

Anti-Bribery, and Corruption Policy

Over the years, the company has implemented a variety of policies and procedures to guide employees and Board members within and outside the organisation for efficient functioning in a transparent, ethical and sustainable manner. These systems have been designed to ensure officers of the company plan and deal with transactions for customers and potential customers in a transparent and consistent manner.

Anti-bribery, fraud, and corruption form an integral control mechanism which is enshrined within the Group's operating plan and ethical business operating policy. This is upheld by our disciplinary procedure.

Any member of staff who experiences directly or indirectly assumed bribery, fraud, tax evasion or corruption or has legitimate business concerns, is encouraged to report knowledge to a manager without delay. Such reports are treated confidentially and robustly investigated by an independent party.

Understanding

Any member of staff found to solicit, extract, coerce or gain benefit from bribery, fraud, tax evasion or corruption will be subject to disciplinary actions which could result in dismissal. The policy is applied to Board and senior management and filters down to all employees, whether permanent, fixed-term or temporary, and wherever located, including consultants, contractors, seconded staff, casual staff, agency staff, volunteers, agents, sponsors and any other person who performs services for or on behalf of the Group without favour. It applies equally to customers and potential customers, suppliers and potential suppliers and partners and the Group reserve the right to terminate our contractual relationship with non-employee workers if they breach this policy.

Responsibility

The CEO is responsible for overseeing the implementation of this policy. Managers are responsible for implementation across service lines and procurement of goods and services. Employees are responsible for following the letter and spirit of the policy. The CEO is answerable to shareholders in respect of the policy.

Key elements

- WCS employees, sub-contractors and partners are expected to act with absolute honesty, integrity, fairness and transparency at all times;
- The company adheres to The Bribery Act 2010 (UK), Fraud Act 2006, Criminal Finances Act 2017 and also to the Criminal Justice (Corruption Offences) Act 2018 (Ireland) and Criminal Justice (Theft & Fraud Offences) Act 2001 (Ireland) which states that companies can be prosecuted for both active bribery (giving or offering a bribe), passive bribery (requesting or accepting a bribe) and bribing a foreign public official, with sentences of unlimited fines and potential imprisonment.
- Bribery is defined as offering, promising or giving a financial or other inducement / reward to a person / company which may be improper, an abuse of power or corporate funds and may include but is not limited to bribery;
- Bribery extends beyond handling and management of cash – it includes gifts, hospitality and entertainment which are non-educational, go beyond relationship building and could be construed as intended to influence a decision or business transaction;
- Instituting and maintaining cost effective measures and procedures to deter bribery, fraud and corruption.
- Fraud is defined as wrongful or criminal deception intended to result in financial or personal gain.
- Corruption is defined as any form of abuse of entrusted power for private gain;
- Bribery, fraud, tax evasion and corruption as defined is not how the Group wishes to conduct or transact business or build relationships with customers, potential customers, suppliers, employees, sub-contractors or partners;
- Not only is bribery, fraud, tax evasion and corruption illegal and immoral, it is seen to be damaging to company reputation, against the stated Vision, Mission and Values of the Group (see Ethical Policy 200/08) and will not be tolerated in any form;

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- Normal hospitality and relationship building with customers, potential customers, suppliers and partners is not considered unsafe. Nor is fast-tracking a proposal, fast payment of a fee, or providing additional resources to meet a business objective provided it is for that purpose;
- The company and all members of the senior leadership team must commit to preventing any criminally facilitating tax evasion.
- This policy must be well communicated, understood and implemented throughout the workforce.
- The company will always be available to advise an employee about a concern related to full compliance with The Bribery Act 2010, Fraud Act 2006, Criminal Finances Act 2017 and also to the Criminal Justice (Corruption Offences) Act 2018 (Ireland) and Criminal Justice (Theft & Fraud Offences) Act 2001 (Ireland).
- The company also abides by the United Kingdom Competition Act 1998 and The Enterprise Act 2002 (EA02)

Risk assessment

WCS Group does not believe that its business activities possess a high risk of corruption, fraud or acts of bribery or anti-competitive practices:

- Large contracts and business transactions are generally governed by a tender process and subject to rigorous anti-corruption procedures;
- Very large tenders are not usually bid through tenders and tend to involve multiple members of the senior management team;
- Our core business is to provide services and products related to Water Treatment, Water Hygiene, Air Hygiene, related Engineering and training – with a view to reducing corrosion, scale and bacteria, protecting plant and equipment and preserving its life, safety and operating efficiency. Compliance with Health and Safety legislation is a priority. WCS does not operate in a high-risk industry;
- Where possible, we try to standardise pricing and this assists us in identifying unorthodox or unusual sales activity;
- Sales activity is monitored by internal regional accountants and the senior management team on a rolling basis. Independent external auditors annually review corporate accounts;
- Presently, WCS Group operates in the UK and the Republic of Ireland and is therefore governed by both UK and Irish legislation;
- The WCS Group workforce is subjected to conduct and background checks for new staff members; regular due diligence, training and behaviour instruction including awareness and detection of situations which may constitute or be wrongly perceived as potential bribery, fraud, corruption or anti-competitive practices.
- Where the Company's prospects of growing, improving profitability or achieving its business objectives may be enhanced by joining with another business party who has complementary skills, assets, route to market and/or distribution channel, any such arrangement entered will be on normal commercial terms and does not constitute non-competitive practices provided that:
 - Co-operation is limited to that which is necessary for the defined purposes of the venture;
 - Both parties being satisfied that they have complied with and will continue to comply with competition laws and regulations for the duration of the commercial venture.
- In relation to its own businesses, the Company will act wholly independently and will not engage in agreements regarding pricing or pricing strategies. Unless information is publicly available or legitimately derived, the Company will not consider or engage in:
 - Any element of pricing with a third party, nor engage in any price fixing with competitors or conduct which could be regarded as having the intention to fix prices.
 - Placing any restrictions upon geographic or any other sales markets or in terms of dealing with customers or terms and conditions which may apply to them.
 - Any conduct which is intended to, or could have the effect of, restricting or preventing competition,
 - Discussions or arrangements relating to suppliers with any competing business or business operating within those labour and supply chain markets.

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Perceived risk areas

The following represent potential risk areas we are aware of and focus on with our employees: -

- Excessive gifts, entertainment and hospitality (all need to fall within the Group's approved Corporate Policy);
- Facilitation payments (fast track payments are only necessary sometimes to expedite a service or supply or because credit terms may demand pre-payment);
- Reciprocal agreements (a 'quid pro quo' is not acceptable unless it represents a legitimate, open business arrangement which is properly documented and approved by senior management. Improper payments to obtain new business, or discounts to secure business or a competitive advantage should not be accepted or made;
- Expenses – The Bribery Act permits genuine acts of hospitality and related expenses. However, employees are not permitted cash in advance and need to advance reasons for claimed expenses, justify decision-making, prove expenses and reclaim expenses within the Group's Corporate Policy;
- Charitable donations are permitted (but only for businesses and individuals not linked to employees, the day to day business of the Group or made in order to gain a commercial advantage);
- Third parties / agents / suppliers acting for the Group represent a potential financial, operating and reputational risk. This is mitigated through thorough due diligence, detailed documentation and auditing;
- Record keeping can be exploited (to conceal bribes or corruption or mislead and require robust controls to ensure records are accurate and up to date. If there was cause for concern regarding an individual's behaviour an investigation would be carried out in line with the Groups GDPR policy

Reporting

The prevention, detection and reporting of bribery, fraud or corruption is the responsibility of all employees throughout the Group. If an employee becomes aware or suspicious of an action or proposal, they have a duty to report it openly, directly and without delay. Any issues will be recorded by HR and senior management as appropriate.



Phil Greenwood
Chief Executive Officer