



Code of Business Ethics & Data Protection Policy

Approved by the Directors

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www.interchange-solutions.co.uk

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1. CONTEXT

Our Ethos

For more than a decade, Interchange has been working with our customers worldwide, from small to large - to successfully implement and embed robust and practical measures to mitigate the damaging consequences of unethical behaviour; particularly bribery, corruption, enforced and child labour (modern slavery). We have a zero tolerance of any unethical behaviour especially bribery.

This Code of Business Ethics and Data Protection Policy sets out Interchange's expectations of the minimum standards to be observed by every person who represents or works with us.

Interchange requires all those who work for and represent us to be "business ethics ambassadors" in protecting our reputations. We expect all those working for or associated with us, to take all reasonable steps to ensure they comply with:

- Good business practices and ethical procedures
- Applicable UK laws and regulations
- The laws in every country we work/do business
- This Code of Business Ethics and Data Protection Policy

Interchange continues to actively support the ongoing development of the ISO37001:2016 anti-bribery management system and its adoption by our customers. We have implemented the key areas of ISO37001 in Interchange.

We hope you will agree with our ethics approach and encourage others to act similarly as we all strive to build better businesses and open new business opportunities, wherever on the globe, while staying on the right side of the law.

Interchange is passionate about adding value to its customers by **turning risk into business value**.

Thank you for reading this Code and Policy,

John Burbidge-King

John Burbidge-King
CEO

2. PEOPLE

2.1 Colleagues

Interchange is an Equal Opportunities Employer. We will provide fair pay and working conditions and will not pay less than the UK statutory Minimum Wage.

Everyone who works for Interchange has an individual responsibility to **Protect** colleagues and their property, by maintaining vigilance in ensuring that they and other colleagues **Comply** with this Code and Policy.

We expect our colleagues and all those associated with Interchange to **Comply** with all applicable regulations and laws in the UK and in other countries where we may work.

We will: -

- Listen to our customers and understand their business needs and address them
- Take responsibility for resolving customer issues
- Be honest, open and transparent in all our dealings
- We will process personal data fairly and lawfully in accordance with colleagues' rights

2.2 Customers

Interchange, and everyone who represents us, is expected to help **Protect** the interests of our customers.

We will: -

- Charge fair prices and deliver value
- Not discriminate between customers
- Respect our customers' time
- Listen and respond to customer feedback
- Keep our promises
- Respect customers confidentiality
- Process and protect personal data fairly and lawfully in accordance with our customers' rights and the law
-

2. PEOPLE

2.3 Business Partners

We will treat our business partners with respect and **Protect** these important relationships by:

- Treating all business partners fairly and without discrimination
- Ensuring a zero tolerance of bribes and unethical behaviour
- Processing and protecting their personal data fairly and lawfully in accordance with our partners' rights

Business partners are obliged to adopt/sign up to our Code of Business Ethics and Data Protection Policy (or equivalent) when representing Interchange.

Business partners (both the organisation and its employees) are responsible for ensuring that they **Comply** with the applicable laws, including the UK Bribery Act 2010, the US Foreign and Corrupt Practices Act, the UK Modern Slavery Act 2015 and the EU General Data Protection Regulations (2018).

Failing to meet the standards set out in this Code and Policy, will result in the termination of any agreement between us and the matter may be referred to the relevant authorities.

2.4 Suppliers

We will treat our suppliers with respect and courtesy. These relationships will be **Protected** by:

- Selecting our supplier(s) on a fair and consistent basis of price, quality and capability
- Zero tolerance of bribes and modern slavery
- Neither offering nor accepting gifts or hospitality unless of modest value or authorised

Suppliers are encouraged to adopt/sign up to our Code of Business Ethics and Data Protection Policy (or an equivalent).

Suppliers are responsible for ensuring that they **Comply** with all applicable laws and regulations in their dealings with Interchange.

If a supplier breaches this Code, consideration will be given to terminating the relationship, unless acceptable and timely action can be taken to remedy the issue. In the event of a perceived breach of the law, the matter may be referred to the authorities.

2. PEOPLE

2.5 Competitors

Interchange will respect its competitors and we will maintain the commercial boundaries that exist between us.

Directors, employees, partners and those associated with Interchange, may occasionally meet, talk to and attend the same business meetings/seminars as our competitors.

In all contacts with competitors it is imperative that Interchange colleagues **Protect** the company and it is expressly forbidden to discuss matters such as pricing policy, terms and conditions, costs, product plans, market surveys or studies, business plans or any other proprietary or company confidential information, nor inappropriately seek the same from our competitors.

Everyone employed by or acting on behalf of Interchange, has the responsibility to **Protect** Interchange's commercial interests and reputation, by not engaging in anti-competitive practices, such as collusion, price fixing, market rigging or the disclosure of price/share sensitive information.

Wherever such breach may occur, it may result in dismissal of a colleague or business partner and the matter being reported to the authorities.

3. PROPERTY

3.1 Physical Property

Physical property belonging to Interchange (property) includes but is not limited to, computer equipment and consumables, CDs/USB/hard drives or other data storage devices, fixed/mobile/smartphones/tablets, stationery, cash, furniture, buildings, motor vehicles, folders, physical files and documents.

Every person who has access to, or responsibility for, property belonging to Interchange, our business partners, customers or suppliers, has personal responsibility to take precautions to **Protect** such property from damage, loss or theft.

If there is reasonable proof of the theft of the company's property or that of others, within our safe custody, this will constitute grounds for dismissal.

The theft/loss of, or wilful damage to, the company's property are criminal offences and any such case will be referred by Interchange to the authorities.

3.2 Electronic Property

Electronic property includes (but is not limited to) data, databases, personal records, documents, other records, spreadsheets, emails, email systems, web/intranet pages and password protected files/applications and the passwords themselves.

Every person who has access to, or the responsibility for, electronic property belonging to Interchange, our business partners, customers and suppliers, has a personal responsibility to take sensible and reasonable precautions to **Protect** such property from damage, loss, theft and cyber - attack.

It is a personal responsibility to ensure that any software and anti-virus computer programmes supplied by the company are kept up to date.

The theft, misuse or wilful corruption/loss of electronic property may be a criminal offence and any such case where there is reasonable proof, will be grounds for dismissal and referred to the authorities. Every Interchange colleague and partner has responsibility to **Comply** with the EU General Data Protection Regulation 2018.

3. INTELLECTUAL PROPERTY & DATA PROTECTION

3.3 Intellectual Property

Intellectual property includes (but is not limited to) business materials, trademarks, patents, designs, plans, software objects, copyrights and copyrighted materials.

Those who have access to, or responsibility for, intellectual property belonging to Interchange, our business partners, customers or suppliers, have responsibility to take sensible and reasonable precautions to **Protect** such property from damage or loss.

The theft, misuse or wilful loss of intellectual property are grounds for dismissal and the matter may be referred to the authorities for investigation.

Every person who has access to intellectual property has a personal responsibility to **Comply** with applicable UK laws and those in other countries when working outside the UK.

3.4 Data Protection

Interchange will process personal data fairly and lawfully in accordance with the rights of individuals. We will only process personal data in accordance with the lawful basis set out in the EU General Data Protection Regulations 2018 (GDPR). In certain defined circumstances we will only send data outside the UK and EU if the individual whose details we are processing has consented to our doing so.

We will keep personal data secure against loss or misuse. Where other organisations process data on our behalf, Interchange will establish what, if any additional security arrangements are required.

Interchange will not keep personal data for longer than is necessary. What is necessary will depend on the circumstances of each case, taking into account the reason that the personal data was retained. All individuals subject to personal data held by Interchange, are entitled to a subject access request free of charge. We reserve the right to make an administrative fee charge if the volume of data requested is large.

Every person who has access to confidential information and personal data held by Interchange has a personal responsibility to **Comply** with GDPR, other UK laws and those in other countries when working outside the UK.

4. REPUTATION

4.1 Colleagues

Our colleagues are our most important asset and their actions underpin our good reputation.

They have individual and collective responsibility to **Protect** the Interchange reputation, by:

- Attending and participating in meetings and training, as directed
- Performing in line with management expectations and agreed objectives
- Neither initiating nor participating in any unethical or criminal act in contravention of applicable laws
- Declaring any actual or potential conflicts of interest to the Directors

Colleagues of Interchange have a personal responsibility to **Protect** the reputation of the company and to **Comply** with this Code of Business Ethics and Data Protection Policy always.

4.2 Directors

The Directors of Interchange are committed to high standards of corporate governance and a zero tolerance of all unethical practices including bribery.

The Directors will **Protect** the interests of Interchange, customers, shareholders, colleagues and partners.

We will: -

- Ensure the adoption of best practices in financial and corporate governance
- **Comply** with all applicable laws and regulations
- Provide an 'open door' for the disclosure of any breach of this Code and Policy, whenever and with whoever
- Taking immediate action to investigate and address any breach, including reporting to the authorities

5. ENVIRONMENT

5.1 At Work

Everyone has an individual responsibility to **Protect** the work environment, by:

- Maintaining a tidy work area
- Disposing of rubbish, shredding and recycling in the appropriate facilities
- Using equipment/facilities for company use only and looking after it as if it was their own property
- Respecting the needs and comfort of others; e.g. by keeping work level noise at an acceptable level
- Helping to create a positive, productive and friendly working environment

5.2 Health and Safety

Everyone is responsible for ensuring they adhere to and take appropriate measures to **Protect** the health and well-being of colleagues.

Interchange

The company is responsible for maintaining places of work that are safe and free from harm.

Interchange provides training where necessary to ensure that colleagues are appropriately risk aware and have the knowledge and skills to be able to **Comply** with the law.

Colleagues

Colleagues have an individual responsibility to **Protect** themselves and the safety of other persons who may be affected by their acts or omissions at work and to **Comply** with applicable UK law.

6. COMPLIANCE

6.1 Whistleblowing/Disclosure

Colleagues have a responsibility to **Protect** the reputation of Interchange as an ethical company.

Should any colleague or another, become aware of a potential breach of this Code of Business Ethics and Data Protection Policy, by themselves or any other person, they must raise the matter with an Interchange Director as soon as possible.

Interchange values honesty and confidence amongst the people we work with. Interchange colleagues and others are encouraged to report their concerns, even if there is found to be no basis on investigation.

All matters reported to an Interchange Director (whether openly or anonymously) will be treated in the strictest confidence. Anyone making such a report in good faith or on the basis of reasonable belief, will not risk losing their job or face any form of retaliation. Failure to disclose a suspected legal or ethical breach can be a crime and Interchange colleagues have a personal responsibility to **Comply** with the applicable UK laws and regulations and those others if relevant:

To report Email: info@interchange-solutions.co.uk

6.2 Disciplinary Procedures

Where an Interchange colleague or director is found to be in serious breach of this Code and Policy, disciplinary procedures may include termination of any employment contract.

In a case where an Interchange colleague, director, partner, supplier has failed to **Comply** with any applicable law or regulation, the matter will be referred to the appropriate investigating authorities.

The Directors will investigate, record and document all cases of non-compliance with this Code and Policy, to ensure that appropriate controls are implemented, to help mitigate the risk of future occurrences and to **Protect** the reputation of Interchange.

Any director, employee or person associated with Interchange, who breaches this Code of Business Ethics and Data Protection Policy will have their relationship terminated and according to the evidence, they may be reported to the appropriate authorities.

7. FURTHER INFORMATION

7.1 Definitions

Bribery

“Offering, promising, giving, accepting or soliciting of an undue advantage of any value (which could be financial or non-financial), directly or indirectly, and irrespective of location(s), in violation of applicable law, as an inducement or reward for a person acting or refraining from acting in relation to the performance of that person’s duties.” - ISO37001:2016

Business partner

A third-party organisation or individual person working with or on behalf of Interchange to support, market, sell or deliver Interchange products and services.

Colleague

An individual person who has a contract of employment or engagement with Interchange.

Discrimination

Treating one person/company more favourably than another.

Modern Slavery

Enforced or child labour in contravention of the UK Modern Slavery Act 2015

Personal Data

Information relating to identifiable individuals which includes but is not limited to customers, colleagues, partners and subjects of due diligence we conduct on behalf of our customers.

7.2 Contact

Please get in touch directly should you have a question regarding our Code of Business Ethics or Data Protection Policy.

Contact
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