

External relationships policy

(including intermediaries and joint venture partners)

1. Intermediaries¹

To (a) ensure each Intermediary's compliance with Intertek's Code of Ethics and (b) avoid improper payments being channeled through Intermediaries, Intertek shall provide all Intermediaries with a copy of Intertek's Code of Ethics and:

- 1.1. Prior to appointing an Intermediary, or renewing or substantially revising the terms of the appointment of an Intermediary, conduct due diligence which shall include:
 - 1.1.1. A risk analysis.
 - 1.1.2. An interview with the Intermediary.
 - 1.1.3. Confirmation that, in the event of the intermediary's appointment, or reappointment, the intermediary accepts that their contract with Intertek shall require their full compliance with the Code of Ethics and allow that this may be periodically verified by Intertek.
 - 1.1.4. An investigation of the Intermediary's background which, for Intermediaries required to deal with government officials, shall be performed by an independent investigator.
 - 1.1.5. A verification that the remuneration paid to each Intermediary is appropriate and justifiable for legitimate services rendered, and does not facilitate improper payments by an Intermediary, through:
 - a. A remuneration analysis. This may include, where appropriate, consideration of:
 - i. the remuneration of other Intermediaries already used by Intertek for performing a similar function
 - ii. quotations from other prospective Intermediaries
 - iii. local market information on rates paid to Intermediaries
 - iv. justification for the rate proposed for the prospective Intermediary, and
 - b. A review of the remuneration analysis and, for Intermediaries required to deal with government officials, an approval by the Group Risk Committee prior to any payments being made to the prospective Intermediaries.
- 1.2. Monitor the Intermediary's continual compliance with Intertek's Code of Ethics and, in the event of breach, take remedial action which could, for serious breaches, result in termination of the contract. All agreements with Intermediaries shall allow Intertek to terminate the association upon the Intermediary breaching Intertek's Code of Ethics.
- 1.3. Where appropriate, provide training and support to the Intermediary.
- 1.4. Maintain records of fulfillment of the above mentioned requirements, including a copy of the contract with the Intermediary, consistent with the Intertek's Code of Ethics.
- 1.5. Account for the intermediaries' remuneration in a separate general ledger account in the accounting records. All such payments shall be consolidated.
- 1.6. Prepare annually a consolidated management statement of Intermediaries' remuneration.
- 1.7. Not deal with Intermediaries which it knows to be involved in bribery as defined in Section 3 of the Code of Ethics and this Guidance.

2. Joint venture partners

- 2.1 Due diligence of prospective joint venture partner(s) shall be conducted to the extent determined by risk analysis

¹"Intermediary" is any entity or individual external to Intertek, that/who is required, as part or all of its/his/her responsibilities, to promote the services of Intertek to Government officials or departments. This includes "middlemen", consultants and advisors for obtaining business or used in business negotiations.

and may include some or all of the components outlined in section 1.1.

- 2.2. Intertek shall not deal with any joint venture partner(s) which it knows to be involved in bribery as defined in Section 3 of the Code of Ethics and this Guidance.
- 2.3. The joint venture partner's compliance with the Intertek's Code of Ethics shall be monitored through monitoring of its conduct and, as appropriate, periodic verification. All joint venture agreements shall allow Intertek to terminate the joint venture upon the joint venture partner breaching Intertek's Code of Ethics.

3 Agents² and subcontractors

- 3.1. Due diligence of prospective agents and subcontractors shall be conducted to the extent determined by risk analysis and may include some or all of the components outlined in section 1.1.
- 3.2. Where appropriate, training for agents and subcontractors shall be provided.
- 3.3. Intertek shall not deal with agents and subcontractors which it knows to be involved in bribery as defined in Section 3 of the Code of Ethics and this Guidance and this Guidance.
- 3.4. The agent's or subcontractor's compliance with the Intertek's Code of Ethics shall be monitored through monitoring of their conduct and, as appropriate, periodic verification. All agreements with agents and subcontractors shall allow Intertek to terminate the agreement upon the agents or subcontractors breaching Intertek's Code of Ethics.

4 Contractors and suppliers

- 4.1. Procurement practices shall be conducted in a fair and transparent manner.³
- 4.2. Due diligence shall be considered in evaluating major prospective contractors and suppliers. The appropriateness and extent of due diligence shall be determined by risk analysis and may include some or all of the components outlined in section 1.1.
- 4.3. Intertek's Code of Ethics shall be made known to major contractors and suppliers used in the course of government jobs.
- 4.4. Intertek shall avoid dealing with contractors and suppliers which it knows to be involved in bribery as defined in Section 3 of the Code of Ethics and this Guidance.

Where practical, all agreements with contractors and suppliers shall allow Intertek to terminate the agreement upon the contractor or subcontractor breaching Intertek's Code of Ethics.

5 Customers

- 5.1. Dealings with customers shall be conducted in a fair and honest manner.
- 5.2. Due diligence shall be considered in evaluating major prospective customers. The appropriateness and extent of due diligence shall be determined by risk analysis and may include some or all of the components outlined in section 1.1.
- 5.3. Intertek's Code of Ethics shall be available to all customers.
- 5.4. Intertek shall avoid dealing with customers which it knows to be involved in bribery as defined in Section 3 of the Code of Ethics and this Guidance.

Where practical, agreements with customers shall allow Intertek to terminate the agreement upon the customer breaching Intertek's Code of Ethics.

² "Agent" shall mean an external entity that is granted Agency status and is required as part or all of its responsibilities to provide operational services on behalf of Intertek. "Subcontractors" shall mean entities or persons performing outsourced activities on behalf of Intertek.

³ "Fair and transparent manner" shall mean that Intertek's purchasing and procurement processes ensure level and equal terms of competition and should set out and publicise how bids and quotations are invited and assessed. This will include the criteria and specifications against which decisions are made and confirm that competitive bids are obtained for all larger contracts and full information is provided on the decision process.