



Anti-Corruption Policy

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Table of Contents

Anti-Corruption Policy	1
1 Introduction	2
2 Legal Obligation	2
3 Scope	2
4 Criminal Offences.....	2
5 Vigilance.....	3
6 Policy	3
7 Expectations of allpay and Staff	4
8 Entertainment Hospitality Expenses.....	4
9 Training and communications	4
10 Monitoring and review	4
11 Internal controls and audit.....	4
12 Further Guidance	4



1 Introduction

allpay has a number of fundamental principles and values which it believes are the foundation of sound and fair business practise and as such are important to uphold. One such principle is a zero tolerance position in relation to corruption, wherever and in whatever form that may be encountered.

The Bribery Act 2010 was passed in April 2010 and is in force from 1 July 2011.

2 Legal Obligation

It is allpay's policy to comply with all laws, rules and regulations governing anti bribery and corruption law.

Under UK law, bribery and corruption is punishable for individuals by up to 10 years imprisonment, and if the company is found to have taken part in corruption it could face an unlimited fine, be excluded from tendering for Government contracts and face untold damage to its reputation. It can easily be seen why allpay takes its legal obligations in this area very seriously.

Under UK law the payment, or offer to pay bribes, or provision of or offer to provide gifts or anything of value for improper purposes to obtain or retain business or any other benefit, (whether for allpay or any other party) is prohibited. Such payments or gifts are also forbidden under the terms of this policy and may result in immediate dismissal for those involved in their payment or receipt.

Allpay is required to keep financial records and to have appropriate internal controls in place which will evidence the business reason for making payments to third parties.

3 Scope

It extends the crime of bribery to cover all private sector transactions (previously bribery offences were confined to transactions involving public officials and agents).

4 Criminal Offences

The offences contained in the Bribery Act carry criminal penalties for individuals and organisations. For individuals, a maximum prison sentence of ten years and/or an unlimited fine can be imposed; for companies, an unlimited fine can be imposed. The Act will be enforced by the Serious Fraud Office.

The Act creates four offences:

- A general offence covering offering, promising or giving a bribe.
- A general offence covering requesting, agreeing to receive or accepting a bribe.
- A distinct offence of bribing a foreign public official to obtain or retain business.
- A new strict liability offence for commercial organisations where they fail to prevent bribery by those acting on their behalf.



5 Vigilance

The following is a list of bribery and corruption indicators suggested by the Serious Fraud Office which all staff should be aware of and should report any suspicious activity. This list is not an exhaustive list:

- Abnormal cash payments
- Pressure exerted for payments to be made urgently or ahead of schedule
- Payments being made through 3rd party country, eg. goods or services supplied to country 'A' but payment is being made, usually to shell company in country 'B'
- Abnormally high commission percentage being paid to a particular agency. This may be split into 2 accounts for the same agent, often in different jurisdictions
- Private meetings with public contractors or companies hoping to tender for contracts
- Lavish gifts being received
- Individual never takes time off even if ill, or holidays, or insists on dealing with specific contractors him/herself
- Making unexpected or illogical decisions accepting projects or contracts
- Unusually smooth process of cases where individual does not have the expected level of knowledge or expertise
- Abusing decision process or delegated powers in specific cases
- Agreeing contracts not favourable to the organisation either with terms or time period
- Unexplained preference for certain contractors during tendering period
- Avoidance of independent checks on tendering or contracting processes
- Raising barriers around specific roles or departments which are key in the tendering/contracting process
- Bypassing normal tendering/contractors procedure
- Invoices being agreed in excess of contract without reasonable cause
- Missing documents or records regarding meetings or decisions
- Company procedures or guidelines not being followed
- The payment of, or making funds available for high value expenses on behalf of others.

6 Policy

This policy applies to individual employees, agents, sponsors, intermediaries, consultants or any other people or bodies associated with allpay. Bribery is committed when an inducement or reward is provided in order to gain any commercial, contractual, regulatory or personal advantage for allpay.

No bribes of any sort may be paid to or accepted from customers, suppliers, politicians, government advisors or representatives, private person or company. It is not permitted to establish accounts or internal budgets for the purpose of facilitating bribes or influencing transactions (slush funds).

This policy does not prohibit the following practices providing they are customary in a particular market, or are proportionate and are properly recorded:

- Normal and appropriate hospitality (given or received)
- The giving of a ceremonial gift on a festival or at another special time



Allpay also appreciates that to refuse a gift in certain circumstances and/or countries would cause offence to our trading partners. The test to be applied in all circumstances is whether the gift or entertainment is reasonable and justifiable. What is the intention of the gift? Special care must be taken in accepting or giving gifts/entertainment and these are not permitted if it would create a real or perceived conflict of interest.

7 Expectations of allpay and Staff

The prevention, detection and reporting of bribery and corruption is the responsibility of all employees throughout allpay. Suitable channels of communication by which employees or others can report confidentially any suspicion of bribery will be maintained and shall operate in conjunction with the Whistleblowing Policy.

8 Entertainment Hospitality Expenses

It is an offence under the Bribery Act to use corporate hospitality to influence the decisions of customers to purchase goods and services from us.

Corporate hospitality must be reasonable and proportionate and have regard to the Company's expenses policy.

All corporate hospitality must be with the knowledge and permission of a Board Director.

9 Training and communications

This policy and relevant guidance will be communicated to employees across the Company through our established internal communication channels. We will also communicate this policy through our corporate website www.allpay.net.

All employees will receive appropriate training on how to implement this policy in the scope of their employment with allpay.

10 Monitoring and review

The appointed Compliance Officer in association with the Board of Directors will monitor and review the implementation of this policy in respect of its suitability, adequacy and effectiveness and make improvements as appropriate.

11 Internal controls and audit

allpay has established mechanisms to maintain accurate records which properly and fairly document all financial transactions. Internal control systems will be subject to regular audits to provide assurance that they are effective in countering bribery and corruption.

12 Further Guidance



Inevitably, decisions as to what is acceptable may not always be easy, particularly in the absence of minimum legal standards or where they are poorly enforced. If anyone is in doubt as to whether a potential act constitutes bribery/corruption, the matter should be referred to their immediate manager, or Director.

This policy is endorsed by the Managing Director to demonstrate the Board's commitment.

A handwritten signature in black ink that reads "Anthony Martin Killeen". The signature is written in a cursive style and is underlined with a single horizontal line.

Tony Killeen
Managing Director