



# Global Quality

## Anti-Bribery & Corruption Policy

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CONTROL STATUS
Unless over stamped "controlled" in red, this document has been provided for information only and will not be updated.

**AMENDMENTS**

<b>Amendment Description</b>	<b>Rev</b>	<b>Date</b>	<b>Amended By</b>	<b>Approved By</b>	<b>Pages Affected</b>
Previous numbering OEGQ-Global –POL-028 – now renumbered and starting at rev 00	00	04/12/15	N/A	CAR	N/A
Annual Review, change in signature return address	01	08/02/17	SR	CAR	N/A
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Addition of GDPR statement on form	03	01/10/18	LG	CAR	9
Removal of Audit statement Section 5	04	08/03/19	SR	JH	6

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# Anti Bribery & Corruption Policy

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## 1.0 Policy Statement:

It is OEG Offshore Group (OEG) policy to conduct its business in an honest and ethical manner. OEG takes a zero-tolerance approach to bribery and corruption and is committed to acting professionally, fairly and with integrity in all of its business dealings and relationships wherever OEG operates.

Bribery and corruption are criminal offences. We do not, and will not, pay bribes or offer improper inducements to anyone for any purpose, nor do we or will we, accept bribes or improper inducements. To use a third party as a conduit to channel bribes to others is a criminal offence. We do not, and will not, engage indirectly in or otherwise encourage bribery.

We are committed to the prevention, deterrence and detection of bribery and corruption. We have zero-tolerance towards bribery. We aim to maintain anti-bribery compliance “business as usual”, rather than as a one-off exercise.

OEG Offshore will uphold all laws relevant to countering bribery and corruption including the **United Kingdom Bribery Act 2010**, and the **US Foreign Corrupt Practices Act 1977** which creates offences and penalties for bribery and corruption. The UK Bribery Act 2010 creates a corporate offence of failure to prevent bribery, and requires OEG to implement ‘adequate procedures’ to prevent bribery.

This policy sets out the responsibilities of OEG personnel and OEG businesses in preventing bribery and corruption and how we will implement ‘adequate procedures’ to do so. In developing this policy reference has been made to Transparency International’s ‘Business Principles for Countering Bribery’ and the Ministry of Justice UK Bribery Act 2010 – Guidance document.

## 2.0 Bribery:

For the purposes of this policy, bribery occurs when one person offers, pays, seeks or accepts a payment, gift, favour; or a financial or other advantage from another to influence a business outcome improperly, or to induce or reward improper conduct. Bribery and corruption – whether involving government officials, or commercial entities, including joint ventures – can be direct or indirect through third parties like agents, brokers and joint venture partners. It includes facilitation payments even though in some countries facilitation payments are legal.

### It is unacceptable to:

- give, promise to give, or offer a payment, gift or hospitality with the expectation or hope that a business advantage will be received, or to reward a business advantage already given;
- give, promise to give, or offer a payment, gift or hospitality to a government official, agent or to "facilitate" or expedite a routine procedure;
- accept payment from a third party that you know or suspect is offered with the expectation that it will obtain a business advantage for them;
- accept a gift or hospitality from a third party if you know or suspect that it is offered or provided with an expectation that a business advantage will be provided by us in return;
- retaliate against or threaten a person who has refused to commit a bribery offence or who has raised concerns under this policy;
- engage in activity in breach of this policy.

## 3.0 Policy Objective:

This policy provides a coherent and consistent framework to OEG employees to understand and implement arrangements enabling compliance. In conjunction with related policies and key documents, it will also enable employees to identify and effectively report a potential breach.

We require that all staff, including those permanently employed, temporary agency staff and contractors:

- act honestly and with integrity at all times and to safeguard the organisation's resources for which they are responsible;
- comply with the spirit, as well as the letter, of the laws and regulations of all jurisdictions in which the Council operates, in respect of the lawful and responsible conduct of activities.

Bribery and corruption are punishable for individuals by up to ten years' imprisonment and if OEG is found to have taken part in corruption it could face an unlimited fine, be excluded from tendering for public contracts and face damage to its reputation. OEG therefore takes its legal responsibilities very seriously.

## 4.0 Scope of the Policy:

This policy applies to all of OEG's activities. In addition for partners, joint ventures and suppliers, we will seek to promote the adoption of policies consistent with the principles set out in this policy. Within the Company, the responsibility to control the risk of bribery occurring resides at all levels of the company. It does not rest solely within assurance functions, but in all business units and corporate functions.

Contractors, consultants or suppliers who are our agents or who are working on our behalf or in our name, through outsourcing of services, processes or any business activity, will be required to act consistently with this policy when acting on our behalf. Independent contractors, consultants or suppliers will be made aware of this policy as it applies to our people in their dealings with them. Our ongoing supplier evaluation and review also continue to highlight the importance of compliance with this policy. Joint venture companies not under OEG control and OEG joint venture partners are also encouraged by OEG to adopt a similar policy, and adequate procedures, to prevent bribery.

## 5.0 OEG's Commitment to Preventing Bribery and Corruption:

Anti-bribery and corruption is an OEG business priority. OEG shall regularly and systematically identify bribery and corruption risks in its business and implement adequate risk-based procedures aimed at preventing bribery and corruption occurring including;

- **Communication** – We will communicate this policy and relevant guidance to employees across the Group, through our established internal communication channels. We will also communicate this policy to our suppliers, contractors and business partners and wider stakeholders.
- **Training** – We will ensure that those within the scope of the policy receive training appropriate to their activities and the associated risks.
- **Books and records** – We will maintain adequate books and records which properly and fairly document all financial transactions. We will maintain written evidence to record compliance with this policy.

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- **Mergers and acquisitions** – Through due diligence we will prevent the acquisition of bribery and corruption related liabilities.
- **Business relationships** – We will ensure that our business partners – including contractors, suppliers, agents, brokers and joint venture partners – are fit to do business with.
- **Supply chain** – We will address bribery and corruption risk in our supply chain including by ensuring that payments made for goods and services are reasonable.
- **Conflicts of interest** – Gifts and hospitality – We will address conflicts of interest and the risks created by gifts and hospitality through the implementation of our internal policies.
- **Government officials** – We will implement procedures applicable to our (or our agents', or those suppliers in our supply chains') dealings with government officials, political parties and related persons or organisations.

## 6.0 Facilitation Payments

Facilitation payments are not tolerated and are illegal. Facilitation payments are unofficial payments made to officials in order to secure or expedite actions. Also called “facilitating”, “speed” or “grease” payments, these are small unofficial payments made to secure or expedite the performance of a routine or necessary action to which the payer of the facilitation payment has legal or other entitlement.

## 7.0 Gifts and Hospitality:

OEG holds the trust and confidence of those with whom it deals, including clients, suppliers and employees as fundamental to its success. Conflicts of interest potentially undermine the relationship of the Company with its partners. In order to help preserve and strengthen these relationships, the Company has developed rules and guidelines concerning the conduct of its officers, directors and employees aimed at minimising the possibility of conflicts of interest.

Employees may not accept corporate hospitality or gifts which could be considered an incentive or enticement, particularly if they have the potential to place the recipient under any obligation or if they have the potential to create any type of conflict of interest.

Gifts should not include cash or a cash equivalent. Corporate gifts are aimed at thanking customers or suppliers for their loyalty and custom and not as an incentive or inducement for future favourable treatment or business.

“Gifts and Hospitality” include anything of value, such as discounts, loans, cash, favourable terms on any product or service, prizes, transportation, use of vehicles or vacation facilities, stocks or other securities, participation in stock offerings, home improvements, meals, beverages, tickets and gift certificates. The potential list is endless – these are offered as examples only but not limited. A professional judgement must be applied at all times.

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## 8.0 Staff Responsibilities:

The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for the Company or under its control. All Staff is required to avoid activity that breaches this policy. At all times you must;

- ensure that you read, understand and comply with this policy;
- raise concerns as soon as possible if you believe or suspect that a conflict with this policy has occurred, or may occur in the future.

OEG does not tolerate **any form** of bribery or corruption. You must not offer, pay, make, seek or accept a personal payment, gift or favour in return for favourable treatment or to gain any business advantage. You must follow the specific anti-bribery and corruption laws to which you and OEG are subject, remembering that UK and US anti-bribery and corruption laws apply wherever you are operating around the world.

**You are personally liable to disciplinary action, dismissal, legal proceedings and possibly imprisonment if you are involved in bribery and corruption.**

You must ensure people who work for and with you understand bribery and corruption is unacceptable. You must comply with OEG's policy, procedures and guidelines for the prevention of bribery and corruption.

## 9.0 Raising a Concern:

OEG is committed to ensuring that all of us have a safe, reliable, and confidential way of reporting any suspicious activity. We want each and every member of staff to know how they can raise concerns. We all have a responsibility to help detect, prevent and report instances of bribery. If you have a concern regarding a suspected instance of bribery or corruption, please speak up to your line manager – your information and assistance will help. The sooner you act, the sooner it can be resolved.

Details of other related policies & resources are available on the Staff Intranet and Company website. OEG's whistle blowing Policy details the necessary procedures to be taken in reporting any concerns. We aim to encourage openness and will support anyone who raises a genuine concern in good faith under this policy, even if they turn out to be mistaken.

## 10.0 Record Keeping:

OEG keep up to date financial records and have appropriate internal controls and measures in place which will evidence the business reason for making payments to third parties.

You must declare and keep a written record of all hospitality or gifts accepted or offered, which will be subject to managerial review. You must ensure that all expenses claims relating to hospitality, gifts or expenses incurred to third parties are submitted in accordance with OEG expenses process and specifically record the reason for the expenditure.

All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness. No accounts must be kept "off-book" to facilitate or conceal improper payments.

## 11.0 Protection:

Workers who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. OEG is committed to ensuring no one suffers any **detrimental treatment** as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or other corruption offence has taken place, or may take place in the future. **Detrimental treatment** includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform your line manager immediately.

## 12.0 Awareness Training and Communication:

Training on this policy will form part of the induction process for all new workers. All existing workers will be required to read and understand the policy, after which the attached declaration record of this will be completed and maintained on file. Our zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors and business partners at the outset of our business relationship with them and as appropriate thereafter.

## 13.0 Who is Responsible for the Policy?

OEG's CEO has overall responsibility for ensuring that this policy complies with our legal and ethical obligations, and that all those under OEG's control comply with it. The OEG management team has primary and day-to-day responsibility for implementing this policy, for monitoring its use and effectiveness and dealing with any queries on its interpretation.

## 14.0 Monitoring and Review:

The management team will monitor the effectiveness and review the implementation of this policy, regularly considering its suitability, adequacy and effectiveness. Any improvements identified will be made as soon as possible. All workers are responsible for the success of this policy and should ensure they use it to disclose any suspected danger or wrongdoing.

Employees are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the OEG management team.

This policy does not form part of any employee's contract of employment and it may be amended at any time. You will be notified of any changes to this policy by the placing of updated versions of it on OEG's Staff intranet and/or Company website.



## 15.0 Appendix A – Acknowledgement & Declaration Form

### Acknowledgement & Declaration Form:

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I / We hereby acknowledge that I / We have read and understand the content of the OEG Anti-Bribery & Corruption Policy (Document reference – OEG-GLOBAL-POL-001) and declare that I / We fully comply with the requirements of the Policy.

Please read the policy fully, sign the section below and return this page only to :  
[compliance@oegoffshore.com](mailto:compliance@oegoffshore.com)

**Signature :**

**Name in Block Capitals :**

**Company :** (full entity name)

**Country :**

**Date :**

Any questions regarding this policy please discuss with your immediate line manager or email [compliance@oegoffshore.com](mailto:compliance@oegoffshore.com) with full details of your query.

Personal data processed by OEG Offshore as part of a documented policy or procedure is held in compliance with current data protection legislation including the General Data Protection Regulation (GDPR) and any other laws, regulations and provisions relating to Processing applicable in the United Kingdom or any other country.