

Company Policy & Operating Procedure

JT/AB - Anti-Bribery and Corruption Policy

Definitions

“**The Company**” or “**Job&Talent**” means Jobandtalent UK Ltd incorporating Jobandtalent Works Ltd, Single Resource Ltd, Extra Personnel Ltd and Extra Personnel Automotive Ltd.

“**Staff/Employees**” means all individuals employed by Job&Talent.

“**Workers**” means all workers engaged by Jobandtalent Works Ltd, Single Resource Ltd, Extra Personnel Ltd and Extra Personnel Automotive Ltd as detailed in their Terms of Engagement.

Introduction

One of the Company's core values is to uphold responsible and fair business practice. It is committed to promoting and maintaining the highest level of ethical standards in relation to all of its business activities. Its reputation for maintaining lawful business practices is of paramount importance and this Policy is designed to preserve these values. The Company therefore has a zero tolerance policy towards bribery and corruption and is committed to acting fairly and with integrity in all of its business dealings and relationships and to implementing and enforcing effective systems to counter bribery.

Scope

This Policy sets out the steps all of us must take to prevent bribery and corruption in our businesses and to comply with relevant legislation. It is aimed at:

- ensuring compliance with anti-bribery laws, rules and regulations, not just within the UK but in any other country within which the Company may carry out its business or in relation to which its business may be connected;
- enabling any Relevant Person to understand the risks associated with bribery and to encourage them to be vigilant and effectively recognise, prevent and report any wrongdoing, whether by themselves or others;
- providing suitable and secure reporting and communication channels and ensuring that any information that is reported is properly and effectively dealt with; and,
- creating and maintaining a rigorous and effective framework for dealing with any suspected instances of bribery or corruption.
- All Relevant Persons and all Associated Persons are expected to adhere strictly at all times to the guidelines set out in this Policy.

The Bribery Act 2010

The Bribery Act 2010 (the Bribery Act) came into force on 1 July 2011. The Bribery Act affects the Company in its business relations anywhere in the world.

Under the Bribery Act it is an offense to:

- bribe a person i.e. to offer, promise or give a financial or other advantage to another person, whether within the UK or abroad, with the intention of inducing or rewarding improper conduct;
- receive a Bribe i.e. to request, agree to receive or accept a financial or other advantage for or in relation to improper conduct;
- bribe a foreign public official; and,
- fail to prevent Bribery.

Risks of not acting with integrity

Involvement in Bribery or corruption carries many risks. Among them are:

- a company which pays or accepts Bribes is not in control of its business and is at risk of blackmail;
- if the Company is found guilty of Bribery or even of failing to have adequate procedures in place to prevent Bribery, it will be subject to unlimited fines;
- any person found guilty of Bribery will be subject to fines and/or imprisonment of up to 10 years;
- a public exposure, or even allegation, of bribery would entail severe reputational damage. The Company's banking or supply facilities might be withdrawn or be available on much less favourable terms, and the Company could be blacklisted as an approved tenderer for both public and private sector contracts;
- the cost of our insurance cover could increase very significantly; and,
- good people will not want to work for us.

Benefits of acting with integrity

Equally, there are very clear benefits to acting with propriety. These include:

- we increase our chances of being selected as a supplier in both the public and private sectors;
- we remain in good standing with our banks and our own suppliers and they will want to keep doing business with us;
- a business with high ethical standards is a good place to work;
- It is a requirement of the REC Code of Professional Practice that we act with integrity at all times.

Responsibilities

Bribery of any kind is strictly prohibited. Under no circumstances should any provision be made, money set aside or accounts created for the purposes of facilitating the payment or receipt of a Bribe. All Relevant Persons and Associated Persons are required at all times:

- not to offer, promise or give a bribe on behalf of the Company or commit any other offence;
- Not to seek or accept any bribe either for yourself or on behalf of the Company;
- Not to offer, promise or give any facilitation payment on behalf of the Company (see below);
- to comply with the Bribery Act;
- to act honestly, responsibly and with integrity;
- to safeguard and uphold the Company's core values by operating in an ethical, professional and lawful manner at all times;
- notify Human Resources as soon as possible on uk-hr@jobandtalent.com if you believe or suspect that bribery has taken place or is likely to take place.

Policy

The prevention and reporting of bribery or other forms of corruption is the responsibility of all relevant persons associated with the Company. All consultants, contractors and suppliers are required to avoid any activity that might lead to, or suggest, a breach of this policy.

Procedure

Gifts and Hospitality

The Company occasionally provides gifts and hospitality to clients, customers, contractors, and suppliers. This is not prohibited by the Bribery Act provided the following requirements are met:

the gift is not made with the intention of influencing a third party to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage;

- it complies with local laws;
- it is given in the Company's name, not in the giver's personal name;
- it does not include cash or a cash equivalent (such as gift vouchers);
- it is of an appropriate and reasonable type and value and given at an appropriate time;
- it is given openly, not secretly; and,
- it is approved in advance by a director of the Company.

In summary, it is not acceptable to give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that a business advantage will be received, or to reward a business advantage already given, or to accept a payment, gift or hospitality from a third party that you know or suspect is offered or provided with the expectation that it will obtain a business advantage for them.

[Facilitation payments](#)

Any payment or gift to a public official or other person to secure or accelerate the prompt or proper performance of a routine government procedure or process, otherwise known as a “facilitation payment”, is also strictly prohibited. Facilitation payments are not commonly paid in the UK but they are common in some other jurisdictions.

[What are the indicators of bribery?](#)

Common indicators of corruption include those listed below. There may well be others. For example:

- payments are for abnormal amounts (e.g. commission), or made in an unusual way, e.g. what would normally be a single payment is made in stages, through a bank account never previously used, or in a currency or via a country which has no connection with the transaction;
- process is bypassed for approval or sign-off of terms or submission of tender documents, payments, or other commercial matters; those whose job it is to monitor commercial processes (e.g. Quality and Compliance Department, Business Services Department, Business Development) may be prevented from or hindered in doing so;
- individuals are secretive about certain matters or relationships and/or insist on dealing with them personally. They may make trips at short notice without explanation, or have a more lavish lifestyle than expected;
- decisions are taken for which there is no clear rationale; and,
- records are incomplete or missing.

[Political contributions](#)

You should be aware that such contributions can be (or be seen as) Bribes in disguise. We do not make donations to political parties. No individual is to make a donation stated to be, or which could be taken to be, on our behalf without the prior approval of the Board. You may, of course, make political donations in a personal capacity but please be sensitive to how such contributions could be perceived, especially by those who are aware of your connection with the Company.

[Charitable donations](#)

Bribes may even be disguised as charitable donations. Again, for that reason, donations we make are approved by resolution of the Board and recorded. Whilst individuals may of course make personal donations to charity, they should not do so on behalf of the Company without prior approval from the Board.

[Local circumstances](#)

We understand that different parts of the world have different social and cultural customs. This does not affect our position that we do not pay or accept bribes or act corruptly: we do not and will not. However, subject to that position, we understand the need to be sensitive to local customs. For example, there are cultures in which refusing (or even failing to offer) a gift is considered impolite, and

could alienate a key contact. In such cases, please refer to Human Resources. Heads of Departments and/or regions are responsible for establishing variations to this Policy in their department/area subject to the agreement of the Finance Director and the Head of HR.

Exceptional circumstances

In some circumstances a payment is justifiable. If one of our people is faced with a threat to his or her personal safety or that of another person if a payment is not made, they should pay it without fear of recrimination. In such cases, however, the HR Department must be contacted as soon as possible, and the payment and the circumstances in which it was made must be fully documented and reported to the Finance Director for the business and region concerned within 5 working days.

Responsibility to report and the reporting procedure

All Relevant Persons are contractually required to take whatever reasonable steps are necessary to ensure compliance with this Policy and to prevent, detect and report any suspected Bribery or corruption. All Relevant Persons have a duty to prevent, detect and report any incident of Bribery and any potential risks of Bribery. If you know or suspect that any Relevant Person plans to offer, promise or give a Bribe or to request, agree to receive or accept a Bribe in connection with the Company's business, you must disclose this to Human Resources as quickly as possible to allow appropriate action to be taken promptly.

The Company is committed to taking appropriate action against Bribery and corruption. This may include either reporting the matter to an appropriate external government department, regulatory agency or the police and/or taking internal disciplinary action against relevant employees and/or terminating contracts with associated persons.

The Company will keep your disclosure confidential during any investigation it undertakes to the extent that this is practical and appropriate in the circumstances. The Company will support anyone who raises genuine concerns in good faith under this Policy, even if they turn out to be mistaken. The Company is also committed to ensuring nobody suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or corruption offence has taken place or may take place in the future or because they may assist in the investigation of an allegation of Bribery or corruption.

Record keeping

All accounts, receipts, invoices and other documents and records relating to dealings with third parties must be prepared and maintained with strict accuracy and completeness. No accounts must be kept "off the record" to facilitate or conceal improper payments.

Training

The Company has a global Fraud Awareness training module that can be accessed via Sanalab and must be completed by all Relevant Person(s). All UK employees also have additional mandatory annual training modules on the subject: Fraud Prevention & Ethical Business Practices and Anti-Bribery &

Corruption. The Company's zero tolerance approach to Bribery will also be communicated to all business partners at the outset of the business relationship with them and as appropriate thereafter.

Non-compliance

The Company takes its commitment to the policy seriously and so, in cases where the Policy and Procedure has not been adhered to, the Company may deal with such matters via the Company disciplinary procedure.

Monitor and Review

The Compliance department will periodically review this procedure to ensure relevance and suitability.

Approval

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Approved By	Joanna Komanowska
Job Title	Head of Compliance