

UK ZONE – ANTI-BRIBERY POLICY STATEMENT

Soletanche Bachy is a global specialist foundation contracting organization conducting activities through local subsidiaries organized into geographical zones. Bachy Soletanche Ltd., McDonnell Piling Ltd, Menard Ltd and Soil Engineering Geoservices Ltd. are subsidiaries operating within the Soletanche Bachy UK Zone (SBUKZ) of specialist geotechnical contractors carrying out ground investigation, foundation, and specialist geotechnical work for the construction industry.

The Anti Bribery Policy (“the policy”) is in respect of the Bribery Act 2010 which came into force with effect from the 1st of July 2011, and all employees and associated persons must be made aware of the act and of its provisions.

The Act establishes four categories of offence:

- **Bribing (or attempting to bribe) another person.**

This is defined as the giving, promising, or offering of a bribe, which can include hospitality or gifts, with intent to induce improper conduct by the recipient of the bribe. **Note** however that there is nothing in the act which prevents the giving of reasonable entertainment and gifts.

- **Being bribed (soliciting or receiving).**

This is defined as the requesting, accepting, or agreeing to receive a payment or other advantage in return for the improper performance of a duty.

- **Bribing a foreign public official.**

Failure of a commercial organisation to prevent Associated Persons (i.e., joint venture partners, subcontractors, suppliers, agents etc.) paying bribes on its behalf.

- **Corporate offence of failing to prevent bribing.**


If a company fails to prevent an “Associated Person” from paying a bribe for its benefit, an offence is committed.

These offences, for the Company, its Subsidiaries, Associated Companies and Employees, apply regardless of where in the world the bribes are offered or received, and whether the bribe is direct or indirect via a subsidiary or a third party.

There is a strict obligation on companies to comply with the Bribery Act and ensure that they have adequate procedures in place to prevent and or discover acts of bribery and corruption. The Bribery Act allows for a defence in circumstances where the company can show it had adequate procedures in place to minimise the risk of bribery.

The Company Directors, Senior Managers, and all Employees of the Company carry a responsibility to ensure adherence to the policy as failures to do so will, apart from potential legal sanctions, seriously threaten the ability of the Company to pre-qualify, tender, and win contracts and consequently jeopardise the continuing success or existence of the Company.

Approved by: **Martin Pedley**



(UK Zone Director)

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Page 1 of 3

*The intranet version is the ‘Controlled’ copy of this document, once printed it becomes ‘Uncontrolled’.
Please check the company intranet site to ensure that the latest version is held.*

Primary defence against bribery: the Vinci Culture

The boards of directors reaffirm their commitment to carry out business fairly, honestly, and openly and confirms its zero-tolerance policy towards bribery.

The culture of the Company is the most important defence against bribery. This culture is enshrined in the “Vinci Code of ethics and conduct” (“the code”) published by our ultimate parent Vinci SA and which is freely available to staff via the Ethics and Vigilance of the Vinci management system or third parties (clients, subcontractors, suppliers, partners etc.) upon request.

The Company expect every one of its employees to undertake their tasks with integrity, fairness, and respect. These values are encompassed in the following rules governing behaviour (many of which specifically drive behaviours in respect of the avoidance and non-tolerance of bribery):

1. Absolute compliance with the applicable laws and regulations in every country in which we operate.
2. All staff must refrain from behaviour that could involve themselves, other employees, or the Company in illegal or unfair practises. No performance objectives can be set if meeting them involves departure from this basic rule.
3. No anti-competitive behaviour will be tolerated.
4. Negotiation and execution of contracts must not involve behaviour or acts that are or could be deemed to be active or passive bribery. No employees (or associated person) may directly or indirectly award undue benefits of any nature, by any means to any third party.
5. The Company will ensure that trading partners do not compromise the group by committing unlawful acts. To this end the Company shall:
 - a. Carefully select partners based on competence and reputation particularly in respect to business ethics.
 - b. Spell out the services expected of partners.
 - c. Verify the scale of services rendered and the consistency of the remuneration with the services provided.
6. Under no circumstances is bribery of any form justified or tolerated by the Company.
7. Failure of an employee to adhere to these rules is a disciplinary matter.

Reporting a Concern

In line with the UK Zone Whistle Blowing Policy all workers are encouraged to raise genuine concerns by making a disclosure:

- Orally to their direct line manager or one of the senior managers.
- In writing to UK Zone Director or via email to ethics@vinci.com or
- Using the vinci dedicated website vinci-integrity.com.



**Scan to
Submit a
Disclosure**

Penalties for failure to comply.

The penalties are severe:

- For the Company; Unlimited fines and potential debarment from bidding for public contracts.
- For individuals; up to 10 years imprisonment, unlimited fines and if applicable, disqualification from acting as a director.

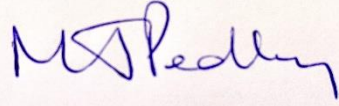
Personal liability of senior officers

A director or senior officer who “consents or connives” with the instigation of an offence by an organisation may be found personally liable for that offence. “Senior officer” is widely drawn to include directors, managers or “other similar officers” of the organisation.

The obligation rests upon the Company to design, implement and review adequate procedures to prevent offences of bribery and to ensure employees are trained in and understand their responsibilities.

Within our company, any employee who is involved with either committing bribery or being bribed will be disciplined, such acts being considered gross misconduct and therefore subject to instant dismissal.

This policy, which is reviewed annually, is communicated to all employees and persons working on our behalf, is displayed at all our offices and sites, and is made publicly available to interested parties via our websites.



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Martin Pedley, Soletanche Bachy UK Zone Director.