

ANTI BRIBERY and CORRUPTION POLICY

At Key Reservations (Hotels) Ltd, we recognise the responsibility that we share with our suppliers, to utilise hotels, venues and travel suppliers in an ethical manner.

Purpose

The purpose of this policy is to state the company's position on bribery and corruption and to provide information and guidance on recognising and dealing with bribery and corruption.

Scope

This policy covers all employees including those on temporary and fixed term contracts, external resources, agents, distributors, consultants, standards committee members, business partners and any other person or organisation who performs services for or on behalf of the company in any location around the world.

Policy

Key Reservations (Hotels) Ltd has a zero tolerance approach to bribery and corruption and is bound by the laws of the UK, including the Bribery Act 2010 which governs our conduct both in the UK and worldwide. Key Reservations (Hotels) Ltd is also committed to upholding all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate.

Bribery

A bribe is an inducement or reward offered, promised or provided in order to bring about the improper performance by another person of a relevant function or activity.

Examples

Offering a bribe

You offer the representative of a client a weekend away for him and his partner if the client agrees to extend our contract for another three years.

This would be an offence as you are making the offer to influence an improper performance of the client's impartiality towards its suppliers. BSI may also have committed an offence because the offer has been made to obtain business for the group. It may also be an offence for the client representative to accept your offer.

Receiving a bribe

A supplier offers you a ticket to watch your favourite football team and makes it clear that it could be a regular occurrence if we continue to do business with them.

It is an offence for a supplier to make such an offer. It would be an offence for you to accept the offer as it would be seen as influencing an improper performance of your impartiality and good faith towards our suppliers.

Gifts and Hospitality Key Reservations (Hotels) Ltd's Code of Business Ethics states that "Company employees, agents and other representatives are prohibited from giving or receiving money or gifts which could be construed as bribes." This policy does not prohibit normal and appropriate hospitality (given or received) to or from third parties.

From time to time, you may give or receive a gift that is meant to show friendship, appreciation or thanks to or from someone who does business with the Key Reservations (Hotels) Ltd. Generally speaking, giving or accepting gifts of low monetary value such as corporate give-aways, consumables or other items of nominal value is acceptable provided you don't ask for the gift and as long as it does not influence, or have the appearance of influencing, your objectivity or decision-making. As a general rule, if accepting a gift could cause you (or a reasonable person in your position) to feel an obligation, don't accept it.

Larger gifts are more likely to cause a conflict of interest. Accordingly, the advance approval of a director, is required in order to give or accept more than £100 worth of gifts to or from a single source in any twelvemonth period. Among the factors to be considered in determining the appropriateness of a gift over this amount will be whether the gift is customary in the particular geography or industry concerned and openly given without any expectation or realisation of special advantage.

Corporate hospitality, such as business lunches, dinners, drinks, hospitality at a sports or social event or other meetings in a social context are not considered to be gifts if a significant purpose of the meeting is business-related and your participation is in the ordinary course of business and is usual and customary. This can be a tricky area. If you are given tickets to a sporting event for your personal use, this would be considered a gift. If you attend an event with customers, business partners or suppliers, it would ordinarily not be considered a gift unless this occurs with a frequency that suggests a business purpose is not valid. If you have any doubts about your participation in such events, they should be discussed with a director.

What is not acceptable?

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 us in return;
- threaten or retaliate against another employee or person working on behalf of or representing Key Reservations (Hotels) Ltd 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.

Facilitation payments and kickbacks

Key Reservations (Hotels) Ltd will not make 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. They are not commonly paid in the UK, but may be common in some other jurisdictions. Kickbacks are typically payments made in return for a business favour or advantage. You must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback will be made or accepted by Key Reservations (Hotels) Ltd.

If you are asked to make any payment on behalf of Key Reservations (Hotels) Ltd, 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 an invoice or 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 the Managing Director.

Reporting

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

You must notify your line manager or 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 client or potential client offers you something to gain a business advantage with us, or indicates to you that a gift or payment is required to secure their business, you should report this immediately. Any employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct.

Record Keeping

Key Reservations (Hotels) Ltd keeps financial records and has appropriate internal controls in place to evidence the business reason for making payments to third parties. Accordingly you must ensure that all expenses claims relating to hospitality or gifts incurred by you on behalf of Key Reservations (Hotels) Ltd for the benefit of a third party are submitted in accordance with our expenses policy and specifically record the reason for the expenditure. These expenses should be recorded as Promotional Gifts or Hospitality, as appropriate.

In addition, you must declare and keep a written record of all gifts accepted above £100 or equivalent, which will be subject to managerial review.

This does not apply to corporate hospitality unless your manager decides that a particular invitation should be recorded. Regional and country managers will decide how to keep these records, which will be audited by the Compliance and Risk function as part of their regular audits.

How to raise a concern

You are encouraged to raise concerns about any issue or suspicion of corruption at the earliest possible stage. If you are unsure whether a particular act constitutes bribery or corruption, or if you have any other queries, you should raise them with a director. If you feel that you are unable to report using any of these routes, you can report via the Whistleblowing process.

Protection

Employees or those who are acting on behalf of Key Reservations (Hotels) Ltd who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. Key Reservations (Hotels) Ltd encourages openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.

Key Reservations (Hotels) Ltd 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 or the Group Risk and Compliance Manager immediately. If the matter is not remedied, and you are an employee, you should raise it formally.

Training

Training on this policy will form part of the induction process for all new employees. All existing employees will receive regular, relevant updates on how to implement and adhere to this policy.

All other new people working for or representing Key Reservations (Hotels) Ltd, will receive training on this policy as part of their induction programme.

Responsibility for this policy

Key Reservations (Hotels) Ltd board of directors has approved and issued this policy as part of its overall responsibility for ensuring that Key Reservations (Hotels) Ltd complies with its legal and ethical obligations, and that all those under the group's control comply with it.

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. 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. All employees and those who are acting for or on behalf of Key Reservations (Hotels) Ltd have an obligation to notify third parties of this policy at the start of any business relationship.

This policy does not form part of any employee's contract of employment and it may be amended at any time.