

# Designer Contracts

## Anti-Bribery and Corruption Policy

### Introduction:

It is Designer Contracts policy to conduct business in an honest way and without the use of corrupt practices or acts of bribery to obtain an unfair advantage.

We are committed to fighting fraud, corruption and dishonesty in all our activities. We are committed to ensuring adherence to the highest legal and ethical standards. This must be reflected in every aspect of the way in which we operate. We must bring integrity to all our dealings.

This is not a cultural commitment on the part of the Company; it is a moral issue and legal requirement. Bribery is a criminal offence and corrupt acts expose the Company and its employees to the risk of prosecution, fines and imprisonment, as well as endangering the Company's reputation.

This policy is to be communicated to everyone involved in our business to ensure their commitment to it. We will apply a 'zero tolerance' approach to acts of bribery and corruption by any of our employees or anyone working on our behalf. Any breach of this policy will be regarded as a serious matter by the Company, it will result in disciplinary action and the person could be prosecuted to discourage other people from committing fraud in the future. We consider abuse, by employees, of financial or other benefits, from us or any other organisation as gross misconduct.

All cases of fraud or corruption will be investigated.

### What is Bribery and Corruption?

Bribery and corruption have a range of definitions in law, but the fundamental principles apply universally.

***Bribery is the offer, promise, giving demanding or acceptance of an advantage as an inducement for an action which is illegal, unethical or a breach of trust.***

***Corruption is the misuse of public office or power for private gain; or misuse of private power in relation to business outside the realm of government.***

Acts of bribery and corruption are designed to influence the individual in the performance of their duty and incline them to act dishonestly. For the purposes of this policy, whether the payee or recipient of the act of bribery or corruption works in the public or private sector is irrelevant.

The person being bribed is generally someone who will be able to obtain, retain or direct business. This may involve sales initiatives, such as tendering or contracting, or, it may simply involve the handling of administrative tasks such as licences, customs, taxes or import matters. It does not matter whether the act of bribery is committed before or after the tendering of a contract or the completion of administrative tasks.

## **What is a Bribe?**

Bribes can take on many different shapes and forms, but typically they involve corrupt intent. There will usually be a 'quid pro quo' – both parties will benefit. A bribe could be the:

- Direct or indirect promise, offering, or authorisation, of anything of value
- Offer or receipt of any kickback, loan, fee, reward or other advantage
- Giving or aid, donations or voting designed to exert improper influence

## **Who can engage in Bribery or Corruption?**

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

- An employee, officer or director
- Any person acting on behalf of the Company
- Individuals and organisations where the authorise someone else to carry out these acts

## **What does the Law say about Bribery and Corruption?**

In the UK the Bribery Act not only makes bribery and corruption illegal, but also holds UK companies liable for failing to implement adequate procedures to prevent such acts by those working for the company or on its behalf, no matter where in the world the act takes place.

## **What steps can we take to prevent Bribery and Corruption?**

We can take the following steps to assist in the prevention of bribery and corruption:

### **A. 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 to better evaluate and mitigate these risks and thereby protect ourselves. Business practices can be deeply rooted in the attitudes, cultures and economic prosperity of a particular region – any of which can vary. Local management must assess the vulnerability of each business unit to these risks on an ongoing basis, subject to review.

### **B. Accurate Books and 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 books, records and financial reporting within all Designer Contracts Regions/Departments. Our books, records and overall financial reporting must also be transparent. That is, they must accurately reflect each of the underlying transactions. False, misleading or inaccurate records of any kind could potentially damage the Company.

### **C. Effective Monitoring and Internal Control**

We must maintain an effective system of internal control and monitoring of our transactions.

## **Where do Bribery and Corruption risks typically arise?**

### **Gifts, Entertainment and Hospitality**

Gifts, entertainment and hospitality including the receipt of 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. Gifts tangible or intangible of a value in excess of

£20 must have the MD's approval in writing prior to acceptance. Any employee who is given a gift (tangible or intangible) by a business contact (e.g. customer, supplier, subcontractor, actual or potential) of over £5 in value **must** disclose the fact of the gift and its nature to their line manager. If an employee receives a gift of over £10 in value, written approval by email from the Managing Director **must** be obtained. A copy of the approval email must be attached to the Anti-Bribery register.

If a gift is to a Region and under £10 in value then it may be shared, if over £10 then it may be shared but must be recorded on the register. If it is proposed to give a gift to an individual then the normal terms of the policy apply.

Only Senior Manager's who regularly attend the SMM may authorise the offering of any gifts, (tangible or intangible) to our customers other than pens and mugs which we will continue to give away all the time. The offers of gifts that Senior Managers will be permitted to make or authorise will be listed separately to this policy but will be small gifts at Christmas and Easter and some inexpensive meals. The MD may also authorise some modest charitable donations.

Our customers staff are eligible to receive the same discount as Designer Contracts employees. If the discount is offered to anyone other than a direct employee of Designer Contracts then the value of the discount given **must** be recorded on the Anti-Bribery register. No authorisation is required for customers discounts as long as they are given in line with the authorised schedule.

#### **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 a sexual or similarly inappropriate nature

Transparency is key

Each Region, CD and Head Office will be required to maintain and monitor a gifts, entertainment and hospitality register. Any form of gift (including charitable donation), entertainment or hospitality given, received or offered which meets or exceeds the equivalent of £10 in value must be appropriately recorded in the register. The most senior person in each Region / Department is responsible for the accuracy of the register. Copies of authorising emails must be kept with the register. Copies of each register will be coordinated for each financial year by Head Office and the register will be inspected at least annually by the Audit team. A financial summary of our gifts, entertainment, hospitality and charitable giving will be provided to our external Auditors.

#### **How to Raise a Concern:**

As individuals who work on behalf of Designer Contracts 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. Designer Contracts is absolutely committed to ensuring that all of us have a safe, reliable, and confidential way of reporting suspicious activity. We want each and everyone 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 Company. You should speak to your Line Manager or if this is not appropriate for any reason, speak to the HR and H&S Director who can be contacted via Head Office.

**Conclusion:**

This policy will be reviewed and updated on a regular basis.

A gift is the total value of the item. For example, if you are given a case of wine to share between your region, it is the total value of the case of wine not the value of the individual wine bottle given to each employee.

A handwritten signature in blue ink, appearing to read 'L. Walters', with a stylized flourish at the end.

Louise Walters

Commercial Director

July 2023