

# BUSINESS ETHICS POLICY

Business integrity is a consistency of form in conduct and behaviour that, for any firm that seeks to achieve it, earns the respect of its peers and the trust of its clients. Reinforced by a robust code of ethics, business integrity can be achieved in the application and enforcement of a set of guiding principles governing the actions of the firm, its staff and business partners.

IMC Worldwide Ltd has a policy that outlines its approach to business integrity in two parts: a **Code of Ethics** and a **Code of Conduct**.

Our **Code of Ethics** outlines the ethical principles of IMC and its staff, representing the aspirations of the firm at the business level. Our **Code of Conduct** translates these principles into practical guidance that empowers IMC, its staff, its business partners and their employees to realise these aspirations.

Our **Business Ethics Policy** – the combination of these codes – has been developed and enforced for the practical purpose of protecting IMC, its staff and business partners from **acts of corruption** and the potential criminal liabilities incumbent upon us should we find ourselves party to such acts. Specifically, it recognises the responsibilities of IMC as a UK-registered firm under the UK Bribery Act 2010, and its responsibilities in accordance with the relevant laws, statutes and codes applicable in the countries in which we operate. IMC will amend this code as and when necessary to reflect changes in national legislation, international agreements etc.

As part of our commitment to achieving the principles laid down in our Code of Ethics, IMC has assigned a board-director responsible for monitoring the application of our Code of Conduct on all projects undertaken by the firm. As Managing Director and Board Director responsible for Business Compliance and Ethics, Mr Gavin English is charged specifically with ensuring the firm maintains its commitment to combat corruption, and continues to promote a zero-tolerance approach on the issue to our clients and business partners.

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## CODE OF ETHICS

*In all our endeavours, IMC Worldwide Ltd and its staff pledge that we will:-*

### ***Accept the responsibilities of our Profession...***

- At all times uphold the dignity, standing and reputation of our Profession, 'leading by example' as advocates of good governance and strong moral/ethical codes of practice;
- Act with impartiality, and in the legitimate interests of our client(s) at all times when providing professional advice, judgement or decision;
- Apply due skill, care and technical diligence in services rendered to our client(s), imparting knowledge at levels consistent with technological progress, changes to legislation, multilateral agreements on aid and sustainable development etc.;
- Recognise that many of the countries and communities we work-in are in need of our help, seeking solutions that are compatible with the Millennium Development Goals (MDGs) and the principles of economic, social and environmental sustainability;
- Advocate and adhere to core labour standards as outlined in the International Labour Organisation (ILO) Declaration on Fundamental Principles and Rights at Work (1998), seeking to eliminate forced, compulsory and child labour, and protect the rights of the individual; and

- Perform all services with integrity, and conduct ourselves with the professionalism expected of a firm with our international standing, reputation and experience.

***Promote transparency and fairness in Procurement...***

- Advocate the concept of "selection by ability" for individuals, seeking to eliminate discrimination based on gender, age, race, political, social or cultural backgrounds;
- Advocate the concept of "selection by ability" for firms and organisations, adhering to the principles of fair and transparent procurement throughout the tendering process;
- Refrain from bidding for and/or performing any service unless judged competent to do so;
- Neither wilfully attempt, or otherwise sanction attempts to influence the decision of any tendering body through deliberate misrepresentation of ability, or other acts of corruption including bribery and extortion;
- Neither carelessly or intentionally do anything to injure the reputation of a third-party, nor attempt to prejudice the appointment of rival individual/firm through negative campaigning; and
- Engender a sense of trust and respect with all consultants and firms associated with IMC in mutual appreciation of our professionalism, and of our duty to the client.

***Adopt a rigorous stance on corruption...***

- Promote a 'zero tolerance' approach to all forms of corruption;
- Ensure continuing compliance with the UK Anti-Bribery Act (2010) and any relevant national legislation governing the operations and actions of firms/individuals in the countries where we work;
- Perform appropriate due diligence on all potential partners, and refuse to associate with any firm, or employ any individual suspected of corrupt behaviour/practice;
- Ensure all staff, contractors and business partners are (i) regularly reminded of our strict policy on corruption, and (ii) agree, by contract, to adhere to our 'Code of Conduct' when working on opportunities and projects with IMC;
- Provide context-appropriate Anti-Corruption training to all staff (including IMC staff, independent consultants, and consultants and contractors staff where appropriate) to reinforce the responsibilities incumbent upon them as representatives of IMC;
- Maintain and review 'whistle-blowing' procedures for the reporting of observed acts of corruption/bribery/fraud/extortion, and communicate these procedures to all IMC staff, independent consultants, and consultants and contractors staff;
- Immediately report to the relevant authority any known act of corruption, fraud or bribery committed by its staff, contractors, partnering firms or any third-party agent in the course of their commission on any lead, bid or project;
- Suspend any employee suspected of committing a corrupt offence, subsequently terminating their contract should any later investigation find they have acted in direct contravention of our 'Code of Conduct'; and
- Cooperate fully with any legitimately constituted investigative body which make inquiry into the administration of our business.

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**Gavin English**  
**Managing Director**  
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## CODE OF CONDUCT

*In our conduct on the ..., IMC Worldwide Ltd, its staff, its business partners and all independent consultants pledge that:-*

### **WE WILL:**

- ...adopt a 'zero tolerance' approach to all forms of corruption;
- ...ensure compliance with all UK, international and national anti-bribery legislation governing the operations and actions of firms/individuals;
- ...engender a sense of trust and respect with all partner firms;
- ...perform all services with integrity and adhere to the principles of fair and transparent procurement;
- ...apply due skill, care and technical diligence in services rendered to our client(s);
- ...undertake appropriate due diligence on suppliers;
- ...ensure all staff and suppliers are (i) regularly reminded of our strict policy on corruption, and (ii) agree, to adhere to the principles laid down in IMC's 'Business Ethics Policy';
- ...ensure all staff and suppliers involved in project delivery complete the IMC Anti-Corruption training course;
- ...ensure staff and suppliers are aware of and understand the 'whistle-blowing' procedures for the reporting of observed acts of corruption/bribery/fraud/extortion;
- ...ensure staff and suppliers are aware of and understand the procedures for reporting any known act of corruption, fraud or bribery;
- ...immediately suspend any employee suspected of committing a corrupt offence pending further investigation; and
- ...cooperate fully with any legitimately constituted investigative body which make inquiry into the administration and management of the bid or project.

### **AND WE WILL NOT:**

- ...wilfully attempt, or otherwise sanction attempts, to influence the decision of any tendering body through deliberate misrepresentation of ability, or other acts of corruption including bribery and extortion;
- ...carelessly or intentionally do anything to injure the reputation of a third-party, nor attempt to prejudice the appointment of rival individual/firm through negative campaigning;
- ...become involved in any activity which will, or might, involve dishonesty;
- ...comply with any direct instruction to act dishonestly;
- ...instruct any other person to act dishonestly or to knowingly commit any act of Corruption, Bribery, Extortion or Fraud;
- ...give or accept gifts, payments or other benefits – including exchange of favours – if the intention is to improperly influence actions or decisions;
- ...attempt to have claims/payments approved in any way other than the legitimate and officially recorded means; or
- ...dishonestly provide, conceal, or approve work, materials, equipment or services which are not of the quality and quantity required under contract.

In signing below, **IMC Worldwide Ltd** and ... agree to conform to the principles outlined above in all matters relating to the procurement process for the ... and, if successful, the performance of related services.

Further, ... agree(s) to conduct all duties related to the above in a manner that does not undermine IMC's ability to adhere to its Business Code of Ethics, as attached.

**Lead Consultant**

**Partner**

Name of Firm:

Name of Firm:

IMC Worldwide LTD

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Signature:

Signature:

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Full Name:

Full Name:

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Director

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Director

Date:

Date: