



# ETHICAL TRADING POLICY

ISSUE DATE: MAY 2018  
REVIEW DATE: MAY 2019

*Ultimate responsibility for the Ethical Trading is  
John Johnston: Managing Director.*

*Signed:*

A handwritten signature in black ink, appearing to be 'John Johnston', is written over a horizontal line.

*Date: 1 March 2018*

## ETHICAL TRADING POLICY

### **Introduction**

Northern Platforms and Stagings Ltd are committed to being fairer, more ethical, socially just and environmentally sustainable.

This has an impact on what we buy, use and dispose of and what we do.

All employees must exercise the highest level of integrity, ethics and objectivity in their actions and relationships which may affect the company. An employee has the duty to act in the best interest of the Company at all times.

NPS Ltd recognizes that our ethical and social performance and reputation is a key part in our overall commercial success.

### **NPS Ltd's commitment**

NPS Ltd is committed to ensuring our employment practices and the enforcement of regulations protects the rights of employees, resulting in employees being safe, rewarded and valued. All employment is freely chosen and staff are free to leave NPS Ltd after reasonable notice. No child labour is used.

NPS Ltd is committed to monitoring social standards in our supply chain, and we encourage our suppliers to operate to the same ethical standards as we employ ourselves.

### **Business Principles**

An ethics policy cannot cover every circumstance where an employee may need to consider his/her conduct. If any employee is in doubt regarding ANY ethical matter, they should first seek advice from their immediate supervisor.

Nps Ltd has developed and uses an extensive suite of policies to manage its obligations. All employees are made aware of these.

#### ***The key Business Principles are outlined below:***

**1** Our policy is to stay within the law and adhere to legislation. We aim to co-operate fully with relevant public authorities and regulatory bodies.

**2** Discrimination or harassment of any kind will not be tolerated.

**3** We aim to be a responsible partner within our local communities.

**4** The legal and moral rights of others will be taken into account in our business transactions.

**5** We will maintain a safe and healthy environment for people to work in.

**6** We will be proactive in managing our responsibilities to the environment.

**7** We will not knowingly make misrepresentations.

**8** As a matter of policy, we do not make political donations.

**9** No bribes can be given or received.

**10** Conflicts of interest must be avoided and in all cases must be reported.

**11** Employees are encouraged to report any suspected wrongdoings. Whistleblowing information is in our grievance policy,

## **Human Rights**

It is our policy to respect the human rights of everyone associated with NPS Ltd ensuring:

- 1 employees have the freedom to associate without fear of discrimination against the exercise of such freedoms;
- 2 a prohibition on using forced or child labour;
- 3 appropriate restrictions on the access and use of personal information;
- 4 respect for privacy

## **Employment, Discrimination and Harassment**

It is our goal to offer unambiguous and fair terms of employment and to provide employees with appropriate opportunities to develop their skills and progress in their careers. It is our intention to honour all applicable terms and conditions of employment.

We consider that the diversity of the NPS Ltd workforce is a strength to the business. All employees regardless of their colour, race, religion, gender, marital status, sexual orientation, disability or age will be treated equally, with fairness, honesty, respect and dignity. Harassment (including sexual, physical, mental, use of abusive language or offensive gestures) or bullying, in any shape or form will not be tolerated. Any employee who is proved to have acted in a discriminatory manner or to have indulged in bullying or harassment will be subject to disciplinary action and all employees are strongly encouraged to report such incidents.

## **Health and Safety**

The Company recognizes its duty and the benefits of providing safe working conditions and promoting a healthy working environment. External verification of our management systems is encouraged and NPS Ltd continually strives to improve its performance through training and making people aware of potential hazards and unsafe practices.

## **Environmental Management**

NPS Ltd monitors and proactively manages its impact on the environment, striving to follow the requirements of local legislation.

## **Anti-Slavery, Child Labour and Human Trafficking**

NPS Ltd is committed to all social and environmental responsibility and has zero tolerance for slavery, child labour and human trafficking. Our focus on slavery, child labour and human trafficking is part of a larger effort to encourage supply chain transparency and accountability.

## **Supply Chain**

NPS Ltd will aim to ensure that it employs the services of supply companies who supply our materials will at minimum comply with this policy. We will aim to use suppliers listed on our approved supplier list who we deem to be suitable to work with. The approved supply list is available to all staff who require to order supplies. Any one off large purchases or if using the services of a company not on the list of approved suppliers will require the authorization of a company director. In general all NPS supplies are from recognized companies in their fields of service.

## **Involvement in the Community**

NPS Ltd aims to be a responsible partner within the local communities in which it operates through the support of community initiatives and local charities.

## **Ethics in the Marketplace**

Promotional materials will be accurate and truthful. Exaggerated claims will not be made and other forms of false advertising or misrepresentation will not be entered into.

Customers will be treated with respect and competition will be fair and ethical.

Collaboration with competitors to establish or maintain prices or to unlawfully restrain trade will not be allowed.

**1** Customers will be given factual information about prices, schedules, services and other terms of business. Suppliers, subcontractors, advisors or representatives will be treated fairly, honestly and in accordance with agreed terms.

**2** From time to time, customers, suppliers, advisors or representatives may divulge confidential information to employees. It is our duty to respect these confidences.

**3** Any complaints from customers, suppliers, subcontractors, advisors or representatives will be dealt with promptly and fairly.

**4** Whilst gathering normal commercial intelligence is acceptable, industrial espionage against competitors is not permitted.

**5** It is not Company policy to knowingly infringe on the copyright, trademarks, patents or other properly registered intellectual property of others.

**6** Employees will ensure that contracts or arrangements agreed with suppliers are consistent with the values and principles outlined and that they do not reflect badly on the reputation of the Group.

## **Political Contributions**

Contributions by the company to any form of Political Group, whether in cash, goods, services or equipment, are not permitted.

## **Bribes or other Payments to Influence Business Transactions**

The giving or receiving of any such payment is not allowed. No bribes of any sort may be paid to or accepted from customers, suppliers, politicians, government advisors or representatives. It is not permitted to establish accounts or internal budgets for the purpose of facilitating bribes or influencing transactions (slush funds). NPS Anti Bribery policy goes into further details.

## **Gifts and Entertainment**

Special care must be taken in accepting or giving gifts/entertainment and these are not permitted if it would create a real or perceived conflict of interest. The exchange of social courtesies is acceptable when there is a clear business purpose and they remain within good taste. Neither the receipt nor the giving of excessive entertainment, substantial gifts or favours are acceptable.

Employees should politely refuse excessive gifts/entertainment, explaining to the offeror that Company policy prohibits the receipt of such gifts/entertainment.

The giving of gifts/entertainment must be properly authorised and accounted for.

If you are in doubt as to whether gifts and entertainment are appropriate, you should raise your concerns with management prior to accepting or giving any such gift or entertainment.

## **Conflicts of Interest**

Whether actual or perceived, conflicts of interest must be avoided. Actions taken by employees should be objective and made in the best interests of the Company. The guidelines below cannot cover every eventuality; however a number of potential areas of conflict are identified.

**1** Accepting personal payments from suppliers, which may influence your business decisions, is not allowed.

**2** Potential conflicts between personal and professional relationships should be avoided.

**3** NPS Ltd employees should declare to their Director/Managing Director (and notify their line manager) any interest they or a close member of their family may have in a business that NPS Ltd is, or may have dealings with (ignoring a shareholding in a major company, so long as such investment does not create a conflict of interest).

**4** NPS Ltd employees must obtain written approval from their Director/Managing Director (with notification to their line manager) prior to accepting a second job, consultancy, an appointment to the Board of another Company or other form of work. In any event conflict with the interests of NPS Ltd should not arise.

**5** Undertaking private work or establishing intellectual property in the same or a similar area of business to that of the Group where it is difficult to distinguish between personal or Company ownership/benefit should be avoided.

**6** If an employee suspects they have a conflict of interest, whether actual or potential, they must raise their concerns immediately with their line manager. Employees should take no part nor seek to influence a business decision which may result in a conflict of interest arising.

## **NPS Ltd Proprietary Information**

"Trade secrets" sensitive internal information are valuable assets and must not be disclosed to anyone without proper authorisation. By law, trade secrets are the Company's property and employees have an obligation to protect them. Employees may be given or come into contact with information that is commercially sensitive or which is provided for their information so that they may gain a better understanding of the business, for example at staff briefing meetings. This type of information must not be divulged outside the organisation via any route (e.g. verbal, oral, internet chat room or to the media). Breach of this obligation may result in disciplinary proceedings.

## Tax evasion

NPS Ltd has a zero-tolerance approach to all forms of tax evasion under UK law. Employees and associates of the company must not undertake any transactions which cause the company to commit a tax evasion offence or facilitate a tax evasion offence by a third party who is not and associate of the company. We are committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever we operate and implementing and enforcing effective systems to counter tax evasion facilitation. At all times business should be conducted in a manner such that the opportunity for, and incidence of tax evasion is prevented. This applies to all persons working for the Company, volunteers, contractors, external consultants, third party representatives and business partners/associates.

Tax evasion means an offence of cheating the public revenue or fraudulently evading UK tax, and is a criminal offence.

Tax evasion Facilitation means being knowingly concerned in, or taking steps with a view to, the fraudulent evasion of tax – It's also a criminal offence, where it is done deliberately and dishonestly.

The Company has completed a risk assessment and is responsible for delivering appropriate training to the Office Team to understand tax evasion and actions to take to prevent tax evasion.

It is not acceptable to:

- Engage in any form of facilitating Tax Evasion
- Aid, abet, counsel or procure the commission of a tax evasion offence by another person
- Fail to promptly report any request or demand from any third party to facilitate the fraudulent Evasion of tax
- Engage in any other activity that might lead to a breach of this policy
- Threaten or retaliate against another individual who has refused to commit a tax evasion offence or who has raised concerns under this policy
- Commit an offence under UK law consisting of being knowingly concerned in, or taking steps with a view to, the fraudulent evasion of tax

### *PREVENTION THROUGH VIGILANCE*

The vigilance of NPS Ltd employees and associates is the best defence against tax evasion and facilitation:

Employees must be aware of anything unusual about the manner in which an Associate of NPS Ltd is conducting their relationship with NPS Ltd. Is there anything unusual about customer's or associate's conduct or behavior during dealings? Are there any unusual payment methods?

### *HOW TO RAISE A CONCERN*

Employees have a responsibility to take reasonable action to prevent harm to NPS Ltd and are held accountable for their actions and omissions. Any actions that breach the Criminal Finances Act and the tax laws or brings harm to NPS Ltd will not be tolerated.

All employees are responsible for properly following NPS Ltd policies and procedures. These should generally ensure that all taxes are properly paid. When asked to go outside standard procedures, this should be reported without delay to a Company Director.

Reported activities will be treated confidentially as per the Whistleblowing Policy.

## RED FLAG SCENARIOS

*If any of the following scenarios are encountered, report them promptly to a Director:*

- You become aware in the course of your work, that a third party has made or intends to make a false statement relating to tax; has failed to disclose income or gains to; or to register with the HMRC; has delivered or intends to deliver a false document relating to tax; or has set up or intends to set up a structure to try hide income, gains or assets from a tax authority.
- You become aware in the course of your work, that a third party has deliberately failed to register for VAT or failed to account for VAT
- A third party requests payment in cash and/or refuses to sign a formal commission or fee agreement, or to provide an invoice or receipt or receipt for a payment made
- You become aware in the course of your work, that a third party working for NPS Ltd as an employee asks to be treated as a self-employed contractor, but without any material changes to their working conditions
- A supplier or other sub-contractor is paid gross when they should have been paid net, under a scheme like the Construction Industry Scheme.
- A third party requests that payment is made to a country or geographic location different from where they reside or conduct business
- A third party to whom we have provided services requests that their invoice is addressed to a different entity, where we did not provide services
- A third party to whom we have provided services asks us to change the description of services rendered on an invoice in a way that seems designed to obscure the nature of services provided
- You receive an invoice from a third party that appears to be non-standard or customized
- A third party insists on the use of side letters or refuses to put terms agreed in writing or asks for contracts or other documentation to be backdated
- You notice that we have been invoiced for a commission or fee payment that appears too large or too small, given the service stated to have been provided
- A third party requests or requires the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to us

## Disciplinary Action

Any employee who violates our ethical standards is subject to disciplinary action which can include oral reprimand, written reprimand, suspension or termination of employment.

The Managing Director has lead responsibility for policy implementation within the Organisation and this policy is signed to demonstrate the Board's commitment.

**NPS Endeavour to apply the necessary financial and physical resources required to ensure that all Health & Safety Policies are complied with and that all procedures and policies are regularly audited and updated as required and that all members of staff are consulted and informed of all policies and procedures relating to Health & Safety.**

The directors will give full backing of this policy and will support all those who endeavour to carry it out.