

## Bribery and Corruption Policy Statement

Geoquip Marine's management has decided to comply with the UK Bribery Act, next to existing Swiss law and statutory provisions, for its Bribery and Corruption Policy Statement. The Bribery Act in the UK replaces the common law offences of bribery and related statutory provisions with four new offences – namely, bribing another person, receiving a bribe, bribing a foreign public official and the corporate offence of failing to prevent bribery.

It is an offence to offer, promise or give a financial or other advantage to another with the intention of inducing or rewarding improper performance of a function or activity, which may be a breach of a duty of trust or good faith or a failure to act impartially when required to do so.

- **BEING BRIBED**

Conversely, it is an offence to request, agree to receive or accept a financial or other advantage with the intention that a function or activity will be performed improperly. Again, this may be a breach of a trust, good faith or impartiality.

- **BRIBING A FOREIGN PUBLIC OFFICIAL**

It is an offence for someone to bribe anyone holding a legislative or judicial post in a foreign country, or anyone carrying out a public function for a foreign country or a country's public agencies.

The offence will be committed if a person promises or gives any financial or other advantage to a foreign official, which is "not legitimately due", with the intention of influencing the foreign public official in connection with obtaining or retaining businesses or an advantage in the conduct of business.

However, it will not amount to an offence if the written law applied to the foreign public official permits or requires them to accept the advantage.

In a similar vein, facilitation payments – payments to foreign public officials for them to do something they are already required to do – are also forbidden under the Act.

- **THE 'CORPORATE OFFENCE' OF FAILING TO PREVENT BRIBERY**

The UK Act introduces an offence for companies and partnerships that fail to prevent bribery by persons associated with them, where the bribe is made to obtain or retain business advantage for the organisation.

"Associated persons" may include employees, agents or subsidiaries. These associated persons can be anywhere in the world and be in any sort of association with the organisation.

An organisation will have a defence if it can prove on the balance of probabilities that it has had "adequate procedures" in place to prevent bribery. With the Policy and the adequate training and controls Geoquip Marine aims at being sufficiently prepared to prevent any possibility of bribery.

- **LIABILITY OF SENIOR PERSONNEL**

Senior members of the company of Geoquip Marine may also be personally liable for the offences, if the organisation commits an offence of bribing, receiving a bribe or bribing a foreign public official and the offence was committed with the consent or connivance of the senior officer, i.e. they were aware of the bribery, but turned a blind-eye. The senior officer, which may include a director, manager or secretary, together with the organisation can be held liable for the offence.

- **THE PENALTIES**

Any employee found to have accepted, or offer a facilitation payment, bribe, gift or benefit may be liable for disciplinary action up to and including dismissal, under the Company disciplinary procedure. A conviction under the 'corporate offence' carries the prospect of unlimited fines and potential imprisonment. Convicted organisations face a high degree of damaging and unwanted publicity.

- **CORPORATE HOSPITALITY**

Routine corporate hospitality should not be construed as amounting to bribery.

However, if the hospitality is excessive or lavish it could be construed as inducing a person to behave improperly or, in relation to a foreign public official, as an advantage which is not legitimately due.

Geoquip Marine therefore has rules which impose restrictions on the types of hospitality which are acceptable.



Stewart Higginson  
Chief Executive Officer