

Anti-bribery & corruption policy

Experts in perimeter protection



Introduction

It is the policy of Heras to conduct all its business in an honest and ethical manner. We do not tolerate any bribery or corruption and are committed to acting professionally, honestly and with integrity in all our business dealings and relationships wherever we operate. We are committed to implementing effective systems to prevent bribery and corruption and will comply with all laws relevant to combating bribery and corruption.

Policy

The purpose of this policy is to set out our responsibilities, and the responsibilities of those who work for us, in complying with and upholding our position on bribery and corruption. This policy provides information and guidance on how to recognise and deal with bribery and corruption. It is a criminal offence to offer, promise, give, demand or accept a bribe. Persons found guilty can be punished by up to ten years in prison and/or a fine.

As an employer, if Heras fails to prevent bribery, it may incur an unlimited fine, be excluded from participation in public tenders and suffer reputational damage. For the purposes of this policy, a third party means any person or organisation you deal with in the course of your work for Heras, including customers, suppliers, distributors, business associates, agents, consultants, and government and public bodies, including their advisers, representatives and officials, politicians and political parties.

Who must comply with this policy?

This policy applies to all persons working for Heras or on our behalf in any capacity, including employees at all levels, directors, officers, temporary and contract workers, volunteers, interns, agents, contractors, third party consultants, third party representatives and business partners, sponsors, or any other person associated with us, wherever located.

Who is responsible for the policy?

The Group Management Team has overall responsibility for ensuring that this Policy complies with legal and ethical obligations. The Group Management Team has overall responsibility for ensuring that all persons working for or on behalf of Heras comply with the Policy. The CEO has primary and day-to-day responsibility for the implementation of this policy, by ensuring that all employees receive regular and adequate training on this policy, by monitoring its use and effectiveness, by dealing with queries about the policy and by auditing internal control systems and procedures to ensure that they are effective in countering bribery and corruption. Management at all levels is responsible for ensuring that

those who report to them understand and comply with this policy. Comments on the Policy and suggestions on how it could be improved are welcome. Comments, suggestions and questions should be addressed to the [CEO](#).

What is bribery an corruption?

A bribe is the offer, promise, giving or acceptance of a financial or other advantage to induce the recipient or any other person to act improperly in the performance of their duties, or to reward them for acting improperly, or where the recipient would act improperly by accepting the advantage. A benefit includes money, gifts, loans, fees, hospitality, services, discounts, the award of a contract, or anything else of value.

A person acts improperly when they act unlawfully, unethically or contrary to expectations of good faith or impartiality, or when they abuse a position of trust. The improper acts may relate to business or professional activities, public functions, acts of employment or other activities by or on behalf of an organisation of any kind. Corruption is a form of dishonesty or a criminal offense which is undertaken by a person or an organization which is entrusted with a position of authority, in order to acquire illicit benefits or abuse power for one's personal gain.

What you must not do

It is not acceptable for you (or anyone on your behalf) to

- Give, promise to give or offer any payment, gift or hospitality with the intention of receiving a business advantage or rewarding a business advantage already given;
- Give or accept gifts or hospitality during commercial negotiations or tender procedures if this could be construed as intended or likely to influence the outcome;
- Accept a payment, gift or hospitality from a third party that you know or suspect is being offered in the expectation that we will provide them or someone else with a business advantage in return;
- Threaten or retaliate against any other person who has refused to commit a bribery offence or who has raised issues under this policy; or
- Engage in any other activity that may result in a violation of this policy.

Facilitation payments & bribes

We do not and will not accept facilitation payments or “kickbacks” of any kind. Facilitation payments, also known as “backhanders”, are small, unofficial payments made to secure or expedite a routine or necessary action (e.g. by a government official). Bribes are payments made in exchange for a favour or benefit. You should avoid any activity that might lead to a facilitation payment or check wording as sometimes kickback fee is used as a contractual discount being made or accepted by us or on our behalf, or that might create the impression that such a payment will be made or accepted.

If you are asked to make a payment on our behalf, you should always ask yourself what the payment is for and whether the amount requested is proportionate to the goods or services provided. You should always ask for a receipt showing the reason for the payment. If you have any suspicions, concerns or questions about a payment, you should discuss them with the CEO.

Gifts and hospitality

We must keep financial records and appropriate internal controls to show the business reason for payments to third parties. A written record must be kept of all gifts, donations, sponsorships and hospitality. All expenses must be claimed and justified in accordance with the expenses policy.

All accounts, invoices and other records relating to transactions with third parties, including suppliers and customers, must be prepared with strict accuracy and completeness. Accounts must not be “off the books” in order to facilitate or conceal unauthorised payments.

Employee responsibilities

You must ensure that you read, understand and comply with this policy. Preventing, detecting and reporting bribery and other forms of corruption is the responsibility of everyone working for us or on our behalf. You have an obligation to avoid any activity that might lead to, or suggest, a violation of this policy.

You must inform the CEO as soon as possible if you think or suspect that a breach of this policy has taken place, or may take place in the future. For example, if a customer or potential customer offers you something to gain a business advantage with us, or points out to you that a gift or payment is required to secure their business. Further “red flags”

that may indicate bribery or corruption are set out below.

How can you report an issue?

You are encouraged to raise any issue or suspicion of bribery or corruption as early as possible. If you are offered, or asked to give, a bribe, or if you believe or suspect that bribery, corruption or another violation of this policy has occurred or may occur, you must inform the CEO or report it as soon as possible in accordance with the [Whistleblower Policy](#).

If you are unsure whether a particular act constitutes bribery or corruption, please discuss it with your line manager, a member of the HR department, or the CEO.

Protection

We are committed to encouraging openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be incorrect.

We are determined to ensure that no one suffers adverse treatment for refusing to co-operate with bribery or corruption, or for reporting in good faith a suspicion that an actual or potential bribery or other corruption offence has occurred, or may occur in the future. Adverse treatment includes dismissal, disciplinary action, threats or other adverse treatment in connection with raising a concern. If you believe that you are a victim of such treatment, you should immediately inform the CEO. If the matter is not resolved, and you are an employee, you should raise the matter formally through our [Complaints Procedure](#).

Breaches of this policy

Any employee who violates this policy may face disciplinary action up to and including termination for misconduct or gross negligence. We may terminate our relationship with other individuals and organisations working on our behalf if they breach this policy.

Potential risk scenarios: “Red flags”

The following is a list of potential “red flags” that may occur when you work for Heras and that may raise concerns under various anti-bribery and anti-corruption laws. The list is not intended to be comprehensive and is for illustrative purposes only. If you encounter any of these red flags while working for Heras, you should report it immediately to the CEO or through the procedure outlined in the [Whistleblower Policy](#).

- A counterparty requests payment in cash and/or asks for a payment to be documented in a cover letter or refuses to sign an agreement to document a payment at all, or to provide an invoice or receipt for a payment made;
- A supplier requests payment from a different geographical location than where they do business;
- An agent or other professional adviser offers you an unusually generous gift or lavish hospitality;
- A potential customer demands lavish entertainment or gifts before considering or starting negotiations on potential business;
- A third party asks you to employ a friend or relative or provide some other benefit;
- You receive an invoice from a supplier that does not appear to be standard or customised.

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Contact Person	Country HR Manager
Purpose	Ensure transparent and compliant business conduct
Application / Distributed to	All employees
Classification	Public
Monitoring	Executive committee
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Signed off by / on	Board Heras

