



# REPL INTERNATIONAL LTD. – Anti Bribery and Corruption Policy

## 1 PURPOSE OF THIS POLICY

1.1 **REPL INTERNATIONAL** will conduct business in an honest and ethical manner. We will take a zero-tolerance approach to bribery and corruption and are 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 where necessary.

1.2 **REPL INTERNATIONAL** will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which it conducts business, including but not limited to, the Bribery Act 2010, which applies to conduct both in the United Kingdom and abroad.

1.3 The Bribery Act 2010 came into force on 1 July 2011 and creates a framework of five criminal offences:

- Giving, promising, and offering of a bribe
- Agreeing to receive or accept a bribe
- Bribing a foreign official
- Failure of commercial organisations to prevent bribery
- A senior officer of a commercial organisation consenting to or conniving in an act of bribery

## 2 POLICY SCOPE

2.1 All **REPL INTERNATIONAL** employees and agent or other representative acting on behalf of **REPL INTERNATIONAL** must comply with this Anti-Bribery and Corruption Policy and it extends to all business dealings and transactions in the UK and in any other countries in which **REPL INTERNATIONAL** operates. It is essential that **REPL INTERNATIONAL** conducts an effective process of due diligence prior to entering into significant business relationships and that a record is kept of this process.

2.2 Any breach of the policy is likely to constitute a serious disciplinary, contractual and criminal matter for the individual concerned. This could constitute gross misconduct for which an offending employee may be dismissed without notice. It may also cause serious damage to the reputation and standing of **REPL INTERNATIONAL**.

## 3 GIFTS AND HOSPITALITY

3.3 This policy does not prohibit the giving or receiving of normal and appropriate gifts and hospitality to or from a Third Party unless otherwise specifically stated.

3.4 However, any gift or hospitality:

- must not be made with the deliberate intention of improperly influencing a Third Party or Worker to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage ;
- must comply with local law in all relevant countries;
- must be given in the name of the organisation, not in an individual's name;
- must not include cash or a cash equivalent;
- must be appropriate in the context and circumstances;
- must be of an appropriate type and value and given at an appropriate time taking into account the reason for the gift; and
- must be given openly, not secretly.



3.5 **REPL INTERNATIONAL** appreciates 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 both in the UK and any other relevant country. The intention behind the gift should always be considered, and if any doubt exists, then the gift or offer or gift not made or accepted.

#### **4 FACILITATION PAYMENTS**

4.1 **REPL INTERNATIONAL** does not make, and will not accept, any facilitation payments or “kickbacks” of any kind, such as small, unofficial payments made to secure or expedite a routine government action by a government official, or payments made in return for a business favour or advantage.

#### **5 CHARITABLE DONATIONS AND SPONSORSHIPS**

5.1 **REPL INTERNATIONAL** will only make charitable donations and provides sponsorship that are legal and ethical under local laws and practices.

#### **6 RECORD KEEPING**

6.1 **REPL INTERNATIONAL** will maintain all appropriate financial records and use appropriate internal controls in place which evidence the business reason for gifts, hospitality and payments made and received.

6.2 All **REPL INTERNATIONAL** personnel identified to be in a position of responsibility and influence, will be required to sign a statement confirming understanding and compliance to this policy.

#### **7 RESPONSIBILITIES AND RAISING CONCERNS**

7.1 The prevention, detection and reporting of bribery and any other forms of corruption are the responsibility of all those working for **REPL INTERNATIONAL** or under our control. All employees are required to avoid any activity that might lead to, or suggest, a breach of this policy.

7.2 Employees are required to notify **REPL INTERNATIONAL** Management as soon as possible if it is believed or suspected that a conflict with this policy has occurred, or may occur in the future, or if they are offered a bribe, are asked to make one, suspect that this may happen in the future, or believe that they are a victim of another form of unlawful activity.

7.3 Any concerns relating to a breach of the Policy should be reported directly to the Managing Director.

#### **8 COMMUNICATION AND REVIEW**

8.1 This policy will be communicated to staff via the Employee Handbook and Noticeboards, during inductions, and at staff meetings.

8.2 This policy will be reviewed on a biennial basis.

#### **9 FURTHER INFORMATION AND GUIDANCE**

9.1 This policy sets out the key principles which **REPL INTERNATIONAL** must adhere to.

The UK Bribery Act 2010 can be viewed at:

<http://www.legislation.gov.uk/ukpga/2010/23/contents?view=plain>