

# Group Anti-Bribery and Corruption Policy

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## 1. Purpose

- 1.1 It is the policy of the British Standards Institution, together with its subsidiaries (“**BSI**”) to conduct business in an honest and ethical manner. BSI operates a strict zero tolerance policy towards bribery and corruption in all its forms and is committed to acting professionally, fairly and with integrity in all its business dealings and relationships, wherever it operates, and implementing and enforcing effective systems to counter bribery.

The purpose of this policy is to state BSI’s position on bribery and corruption and to provide information and guidance on recognising and dealing with bribery and corruption.

## 2. Scope

- 2.1 This policy applies to all employees, External Resource and temporary resource (including but not limited to consultants, contractors and agency workers) (“**Personnel**”) and any other person or organisation who performs services for or on behalf of BSI in any location around the world.

This policy is not part of any contract of employment and does not create contractual rights or obligations. It may be amended by BSI at any time.

## 3. Aims

- 3.1 The aims of this policy are to:

- (a) set out our responsibilities, and of those working for us, in observing and upholding our position on bribery and corruption; and
- (b) provide information and guidance to those working for us on how to recognise and deal with bribery and corruption issues.

In this policy, third party means any individual or organisation you come into contact with during the course of your work for BSI, and includes actual and potential clients, suppliers, distributors, business contacts, agents, advisers, government and public bodies, including their advisors, representatives and officials, politicians and political parties.

## 4. Policy

- 4.1 It is BSI policy to maintain the highest standards of ethical behaviour in all of our business dealings worldwide. BSI is committed to conducting itself fairly, honestly and lawfully in all its business dealings and relationships globally. BSI has a zero-tolerance approach to bribery and corruption.

- 4.2 BSI is bound by the laws of the UK, including the Bribery Act 2010 which governs our conduct both in the UK and worldwide. BSI is also committed to upholding all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate.

## 5. Bribery

- 5.1 A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage which is illegal, unethical, a breach of trust or the improper performance of a contract. Corruption is the misuse of entrusted power for personal gain.
- 5.2 Acts of bribery or corruption are designed to influence the individual in the performance of their duty and induce them to act contrary to those activities. Inducements can take the form of gifts, fees, rewards, jobs, internships, favours or other advantages.

### **Examples:**

#### **Offering a bribe**

You offer the representative of a client a weekend away for him and his partner if the client agrees to extend our contract for another three years.

This would be an offence as you are making the offer to influence an improper performance of the client's impartiality towards its suppliers. BSI may also have committed an offence because the offer has been made to obtain business for BSI. It may also be an offence for the client representative to accept your offer.

#### **Receiving a bribe**

A supplier offers you a ticket to watch your favourite football team and makes it clear that it could be a regular occurrence if we continue to do business with them.

It is an offence for a supplier to make such an offer. It would be an offence for you to accept the offer as it would be seen as influencing an improper performance of your impartiality and good faith towards our suppliers.

#### **Bribing a foreign official**

You arrange for an additional payment to a foreign official to speed up an administrative process, such as updating official business registration or accreditation documents.

You commit the offence of bribing a foreign public official as soon as the offer is made. BSI may also be found to have committed an offence.

## 6. Gifts and Hospitality

- 6.1 BSI's Code of Business Ethics states that "BSI Group employees, agents and other representatives are prohibited from giving or receiving money or gifts which could be construed as bribes." This policy does not prohibit normal and appropriate hospitality (given or received) to or from third parties.
- 6.2 From time to time, you may give or receive a gift that is meant to show friendship, appreciation or thanks to or from someone who does business with BSI. Generally speaking, giving or accepting gifts of low monetary value, such as corporate give-aways, consumables or other items of nominal value, is acceptable provided you don't ask for the gift and as long as it does not influence, or have the appearance of influencing, your objectivity or decision-making. As a general rule, if accepting a gift could cause you (or a reasonable person in your position) to feel an obligation, don't accept it.
- 6.3 Larger gifts are more likely to cause a conflict of interest. **Accordingly, the advance approval of your country or regional manager, or a member of the Group Executive is required in order to give or accept more than £60 (or US\$100 or equivalent) worth of gifts to or from a single source in any twelve-month period.** Among the factors to be considered in determining the appropriateness of a gift over this amount will be whether the gift is customary in the particular geography or industry concerned and openly given without any expectation or realization of special advantage.
- 6.4 Corporate hospitality, such as business lunches, dinners, drinks, hospitality at a sports or social event or other meetings in a social context are not considered to be gifts if a significant purpose of the meeting is business-related and your participation is in the ordinary course of business and is usual and customary. This can be a tricky area. If you are given tickets to a sporting event for your personal use, this would be considered a gift. If you attend an event with clients, business partners or suppliers, it would ordinarily not be considered a gift unless this occurs with a frequency that suggests a business purpose is not valid. If you have any doubts about your participation in such events, they should be discussed with your country or regional manager or a member of the Group Legal or Corporate Compliance teams.
- 6.5 BSI understands that the practice of giving business gifts varies between countries and regions and what may be normal and acceptable in one region may not be in another. The test to be applied is whether in all the circumstances the gift or hospitality is reasonable and justifiable. The intention behind the gift should always be considered. For example, there is a difference between accepting a 'corporate gift' (such as a traditional mark of friendship between companies, which may sit on display in your office) and a 'personal gift' (which you might take home or enjoy personally) that might have the appearance of influencing your objectivity or impartial judgement.

## **7. What is not acceptable?**

- 7.1 It is not acceptable for you (or someone on your behalf) 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.
- 7.2 It is not acceptable to give, promise to give or offer a payment, gift or hospitality to a government official, agent or representative to "facilitate" or expedite a routine procedure.
- 7.3 It is not acceptable to accept payment from a third party that you know or suspect is offered with the expectation that it will obtain a business advantage for them.
- 7.4 It is not acceptable to accept a gift or hospitality from a third party if you know or suspect that it is offered or provided with an expectation that a business advantage will be provided by us in return.
- 7.5 It is not acceptable to threaten or retaliate against another employee or person working on behalf of or representing BSI who has refused to commit a bribery offence or who has raised concerns under this policy; or engage in any activity that might lead to a breach of this policy.

## **8. Facilitation payments and kickbacks**

- 8.1 BSI will not make facilitation payments or "kickbacks" of any kind. Facilitation payments are typically small, unofficial payments made to secure or expedite a routine government action by a government official. They are not commonly paid in the UK but may be common in some other jurisdictions in which we operate. Kickbacks are typically payments made in return for a business favour or advantage. You must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback will be made or accepted by BSI.
- 8.2 If you are asked to make any payment on behalf of BSI, you should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. You should always ask for an invoice or a receipt which details the reason for the payment. If you have any suspicions, concerns or queries regarding a payment, you should raise these with Group Legal or Corporate Compliance teams.

## **9. Charitable Donations and Sponsorship**

- 9.1 BSI only makes charitable donations and provides sponsorship that are legal and ethical under local laws and practices and which are in accordance with BSI's internal policies and procedures. Please refer to the Group Charitable Donations Policy for specific information relating to making charitable donations or providing sponsorship.

## **10. Reporting**

- 10.1 The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for BSI or under our control. All personnel and other BSI representatives are required to avoid any activity that might lead to, or suggest, a breach of this policy.
- 10.2 You must notify your line manager or Group Legal and Corporate Compliance teams or alternatively to report an incident anonymously the BSI SpeakUp service as soon as possible if you believe or suspect that a conflict with this policy has occurred, or may occur in the future. For example, if a client or potential client offers you something to gain a business advantage with us, or indicates to you that a gift or payment is required to secure their business, you should report this immediately.
- 10.3 Personnel who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct.

## **11. Record Keeping**

- 11.1 BSI keeps financial records and has appropriate internal controls in place to evidence the business reason for making payments to third parties. Accordingly, you must ensure that all expenses claims relating to hospitality or gifts incurred by you on behalf of BSI for the benefit of a third party are submitted in accordance with our expenses policy and specifically record the reason for the expenditure. These expenses should be recorded under the SAP line items as Promotional Gifts or Hospitality, as appropriate.
- 11.2 In addition to the advance approval required under 6.3 above, you must declare all gifts accepted above £60 or equivalent, which will be subject to managerial review. Regional and country managers will be responsible for maintaining written records, which will be audited by the Group Internal Audit & Risk function as part of their regular audits.

## **12. How to raise a concern**

- 12.1 You are encouraged to raise concerns about any issue or suspicion of corruption at the earliest possible stage. If you are unsure whether a particular act constitutes bribery or corruption, or if you have any other queries, you should raise them with your line manager or Group Legal and Corporate Compliance teams. If you feel that you are unable to report using any of these routes, please use the BSI SpeakUp service.
- 12.2 It is important that you tell your line manager or the Group Legal or Corporate Compliance teams, or report via the BSI SpeakUp service as soon as possible if you are offered a bribe by a third party, are asked to make one, suspect that this may happen in the future, or believe that you are a victim of another form of unlawful activity.

### **13. Protection**

- 13.1 Personnel or those who are acting on behalf of BSI who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. BSI encourages openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.
- 13.2 BSI is committed to ensure that no one 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 other corruption offence has taken place, or may take place in the future. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform your line manager or the Group Legal and Corporate Compliance teams. If the matter is not remedied, and you are an employee, you should raise it formally using your local HR Grievance Procedure.

### **14. Training**

- 14.1 Mandatory training on this policy will form part of the induction process for all new employees. All existing employees and Temporary Resources will receive mandatory annual training and regular, relevant updates on how to implement and adhere to this policy. Committee members will receive training on this policy as part of their induction programme.
- 14.2 In addition to this mandatory training, all employees including external resources, consultants and contractors will be required to attest to this policy at new version publication through BSI's Policy Management system.

### **15. Responsibility for this Policy**

- 15.1 BSI's Board of Directors has approved and issued this policy as part of its overall responsibility for ensuring that the BSI complies with its legal and ethical obligations, and that all those under its control comply with this policy.
- 15.2 The Group Internal Audit & Risk function has primary and day-to-day responsibility for implementing this policy, monitoring its use and effectiveness and dealing with any queries on its interpretation in conjunction with the Group Legal team. Management at all levels are responsible for ensuring those reporting to them are made aware of and understand this policy and are given adequate and regular training on it.
- 15.3 Our zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors and business partners at the outset of our business relationship with them and as appropriate thereafter. All employees and those who are acting for or on behalf of BSI have an obligation to notify third parties of this policy at the start of any business relationship.

## **16. Monitoring and review**

- 16.1 The Group Internal Audit & Risk function will monitor the effectiveness and review the implementation of this policy regularly and will report to BSI's Board of Directors on its suitability, adequacy and effectiveness. Any improvements identified by the Board of Directors will be made as soon as possible. Internal control systems and procedures will be subject to regular audits to provide assurance that they are effective in countering bribery and corruption.
- 16.2 Employees and those who are acting for or on behalf of BSI are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the Head of Internal Audit & Risk.

## **17. Contact Information**

- 17.1 Questions relating to this policy should be addressed to the Corporate Compliance Team at [compliance@bsigroup.com](mailto:compliance@bsigroup.com)
- 17.2 Requests for exceptions to this policy must be sent to the Corporate Compliance Team. No exception will be valid until the receipt of written approval of such exception. Failure to comply with this policy may be grounds for disciplinary action, up to and including dismissal.

## **18. Related Information**

- 18.1 Corresponding Policies, Standards, Procedures, Guidelines and other documents:

BSI Code of Business Ethics  
BSI Group Charitable Donations Policy

### Revision History

Revision No.	Date	Author	Approved By	Changes
01	April 2011	Steve Crookes	Tony Wales	New Issue
02	October 2015	Steve Crookes	John Kennedy	General review, no changes
03	April 2016	Lakshmi Kundi	John Kennedy	Changed all 'Group Risk & Compliance' function responsibilities to 'Group Internal Audit & Risk' function. Changed all 'Group Risk & Compliance Manager' responsibilities to 'Head of Internal Audit & Risk'. Hyperlink to 'Expolink' added.
04	November 2017	Lakshmi Kundi	Grainne Brankin	Changes to section 12 – inclusion of mandatory training and policy management attestation: Section 4: enhanced definition of Bribery
05	June 2019	Simon White	Grainne Brankin	General review and content update
06	April 2020	Simon White	Grainne Brankin	General review and content update
07	January 2021	Simon White	Grainne Brankin	General review, no changes