

# Baird & Co Ltd



Baird & Co.  
Bullion Merchants  
Est. London 1967

# Anti-Bribery and Corruption Statement 2024

## **1. Introduction:**

Baird & Co Limited is committed to upholding the highest standards of business ethics and compliance with applicable laws, including the UK Bribery Act 2010 and The OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions (2021). Our company specialises in refining precious metals, trading, and providing manufacturing materials globally.

## **2. Commitment:**

Baird & Co does not and will not engage in facilitating payments, offering, or accepting any financial or other advantages to improperly influence relevant functions or activities. This commitment extends to all employees, directors, and associated persons.

## **3. Recognition of Offences:**

### *[A] Offences of bribing another person:*

Baird & Co acknowledges that a commercial organisation may be deemed to have committed the offence of bribing another person if:

- The Company or any person associated with it shall not offer, promise, or provide any financial or other advantage to another person with the intention of inducing that person to improperly perform a relevant function or activity. It is crucial to emphasize that the identity of the recipient, whether the offer is a promise or a direct provision of advantage, and whether the same individual performs the activity, are all immaterial to the prohibition.
- Similarly, any offer, promise, or provision of financial or other advantage as a reward for the improper performance of a relevant function or activity is strictly prohibited. This prohibition applies regardless of whether the advantage is offered, promised, or given directly by the Company or through a third party.

### *[B] Offences relating to being bribed:*

Baird & Co acknowledges that a commercial organisation may be liable for the offence of being bribed under the following circumstances:

- If an individual agrees to receive or accepts a financial or other advantage with the intention that, consequently, a relevant function or activity should be performed improperly.
- If an individual agrees to receive or accepts a financial or other advantage, and the act of making the request, reaching an agreement, or accepting the advantage itself constitutes the improper performance of a relevant function or activity.

- If an individual requests, agrees to receive, or accepts a financial or other advantage as a reward for the improper performance—whether by themselves or another person—of a relevant function or activity.
- In any scenario where, in anticipation of or because of requesting, agreeing to receive, or accepting a financial or other advantage, a relevant function or activity is improperly performed by the primary individual or by another person at the primary individual's request, or with their consent or acquiescence.

Baird & Co recognises that it is immaterial whether the person requests, agrees to receive, or accepts the advantage directly or through a third party. Furthermore, it does not matter whether the advantage is for the benefit of the primary person or another individual. Additionally, the awareness or belief of the person regarding the impropriety of the performance of the function or activity is considered irrelevant.

*[C] Bribery of foreign public officials:*

Baird & Co recognises that a commercial organisation that bribes a foreign public official is culpable of an offence if its intention is to influence the official's capacity as a foreign public official and to obtain or retain business or an advantage in the conduct of business.

*[D] Failure of commercial organisations to prevent bribery:*

Baird & Co acknowledges that a commercial organisation may be deemed to have committed the offence of failing to prevent bribery if the organisation itself or a person associated with the organisation bribes another person with the intent to obtain or retain business or gain an advantage in the conduct of business.

**4. Clarifications:**

*[a] Meaning of associated person:*

Baird & Co recognises that an associated person encompasses any individual or entity performing services for or on behalf of the organisation. This may include individuals, incorporated or unincorporated bodies, employees, agents, or subsidiaries. Baird & Co further acknowledges that the capacity in which the associated person performs services is immaterial.

Baird & Co also recognises that the offences under The UK Bribery Act 2010 are applicable to:

- Any function of a public nature.
- Any activity connected with a business.
- Any activity performed during a person's employment.
- Any activity performed by or on behalf of a body of persons, whether corporate or unincorporated.

*Clarifications:*

- Condition A stipulates that a person performing the function or activity is expected to do so in good faith.
- Condition B mandates that a person performing the function or activity is expected to do so impartially.
- Condition C requires that a person performing the function or activity is in a position of trust by virtue of performing it.

*[b] Acknowledgement of the Expectation Test:*

Baird & Co recognises that in the context of bribery and corruption offences, the "expectation test" is a measure of what a reasonable person in the United Kingdom would anticipate regarding the performance of a specific function or activity.

Moreover, in determining what such a person would expect concerning the performance of a function or activity not governed by the law of any part of the United Kingdom, any local custom or practice is to be disregarded unless permitted or required by the written law applicable to the country or territory concerned.

**5. Bribery and Corruption Risks:**

Baird & Co acknowledges the specific bribery and corruption risks as outlined in the UK Ministry of Justice guidance on The Bribery Act 2010:

- **Country Risk:** Baird & Co recognises that country risk, within the context of bribery and corruption, manifests through perceived high levels of corruption, an absence of effectively implemented anti-bribery legislation, and a failure of the foreign government, media, local business community, and civil society to actively promote transparent procurement and investment policies.
- **Sectoral Risk:** Baird & Co acknowledges that certain sectors pose higher risks than others regarding bribery and corruption. Sectors such as extractive industries and large-scale infrastructure carry heightened risks.
- **Transaction Risk:** Baird & Co recognises that specific types of transactions entail elevated risks, including charitable or political contributions, licences and permits, and transactions related to public procurement.
- **Business Opportunity Risk:** Baird & Co acknowledges that risks may arise in high-value projects or those involving numerous contractors or intermediaries. Projects not seemingly conducted at market prices or lacking a clear legitimate objective pose additional risks.
- **Business Partnership Risk:** Baird & Co recognises that certain relationships may entail higher risk, such as the use of intermediaries in transactions with foreign public officials, consortia or joint venture partnerships, and relationships with politically exposed persons where the proposed business relationship involves or is linked to a prominent public official.

## **6. PEPs (Politically Exposed Persons):**

A Politically Exposed Person (PEP) is defined by the Financial Action Task Force (FATF) as an individual who is or has been entrusted with a prominent public function. Recognising their positions of influence, it is acknowledged that many PEPs are at a heightened risk for corruption and bribery practices.

Baird & Co ensures all relevant staff undergo training to recognise specific risk factors and red flags associated with bribery and corruption within a PEP nexus:

- Any PEP attempting to conceal their identity by using corporate vehicles, legal entities, and arrangements to obscure ownership.
- Any PEP utilising intermediaries, especially when inconsistent with normal business practices or when employed to shield identities.
- Any PEP relying on family members or close associates as legal owners.

## **7. Training and Monitoring:**

Baird & Co is committed to recognising and training staff on specific behaviours and individual characteristics of Politically Exposed Persons (PEPs) that may warrant suspicion:

- The PEP inquires about the institution's AML policy or PEP policy.
- The PEP exhibits discomfort in providing information about the source of wealth or source of funds.
- Information provided by the PEP is inconsistent with other publicly available information, such as asset declarations and published official salaries.
- The PEP is unable or reluctant to explain the reason for conducting business in the country.
- The PEP provides inaccurate or incomplete information.
- The PEP seeks to utilize the services of a financial institution not typically catering to foreign or high-value clients.
- Funds are recurrently transferred to and from countries with which the PEP does not appear to have ties.
- The PEP has been denied entry to the country (visa denial).
- The PEP hails from a country that prohibits or restricts its/certain citizens from holding accounts or owning certain property in a foreign country.

## **8. Reporting Mechanism:**

Clearly outline the reporting mechanism for employees to raise concerns about potential breaches of the anti-bribery and corruption policy.

## **9. Conclusion:**

Baird & Co remains committed to continuous improvement in our anti-bribery and corruption efforts, ensuring compliance with laws and fostering a culture of integrity within the organisation.

**APPROVAL FOR THIS STATEMENT**

**This statement was approved by the Board of Baird & Co Ltd on 2 February 2024 and it will be reviewed and updated annually.**