

Fraud, Anti-Bribery and Corruption Policy

Introduction and Purpose

This policy applies to all individuals working at all levels and grades, including senior managers, officers, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, seconded staff, home-workers, casual workers, agency staff, volunteers, interns, agents, sponsors, or any other person associated with us, or any of our subsidiaries or their employees, wherever located (collectively referred to as "workers" in this policy).

It is the Company's policy to conduct all of our business in an honest and ethical manner. The Company will not tolerate any acts of fraud or bribery and corruption and is committed to acting professionally and ethically in all our business dealings and relationships, wherever we operate, and we are committed to implementing and enforcing effective systems to counter fraud and bribery.

The purpose of this policy is to ensure that you are aware of your duties towards the Company to report and help to prevent any acts of fraud or bribery across the organisation. Interr requires all staff to act honestly and with integrity at all times and to safeguard the company reputation and assets for which they are responsible.

The purpose of this policy is also to set out the Company's responsibilities, and the responsibilities of those working for us, in observing and upholding our position on bribery and corruption; and to provide information and guidance to those working for us on how to recognise and deal with bribery and corruption issues.

In this policy, any references to "third parties", means any individual or organisation you come into contact with during the course of your work for us, and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

Definition

Fraud is usually used to describe depriving someone of something by deceit intended to result in financial or personal gain. The Company's definition of fraud is any intentional act committed to secure an unfair or unlawful gain to either an employee or a 3rd party.

A bribe is an inducement or reward offered, promised or provided in order to gain a commercial, contractual, regulatory, or personal advantage.

The Bribery Act 2010 contains two general offences covering the offering, promising or giving of a bribe ("active" bribery) and the requesting, agreeing to receive or accepting of a bribe ("passive" bribery). The Act also introduces a new form of corporate liability for failing to prevent bribery on behalf of a commercial organisation.

An individual who is found to have committed an offence of bribery can be imprisoned for a term of up to ten years, and the Company could face an unlimited fine for any bribery related offences committed by a person associated with us. The implications for the Company are very serious; for example, we could be excluded from tendering for public contracts and could suffer inevitable damage to our reputation. We therefore take our responsibilities in this regard very seriously.

As a result, you are required to comply with the procedures which the Company has put in place to prevent persons associated with us from committing acts of bribery and corruption.

Gifts, Hospitality, Promotional, and other Business Expenditure

This policy does not prohibit normal and appropriate hospitality (given and received) to or from third parties. Hospitality and promotional, or other business expenditure which seeks to improve the image of the Company, or to establish cordial relations with our clients, suppliers and business partners, is recognised as an accepted and important part of doing business.

Subject to prior authorisation by a Director, the Company may allow reasonable and proportionate hospitality and promotional or other similar business expenditure intended for these purposes. However, offers or receipts of

hospitality and other similar business expenditure can be employed as a form of bribery. It is therefore essential that any such corporate gifts and receipts of this nature are reported and duly authorised.

The giving or receipt of gifts is not prohibited, if the following requirements are met:

- it is not made with the intention of influencing a third party to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favours or benefits;
- it complies with local law;
- it is given in the Company's name, not in your name;
- it does not include cash or a cash equivalent (such as gift certificates or vouchers);
- it is appropriate in the circumstances, for example, it is often customary for small gifts to be given at Christmas time;
- taking into account the reason for the gift, it is of an appropriate type and value and given at an appropriate time;
- it is given openly, not secretly; and
- gifts should not be offered to, or accepted from, government officials or representatives, or politicians or political parties, without the prior approval of a Director.

In all circumstances, the test to be applied is whether, the gift or hospitality is reasonable and justifiable. It is not acceptable for you (or someone on your behalf) 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 representative 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 the Company in return;
- threaten or retaliate against another worker who has refused to commit a bribery offence or who has raised concerns under this policy; or
- engage in any activity that might lead to a breach of this policy.

Gifts of Alcoholic drinks cannot be drunk under any circumstances in the workplace - not during your working time, not at the end of your shift or before work.

Non-alcoholic drinks can only be accepted when offered and given by a site manager - don't ever accept drinks from other staff. If you are offered a drink and you do not know the position of the person, do not accept it. You are not permitted to take any drinks from the site other than tap water, or unless you have been advised by site management that the non-alcoholic drinks that you are able to do so.

If you work on a client's site, any special arrangements with the venue management, i.e. that you are allowed to take a soft drink or a hot drink, must be reported to your Line Manager or Client Director to agree before accepting. If there is an agreement in place and the management changes hands, you are required to inform your Line Manager who will confirm if the agreement still stands.

Any favours offered, i.e. free or discounted drinks and food, items from the site, gifts should not be accepted unless approved directly by your line manager. If a gift is offered to you by our client or their staff the following must be adhered to:

- Leave it with the client until you have informed your line manager and received an approval
- Once the approval has been given, you may take the gift home.

Facilitation payments

We do not make, and will not accept, facilitation payments or "kickbacks" of any kind. Facilitation payments are typically small, unofficial payments made to secure or expedite a routine government action by a government official.

If you are asked to make a payment on the Company's behalf, you should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. You should always ask for a receipt which details the reason for the payment. If you have any suspicions, concerns or queries regarding a payment, you should raise these with a Director.

Kickbacks are typically payments made in return for a business favour or advantage. All workers must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback will be made or accepted by us.

Recording the receipt and giving of gifts

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 all expenses claims relating to hospitality, gifts or expenses incurred to third parties are submitted in accordance with our expenses policy 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. You must ensure that you read, understand and comply with this policy.

The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for us or under our control. All workers are required to avoid any activity that might lead to, or suggest, a breach of this policy.

Example bribery indicators

Below is an example list of bribery indicators. This list is not exhaustive.

- Disregard of Interr policy, procedures or guidelines especially in the area of financial control and procurement (i.e. bypassing expense approvals or normal tendering / contractors' procedures).
- Agreeing contracts not favourable to Interr and or our clients.
- Unexplained preference for use of certain contractors either during a tendering period or on a continued ongoing basis
- Avoidance of independent checks on tendering or sub-contracting processes.
- Invoices being agreed in excess of contract amounts without reasonable cause.
- Private meetings with public contractors or companies hoping to tender for contracts.
- Abnormal requests for cash payments.
- Pressure exerted for payments to be made urgently or ahead of schedule.
- Payments being made through 3rd party, i.e. goods or services supplied to company A but payment is being made to company B.
- Abnormally high commission percentage being paid to a third party and/or such payments to be sent to 2 accounts for the same party (often in different jurisdictions).
- Individual never takes time off even if ill, or holidays, or insists on dealing with specific contractors him / herself.

Detail and Implementation

Directors of Interr are responsible for:

- Implementing an effective control environment to prevent fraud/bribery.
- Reviewing and testing the control systems for which they are responsible regularly.
- Assessing the types of fraud/bribery risk involved in the operations for which they are responsible.
- Ensuring that vigorous and prompt investigations are carried out if fraud/bribery occurs or is suspected.
- Ensuring this policy complies with your legal and ethical obligations and that all those under your control comply with it.

- Ensuring Line Managers are implementing this policy and monitoring its use and effectiveness and dealing with any queries on its interpretation.
- Reporting incidents of fraud/bribery to the Head of HR.
- Implementing new controls to reduce the risk of similar fraud/bribery occurring where frauds/bribery have taken place.

Every employee is responsible for:

- Conducting themselves in accordance with the Employee Handbook and all Company policies..
- Being alert to the possibility that unusual events or transactions could be indicators of fraud/bribery.
- Reporting details immediately through to the HR Manager if they suspect that a fraud/bribery has been committed or see any suspicious acts or events.
- Co-operating fully with internal checks or reviews or fraud/bribery investigations.
- All employees must make declarations in relation to code of ethics (outside interests, anti-bribery, gifts & hospitality, financial crime and convictions), in line with Interr's requirements.
- Employees must ensure that all third parties, including key suppliers, consultants, agents have undergone appropriate due diligence prior to our entering into a relationship with the third party.

Interr's standard terms and conditions for business with third parties (suppliers, agents, sub-contractors, Affiliates) must include appropriate wording in relation to anti-bribery.

Interr employees in high risk/sensitive roles (Finance, HR, IT, Risk, Procurement, Directors, Regulated approved persons) will be subject due diligence checks on joining the company/and also whilst an employee. Such checks may include criminal record and anti-money laundering checks.

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.

The Directors have overall responsibility for ensuring this policy complies with our legal and ethical obligations, and that all those under our control comply with it.

The Directors will have primary and day-to-day responsibility for implementing this policy, and for monitoring its use and effectiveness and dealing with any queries on its interpretation. Management at all levels are responsible for ensuring those reporting to them are made aware of and understand this policy and are given adequate and regular training on it.

Each reported fraud/bribery or suspicion of a fraud/bribery must be escalated and reported to the Director of HR and Compliance immediately. All notifications will be dealt with in the strictest confidence.

Procedure

Reporting a concern

You must notify a Director as soon as possible if you believe or suspect that a conflict with this policy has occurred, or may occur in the future. For example, if a third party, client or potential client offers you something to gain a business advantage with the Company, or indicates to you that a gift or payment is required to secure their business.

Any breach of this policy will normally be a disciplinary offence, which could result in your dismissal for gross misconduct.

You are encouraged to raise concerns about any issue or suspicion at the earliest possible stage. If you are unsure whether a particular act constitutes bribery or corruption, or if you have any other queries, these should be raised with the Director of HR and Compliance immediately. Concerns should be reported by following the procedure set out in the Company's Whistleblowing Policy.

It is important that you notify a Director as soon as possible if you are offered a bribe by a third party, are asked to make one, suspect that this may happen in the future, or believe that you are a victim of another form of unlawful activity. Vigorous and prompt investigations will be carried out into all cases of actual or suspected fraud/bribery discovered or reported. Senior Management may delegate responsibility to line management for undertaking this investigation.

The Director of HR and Compliance also needs to record all incidences of fraud/bribery for the purpose of reporting. Appropriate legal and/or disciplinary action will be taken against the perpetrators of the fraud. Results and learning from investigations of frauds/bribery will be used to improve the control environment and procedures.

Confidential and safe reporting procedures

Those who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. We aim to encourage openness and will support anyone who raises genuine concerns in good faith under this policy.

The Company is committed to ensuring that no one suffers any detrimental treatment as a result of raising any concerns under this policy. If you believe that you have suffered any such treatment, you should inform the Human Resources immediately. If the matter is not remedied, then you should raise it formally using our Grievance Procedure which can be found in the Employee Handbook. Where the Grievance procedure is not applicable you should raise a formal complaint.

Policy Review

This policy was last reviewed and agreed by the board and seeks to be reviewed and updated annually. Any queries arising regarding this policy should be addressed to Mick Tabori.



Mick Tabori - CEO
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