

J W Automarine Anti-Bribery Policy

1. Commitment and Scope

The Company and its Owners, Directors and Managers have a zero tolerance policy towards bribery whether on the part of employees or customers or any third party involved in either the purchase or sale of goods and products or in the conduct of negotiating or letting tenders and/or contracts.

The scope of this policy includes:

- Management roles and decisions (see Risk Assessment Appendix A)
- Financial controls
- Hospitality and personal expenditure
- Facilitation payments
- Training
- Charitable and political donations

N.B This list is illustrative and not exhaustive.

2. Response to an act of bribery

It is important that company employees or any appointed agent(s) understand how to react if a demand is made which could be construed as bribery:

- a) Inform your manager or a senior colleague
- b) Consider an alternative strategy, e.g. change the negotiating person or team
- c) Go back to the soliciting person with a witness and reaffirm your willingness to proceed as normal, ignoring the solicitation. If the solicitation is repeated:
 - i) Inform the person(s) that this is not acceptable
 - ii) Threaten to withdraw from the negotiations and publicise the 'solicitation'
 - iii) Set a deadline for proceeding in a normal manner
- d) Tell a senior person in the customer organisation that you believe you have been asked for (or offered) a bribe.
- e) If sufficient evidence is available, go to the national anti-corruption body.

3. Employee Behaviour and Protection

Those employees whose conduct or behaviour implies a possible transgression against the provision of the Bribery Act 2010, as summarised in this Policy, will be dealt with under the Company's Disciplinary Procedure and if the case is proved, it will be considered within the category gross misconduct.

While this policy is most relevant to the posts set out in the Company Risk Assessment, it is the responsibility of all employees to guard against the potential for bribery and those employees or external third parties who obtain information concerning an offence under the Bribery Act in respect of a company employee or a third party.

4. Third Parties

Responsibilities

All third party companies and their representatives must conduct all negotiations and communications in full compliance with the provisions of the Bribery Act 2010, as summarised in this Policy. This augments paragraph 9.1.6 of the Terms and Conditions of Sale (Scholle Europe Ltd) which prohibits

“the committing of any criminal act as shortage of goods’ and, in appropriate cases, should be considered alongside the reference in the standard Sales Representative Agreement, paragraph 11, Third Party Payments: US Foreign Corrupt Practices Act: Business Conduct Guidelines.

Due Diligence

The Company will apply due diligence procedures to reduce bribery risks, taking a proportionate and risk-based approach in respect of persons who perform services for or on behalf of the company. In higher-risk situations the following will be considered:

- conducting direct questioning of associated persons e.g. background details, expertise and business experience
- verifying answers through research and references
- indirect investigations, e.g. credit reference searches, enquiries of embassies
- general research on proposed associates, e.g. internet
- ongoing appraisal and monitoring of recruited or engaged associates

5. Communications and Procedures – Internal and External

All company employees and third party agents will be reminded of the provisions of this Policy on a regular basis, and when appropriate:

- i) Training will be given, especially for new employees and those in high-risk roles.
- ii) Company policy in respect of reasonable hospitality (where such expenditure cannot be construed as influencing the outcome of purchase, sale or contract) will be communicated to appropriate employees/third parties and, if given by the Company, recorded in all circumstances.
- iii) Any hospitality offered to an employee or appointed third party which might be considered as excessive must be cleared with an immediate supervisor and/or manager. Failure to do so may constitute an offence under the Company’s Disciplinary Procedure.
- iv) Copies of this Policy will be sent to all employees and made available for all third parties and contractors.
- v) The effectiveness of this Policy will be reviewed over time, particularly when business risk factors change, or in the light of bribery incidents.
- vi) Any review of this Policy will incorporate staff feedback concerning effectiveness and reports will be made to both management and appropriate auditors.

6. Future Case Law

The Company reserves the right to issue further revisions in the light of future case law in the United Kingdom.

Bribery Act 2010 – Company Risk Assessment

Position	Nature and Extent of Risk	Degree of Risk (High/medium/low)
Managing Director	Responsible to owner for dealings with all agents/representatives in the UK and internationally. All major purchasing/sales decisions	H
Production Manager	Under general direction of MD, all purchasing responsibilities	M
Process Administrator (Purchasing)	All documentation for the purchase of goods/supplies	M
Accounts Administrator	Raises BACS payments, receives cash/cheques	H
Engineering Manager (Crestbury Engineering)	Receives and transports cash/cheques	H
Third Party Agents/Contractors/Suppliers	Subject to appropriate due diligence	