



ANTI-BRIBERY AND CORRUPTION POLICY

HISTORY

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Introduction

Link Microtek is committed to applying the highest standards of ethical conduct and integrity in its business activities. Every employee and individual acting on Link Microtek's behalf is responsible for maintaining our reputation and for conducting business honestly and professionally.

In the UK and in many of the countries to which we sell our products, it is a criminal offence to offer, promise, provide, request or accept a bribe. However, this is not always the case in either the countries that we currently sell our products or countries we would like to sell our products to.

In the UK it is also an offence for a commercial organisation to fail to prevent an incident of bribery committed either by the company or by someone associated with it in order to obtain or retain a business advantage.

This means that bribery and corruption have absolutely no place at Link Microtek and why we operate a strict no tolerance policy towards bribery in all its forms whether directly or through third parties.

This anti-bribery and corruption policy applies to all members of Link Microtek, full and part-time employees and temporary staff wherever they are based. It also applies to business partners who supply services to Link Microtek including agents, representatives and distributors.

We especially rely on the services of our agents, representatives or distributors to promote our products in countries outside of the United Kingdom and here we will only do business with those companies and individuals who accept the terms of our policy.

This policy sets out our anti-bribery and corruption rules and explains what is expected of you, but we ask you to do more than follow rules. We want you to act according to the spirit and the values they represent in whatever you do for Link Microtek.

We would also like to remind you that we are signatory to L-3 Communications Code of Ethics and Business Conduct.

In this way we can achieve our vision together and help drive up standards throughout the industry.

In addition, all our agents, representatives or distributors, both current and future, must sign up to adhere to our policy. Failure to agree to abide by our policy will result in any contract with these companies being immediately terminated.

Understanding and recognising bribery and corruption

Bribery and corruption can occur in many forms; so understanding them and recognising when they might occur is a key step in guarding against them.

Bribery is when a person offers, promises or gives a financial (or other) advantage to another person with the intention of inducing or rewarding that person to act improperly.

Corruption is any form of illegal, dishonest or unscrupulous behaviour, especially by people in positions of power.

In our industry, bribery could occur in situations such as tendering, appointing preferred suppliers, contractors and agents, awarding contracts and so on. Bribery and corruption can be found at all levels from governments and government officials through to customers and customs officials.

Wherever we work in the world, even where bribery may be considered as the norm, we must be clear that we will not participate in or condone any form of bribery in our dealings with both the public and private sectors.

Bribes are not always a matter of handing over cash. Gifts, hospitality and entertainment can be bribes if they are intended to influence a business decision.

Transparency and openness are effective weapons against bribery, so be ready to challenge any arrangements that compromise them. Even political contributions, charitable donations and sponsorship arrangements can be used as a subterfuge for bribery.

Penalties for engaging in bribery and corruption

Bribery and corruption are serious criminal offences. The penalties for engaging in bribery or corruption are severe. Individuals and companies can face punitive fines and even imprisonment. In the UK, new legislation incorporates a specific criminal offence of a company failing to prevent bribery committed on its behalf.

We take this responsibility very seriously and this is why we want to be associated only with others whose standards match our own.

A conviction for a bribery or corruption related offence would also have severe penalties for our reputation. A damaged reputation could lead to us being excluded from tender lists or overlooked when bidding which would result in a loss of business. This could have severe financial consequences for Link Microtek.

Preventing bribery

Our 'no tolerance' of bribery relies on each one of us choosing to always do the right thing. All this takes is a few simple commitments:

We will always:

- Comply with this Anti-Bribery and Corruption Policy
- Be guided by our vision and values of openness and honesty
- Comply with company policies on gifts and hospitality, political contributions and charitable donations
- Comply with our requirements concerning any conflicts of interest
- Record all activities and transactions accurately, completely and transparently
- Follow appropriate due diligence and risk mitigation procedures before proceeding with any contract or other arrangement
- Seek advice if unsure how to proceed
- Report any suspected or actual breaches of this policy promptly and accurately to the Executive Directors

We will never:

- Participate in any form of corrupt behaviour
- Use company funds, in the form of payments or gifts and hospitality for any unlawful, unethical or improper purpose
- Authorise, make, tolerate or encourage, or invite or accept, any improper payments to obtain, retain or improve business
- Permit anyone to offer or pay bribes or make facilitation payments on our behalf, or do anything else we would not be permitted to do ourselves
- Offer or give anything of value to a public official (or their representative) to induce or reward them for acting improperly in the course of their public responsibilities
- Offer or accept gifts or hospitality, if we think this might impair objective judgement, improperly influence a decision or create a sense of obligation, or if there's a risk it could be misconstrued or misinterpreted by others.

Understanding specific areas of risk

While high profile cases of bribery, involving large sums of cash and senior executives, are most likely to hit the headlines, bribery can be a risk in many areas of our industry.

- Facilitation payments
- Kickbacks and reciprocal agreements
- False claims
- Corrupt third parties (including agents, representatives or distributors)
- Excessive gifts and hospitality
- Inadequate financial controls or record keeping

Facilitation payments are usually small payments (or gifts) made to public officials in order to speed up or 'facilitate' actions the officials are already duty-bound to perform. We make no distinction between facilitation payments and bribes, regardless of their size or the local culture.

Kickbacks and reciprocal agreements or any other form of 'quid pro quo' are never acceptable. We will never accept improper payments to obtain new business, retain existing business, or secure any improper advantage.

Corrupt third parties can include a range of people acting on our behalf such as agents, representatives, distributors, consultants, contractors or sub-contractors. We will only work with those who are committed to our standards and will undertake due diligence to ensure this.

We will ensure all payments made to third parties are properly authorised and recorded.

Excessive gifts and hospitality can be used to exert improper influence on decision makers. We will only accept gifts and hospitality in accordance with our policy. We will ensure any gifts or hospitality we offer are reasonable in terms of value and frequency. We will never offer or accept gifts or hospitality if we feel it could influence a business decision or give the appearance of doing so.

Inadequate financial controls or record keeping can be exploited to hide bribes or corrupt practices. We will ensure we have robust controls in place so that our financial and other records are accurate and complete and never misleading.

How to raise a concern

If you have a concern or know of or suspect a violation of this policy we want you to speak up immediately. Please don't ignore it. Speaking up can be a difficult thing to do, so be reassured that all information received will be treated seriously and investigated appropriately.

If you act in good faith, believing your information is accurate, we will protect you even if you are wrong. Doing the right thing will not disadvantage your career or adversely affect your relationships at work. We will not tolerate any form of discrimination or bullying of someone who has spoken up in good faith.

Speak directly or contact one of the Executive Directors.

Your information will always be treated in the strictest confidence.

Disciplinary action

Bribery is a criminal offence which can lead to criminal penalties. But in addition, you have a duty to Link Microtek and breaches of this policy will result in prompt disciplinary action, up to and including dismissal.

Statement of commitment

We will not tolerate any form of bribery or corruption.

This policy demonstrates the Board of Link Microtek Ltd has a no-tolerance approach to bribery and corruption. See the "Anti-Bribery and Corruption Policy Statement" signed by all the members of Link Microtek's Board of Directors. It will be regularly reviewed and updated if necessary as new threats appear.

Legislation

The Bribery Act 2010 reforms the criminal law to provide a new, modern and comprehensive scheme of bribery offences that will enable courts and prosecutors to respond more effectively to bribery at home or abroad.

Specifically it creates:

- two general offences covering the offering, promising or giving of an advantage,
- and requesting, agreeing to receive or accepting of an advantage
- a discrete offence of bribery of a foreign public official
- a new offence of failure by a commercial organisation to prevent a bribe being paid for or on its behalf (it will be a defence if the organisation has adequate procedures in place to prevent bribery).

You can find out more via <https://www.gov.uk/government/publications/bribery-act-2010-guidance>

We encourage and recommend that you follow this link, but as a minimum read the "Quick Start Guide" to The Bribery Act 2010.



Anti-Bribery and Corruption Policy Statement

The Board of Directors of Link Microtek Ltd is committed to applying the highest standards of ethical conduct and integrity in its business activities. Every employee and individual acting on Link Microtek's behalf is responsible for maintaining our reputation and for conducting business honestly and professionally.

Link Microtek considers that bribery and corruption has a detrimental impact on business by undermining good governance and distorting free markets. Link Microtek benefits from carrying out business in a transparent and ethical way and does not tolerate any form of bribery, whether direct or indirect, by, or of, its employees, officers, agents or consultants or any persons or companies acting for it or on its behalf.

The board and the executive directors are committed to implementing and enforcing effective systems to prevent and eliminate bribery, in accordance with the Bribery Act 2010.

A bribe is a financial advantage or other reward that is offered to, given to, or received by an individual or company (whether directly or indirectly) to induce or influence that individual or company to perform public or corporate functions or duties improperly.

Employees and others acting for or on behalf of Link Microtek are strictly prohibited from making, soliciting or receiving any bribes or unauthorised payments. As part of its anti-bribery measures, Link Microtek accepts transparent, proportionate, reasonable and bona fide hospitality and promotional expenditure, whether given or received.

A breach of this policy by an employee will be treated as grounds for disciplinary action. Employees and other individuals acting for the Link Microtek should note that bribery is a criminal offence that may result in up to 10 years' imprisonment and/or an unlimited fine for the individual and an unlimited fine for the company.

Link Microtek will not conduct business with agents or representatives that do not support appropriate anti-bribery and corruption objectives.

The success of our anti-bribery and corruption measures depends on all employees, and those acting for Link Microtek, playing their part in helping to prevent bribery. Therefore, all employees and others acting for, or on behalf of, Link Microtek are encouraged to report any suspected bribery to the Executive Directors.

Any individuals who make such a report will be treated in strictest confidence and supported by the Board of Directors and can do so without the fear of any recriminations.


William George Cranstone
Chairman


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