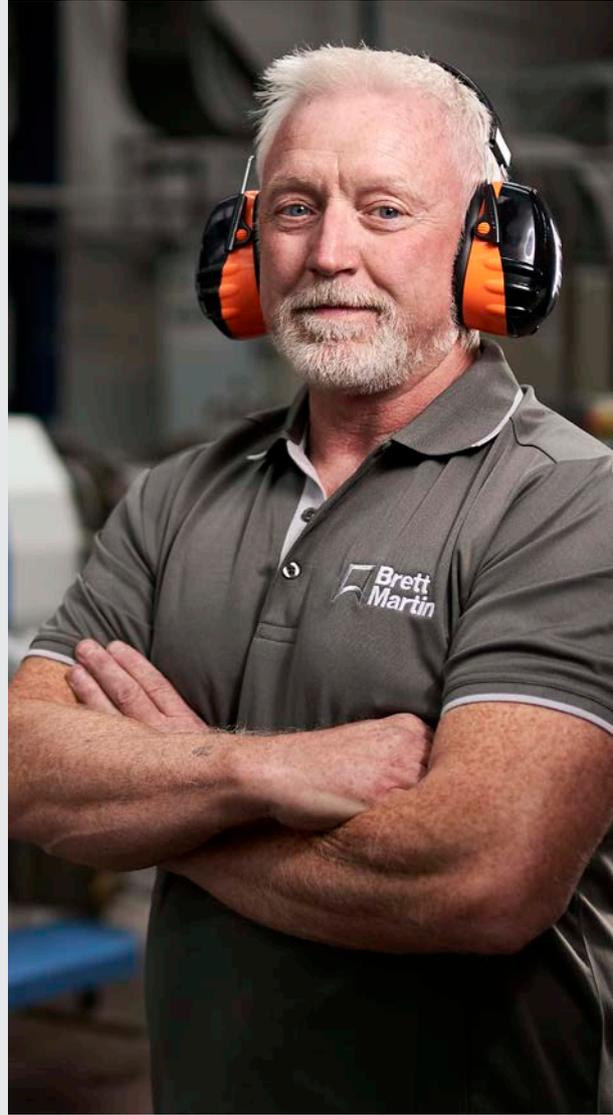




**Brett
Martin**

Social Compliance Policy



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1 SOCIAL COMPLIANCE POLICY

1.1 INTRODUCTION & PURPOSE

At Brett Martin¹, we believe in doing business the right way. This means we do business ethically, honestly and in full compliance with all laws and regulations. We are committed to maintaining the highest standards of ethical compliance in every country in which we do business. The purpose of this Policy is to define Brett Martin's minimum standards, along with the basic principles we expect from our employees, suppliers and contractors.

We are committed to ensuring that the standards outlined in this Policy are effectively implemented and monitored throughout our organisation and global supply chain and we require the support of all employees, suppliers and affiliates to achieve this goal.

1.1.1 Policy Statement

Brett Martin is a forward-looking organisation that constantly seeks to improve its performance and deliver high levels of quality in all areas of activities. We have an ambitious, innovative and technically advanced approach to business activities. We work closely with our customers to design customised solutions to achieve the highest quality and satisfaction.

We are committed towards:

- Delivering the very highest levels of customer service as well as continually improving the solutions that we provide our customers.
- Exceeding customer expectations for quality, safety, sustainability, cost, delivery and value.
- Integrity, honesty and sincerity by following ethical and moral standards.
- Promoting a work culture that provides individual growth, team spirit and creativity to overcome and challenges and attain goals.
- Achieving growth along with our customers, staff and suppliers.

Brett Martin's success is built on a foundation of personal and professional integrity. We understand the challenge of ensuring high social, ethical and environmental standards within our business and throughout our supply chain and are committed to working collaboratively with our suppliers to ensure that these standards are continually improved. In order to achieve this, Brett Martin has developed this Social Compliance document based on the internationally acknowledged ETI base code.

1.2 APPLICATION & SCOPE

Brett Martin's Directorship define this Policy and supporting documentation as relevant to third-party facing employees within the group as well as contractors, sub-contractors and other parties engaged throughout the supply chain.

1.3 ANTI-BRIBERY & CORRUPTION

Brett Martin has a strict Policy on accepting bribes and gifts and we do not tolerate corruption in connection with any of our business dealings.

1.3.1 What is Corruption?

Corruption is dishonest or fraudulent conduct by those in power and typically involves bribery. Corrupt activity can take many forms and is not limited to interaction with government or the authorities. In business this could manifest itself as an unethical gesture or transaction with a client, supplier or contractor in return for money, personal gain or anything of value.

Corruption undermines respect for the rule of law, creates unfair competition, slows economic development, damages innovation, and contributes to governmental and social instability.

1.3.2 Regulatory Compliance

For Brett Martin, involvement in bribery or any form of corrupt activity could result in lasting damage to our brand and reputation and could lead to severe fines and penalties, with the potential of jail time for participants. For these reasons we take a zero tolerance approach on this matter.

This Policy provides guidelines for handling situations involving corruption. Its purpose is to ensure that all Brett Martin employees and independent third parties who work on our behalf in the UK, Europe or beyond – such as independent contractors, suppliers, agents, distributors and others who do business with Brett Martin – understand and comply with the applicable laws and our Policy against corruption.

Compliance with this Policy and UK, EU and international anti-corruption laws is mandatory. Failure to do so may result in disciplinary action and could lead to termination of employment or termination of your business relationship with Brett Martin.

1.3.3 Gifts and Entertainment

Under various anti-corruption laws, it is illegal to provide cash or anything else of value to individuals to obtain or retain business, or to secure any improper advantage. These laws do not prohibit reasonable and customary business gifts, meals and entertainment. However, there are some important rules that must be followed:

- **No cash:** Cash or cash equivalents (such as gift certificates, cheques or gift cards that are greater than nominal value) are never acceptable business gifts.
- **No improper influence or special treatment:** Never give or receive anything of value to influence a decision or obtain special treatment.
- **Infrequent:** Frequent gifts to the same individual, even if inexpensive, are not appropriate.
- **Transparency:** The gift must be given openly, at an appropriate time and circumstance – not secretly or through a third party.
- **Understand local laws:** Examine a country's local laws prior to giving or receiving any gift to ensure compliance.
- **Specials rules for government officials:** If you are an independent third party working on Brett Martin's behalf, prior to giving a gift to a government official, contact your company's Legal or Compliance department to ensure compliance with the law.
- **Maximum Value:** Any gift being given to or received from a third party must not exceed £100 in total value.

1.3.4 Dealing with Third Party Representatives

Brett Martin does business globally with third parties including distributors, suppliers, contractors and agents.

When interacting with third parties, Brett Martin employees are expected to clearly communicate Brett Martin's zero tolerance approach to corruption of any kind. Third parties are expected to understand and comply with this Policy and applicable anti-corruption laws as well. Third parties also have an obligation to ensure that subcontractors understand and comply with this Policy and applicable anti-corruption laws.

To counter unlawful activity lookout for these red flags when dealing with third parties and subcontractors:

- Rumours of, or a reputation for, offering or accepting bribes.
- Minimal detail on invoices or expense claims, or lump sum-request (particularly for people who interact with the government).
- Requests for advanced or unreasonably large commissions or payments, or that payments be made through a third party or another country.
- The third party has a family relationship with a government official or claims a "special relationship" with a particular official or ministry.
- Insistence on using a specific consultant or one who provides little or no obvious added value.

1.3.5 Facilitation Payments

Brett Martin employees, suppliers, partners and third parties are strictly prohibited from offering or taking any form of illegal or improper payment. Expediting and facilitation payments are not permissible under any circumstances.

Facilitation Payments are a certain type of payment to foreign public officials to expedite or secure performance of a routine governmental procedure such as obtaining official documents, processing governmental papers or providing police or utility services.

Some countries do not consider this a form of bribery but Brett Martin considers all forms of facilitation payments in any jurisdiction as dishonest and unlawful and therefore they are strictly prohibited.

1.3.6 Political and Charitable Donations

This Policy also prohibits political contributions in any form as we are committed to operating with absolute political neutrality. Brett Martin will therefore abstain from any direct or indirect participation that would be interpreted as taking a position in favour of or against legitimate political parties. In particular, Brett Martin will not make contributions or donations of any type, whether in cash or in kind, in support of political parties, organisations, factions, movements or public or private entities whose activities are clearly linked with political activity.

It is also important that any contributions or sponsorships are not used as a pretence for bribery. All request for charitable donations on the behalf of Brett Martin must be formally requested and reviewed at a Director level.

1.3.7 Summary

This Policy is designed not merely to provide guidance on complying with the law, but also to help avoid even the appearance of questionable conduct in connection with Brett Martin's operations.

Here are some helpful tips for avoiding violations:

- When you have doubts or concerns, ask questions.
- Don't let questionable behaviour go unchallenged. Take compliance seriously and encourage others to follow suit.
- Monitor third parties closely, especially if they interact with government officials on Brett Martin's behalf or for Brett Martin's benefit.
- If you hear rumours of improper payments or other suspicious activities, never ignore them! Contact HR or inform your manager/supervisor so that they can be immediately investigated.

It is the expectation of all Brett Martin employees, that any potential violations of Brett Martin core values are reported immediately.

1.4 COMPETITION

Brett Martin competes fairly and independently in every market in which it conducts business. Legislation exists in all of our markets to protect competition and there are significant penalties for companies and individuals that break the law.

To preserve our customers trust in our competitive practices we are careful when in contact with competitors and suppliers:

Contact with competitors

- Brett Martin will always act independently and never agree with competitors to reduce competition between the two parties. Brett Martin cannot agree to fix prices or agree where it will or will not operate.
- Brett Martin must not ask for, receive or share confidential, commercially sensitive information with competitors. Brett Martin will only use information in the public domain to help make decisions.

Contact with suppliers

- Brett Martin must not request or receive confidential, commercially sensitive information about a competitor from a supplier.
- Brett Martin will always keep suppliers' confidential information confidential and will not share it with competitors
- Brett Martin can ask suppliers for information in the public domain to help us make decisions.

1.5 MODERN SLAVERY

The Modern Slavery Act came into effect on the 29th October 2015. The law requires manufacturers and retailers doing business in the UK that supply goods or services and have an annual turnover exceeding £36 million to disclose information regarding their policies to eradicate slavery and human trafficking from their supply chain and within their business.

1.5.1 Brett Martin's Supply Chains

Brett Martin is committed to procuring goods and services from suppliers who demonstrate ethical principles in the way they conduct their business and we engage with suppliers on standards of quality, safety, environmental responsibility and human rights.

Brett Martin requires its suppliers to have fair working conditions, these include:

- Forced, bonded or compulsory labour must not be used. Employees should be free to leave employment at any time after reasonable notice. Employees should not be required to lodge identity papers or other valuable items with their employer, or an indefinite basis.

- No person shall be employed who is under the age for completing compulsory education, or under minimum age for employment in the country, whichever is greatest. Young people under the age of 18 shall not be employed in hazardous conditions without appropriate supervision or complete work that could affect their personal development.
- Employees' employment conditions should be clearly communicated to them. Employees should be fairly and reasonably paid in line with applicable wage laws relating to minimum wages, overtime hours and legally mandated benefits.
- There shall be no harsh or inhumane treatment of workers such as verbal or physical abuse.

Brett Martin is committed to upholding human rights and fully support the UN Universal Declaration of Human rights, the International Labour Organization Core Conventions and the UN Guiding Principles on Business and Human Rights.

1.6 IMPLEMENTATION OF THE POLICY

Brett Martin is committed not only to comply with this Policy within its own business, but to working collaboratively with its suppliers and contractors to drive compliance throughout the supply chain. We will support our suppliers and contractors in achieving this objective and will abide by the following principles in order to drive this improvement in ethical performance.

1.6.1 Commitment to Implementation

Brett Martin is committed to:

- Allocate the required resources in order to fully implement the Policy, including an internal system to record and monitor compliance throughout the supply base to this Policy.
- Assign responsibility for the implementation of this Policy to an appropriately trained management representative who will provide the Board, suppliers and other stakeholders compliance updates and implementation performance as required.
- Work collaboratively with our suppliers, supporting them in the improvement of social, ethical and environmental standards where required and appropriate.
- Full compliance with this Policy within our own business and to ensuring that all relevant employees are aware of the Social Compliance Policy.
- Acknowledge specific national, regional and cultural challenges that may affect compliance.
- Recognise suppliers' own standards when they are comparable to our own.
- Communicate this Policy to all suppliers and contractors and seek formal acceptance and commitment to its implementation.
- Report level of compliance to each supplier and request a comprehensive corrective action plan be developed, complete with relevant targets and timescales. Brett Martin will support suppliers through any remediation process and will monitor progress.
- Communicate periodically to Brett Martin employees, management, suppliers the progress towards compliance with this Policy.
- Periodically review this Policy in order to continually improve, taking into consideration changes in legislation, and any other requirements to which Brett Martin subscribes, and in order to ensure the adequacy, suitability and continuing effectiveness of the Policy.
- Cease trading with suppliers demonstrating a persistent disregard for this Policy while giving appropriate consideration to the impact this may have on the supplier and the community in which the operate.

1.6.2 Requirement of Suppliers

Brett Martin requires its suppliers to:

- Comply with this Policy and all applicable laws in the countries in which they operate. Where standards differ, the standard which offers the greater degree of protection to workers shall apply.
- Allocate the relevant resource for full implementation of the Social Compliance Policy.
- Communicate the Policy to all employees, suppliers, sub-contractors, home workers and temporary workers engaged in their supply chain. (Brett Martin will recognise suppliers' own Policy and standards where they are comparable with its own).
- Communicate openly and honestly with Brett Martin and allow access to documentation and sites required to determine performance against this Policy.

1.7 CONTINUOUS IMPROVEMENT

Brett Martin commits to periodically review this Policy in order to continually improve, taking into consideration changes in legislation, and any other requirements to which Brett Martin subscribes, and in order to ensure the adequacy, suitability and continuing effectiveness of the Policy.

1.8 QUERIES ON SOCIAL COMPLIANCE

If you have any questions or would like to discuss our group and supplier social responsibility requirements in more detail, please email mail@brettmartin.com

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