



Group Policy

Ethics in Business

This Policy is effective from 19th July 2018 and is subject to review if necessary.

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Purpose of the Policy

This policy is designed to promote:

- Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships
- Full, fair, accurate, timely and understandable disclosure in reports and documents that Alpha Trains files with, or submits to, our regulators and in other public communications made by Alpha Trains
- Compliance with applicable governmental laws, rules and regulations

We expect all staff to take a common sense approach particularly in situations where ethics issues and conflicts could arise.

Responsibility and Enforcement

All Alpha Trains employees are bound by this Policy, including those not directly employed such as contractors and temporary workers engaged through external providers.

Compliance with Laws, Rules and Regulations

We are absolutely committed to conducting our business affairs with honesty and integrity and in full compliance with all applicable laws, rules and regulations. No Alpha Trains employee shall commit an illegal or unethical act, or instruct others to do so for any reason.

Conflicts of Interest

So that you can undertake your job properly, maintain your objectivity and impartiality and ensure that your judgement could not be compromised, you should not put yourself in a position where your personal interests could conflict with the interests of Alpha Trains.

You have a responsibility to act in the interests of Alpha Trains and must not misuse your position or any information obtained in the course of your employment, to further your private interests - or those of anyone you have a relationship with. As conflicts of interest can arise in many different situations, you need to be vigilant so that you can identify them promptly and take appropriate action. In this way any conflicts can be avoided or properly managed.

How will I know if I have a conflict of interest?

If, in the context of performing your duties, it could be suggested that you are acting in your own interests or those of another person with whom you have a relationship, rather than in the interests of Alpha Trains, you may have a conflict of interest.

Relationships and Associations

While Alpha Trains entirely respects the right of every one of us to form friendships and personal relationships at work, there will be occasions when it will be appropriate to tell your manager about a relationship that may impact on your work by creating a conflict of interest.

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Financial Opportunities

For these purposes, the term “financial opportunity” covers any opportunity to obtain a financial advantage or make a personal, financial gain that arises or comes to your attention in the course of your employment. This includes opportunities to make use of business information, or to invest privately in a customer’s or a supplier’s business, or in Alpha Trains’ business.

Pursuing financial opportunities arising in these circumstances could compromise you by placing you in a position where your personal interests could conflict with those of Alpha Trains.

If a financial opportunity comes to your attention or becomes available to you, before taking advantage of it you should ensure that you disclose all the relevant details to your manager.

Bribery and Corruption

You should never offer or accept any bribe or inducement, which may influence or appear to influence your actions. Nor should you misuse your position within Alpha Trains or the information you gather during the course of your duties to further your private interests or those of anyone else. If you have a concern, please speak to your manager in the first instance.

Gifts and Hospitality

The aim of Alpha Trains’ regarding Gifts and Hospitality is to avoid prejudicing your objectivity, for instance, when a contract is in the course of negotiation.

The policy applies to gifts and hospitality received from or offered to customers, suppliers and other business contacts and is designed to avoid situations where a customer or supplier may seek to influence you. The policy also takes account of the law relating to the offering of gifts and hospitality to local authorities and other public bodies.

In all instances a common sense approach should be adopted – for example small gifts - impersonal items of low financial value and often of a promotional nature such as typical giveaways - from customers or suppliers (actual and potential) can be accepted and kept.

On no account should you accept gifts that by their nature have the potential to cause reputational damage or embarrassment to Alpha Trains. This may include cash, cash-convertible gifts or any payment, favour or inducement that might improperly influence an official transaction.

Where entertaining is essential to your role you are allowed to offer or accept hospitality but again act on a reasonable basis and consider if your independence could be affected. Any hospitality offered or accepted must be appropriate to Alpha Trains’ business interests and should not be excessive as regards any contact, customer, supplier or other third party.

A common sense approach should be taken as to what is ‘appropriate’ or ‘excessive’ but please consider that the hospitality must not be allowed to develop into an inappropriate personal relationship, for example, where a host provides special discount arrangements for Alpha Trains employees.

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Whistleblowing

If an employee of Alpha Trains, at whatever level, reasonably suspects that unacceptable or illegal conduct has occurred or will occur he/she must advise his/her manager when he/she becomes aware of such situations.

If due to the circumstances it is not possible to advise the manager, the employee must disclose his/her suspicions to the CEO

It is impossible to give an exhaustive list of activities that may constitute unacceptable conduct but broadly speaking, including but not limited to, acting in the following ways would fall under this category:

- dishonesty, fraud (esp. fraudulent accounting matters) or corruption (including offering or accepting bribes);
- illegal acts (including theft, violence or threatened violence and criminal damage against property);
- breaching of any legal or regulatory obligations;
- unethical behaviour;
- other improper conduct and
- any unsafe work-practice.

A report should be made in good faith and can be made orally or in writing to the CEO. Alpha Trains does not expect absolute proof of the alleged conduct however the reporter will need to be able to show the reason for his/her concern.

If it is decided there is not sufficient evidence of unacceptable conduct Alpha Trains will ensure that the employee who made the report is informed of the decision and the reasons thereof.

Where an employee has committed and been involved in unacceptable conduct Alpha Trains will consider an appropriate course of disciplinary action.

Protecting confidentiality

Alpha Trains is committed to maintaining the confidentiality of individuals that disclose unacceptable conduct under this policy. In order to investigate any claims and implement any necessary actions, the CEO shall be informed of the disclosure. Alpha Trains will not disclose the individual's identity unless:

- the individual consents to the disclosure;
- the disclosure is required by law;
- the disclosure is necessary to prevent or lessen a serious threat to a person's health or safety; or
- the disclosure is necessary to protect or enforce Alpha Trains legal rights and interests or to defend any claims.

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Alpha Trains will also ensure that any records relating to a report of unacceptable conduct are stored securely and can only be accessed by authorised employees.

Other protections for whistle-blowers

An employee, who discloses conduct that they reasonably believe to be unacceptable conduct, will not be personally disadvantaged as a result of having made the disclosure.

If, in the opinion of the CEO of Alpha Trains, an employee makes a report other than in good faith, such conduct will be viewed as serious misconduct and may be subject to disciplinary action.

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