being a commercial organisation registered in the United Kingdom is covered by the Act. There are no territorial limits imposed by the Act and where any part of the offence takes place in the United Kingdom the offence comes under the jurisdiction of the United Kingdom prosecuting authorities. Even if an employee travels overseas or utilises a foreign based agent (who would be classed as associated with the Company), because the Company carries on business in the United Kingdom, any offence is covered by the Act.
2. It would be a ‘Corporate Offence’ where the Company fails to prevent an ‘associated’ person from bribing another person with the intention of obtaining business, or an advantage in the conduct of business, for the Company.

Facilitation Payments and Corporate Hospitality

Facilitation Payments

1. Facilitation payments remain illegal and should not be paid. Any requests for such payments from overseas businesses are to be referred to the Sales Director.

Corporate Hospitality

1. Corporate hospitality is not exempt from the Act but it is acknowledged by the prosecuting authorities that reasonable hospitality is a normal part of business and they are not seeking to discourage such practices. Whether or not an offence has been committed has been left to prosecutorial discretion.
2. The Company must therefore carefully decide what level of hospitality is regarded as ‘reasonable’. Any hospitality given that could be deemed excessive or unreasonable may result in a prosecution.
3. Any persons intending to offer corporate hospitality must therefore first seek approval from a director of the Company. Failure to obtain such approval will render the person subject to the Company Disciplinary Procedures as described in PEP1100.

Disciplinary Procedures

1. While the Company endeavours to give all stakeholders as much flexibility as possible in their aims and desires to win business, the Company stands strongly beside the principles of legality and ethical business conduct, together with the need to protect the Company’s integrity and reputation. Therefore, if it is deemed that any stakeholder has grossly defied any of the above policies, the Company will invoke relevant disciplinary procedures that may result in cessation of association with the Company.

Review Process

1. All comments and request for updates to this document should be referred to the Document Owner.
2. This document will be reviewed annually.
3. END OF DOCUMENT