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### **Definition of Gilpin Demolition Group Ltd**

- *Sam Gilpin Demolition Ltd*
- *Gilpin Environmental Ltd*
- *Gilpin Scrap Metals Ltd*

The Bribery Act 2010 defines corruption offences very widely. The offences apply equally to private and public sector activities. These Guidelines set out further details of the offences and how they apply to our work.

A bribe does not need to be money. It can be any form of advantage: e.g. an award of a contract; lavish hospitality or gifts; or an offer of employment.

A recipient of a bribe does not need to benefit personally.

Actual payment of a bribe does not need to occur for there to be a criminal offence. An offer or request would be sufficient.

Offering or making (or requesting) a payment (or some other favour) can amount to bribery in itself. The recipient does not necessarily need to do anything in return for the offence to occur.

The risks from bribery are a growing concern in the sectors where we operate. Large infrastructure and construction projects, for example, have been highlighted in surveys as having a high risk of corruption.

This means we need to be prepared in case as a Company or as individuals we are confronted with requests for bribes, faced with competitors acting corruptly or undermined by any of our colleagues breaching these Guidelines and the law in this area.

### **Prevention of Bribery...**

Basic approach

You must follow these four principles:

1. Do not offer or make payments (or other favours) to someone if you suspect that this could influence them to misuse their position.
2. Do not misuse or offer to misuse your position in connection with payments (or other favours) for yourself or others.
3. Do not offer or give financial or other advantages to foreign public officials to seek a business gain.
4. Do not if you are in a management role allow others to do any of the above or "consent or connive" in another doing so. You will be personally liable for the offence.
5. **Reporting**

All employees are encouraged to report any behaviour that indicates potential corruption or fraud. You should report this to the Managing Director.

All employees should be assured that reporting of any concerns will be handled sensitively.

- As a Company, we will support anyone who raises concerns in good faith. This includes ensuring that no one in our organisation will suffer any detriment for refusing to accept or pay bribes or take part in fraudulent practices, or if they report any concerns they have about the conduct of others.
- A deliberate failure to speak up when there was clear evidence of corruption or fraud by others can lead to disciplinary action.
- If you are in a management role and “consent or connive” in the activity by others by failing to report it, you could be prosecuted for the offence.

## **BRIBERY - WHAT IS THE LAW?**

**The Bribery Act 2010** came into force on 1st July 2011 and sets out UK law on corruption offences. The offences under the Bribery Act are extensive in scope, broadly defined and also allow for offences committed anywhere in the world to be prosecuted in UK courts. The same standards therefore apply to conduct that occurs both in the UK and in any business we undertake abroad.

The Bribery Act includes a new offence of failure of commercial organisations, to prevent bribery. This offence is designed to make companies that carry on business in any part of the UK responsible for bribery on their behalf, wherever in the world such bribery takes place. The Group has a legal responsibility under the Act to prevent bribery by any employees or any third parties on its behalf.

### **Penalties:**

The Bribery Act has serious consequences for anyone guilty of bribery.

- For individuals, a maximum prison sentence of 10 years and/or an unlimited fine can be imposed.
- For companies, an unlimited fine can be imposed.

Under The Proceeds of Crime Act 2002 (any gain from bribery being treated as the proceeds of a crime) penalties include:

- Confiscation of company or personal assets, where these are found to be the proceeds of criminal activity and
- Unlimited fines for individuals or companies and
- Maximum prison sentence for individuals of 14 years.

These penalties under The Proceeds of Crime Act apply equally to anyone who is involved in assisting with the concealment or retention of any proceeds of crime. This could apply to those who deal with the revenues generated by a contract knowing that someone else obtained that contract by bribery.

## OFFENCES UNDER THE BRIBERY ACT

The Bribery Act 2010 contains four main offences:

### **Paying or Offering Bribes**

### **Receiving or Requesting Bribes**

### **Bribery of a Foreign Public Official**

### **Failure to Prevent Bribery**

In addition, if anyone at senior management level “*consents or connives*” in an act of bribery by Gilpin Demolition Ltd, they can be personally prosecuted and face the same penalties as a person who carried out the bribe.

As a reference guide, we set out below explanations of each of these offences.

All employees of Gilpin Demolition Ltd must themselves comply with the applicable law in this area, including the Bribery Act, and should report to the Managing Director.

### **Paying or Offering Bribes**

It is an offence if you offer, promise or give a financial or other advantage with the intention of inducing another person to “*perform a function or activity improperly*” or to reward that person for doing so.

However, it is not necessary to prove you intended this consequence: it is also an offence if you know or believe that acceptance of the advantage by another is in itself an improper performance of their function or activity.

### **Receiving or Requesting Bribes**

It is an offence if you request, or agree to accept, or receive a financial or other advantage intending that a “*function or activity should be performed improperly*” as a result.

It is also an offence:

- Where your request or receipt of the advantage is in itself an improper performance of a function or activity;
- Where your request or receipt is a reward for your or someone else's improper performance in the past;
- Where your improper performance takes place in anticipation or as a consequence of a request or receipt of an advantage.

### **What activities do these offences apply to?**

Paying and receiving bribes can potentially occur in relation to all kinds of function or activity connected to your work at Gilpin Demolition Ltd. These include any function performed by people in the public sector and any activity connected with a private sector business.

Therefore, amongst other things, the offences apply to:

- Our dealings with our clients in the private and public sectors
- Our dealings with any of our subcontractors, consultants or other service providers or agents
- Our dealings with public authorities and regulatory bodies, including local government and other agencies.

## What does Improper Performance mean?

Whether an activity or function is performed improperly will be measured on an objective basis, not necessarily on your own perception of the activity. Improperly in this context means:

- Performance that is contrary to an expectation of good faith and / or impartiality or
- Performance that is contrary to any expectation arising from a position of trust placed on the person performing it

The test will be whether a function has been performed contrary to the expectation that a reasonable person in the UK would have.

This means:

- Customary or historic practices will not necessarily be acceptable – it is no defence that a payment was made in the past.
- Local custom or culture overseas will not be a defence unless enshrined in the written law of that country.
- Low level corruption or mutual favours are still criminal - it does not matter that no money changed hands, or that you received no personal benefit.
- Ignoring or permitting bribery by others amounts to “consent or connivance” and for senior managers is an offence. It is also contrary these Guidelines and you are urged to report any concerns you have.

## Competition Law

Competition Law within The Competition Act 1998 is a key piece of legislation that aims to promote competition and prevent anti-competitive behaviour in the marketplace. Competition law within the Competition Act 1998 covers several essential aspects:

- Prohibition of Anti-Competitive Agreements
- Abuse of a Dominant Position
- Mergers and Acquisitions
- Market Investigations
- Prohibition of Abusive Practices in the Supply Chain
- Leniency Program
- Enforcement and Penalties
- Private Actions

It's important to note that competition law within the Competition Act 1998 is designed to promote and protect fair competition and to ensure that markets operate efficiently for the benefit of consumers. Compliance with these laws is crucial for businesses operating in the UK, and violations can result in significant legal and financial consequences.

## Policy Compliance

To ensure compliance against anti-bribery and corruption laws & competition laws our organisation has implemented the following key steps to monitor the organisation, employees and stakeholders actions;

- Develop a Clear Company Policy:
  - Create a comprehensive anti-bribery and corruption policy that outlines our organisation's commitment to ethical conduct.
  - Ensure the policy is easily accessible to all employees and stakeholders, and regularly communicate it.

- **Risk Assessment:**
  - Carry out a bribery and corruption risks assessment to evaluate the specific threats to our organisation including competition law compliance.
- **Training and Awareness:**
  - Provide regular training and awareness programs to educate employees, suppliers, and other relevant stakeholders about the Bribery Act and Competition Laws.
- **Whistleblowing Mechanism.**
  - Established a confidential and secure whistleblowing mechanism for employees to report potential competition law or bribery and corruption concerns.
  - Ensuring all employees and other stake holders there are no repercussions for individuals reporting in good faith.
- **Record-Keeping:**
  - Maintain accurate records of all financial transactions and activities, especially those involving foreign government officials or other high-risk areas.
- **Gifts and Hospitality awareness:**
  - Ensure all employees and other stake holders are aware of company policy regarding gifts, hospitality, and entertainment to prevent situations that could be construed as bribery.
- **Management Oversight:**
  - Ensure that senior management is actively involved in anti-bribery efforts and leads by example.
  - The Compliance Manager is responsible for overseeing and enforcing anti-bribery policies and competition law compliance.
- **Ethical Market and Company Culture**
  - Avoid anti-competitive pricing practices, such as price-fixing, predatory pricing, or discriminatory pricing.
  - Implement transparent and justifiable pricing
  - Do not engage in market allocation or sharing agreements with competitors, as this is often considered illegal collusion.
  - Seek legal advice and conduct competition law assessments before engaging in mergers, acquisitions, or joint ventures.
  - Ensure that our organization does not abuse its dominant market position by engaging in practices that hinder competition.
  - Foster a company culture that values ethical business conduct and competition on a level playing field.
- **Continuous Monitoring:**
  - Regularly monitor compliance with anti-bribery policies.
  - Periodically review and update our anti-bribery and corruption policies and procedures to adapt to changing regulations and evolving risks.
  - Regularly review contracts, agreements, and business practices to ensure they comply with competition law.
- **Reporting and investigating:**
  - Designated Investigative Person: The Compliance Manager will be responsible for receiving and managing reports and conducting investigations.

- Initial Assessment: Upon receiving a report, an initial assessment to determine the credibility and seriousness of the concerns raised. Not all reports will require a full-scale investigation.
  - Investigation Protocol: If the concerns appear credible, an internal investigation will be carried out and, in some instances, external engagement of legal experts or third-party investigators will be actioned.
  - Preserve Evidence: all relevant evidence will be preserved, including documents, communication records, and other relevant data.
  - Interviews: Interview the relevant parties, including the person who made the report (if known) and individuals implicated in the concerns.
  - External Investigation: In cases involving serious breaches or high-ranking individuals, the involvement of external investigators will be instructed to ensure impartiality.
  - Compliance with Legal Obligations: Ensure that the investigation complies with all relevant legal obligations and regulations, and consult with legal experts when needed.
  - Reporting to Authorities: If the investigation reveals illegal conduct, the report findings will be forwarded to the appropriate authorities, as required by law.
- Engage Legal Counsel:
    - Consult with legal experts who specialize in anti-bribery, corruption or competition laws to ensure our organisation's compliance and stay informed about legal developments.

Gilpin Demolition Group Ltd understands for continuance compliance with the Bribery Act 2010 and Competition Law requires ongoing commitment and vigilance from our organization. Regular communication, and a strong corporate culture that values integrity are essential components in maintaining compliance with anti-bribery, corruption and competition laws.



Sam Gilpin

Managing Director

Gilpin Demolition Group

14/03/2025