



UK Certification Authority for Reinforcing Steels

Code of Conduct

Our Code of Conduct applies to; all employees of the UK Certification Authority for Reinforcing Steels Ltd and its subsidiaries (CARES), hired contractors or temporary employees acting on behalf of CARES our Board of Directors and its sub-committees (in the following referred to as “You”). Our Board of Directors and its sub-committees have additional and specific Code requirements communicated separately.

We encourage our suppliers and partners to adopt similar Codes of Conduct and practices. If you have any questions about applying this Code of Conduct talk to your line manager or your CARES contact.

Compliance

We ask you to observe the laws of all the countries where we operate, this code of conduct and any other rules, professional standards and requirements CARES defines.

Fair competition

We will comply with all applicable antitrust and competition laws. Commercial policy and pricing will be set independently and will never be agreed upon with competitors or other non-related parties. No competitive information relating to the companies we audit or other business parties will be disclosed. Information and data seen during audit work and other business activities is to be held confidentially. Agreements with competitors, or any other activities which unduly obstruct free and open competition, influence prices, or any form of business allocation are not allowed.

Anti-bribery and corruption

Our reputation for honest business behaviour is perhaps our greatest asset. We recognise that you, our Board members and any agents that we use from time to time must always act with honesty, integrity and transparency, comply with applicable laws and regulations and conduct all our business relationships in an ethical and lawful manner.

Our main business is to audit companies in relation to its certification schemes. This is done worldwide, and our certifications are recognised in many geographical locations around the world, including the UK. We recognise that, throughout these numerous countries, the culture in respect of bribery and corruption varies widely. We intend our Bribery and Corruption policy to be in line with the UK Bribery Act 2010 and the Hong Kong Prevention of Bribery Ordinance, chapter 201. We prohibit the offer, giving or acceptance of bribes, gifts, hospitality or expenses by you or other parties involved, that could influence the outcome of business transactions.

A bribe can take many forms but is essentially the giving or receiving of money, a gift or other advantage as an inducement to do something that is dishonest, illegal or a breach of trust. We will not condone any form of corruption or bribery between you, our suppliers and our customers and will implement practical measures such as an assessment of risk, accurate books and record keeping, and effective monitoring and control to ensure a culture, which acts against bribery and corruption include.

No gifts (other than advertising matter or those of modest value) or favours should be accepted by you or your close family, from people or organisations with whom you have, or

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have had, business dealings on our behalf. If gifts are offered, a record of the offer should be kept. Rigid definitions are not feasible, but we look to you to exercise common-sense and judgement in every case. As a guide, we would suggest that gifts in excess of an estimated value of £100 should be declared. Where any doubts exist, you should seek the advice of the CEO and should such a practice occur, you should declare it in writing to the CEO. This information will be recorded, including for its use in the annual review of this area by the Board. In addition to this, you should not offer gifts (other than advertising matter or of modest value) or favours to any business contacts or their close families.

Principles

We adhere to the following principles, and will:

- Monitor you for compliance with local legislation, procedures and policy for all activities under its effective control
- Expect you to avoid doing business with others who do not accept our values and who may harm the company's reputation;
- Prohibit the payment of donations to political parties or charities to obtain business advantage
- Set out our processes for avoiding direct or indirect bribery, keeping to and supporting the company's values and will require that any donations are publicly disclosed.
- Keep clear and updated records. For example, with regard to gifts and hospitality, you will be required to keep a record of gifts and hospitality given or received;
- Make sure that everyone in our business and our business partners know our behavioural standards;
- Regularly review and update our processes as needed;
- Keep to these principles even when it becomes difficult (e.g. the company will risk losing a contract because of not giving a bribe);
- Encourage anyone who has any concerns that the above principles are not being complied to raise these concerns as a Public Interest Disclosure (Whistle Blowing).

Conflicts of loyalty or conflicts of interest

All those covered by this policy are expected to declare in writing if they find themselves in a situation where their loyalty to the company comes into conflict with other interests that they may have, including those of a personal nature. Such a declaration should be made to the CEO. This information should be recorded for use in an annual review of this area, which will be carried out by the Board.

Employee's financial interests and business activities

You and your immediate family should not be financially involved in any outside business, if such business could materially affect the business of our company. If you wish to engage in any outside business, as a proprietor or director, you must gain written permission from the CEO to do so. You must also obtain such permission before becoming involved with an outside business as an employee, or in some other capacity, if there could be a conflict with the interests of our company.

Donations

We will not make any political contribution or donations in cash or kind. We may, however, make donations to charities. Such donations, of any level, must be given with the knowledge and permission of the CEO. Further information is available from

<http://www.justice.gov.uk/downloads/legislation/bribery-act-2010-quick-start-guide.pdf>



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Public Interest Disclosure (Whistleblowing)

The Public Interest Disclosure Act 1998 provides protection for employees, directors and workers who raise legitimate concerns about specified matters. These are called "qualifying disclosures". A qualifying disclosure is one made in good faith by an individual who has a reasonable belief that one of the following is being, has been, or is likely to be, committed:

- A criminal offence
- A miscarriage of justice
- An act creating risk to health and safety
- An act causing damage to the environment
- A breach of any other legal obligation
- Concealment of any of the above

It is not necessary for you to have proof that such an act is being, has been, or is likely to be, committed; a reasonable belief is sufficient. You have no responsibility for investigating the matter; it is our responsibility to ensure that an investigation takes place. It is very important to us that any fraud, misconduct or wrongdoing by employees, workers or contractors is reported and properly dealt with. We therefore encourage you to raise any concerns that you may have about the conduct of others within our business in the proper manner.

Further information is available from <https://www.gov.uk/whistleblowing/what-is-a-whistleblower>

Personal Conduct

We demand the highest standards of integrity and conduct from you in all matters concerning us and our business. We expect you to treat people in a courteous and respectful manner at all times.

With regard to visits to the premises of any customer or supplier, including those of applicant/approved firms for the purposes of audit, it is your responsibility to familiarise yourself with any instructions made known to you by the company being visited, including those relating to health and safety, and to abide by them.

You must not knowingly put yourself in a position where your responsibilities as an employee of ours might conflict with your private interests or give grounds for concern in this regard. We ask you to exercise care at all times in such matters and note that it is your personal responsibility to apply the principles of this code on every relevant occasion. Failure to do so may result in disciplinary action in accordance with our disciplinary procedure.

Confidentiality

You are expected to use your discretion when discussing matters relating to individuals, customers and us, and to respect the confidentiality clause stated in your contract of employment.

You must not use, divulge or disclose to any person, firm or organisation, (except as required for the proper performance of your duties) any confidential information relating to our business, finances or other business affairs. This includes applications for certification or details relating to audits performed by the company including information and data that is specific to any company being audited.



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This condition continues to apply after the termination of your employment without limit in time, but it does not apply to information that is or comes into the public domain other than through your unauthorised disclosure. This does not prevent you or us from making a “protected disclosure” within the meaning of the Public Interest Disclosure Act 1998.

No interviews should be given to representatives of the Press, Radio or Television on any matter concerning our business affairs without the prior approval of the CEO. No comments should be made on any social networking site, or similar, without the prior consent of the CEO. Disclosure of confidential information without consent may lead to disciplinary action being taken.