

## Business Ethics Policy

This policy applies to all employees, contractors, associates and workers of the businesses within the RTC Group. It is a formal statement of the Group's commitment to the standards and rules of ethical business conduct. All employees are required to review this policy and to comply with its principles.

Below we have summarised the Group's standards of business practice, however we cannot address all issues which may arise. Any situations that are not covered by this policy but arise during day to day activities should be discussed with Senior Management.

### Business Practice Standards

To ensure that the integrity of our employees and Group is maintained we are committed to high ethical standards.

#### Competition

We will always compete vigorously in a fair and ethical way ensuring that legislation is never breached. Competition is good for our business as it ensures good value and service excellence so it should not be disparaged. To this end the Group will not seek to damage the reputation of its competitors, either directly or by implication or innuendo.

When in contact with our competitors our employees must avoid discussing confidential information and should not attempt to improperly obtain competitors trade secrets or any other confidential information. Pricing strategies must not be discussed with our competitors and employees should not enter into any arrangement or practice which would conflict with or breach current legislation.

#### Bribery and Corruption

The Group is opposed to bribery and corruption in whatever form it may take. The offering of gifts and/or entertainment to a third party must be authorised by the Managing Director of each of the businesses and must be modest in value and cannot be interpreted as inducements to trade. If there is any doubt, guidance should be sought from the Group Financial Controller.

No financial or other inducements should be given to third party organisations or individuals from such organisations in any circumstances.

#### Gifts and Entertainment

Employees should not accept gifts, money or entertainment from third party organisations or individuals where these might reasonably be considered likely to influence business transactions. Gifts, other than items of very small intrinsic value such as business diaries or calendars, should not be accepted. If it is felt that such an action may cause offence the gift should be used in a company raffle and the proceeds given to charity.

## Conflicts of Interest

A conflict of interest may arise where an employee is associated in a private capacity with an enterprise which does business (or is in direct or indirect competition with) the Group. All relevant conflicts of interest should be reported to the Group Financial Controller, details regarding this can be found in the Group Conflict of Interest Policy on the Intranet. All employees have a duty to adhere to this policy.

## Confidential information

Employees may come across confidential information during the course of their employment and they must not use this information for personal gain, or disclose it to third parties during or after their employment. The definition of "Confidential Information" is either information which has been classified as confidential by the Company or is otherwise obviously confidential from the surrounding circumstances.

"Confidential Information" does not include information which can be found in the public domain or information which the individual is required to disclose by law.

All employees have a confidentiality clause within their contract of employment which they must adhere to.

## Communication with the Media

Structured and timely media exposure can be very beneficial to our business however inappropriate and adhoc media coverage can be very damaging. Therefore all communication with the media should be managed through the marketing department. Employees should not publish literature, deliver any lecture or make any communication to the Press, Radio or Television relating to the Company's business or to any matters with which the Company may be concerned, without prior authorisation from the Board and marketing support.

## Public Interest Disclosure - "Whistle- blowing"

All employees are encouraged to raise genuine concerns about practices within the Group without fear of reprisals, to this end the Group has introduced a Public Interest Disclosure Procedure ("Whistle blowing" Procedure) which can be found in more detail on the Intranet.

The Company will not tolerate wrongdoing by workers at any level, if an employee has a genuine belief or serious concern that the Company or any worker of the Company has taken, is intending to or has failed to take action that is reasonably believed to lead to or amount to:

- a criminal offence;
- a failure to comply with any legal obligations;
- a miscarriage of justice;
- danger to the health and safety of any individual;

- damage to the environment; or
- the deliberate concealment of information tending to show any of the matters listed above

the employee can disclose this information to the Group HR Manager who will investigate and deal properly and sensitively with allegations of wrongdoing. The procedure does not replace, for those employees covered by it, the grievance procedure which continues to be the appropriate way to raise personal issues relating to the job or employment.

The Company will promptly investigate the allegation and will take whatever action it considers appropriate. If the employee reasonably believes that the nature of the concern relates to any of the areas above and they disclose this information to the appropriate person under the procedure in good faith, no action will be taken against them for making the disclosure.

#### Share Dealing

RTC Group is listed on the Alternative Investment Market (AIM) and as such must comply with various regulations as stipulated by the Stock Exchange, in particular RTC Group must ensure that it complies with share dealing requirements. The Group has therefore produced a Share Dealing Policy which can be found on the Intranet. In essence the policy dictates that all proposed purchases or sales of shares in RTC Group plc, by employees, must receive prior permission in writing or via Email from the Chairman or the Chief Executive.

#### Compliance

The Group aims to maintain high ethical standards in all aspects of its business, anyone found to be undertaking practices which are incompatible with this policy or related policies or which are unlawful, dishonest and harmful to others will be dealt with through the disciplinary procedure, which may include action up to and including dismissal.

#### Status of this Policy

This policy does not confer contractual rights to individual employees and we reserve the right to alter this policy from time to time as the Group sees fit or as legislation dictates.