



ANTI-BRIBERY & CORRUPTION POLICY

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1.0 Purpose

The purpose of this policy is to establish controls to ensure compliance with all applicable anti-bribery and corruption regulations, and to ensure that AIMS' (hereafter referred to as "Company") business is conducted in a socially responsible manner.

2.0 Policy Statement

Bribery is the offering, promising, giving, accepting or soliciting of an advantage as an inducement for action which is illegal or a breach of trust. A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage.

It is our policy to conduct all of our business in an honest and ethical manner which makes up the values of AIMS. We are committed to acting professionally, fairly and with integrity in all of our business dealings and relationships wherever we operate and implementing and enforcing effective systems to counter bribery.

We will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate. However, we remain bound by the laws of the USA, including the Foreign Corrupt Practices Act of 1977 (FCPA), in respect of our conduct both at home and abroad.

Bribery and corruption are punishable for individuals by up to ten years' imprisonment and a fine. If an employee is found to have taken part in corrupt activities, he/she could face an unlimited fine, be excluded from tendering for public contracts and face damage to the reputation of the Company. The Company therefore takes legal responsibilities very seriously.

3.0 Scope

3.1 Who Is Covered By The Policy?

In this policy, **third party** means any individual or organization you come into contact with during the course of your work for the Company, 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.

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, Homeworkers, Casual Workers and Agency Staff,

Volunteers, Interns, Agents, Sponsors, or any other person associated with the Company or any of the Company Subsidiaries or their employees wherever located (collectively referred to as “Employees” in this policy).

This policy covers:

- Bribes
- Gifts and hospitality
- Facilitation payments
- Political contributions
- Charitable contributions

3.2 Bribes

Employees shall not engage in any form of bribery, either directly or through any third party (such as an agent or distributor). Specifically, employees shall not bribe a foreign public official anywhere in the world.

3.3 Gifts and hospitality

Employees shall not offer or give any gift or hospitality:

- Which could be regarded as illegal or improper, or which violates the recipient's policies; or
- To any public employee or government officials or representatives, or politicians or political parties; or
- Which exceeds **100 USD** or **100 USD** in value for each hospitality event (not to exceed a total value of **500 USD** in any financial year), unless approved in writing by the employee's manager.

Employees should not accept any gift or hospitality from the Company business partners if:

- It exceeds **100 USD** in value for each individual gift or **100 USD** in value for each hospitality event (not to exceed a total of **500 USD** in any financial year), unless approved in writing by the employee's manager; or
- It is in cash; or
- There is any suggestion that a return favour will be expected or implied.

Where a manager's approval is required above, if the manager is below Director level, then approval must be sought from an appropriate Director.

If it is not appropriate to decline the offer of a gift, the gift may be accepted, provided it is then declared to the employee's manager and donated to charity.

The Company appreciates that the practice of giving business gifts varies between countries and regions and what may be normal and acceptable in one region may not be in another. The test to be applied is whether in all of the circumstances, the gift or hospitality is reasonable and justifiable. The intention behind the gift should always be considered.

Within these parameters, local management may define specific guidelines and policies to reflect local professional and industry standards. Where this policy requires written approval to be given, the Company Secretary shall put in place a process to maintain a register of all such approvals.

3.4 Facilitation payments and kickbacks

Facilitation payments are a form of bribery made for the purpose of expediting or facilitating the performance of a public official for a routine governmental action, and not to obtain or retain business or any improper business advantage. Facilitation payments tend to be demanded by low level officials to obtain a level of service which one would normally be entitled to.

The Company maintains a strict policy whereby Facilitation payments shall not be paid. The Company recognizes, however, that the employees may be faced with situations where there is a risk to the personal security of an employee or his / her family and where a facilitation payment is unavoidable, in which case the following steps must be taken:

- Keep any amount to the minimum;
- Create a record concerning the payment; and
- Report it to your line manager

In order to meet the values and achieve the aims of the Company by not making any facilitation payments, each business of the Company will keep a record of all payments made, which must be reported to the Company secretary, in order to evaluate the business risk and to develop a strategy to minimize such payments in the future.

3.5 Political Contributions

The Company does not make donations, whether in cash or kind, in support of any political parties or candidates, as this can be perceived as an attempt to gain an improper business advantage.

3.6 Charitable Contributions

Charitable support and donations are acceptable (and indeed are encouraged), whether of in-kind services, knowledge, time, or direct financial contributions. However, employees shall be careful to ensure that charitable contributions are not used as a scheme to conceal bribery. The Company only makes charitable donations that are legal and ethical under local laws and practices. No donation must be offered or made without the prior approval of the Compliance Manager.

4.0 Employee Responsibilities

The employee must ensure that he/she has 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 the Company or under the Company's control. All employees are required to avoid any activity that might lead to, or suggest, a breach of this policy.

The employee shall notify his/her manager OR the Company Secretary or the confidential helpline as soon as possible if he/she believes or suspects that a conflict with or breach of this policy has occurred, or may occur in the future.

Any employee who breaches this policy may face disciplinary action, which could result in dismissal for gross misconduct. The Company reserves the right to terminate its contractual relationship with other workers if the policy is breached.

5.0 Record-keeping

The Company shall keep financial records and have appropriate internal controls in place which will state the business reason for making payments to third parties.

The employee shall declare and keep a written record of all hospitality or gifts accepted or offered, which will be subject to managerial review.

The employee shall ensure all expense claims relating to hospitality, gifts or expenses incurred to third parties are submitted in accordance with the Company expense 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, shall be prepared and maintained with strict accuracy and completeness. No accounts shall be kept "off-book" to facilitate or conceal improper payments.

6.0 How to raise a concern

The employee is encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. If the employee is unsure whether a particular act constitutes bribery or corruption, or if the employee has any other queries or concerns, these shall be raised with the employee's line manager OR the Company Secretary or through the confidential helpline.

7.0 What to do if the employee is a victim of bribery or corruption

It is important that the employee advise the Company Secretary or the confidential helpline as soon as possible if the employee is offered a bribe by a third party, are asked to make one, suspect that this may happen in the future, or believe that the employee is a victim of another form of unlawful activity.

8.0 Protection

Employees who refuse to accept or offer a bribe or those who raise concerns or report another's wrongdoing are sometimes worried about possible repercussions. The Company aims to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if the concerns may be mistaken.

The Company is committed to ensuring no one suffers any detrimental treatment as a result of refusing to take part in bribery or corruption activities, 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 unfavorable treatment connected with raising a concern. If the employee believes that he/she has suffered any such treatment, the employee shall inform the Compliance Manager or Director immediately. If the matter is not remedied, then the employee should raise it formally as a Grievance.

9.0 Training and communication

Training on this policy forms part of the induction process for all new employees. All existing employees will receive regular, relevant training on how to implement and adhere to this policy. In addition, all employees will be asked to formally accept conformance to this policy on an annual basis.

The Company approach to bribery and corruption shall be communicated to all Suppliers, Contractors and Business Partners at the outset of the Company's business relationship with them and as appropriate thereafter.

10.0 Who is responsible for the policy?

The Senior Management has overall responsibility for ensuring this policy complies with the Company legal and ethical obligations, and that all those under the Company control shall comply with it.

The Company Secretary has 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.

11.0 Monitoring and review

The Company Secretary will monitor the effectiveness and review the implementation of this policy, regularly considering its suitability, adequacy and effectiveness. Any improvements identified will be made as soon as possible. Internal control systems and procedures will be subject to regular audits to provide assurance that they are effective in countering bribery and corruption.

All employees are responsible for the success of this policy and should ensure they use it to disclose any suspected danger or wrongdoing.

Employees are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the Company Secretary.

This policy does not form part of any employee's contract of employment, however, employees are required to adhere to it.