

## **Eco World London Anti-Bribery and Corruption ('ABC') Policy and Procedures**

### **Introduction**

This policy and these procedures apply to Eco World London Development Company Limited, Eco World London Holdings Limited and its subsidiaries and associated companies (together "Eco World London" "We" and "Us") and all of their officers and employees as well as any associated persons; namely, a person who performs services for or on our behalf. The policy and procedures are based on the ABC risk assessment undertaken by us.

In compiling the policy and procedures, we have taken into account:

- The Ministry of Justice Bribery Act 2010 Guidance about procedures which relevant commercial organisations can put into place to prevent persons associated with them from bribing (section 9 of the Bribery Act 2010), March 2011<sup>1</sup>; and
- Transparency International UK Adequate Procedures Checklist <sup>2</sup>.

Eco World London is committed to the highest standards of corporate behaviour. This is reflected in our Company Values and our Code of Conduct. A fraudulent or corrupt act can impact on confidence of the company and damage both its reputation and image. This effect may often exceed the significance or value of the act itself.

The Board of Directors of Eco World London Development Company Limited and Eco World London Holdings Limited have formally approved this policy and have overall responsibility for ensuring this policy complies with its legal and ethical obligations, and that all our people comply with it. They will keep the Policy and Procedures under review and will consider them at least annually. Alix Nicholson, Company Secretary and Compliance Manager has responsibility for implementing the programme and will provide a report to the Board (to include training requirements and implementation) at least annually.

### **What is Bribery?**

The Bribery Act 2010 (the "Act") came into force on 1 July 2011 and our Company has in place this policy and these procedures to deal with the important responsibilities and obligations this legislation places upon all employers to prevent its officers, employees and any associated persons from carrying out any actions which could be interpreted as acts of bribery.

Bribery is the giving or acceptance of gifts, money, hospitality or other favours in return for providing something of value to the briber or for their benefit or gaining some kind of advantage. It applies to any activities whether in the UK or abroad. The Act imposes large fines and custodial sentences to any companies and individuals that are found to be involved in acts of bribery, especially where the company in question does not have 'adequate procedures' in place to prevent persons associated with it from bribing. Also, if our Company is found to have taken part in any acts of bribery or corruption, it could be excluded from tendering for public contracts and face serious damage to its reputation.

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<sup>1</sup> <http://www.justice.gov.uk/downloads/legislation/bribery-act-2010-guidance.pdf>

<sup>2</sup> <https://www.transparency.org.uk/publications/adequate-procedures-checklist-pdf/>

## **Standard of Behaviour**

The purpose of this policy is to:-

1. set out our Company's responsibilities, and those of all of our people, in observing and upholding our position on bribery and corruption; and
2. provide information and guidance to those working for us on how to recognise and deal with bribery and corruption issues.

Our Company takes a zero-tolerance approach to bribery and corruption. There are no occasions on which anyone associated with the company should engage in any activities which could amount to bribery in carrying out any of their duties or work for the company. The company is committed to acting professionally, fairly and with integrity in all its business dealings and relationships wherever it operates, and when implementing and enforcing effective systems to counter bribery.

Our Company prohibits offering, giving, soliciting or accepting any bribe, whether cash or other inducement:

- *to or from* any person or company, whether a public official or public body, or a private person or company, wherever situated; or
- *by* any of our people, agents or other persons or companies acting on our Company's behalf; or
- *in order to* gain any commercial, contractual or regulatory advantage for our Company in a way that can be deemed to be unethical; or
- *in order to* gain any personal advantage, financial or otherwise, for the individual or anyone connected with the individual.

## **Facilitation Payments**

Facilitation payments are payments to public officials paid to facilitate, secure or accelerate routine action processes and procedures (i.e. where the action would have been carried out in any case), whether or not there is also an intention to induce improper conduct. Facilitation payments are bribes under the Act and carry the same penalties as any other bribe. In the case of our Company's business, such facilitation payments may be paid to, for example, a local authority where a decision has to be made in relation to a contractor providing construction or other services to that local authority. The local authority will be making the decision to appoint a contractor anyway and a facilitation payment to the local authority to put the business the company's way would be an illegal bribe. Similarly, payments of consultancy fees to third party consultants responsible for providing leads relating to business for our Company could also amount to facilitation payments if any part of the consultancy fees are paid on to prospective customers. Provided that the whole of the fees paid to such consultants are for bona fide professional services and no payment is made to any third party, no offence will be committed.

This policy prohibits the making, giving or receiving of any inducement which results in a personal gain or advantage to the recipient or any person or body associated with the recipient, and which is

intended to influence the recipient to take or refrain from taking any action which is inconsistent with the proper performance of their responsibilities.

### **Gifts and Hospitality**

This policy does not prohibit bona fide hospitality and promotional, or other business expenditure which seeks to improve the image of our Company by promoting its services and establishing or maintaining cordial relations. This behaviour is recognised as an established and important part of doing business, and it is not the intention of the Act to criminalise such behaviour. The Act is not designed to prohibit reasonable and **proportionate** hospitality and promotional or other similar business expenditure intended for these purposes.

It is possible, however, that a company's expenditure on hospitality and promotion of its services, etc. can be employed as bribes. However, in order for any such expenditure to amount to a bribe, there must be an intention for a financial or other advantage to influence a customer or its representative and thereby secure business or a business advantage. The word 'proportionate' is key here. Any hospitality or entertainment provided to a customer that is seen to be more than proportionate relative to that usually or normally arranged for a customer may be seen as an attempt to bribe the customer to engage in business with our Company. Examples of proportionate hospitality are an annual 'golf-day' for customers and prospective customers to attend with a dinner and a golf awards ceremony to follow, or a day at the races at a venue such as Ascot or Newmarket for existing and prospective customers.

If, however, a company was to select just one customer (perhaps a customer that generates the most income for the company) with which it does business and to offer the Managing Director or another decision maker an all-expenses paid holiday abroad at a top hotel for him and his wife, this could be considered to be an act of bribery, enacted to retain or secure the business for the company in the future. Another example could be a company's invitation to a prospective customer to attend a meeting in, say, New York (with associated hotel and travel arrangements included) when a meeting in the UK would have been more convenient for the company sending the invitation. Responsibility for recording and monitoring hospitality and promotion is explained further below.

### **Financial Monitoring and our Gifts and Hospitality Register**

**Subject to the guidance set out below, ALL hospitality and gifts accepted or offered must be recorded in our Gifts and Hospitality Register (the 'Register'). In order update the Register the Declaration of Gifts and Hospitality Form at Appendix 1 should be completed.**

The Register will be subject to managerial review and the key policy elements regarding its use are as follows:

- From time to time, customers, supply chain members or other persons might offer a gift and/or hospitality to our people. This could be a small item or something of considerable value. The acceptance or offer of small/minimal value gifts and any branded gifts intended for multiple circulation, like company branded promotional goods and/or casual hospitality, such as business lunches or invitations to a general function such as a seminar, breakfast briefing or drinks reception, which is clearly open to a wide audience outside of the business, is acceptable so long as they are in the context of a normal and appropriate business relationship and proportionate to

that business relationship. These aforementioned items will still require prior approval from your line-manager and must to be recorded in the Register.

- Any hospitality or gifts considered to be disproportionate or inappropriate where, for example, an invitation is directed personally to that individual and involves individual or selective hospitality, should be drawn to the attention of the individual's line manager and recorded by that individual in the Register, whether or not it is accepted or refused. All unbranded gifts, though, must be recorded in the Register
- Any hospitality or gift which could influence or appear to influence decisions made by or on behalf of our Company should be refused but should still be recorded in the Register.
- Offering or accepting a gift or hospitality which creates or appears to create a conflict of interest for those involved is unacceptable.
- If you are hosting or running a hospitality events on behalf of our Company, primarily aimed at thanking our various customers and/or supply chain members for their custom and loyalty, or discharging our Company's corporate social responsibilities, this does not require prior approval from your line-manager or to be recorded in the Register, though a record of invitations sent and accepted should be kept.
- If there is any doubt about the propriety of accepting a gift or hospitality, it should be refused, but should be recorded in the Register and also reported verbally to your line-manager.
- Primary responsibility for deciding whether gifts or hospitality should be accepted lies with the individual.
- Any invitation which is directed personally to an individual and involves individual or selective hospitality will need line-manager approval and to be recorded in the Gifts and Hospitality Register.

### **Responsibilities of all our People**

- Primary responsibility for complying with the Act and this Policy lies with each individual and you are responsible for ensuring that a record of gifts and hospitality offered and/or received is made in the Register.
- During May 2020 an updated e-learning training module will be released which compliments this Policy. You are obliged to complete the training and a link to the module will be sent to you.
- All Managing Directors are responsible for ensuring that all their people are aware of this policy and the e-learning module, and fully understand the rules in relation to the acceptance of gifts and hospitality. In addition, Managing Directors must immediately report any non-compliance or potential non-compliance to the Legal Department and the CEO for the business.

### **Recruitment & Appraisals**

The policy and procedures will apply where any staff or associated persons are recruited both in terms of the recruitment process itself which should be entirely transparent and in considering the suitability of the staff or associated persons to be recruited. The Head of People Services will be responsible for embedding the policy and procedures into the recruitment process.

Compliance with the policy and procedures will be considered on appraisal.

### **Appointment of Agents and other potential 'Associated Persons'**

The company's protocols for appointing third party contractors will include consideration of whether they may be 'associated persons' for the purposes of the Act. They will include for appropriate due diligence to be undertaken on those with whom the company associates with. They will also include, providing a copy of the policy and procedures to those third parties and asking them to read and sign to confirm this. In addition, they will be asked whether they have an ABC policy and a copy of it will be obtained.

For relationships of longer duration, this will be reviewed annually.

### **Dealing with Bribery**

If you are concerned about any actions or any circumstances where you feel you are potentially being bribed you should report the matter to your line manager immediately.

If you are concerned that acts of bribery are occurring within our Company this should be reported to your line-manager in the first instance. If this course of action is inappropriate, please inform another senior manager, the Legal Department, or utilise the Whistleblowing Procedure.

### **Donations to Organisations**

Our Company makes regular donations to its chosen charities and none of our people should make donations to a charity or other organisation on behalf of our Company in any other way. Personal donations are, of course, at the discretion of the individual subject to the following clarification.

It should be noted that no donations should be made to charities, political parties or other organisations with the intention of gaining a business advantage.

### **Disciplinary Action**

If any of our people are found to have offered or accepted a bribe they will face disciplinary action which could include dismissal for gross misconduct.

It should be noted that bribery and corruption are punishable for individuals by up to ten years' imprisonment, and if our Company is found to have taken part in any acts of bribery or corruption, it could face an unlimited fine, be excluded from tendering for public contracts and face damage to its reputation.

### **Further Guidance**

If you are concerned about any actions or anything else at all involving the Bribery Act 2010 or this Policy, you should contact the Legal Department for guidance or advice.

**Review of Risk assessment, Policy and Procedures and relevant legislation**

The procedures and issues referred to in the policy and procedures; e.g. prohibition of facilitation payments, the recording of gifts and hospitality in certain circumstances will be monitored and reviewed quarterly by the Company Secretary by way of audit and review. Feedback will be provided to the Board.

This policy and these procedures together with the ABC Business wide risk assessment will be reviewed annually initially by the Company Secretary and Company Secretarial and Compliance Manager. The Company Secretary and Company Secretarial and Compliance Manager will also monitor changes in the legislation or in the Guidance provided by relevant authorities; e.g. the Ministry of Justice and report to the Board with recommendations on method of review.

The Board will determine how any necessary updating will be undertaken taking into account those recommendations.

If any officer or employee of the company, or any associated persons have any suggestions for improvement of the policy and procedures they can email them to Alix Nicholson: [Alix.Nicholson@ecoworldinternational.com](mailto:Alix.Nicholson@ecoworldinternational.com).

**Officer and Employee Awareness**

All officers and employees are required to read this policy and to sign a copy of the Acknowledgement Form at Appendix 2 to confirm that they have done so.

**Review and approval of ABC Policy and Procedures**

This policy is reviewed annually, unless there are legislative changes that require addressing sooner.

On 2 June 2020 the ABC Policy and Procedures were approved by the Board of Directors of Eco World London Development Company Limited and Eco World London Holdings Limited.

Version Number	Document Reference	Owner	Date of approval	Scheduled review date
2.0	EWI-LDN-LG-PL02	Legal	2 June 2020	1 April 2021

**APPENDIX 1**

**Declaration of Gifts and Hospitality Form**

Before completing this Declaration, please ensure you have read and understood Eco World London Anti-Bribery and Corruption Policy and Procedures.

All hospitality and gifts accepted or offered should be recorded in the Eco World London Gifts and Hospitality Register (the 'Register'). In order for the Register to be updated, please complete this Declaration as detailed below and return to Alix Nicholson (Company Secretarial & Compliance Manager) at [alix.nicholson@ecoworldinternational.com](mailto:alix.nicholson@ecoworldinternational.com).

**Details of employee receiving gift or hospitality**

<b>Full Name:</b>	
<b>Job Title:</b>	
<b>Employee Number:</b>	
<b>Department:</b>	
<b>Date of Declaration:</b>	

**Description of gift or hospitality**

<b>Date of gift / hospitality offer:</b>	
<b>Description of gift / hospitality:</b>	
<b>Estimated or actual value of gift / hospitality:</b>	
<b>Reason / purpose of the offer:</b>	
<b>Person and organisation providing the gift or hospitality (please include full address and contact details):</b>	
<b>Relationship to the person/organisation offering the gift or hospitality:</b>	
<b>Details of contract (current or potential):</b>	
<b>Acceptance of gift / hospitality:</b>	Yes / No

**Approved by:**

<b>Signature:</b>	
<b>Date:</b>	
<b>Name:</b>	
<b>Job Title:</b>	

Once approved, please email to [alix.nicholson@ecoworldinternational.com](mailto:alix.nicholson@ecoworldinternational.com) who will update the Eco World London Gifts and Hospitality Register.

**APPENDIX 2**

**Acknowledgement Form for Anti-Bribery and Corruption Policy and Procedures**

I confirm that I have read and understood the Anti-Bribery and Corruption Policy and Procedures

<b>Full Name:</b>	
<b>Job Title:</b>	
<b>Business Unit (Eco World employees only):</b>	
<b>If not an Eco World employee, company name:</b>	
<b>Signature:</b>	
<b>Date:</b>	

Please email the completed Acknowledgement Form to [alix.nicholson@ecoworldinternational.com](mailto:alix.nicholson@ecoworldinternational.com)