



# do the right thing

excel, challenge and inspire

Is it  
in line  
with **Mitie**  
policy?

**Do the right thing**  
Code of Conduct

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## Do the right thing

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**A responsible company is one that will succeed and continue to grow, and that is why our code of conduct is a central part of our wider ethical business framework. It provides you with the guidance and support necessary to carry out your work in the right way.**

Our code provides guidance and support for every Mitie person when undertaking their work and draws together all of our longstanding policies and procedures from across the business into one simple and practical guide. Failure to comply with these puts the company and you at risk.

Everyone at Mitie should be aware that the consequences for not working to the requirements of this code may be very serious.

We need you to read this code and fully understand your role in working responsibly within your business. If you are ever worried that the requirements of this code are not being followed, or you are being put under pressure to do something you feel is wrong, then we want to hear about it.

Mitie's success relies upon having a strong reputation for doing the right thing – we need you to follow this code every day. But it is only the starting point and we cannot provide the answer for every scenario you may encounter. Use good judgement and if you are ever unsure, then just ask.

We will lead by example in applying this code in all that we do. We ask you to do the same and help Mitie continue to grow as a responsible business by always doing the right thing.



**Phil Bentley**  
Chief Executive

Can I **look**  
**myself** in the  
**mirror...?**

**Do the right thing**  
Code of Conduct

# All you need to know

Here's where to find all you need to know about our code of conduct

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What  
would my  
**family**  
think?



**Do the right thing**  
Code of Conduct

## Section 1

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# Our code - what is it?

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### Do the right thing

Our code has been designed to help you understand our core values and the responsible behaviour expected to support these values, safeguarding Mitie's reputation and ensuring the future sustainable growth of the business.

It provides guidance and support for every Mitie person when undertaking their work. It draws together all of our longstanding policies and procedures from across the business into one simple to follow guide.

The code does not provide the answer to every question you may have or every situation you may be faced with; instead it provides a set of guiding principles to follow when faced with an ethical dilemma. These principles act as a signpost to help you do the right thing. Where reference to company policy or legislation is provided, the requirements must be complied with at all times. Failure to do so may have disciplinary consequences.

### Who does the code apply to?

Every person who works for Mitie needs to follow the requirements of the code and follow the expected standards of behaviour. The code requirements apply to all sectors and all countries in which Mitie operates without exception. Our supply chain partners, joint venture partners and contractors' employees also need to ensure they follow the principles established in this code. Failure to do so could result in contracts being terminated.

The consequences of not following the code can be serious, and may include harm to our reputation, criminal liability, loss of contracts and, on a personal level, disciplinary action – including dismissal.

### If you're not sure speak up!



## Our values

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**Our values are a reflection of who we are and what we do, each and every single day. They set a standard of behaviour for everyone to follow when working with colleagues, clients, suppliers and other business partners.**

### Excel

We work with each other to achieve the best for our clients and our colleagues. We take pride in our roles and are committed to building great relationships with everyone we work with.

### Challenge

We give it everything we've got and constantly bring new ideas to the table. We embrace new thinking and technologies to help our clients and colleagues change the way they live and work.

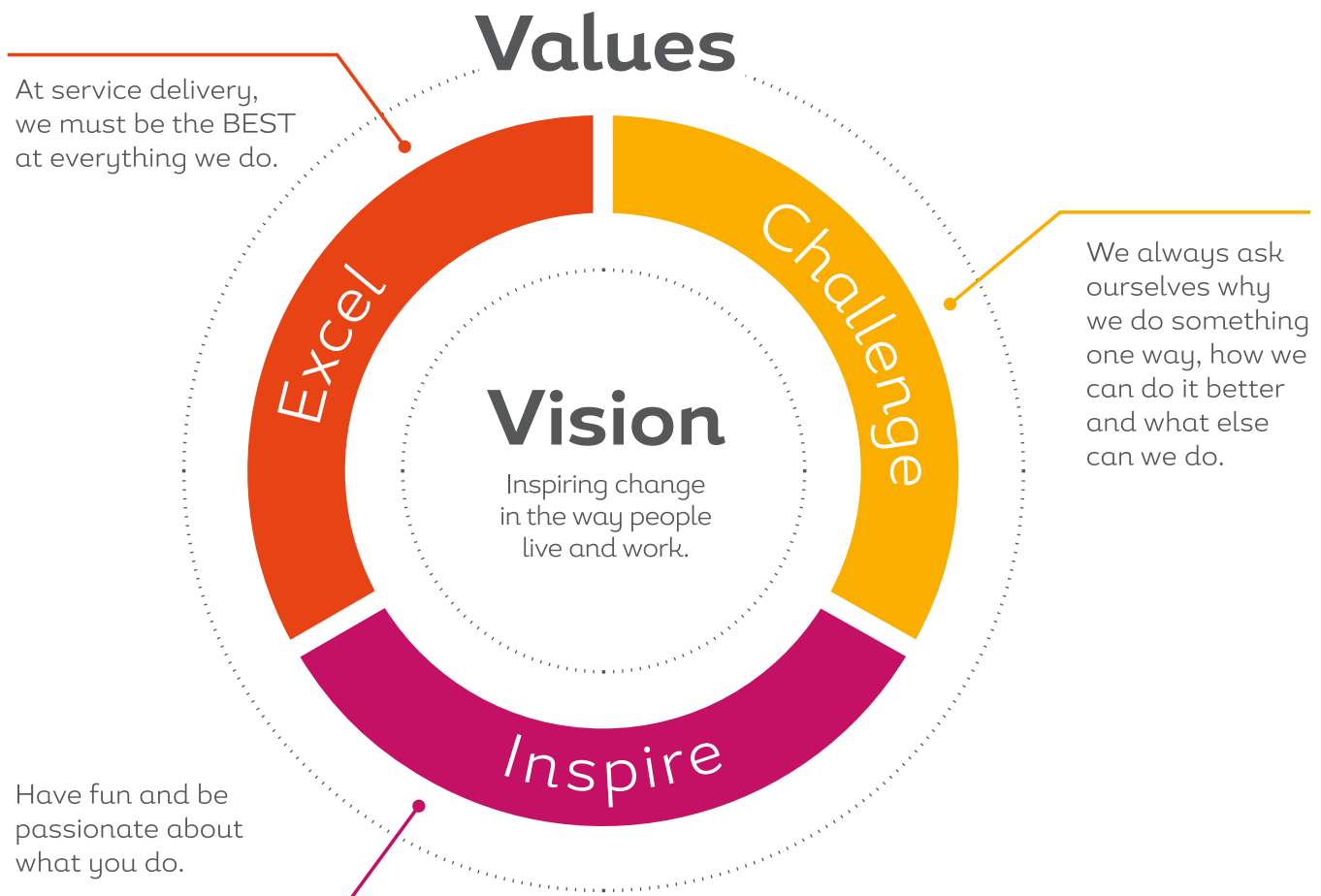
### Inspire

We support and encourage those around us to succeed at everything they do. We do good things for each other, the environment and the communities in which we work.

It's not just what we achieve but how we achieve it that is important. We want you to stand by our values, to be passionate about providing the best possible service for our clients and, ultimately, to contribute to the success of the business. We want to do all of this by doing the right thing every single day.

**We're proud of what we do  
and we want you to be proud too**





## Zero tolerance

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While this code provides a number of principles to help you make the right decision when at work, there are specific areas where we take a clear and unambiguous stance. This includes a zero tolerance position for any of the areas below:

- **Condoning unsafe working practices;**
- **Discrimination on any grounds, including race, religion, disability, gender, age or sexual orientation grounds;**
- **Violence and aggression;**
- **Bullying and harassment;**
- **Bribery and corruption; and**
- **Retaliation against those who speak up and do the right thing.**

You have a responsibility to speak up when you see behaviour or matters that sit outside of the requirements of this code and the policies and procedures it supports. If you are aware of any issues relating to the areas above, we need to know about it. Please make your concerns known to a colleague, your manager or a local HR manager. If you feel uncomfortable about doing this, please use our independent Whistleblowing service

Report your concerns by:

**Tel: 0800 374 199,**

**Web: [wrs.expolink.co.uk/mitie](https://wrs.expolink.co.uk/mitie)**

**Or Download the SpeakingUp app from Apple, Google Play, Microsoft app stores, access code: mitie.**

## At a glance

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We operate a confidential speak up service if you become aware of issues relating to bullying and harassment, discrimination, health and safety, and fraud. Speaking up is the right thing to do.

○  
**Would you be happy  
telling your family?**

Would I be happy telling my family  
or closest friend what I was doing  
or had been asked to do?



## Speak up

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Our Whistleblowing service is there to help you speak up. We understand that, from time to time, difficult situations may occur where you may be asked to do something or be involved in something illegal or unethical. Equally, you may be treated unfairly or see colleagues treated unfairly. This code gives you the guidance to help understand the context behind these situations so you can do the right thing.

Questions to help you understand what the right thing is, include:

- **Is it in line with Mitie policy?**
- **Is it legal?**
- **Is it ethical?**
- **Would I be happy telling a member of my family or closest friend what I was doing or been asked to do?**
- **Can I look myself in the mirror?**
- **Would I like to be treated that way?**
- **What is your heart telling you?**
- **Have I received the right training to be able to do my job in the right way?**

If you encounter a problem with a colleague, you should initially discuss the matter with them. If this is not possible, you should speak to your line manager or local HR manager.

If it is not possible to talk to any of the above, please call our independent Whistleblowing service confidentially on **0800 374 199**.

Should any retaliation or harassment occur against someone using the Whistleblowing service, we will investigate and take disciplinary action where required in accordance with our HR standards and procedures.

Report your concerns by:

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**Web: [wrs.expolink.co.uk/mitie](https://wrs.expolink.co.uk/mitie)**

**Or Download the SpeakingUp app from Apple, Google Play, Microsoft app stores, access code: mitie.**

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## At a glance

Speaking up is the right thing to do. We want to know about your concerns so we can do something about them.

Is it ethical?

Section 02

# Our people

## Responsible operations – Health and safety

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### Doing the right thing:

We want all our people to work safely and return home safely at the end of each and every day. We call this Work Safe Home Safe! We expect all our people to play their part in making our operations safer and ensuring their team has the right equipment, training and knowledge to guarantee a safe working environment.

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#### As Mitie employees we must always:

- Be aware of the work we're undertaking and the hazards associated with it;
- Follow the safe working procedure provided for us;
- Look out for your own safety and others around us;
- Report any accident, near miss, injury, ill health or unsafe condition so that action can be taken; and
- Ensure we are properly trained for the work you are doing.

#### We must never:

- Condone any unsafe act, condition or behaviour;
- Walk by an unsafe act or work area without raising the issue;
- Ignore the training we have been provided with;
- Apply pressure to our work colleagues to work unsafely; or
- Work while under the influence of alcohol or drugs.

### At a glance

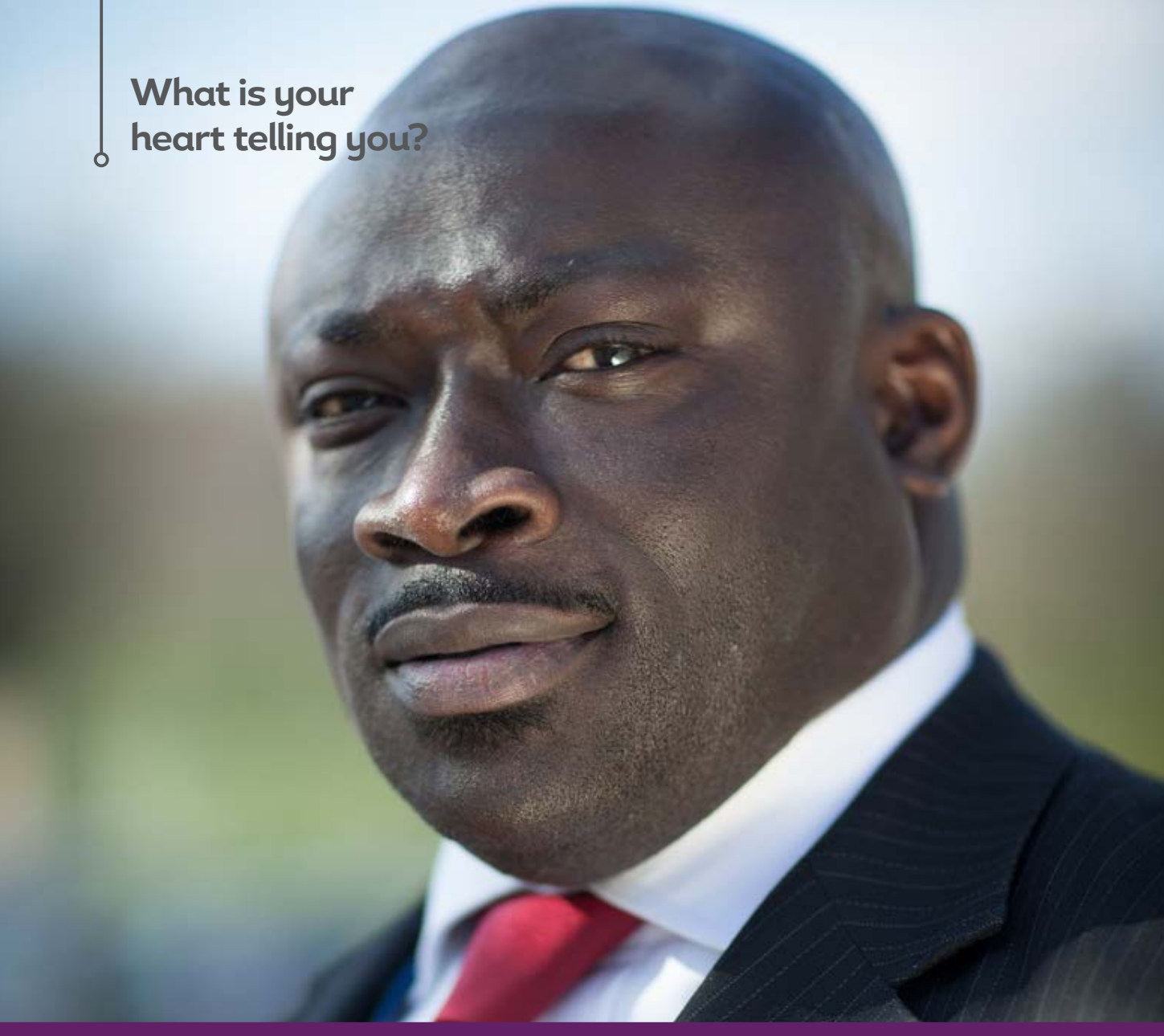
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#### Quite simply –

If it isn't safe  
then don't do it.  
Stop and you will  
be supported by  
your manager.

**Work Safe Home Safe!**





What is your  
heart telling you?

## How do you do the right thing?

The job is taking longer to do than anticipated and you're under pressure from the client to finish and hand over. You realise that speeding up the job will put your people at risk and you're not happy with this situation – but the client is proving very demanding and you're known for getting things done.

### How do you do the right thing?

**Work Safe Home Safe!** is all about having the ability to assess the risk and if you think it's not safe to either start, or continue to work - saying no and being supported by your line manager. Our people must never be put at risk and so you must explain the situation to the client, assuring them that the work will be completed as soon as it can be done so safely.

Two of your people have reported a near miss on their contract, which could have had serious implications. They ask you what to do next as they're concerned about the same thing happening again in future.

### How do you do the right thing?

Every incident and near miss must be reported to make sure we have the ability to learn from incidents and improve the safety of our operations. Near misses of any type allow us to intervene before the same thing happens again and may save someone from a serious incident. Speak to your line manager or QHSE manager for further information.

## Responsible operations – sustainability

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### Doing the right thing:

Our sustainability approach has six target areas and we need your input and support to help deliver these. You can help make Mitie a more sustainable business by understanding your role in delivering our sustainability objectives and by seeking new ways to provide our services.

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#### As Mitie employees we must always:

- Comply with the requirements of the health, safety and policy (MG(Pol)001) and the sustainability and energy policy (MG(Pol)003);
- Be aware of the environmental impacts associated with our business and work to minimise these;
- Ensure all environmental incidents or near misses are promptly reported so that action can be taken;
- Be aware of opportunities to provide our services in a more sustainable way; and
- Ensure our supply chain partners are aware of Mitie's sustainability objectives and are working to support these.

#### We must never:

- Condone any act, condition or behaviour that is likely to result in an environmental incident;
- Ignore the training we have been provided with; or
- Fail to report an environmental incident or near miss.


### At a glance

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Sustainability is at the heart of everything we do and we need your support to help Mitie be a truly sustainable business.

**Sustainability – at the heart of everything we do**





Can I look myself  
in the mirror?

## How do you do the right thing?

You're carrying out a review of the contract performance and you've identified potential waste management savings as a potential new waste contractor has approached you. The new supplier has been very vague about his credentials for handling waste but has offered significant savings.

### How do you do the right thing?

**The generation of waste is one of Mitie's significant environmental impacts and we need to make sure we are minimising the amount of waste produced through the delivery of our services, and that all waste produced is disposed of legally. Don't put yourself and Mitie at risk - all waste carriers must be licensed. Speak to your QHSE Manager for advice.**

## Employee relations – Diversity and equality

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### Doing the right thing:

Mitie employs thousands of people, but ultimately we are one team. We trust one another and we value everyone's contribution. Our commitment to a fair and responsible workplace, free of discrimination, inequality or harassment is unwavering and we expect these standards to apply when working with our clients and with our supply chain partners.

We will be clear on what is expected of you in your role and provide you with the support and training to do your job to the highest standard. In return we will not tolerate any form of personal abuse, harassment or mis-treatment of colleagues, clients or suppliers.

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### At a glance

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All our employees are entitled to a fair and honest working environment, free of discrimination, harassment or abuse.

#### As Mitie employees we must always:

- Show the highest standards of professional conduct at all times;
- Treat everyone with dignity and respect;
- Expect the same treatment from others in return;
- Communicate and exhibit Mitie's values and related behaviours at all times; and
- Report any incident or potential incident that we become aware of.

#### You should never:

- Work in such a way that our colleagues feel abused, intimidated or mistreated;
- Condone any form of harassment or abuse from our team;
- Be involved in an inappropriate personal relationship with a colleague which may cause decision making to be compromised;
- Use someone's personal situation or personal information to exploit them; or
- Fail to report an incident relating to harassment, intimidation or mistreatment.

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and inspire



What would my family think?

## How do you do the right thing?

You work in a team and your line manager is becoming increasingly hostile and abusive to a colleague. You feel the atmosphere is worsening and several of your team are starting to follow your manager's lead in order to fit in.

### How do you do the right thing?

**You can raise your concerns informally with a colleague, your line manager, their line manager or your HR manager. If you feel you can't do this, you can raise your concern anonymously through the Whistleblowing service. The Employee Assistance Programme may also offer personal support. Contact the EAP team on 0800 1116 387.**

During your review with your manager, they explain that they are unhappy with your performance and want significant improvements. It is highlighted that targeted improvements are required in specific areas and you may be asked to work to a formal performance improvement plan. If further improvements are not met this could lead to disciplinary action. You are unhappy and feel that you have been treated unfairly.

### How do you do the right thing?

**Speak to your line manager about your concerns, ask what support is available to you and agree to set SMART targets, which addresses the area of concern with your manager which you both agree are achievable. If you feel like you can't bring this up with your line manager, speak to your HR department for advice.**

You have been performing well and have applied for a more senior position internally. Towards the end of the interview, your potential new manager asks a number of questions about your personal situation, asking about the age of your child, how you cope with child-care arrangements and your potential plans to have further children.

### How do you do the right thing?

**During the interview you can say that you feel the questions being asked are inappropriate and ask why this type of information is necessary. If you feel you can't raise this in the interview you can contact your line manager or HR department with your concerns.**



Would I be happy telling my family  
or closest friend what I was doing  
or had been asked to do?

ROYAL



Section 03

# Our business

## Bribery and corruption

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### Doing the right thing:

We operate a zero-tolerance policy towards bribery and corruption. We expect you to comply with all legislation regarding bribery and corruption and to take all reasonable steps to ensure our supply chain partners operate in the same way.

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#### As Mitie employees we must always:

- Be aware of and comply with Mitie's rules on anti-bribery and corruption;
- Properly account for all business transactions;
- Report any incident or potential incident relating to bribery or corruption;
- Use our Whistleblowing service if we feel unable to report the incident via normal channels;
- Ensure we are up to date with Mitie's anti-bribery and corruption e-learning programme; and
- Seek guidance from the Enterprise Risk Director or Legal Counsel if we are unsure of the right thing to do.

#### We must never:


- Condone any form of bribery or corruption;
- Engage in facilitation payments to win business;
- Accept money or gifts to win business improperly;
- Create an off-the-book fund;
- Use our influence unethically to obtain services from supply chain partners;
- Encourage supply chain partners to engage in bribery or corrupt practices; or
- Fail to report a bribery or corruption incident.

### At a glance

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We do not want to win any work awarded through any form of unethical behaviour. If you are offered inducement in order to sign a contract, don't do it. Stop and report it to your manager.

excel, challenge  
and inspire



What is my heart  
telling me?

### How do you do the right thing?

During the bidding stage of an important new opportunity, a third party makes themselves known to you and explains they have very close links to the potential new client. They offer to apply some influence on the client in order to move your bid to the front of the queue but say they will need you to pay a significant fee for this to happen.

#### How do you do the right thing?

**Use of a third party in this respect (as a facilitation payment) is against Mitie policy and is therefore prohibited. If you are faced with this situation you must inform your line manager. If you are unable to do so, then you must contact either group legal counsel or use the Whistleblowing service. Do not put our reputation at risk.**

# Gifts and hospitality

## Doing the right thing:

The provision of gifts and hospitality is acceptable, but should not be done in an attempt to secure preferential treatment. In some cases, it may lead to a conflict of interest and inhibit objective decision-making.

### As Mitie employees we must always:

- **Comply with Mitie’s entertaining procedure (MG(P)002) which outlines the requirements on providing or accepting gifts and entertainment;**
- **Make sure there is a legitimate business reason for accepting or offering the gift;**
- **Register all gifts and entertainment offered or accepted on our business gift and entertainment register; and**
- **Report any form of unreasonable or lavish gift or entertainment offered to us, or requested from us.**

### We must never:

- **Offer or accept any gift or entertainment that sits outside of this Code or Mitie’s policy;**
- **Offer gifts or entertainment in an attempt to secure or maintain business;**
- **Offer or accept cash or a cash equivalent to benefit commercially;**
- **Offer or accept inappropriate or indecent forms of gifts or entertainment; or**
- **Conceal any offer or acceptance of gifts and entertainment.**

## At a glance

If you are offered any form of gift or hospitality and it just feels wrong to accept it, then it’s probably not a reasonable gift. You must report this to your line manager.


The following table provides guidance on gifts and hospitality approval:

Gift/hospitality value	Approval required	Record keeping requirement
Less than £50	None	No recording requirement
Between £50 and £200	Line Manager approval	Maintain in Gifts and hospitality register
More than £200	Managing Director approval	Maintain in Gifts and hospitality register

(NB. Where locally derived limits and/or recording requirements have been developed which are more stringent than the above, then these apply in those specific circumstances.)

If it feels wrong  
it probably is





What is your heart  
telling you?

## How do you do the right thing?

You are looking to engage a new supplier for a large contract and at a key stage of the tendering process, one of the listed suppliers offers you and your partner a fully expensed weekend break in London, taking in a West End show – just to help you make up your mind.

### How do you do the right thing?

**You say no. Such a gift would be classified as lavish and falls outside our policy and the timing of the gift is also critical. Accepting a gift during a tender process may inhibit objective decision making and is therefore outside of our policy. You must declare any such offer on your business gift and entertainment register.**

During an important contract re-bid, the client approaches you and explains that he's looking for someone to help him get weekend tickets and accommodation for him and his son to attend the forthcoming British Grand Prix. He explains that if you can help him, he can probably help you achieve 'other things'.

### How do you do the right thing?

**You should report the approach to your line manager initially. Then you need to explain Mitie's policy on providing gifts and entertainment, to the client and politely explain you are unable to help. Providing reasonable hospitality is a normal part of business, but providing lavish hospitality for a client's family, over a period of time and with no Mitie representative present is prohibited under our policy. If ever in doubt, ask for support from your manager.**

## Conflicts of interest

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### Doing the right thing:

At Mitie, all decisions must be made with the best interests of the company in mind. You must never allow external influences, particularly friends, family or any financial or political interest, to affect your decision. Situations like these should be avoided but, where they do happen, they need to be transparent and very carefully managed.

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### At a glance

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Conflicts of interest can have an impact on your ability to make objective business decisions.

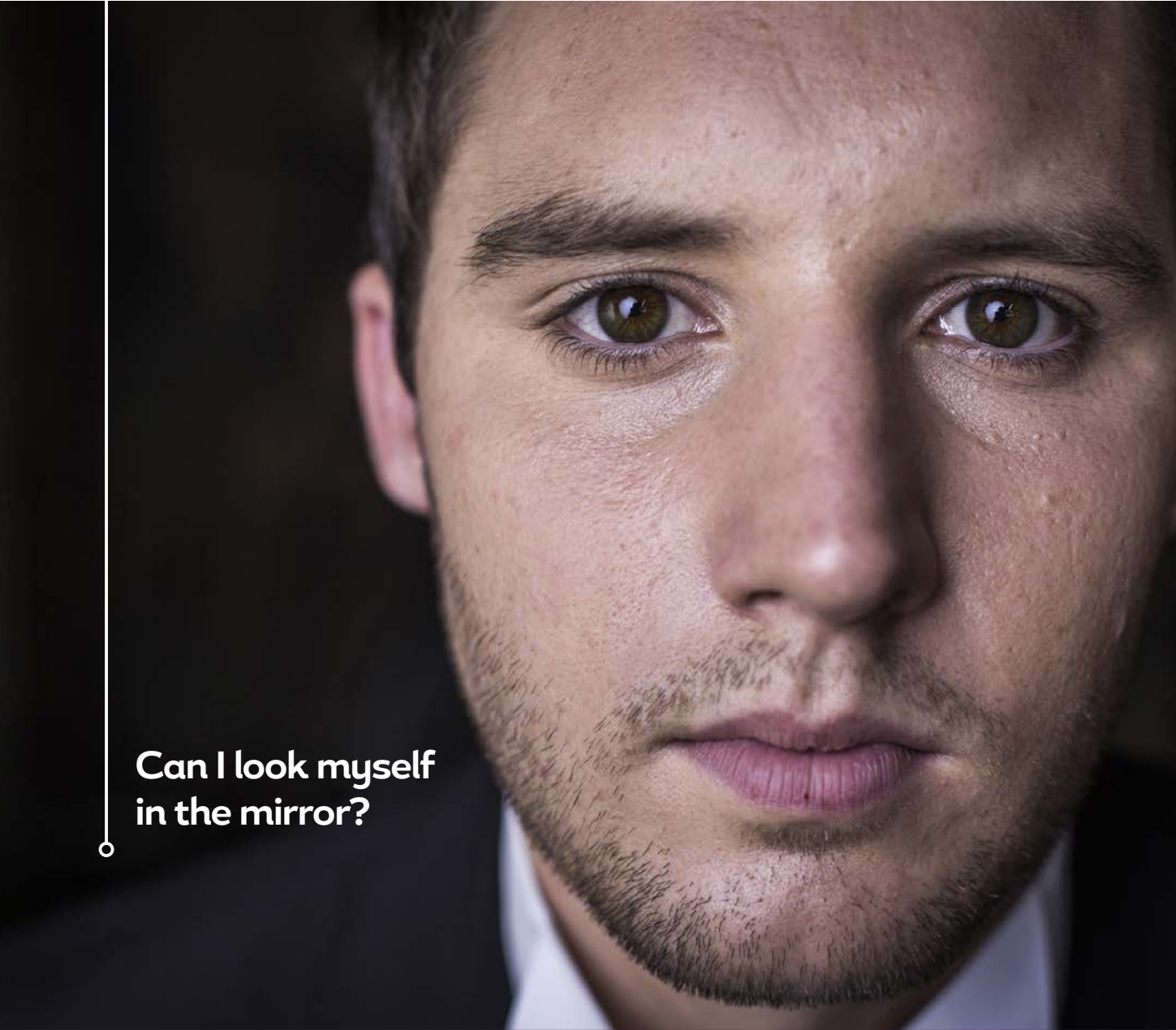
#### As Mitie employees we must always:

- Avoid a situation where our personal interests, or those of our family and friends, may influence a business decision;
- Declare any interest we have in other organisations (commercial, charitable or political) to our line manager;
- Obtain written approval for accepting any board position outside the Mitie group; and
- Report any form of, or potential form of conflict of interest to our line manager, or use the speak up service.

#### We must never:

- Employ, attempt to employ, or have other business dealings with a family relative unless it has first been approved by our divisional managing director;
- Approve such dealings through our team without prior approval by our managing director;
- Make an investment in a client or supplier if we have direct commercial involvement with them;
- Accept gifts and hospitality that are likely to affect our objectivity; or
- Conceal any conflict (or perceived conflict) of interest.

It's not just what we do;  
it's how we do it



Can I look myself  
in the mirror?

## How do you do the right thing?

You are looking to procure materials and your brother-in-law (who is not an approved supplier) offers to supply the materials to you at a cheaper price than the current list of suppliers.

### How do you do the right thing?

Using a family member in this way may potentially lead to a conflict of interest and that is why we have a clear policy on working with family members. In this situation the business relationship must be approved in advance by your managing director with fully transparent arrangements in place. If you are aware of such relationships and have concerns that they fall outside the requirements of this code, then use the Whistleblowing service.

Your client approaches you and states that as Mitie is a very large organisation with a range of job opportunities, she would really appreciate you finding a role in your team for her daughter who is shortly about to leave school.

### How do you do the right thing?

Employing a client's family member directly within your team may lead to a conflict of interest (or a perceived conflict) and you should report the approach to your line manager for guidance. Opportunities to employ talented people should not be overlooked but should be done on a fully transparent basis and in accordance with our HR procedures. You should not be involved in the hiring process. Failure to do so may lead to a conflict of interest in future.

## Responsible partnerships with our suppliers

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### Doing the right thing:

The development of a responsible supply chain is critical to the success of our business now and in the future. We must ensure our partners share our responsible values and that we, in turn, treat them with trust and transparency. At Mitie we, evaluate, select and performance manage suppliers openly using clear and objective criteria.

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#### As Mitie employees we must always:

- Make sure all suppliers are engaged via a fair, transparent and objective process in accordance with the procurement policy (MG(Pol)012);
- Help our suppliers to understand the requirements of this code and the supplier code of conduct;
- Regularly vet the performance of suppliers and contractors to ensure they comply with this code, our policy and legislative requirements;
- Avoid conflicts of interest by maintaining an arms-length relationship (see page 24); and
- Report any concerns related to the activities of suppliers to our line manager, or use the Whistleblowing service.

#### We must never:

- Overlook real or suspected supply chain under performance outside of the requirements of this Code and related policy;
- Accept lavish gifts and hospitality from a supplier (see page 22) ;
- Conceal any conflict (or perceived conflict) of interest with a supplier; or
- Share confidential information between supply chain partners or prospective partners / clients unless protected through a formal non-disclosure position.

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### At a glance

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Supply chain partners are key to our success in the future; treat them with trust and transparency.

**Responsible partnerships  
with our suppliers**

**Treat our supply chain  
partners responsibly**





## Is it ethical?

### How do you do the right thing?

You're under pressure from your manager to improve the margin on your contract and you've identified possible savings from a key supplier. An alternative supplier has offered to provide the same services but for a significantly cheaper price. You're thinking of forwarding this quote on to your existing supplier and telling them to match it.

#### How do you do the right thing?

**Confidential and commercially sensitive information from one supplier should never be shared with another supplier. Supply chain negotiations must be carried out on a fair and transparent basis to avoid unfairly treating one supplier over another. In this case you must ensure that your negotiations are undertaken openly and fairly to obtain the best outcome for Mitie, while avoiding compromising a supplier.**

A potential new supplier approaches you and tells you they can help win new work for you from a range of potential new clients, and they will take a percentage of the new contract value as their fee.

#### How do you do the right thing?

**Relationships of this type are forbidden through our ethical business practice policy. Any third party involvement in contract negotiation is only allowed if the client has expressly mandated the use of such a party and is funding their involvement. If you are approached by third parties then you should raise this approach with your line manager and your divisional procurement head.**

## Competition

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### Doing the right thing:

Whenever and wherever we operate, we must comply with fair competition legislation. We must never enter into any price-fixing arrangements, share sensitive price information, attempt to rig bids or undertake restrictive practices with our competitors or supply chain partners, either directly or indirectly. Undertaking any of these practices will lead to disciplinary action. If you are in any doubt in this regard in relation to a business proposal, you should seek guidance from your Divisional Lawyer..

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#### As Mitie employees we must always:

- Follow the requirements of Mitie's ethical business practice policy (MG(Pol)002) and this code;
- Avoid attempting to set or fix prices with competitors;
- Be careful when dealing with competitors, particularly in areas such as trade associations, forums etc; and
- Withdraw from a conversation with a competitor if you feel it may breach Mitie's policy, and seek guidance from your business's legal representative.

#### We must never:

- Share commercially sensitive information with a competitor or supplier without obtaining prior approval from your business's legal representative;
- Attempt to signal future prices via trade publications, journals etc;
- Attempt, with a competitor, to block the use of a supplier or sales to a customer; or
- Look to divide up the market with a competitor.

### At a glance

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We all have a duty to make sure we avoid undertaking commercial dealings which fall outside competition law in territories where we operate.

**Does it feel right?**

A man with short brown hair, wearing a white dress shirt and a purple tie, stands in a server room. He is looking towards the camera with a slight smile. The room has a glass partition in the foreground, and in the background, there are several computer monitors displaying data, and a person is visible working at a desk. The ceiling has recessed lights.

Is it legal?

## How do you do the right thing?

You bump into a former sales colleague who now works for a competitor while staying in a hotel. During the conversation your former colleague mentions two current bids that he knows you are both working on and suggests doing a deal to make sure you both gain a share of the market.

### How do you do the right thing?

**You must never enter into such an agreement and should never be involved in this type of conversation. If this situation occurs you should withdraw from the conversation and report the contact to your line manager and Divisional Lawyer immediately. Any arrangement of this type is illegal and could result in both you and Mitie facing a fine or a criminal charge.**

At a trade show you meet a competitor who takes you to one side and states that margins are being squeezed and something needs to be done about it. She suggests the two of you get together soon to agree how to 'fix the problem'.

### How do you do the right thing?

**Price fixing is illegal and so you should stop the conversation immediately and report it to your line manager and Divisional Lawyer. Any attempt to enter into such an arrangement with a competitor exposes both you and Mitie to possible criminal action.**

## Dealing in Mitie shares

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### Doing the right thing:

Each and every one of us must ensure they do not trade shares, be it directly or indirectly, while in the possession of inside information; or disclose any sensitive information relating to finances, organisational change, litigation or mergers and acquisitions.

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#### As Mitie employees we must always:

- Comply with Mitie's share trading and insider dealing procedure (MG(P)009) and the requirements of this code;
- Ensure we prevent inside information from being released outside of Mitie; and
- Report any incidents (or potential) incidents of insider trading that we become aware of.

#### We must never:

- Trade (either directly or indirectly) any Mitie shares while we are in possession of inside information;
- Pass on any inside information relating to Mitie to anyone if not approved to do so;
- Use inside information that we may be made aware of relating to other organisations; or
- Spread incorrect or false information about publicly listed shares in an attempt to influence the price of those shares.


### At a glance

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You must never disclose any sensitive information or engage in insider trading.

Is it in line with Mitie policy?





Would I be happy  
telling my family what  
I was doing or had been  
asked to do?

## How do you do the right thing?

You follow Mitie's wider business dealings very closely and are aware of certain bids that you believe are about to be won. Your father-in-law is an enthusiastic shares trader and you're considering having a quiet word with him to suggest the timing is right to buy some shares. How do you do the right thing?

### How do you do the right thing?

**Such a conversation is known as 'insider trading' and is potentially a very serious issue, with a fine or criminal action a possible outcome. If you are in doubt as to what you can and can't do regarding the trading of shares, then contact the Company Secretary for advice.**

You take on a new supplier for a major contract and as part of the on-going discussions with the key contact from the supplier you are aware that he is very interested in the fortunes of Mitie and acquiring shares. You are heavily involved in a forthcoming acquisition and the supplier is pressing you for information on Mitie to help him make his investment decision.

### How do you do the right thing?

**Confidential and / or commercially sensitive information should not be shared externally, unless you are authorised to do so for business reasons, but should never be shared in relation to potential trading of shares. In this scenario you should explain to the supplier that you are unable to help and then report the approach to your line manager.**

I can speak up and know  
I'll be supported.



Section 04

# Our integrity

## Protecting our assets

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### Doing the right thing:

We must make sure we look after and respect all Mitie's assets, namely our place of work, our computer and telephone, the vehicle we may use to get to and from work, finances or supplies that you may have access to, and even the time that we have to do our job. All these assets must be used responsibly, safely and for business purposes.

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#### As Mitie employees we must always:

- Use all the assets we are provided with responsibly at all times;
- Ensure proper use of Mitie's funds, treating them with the same level of care that we would for your personal funds;
- Make reasonable personal use of company phones, computers and other mobile devices;
- Look after all sensitive, confidential and personal information that we may handle while working; and
- Ensure business expenditure is accurately and honestly accounted for.

#### We must never:

- Use company resources for non-work related purposes unless we have been specifically authorised to do so;
- Attempt to personally gain through using Mitie assets;
- Undermine the system of internal control by providing access to assets or information to unauthorised people;
- Work directly for another organisation while working for Mitie; or
- Share commercially sensitive, personal or other confidential information outside of Mitie.

### At a glance

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We are all personally responsible for the assets we use at work. Use them responsibly at all times.

**Treat them like they are your own**





## Does it feel right?

### How do you do the right thing?

You're thinking about borrowing a Mitie van from a colleague as you've offered to help a friend move a number of large items from her old house to her new one.

#### How do you do the right thing?

**Mitie vehicles should only be used for business purposes and insurance arrangements may not cover the above scenario. If in doubt, refer to the fleet management procedure (MG(P)740) for further guidance.**

A friend asks for some technical support for a charitable event involving the refurbishment of an old property. He's asked you to supply labour and equipment to help with the project over a weekend.

#### How do you do the right thing?

**In this situation talk to your line manager initially to have the request for help approved. If approval is given, then ensure the usual operating practices apply and the work can be carried out while minimising the risk of harm to Mitie people and the public.**

# Information management and security

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## Doing the right thing:

Information is one of our most valuable assets and we must do all that we can to protect it. Secure information helps to ensure business continuity and reduce disruption by preventing or minimising the impact of security breaches. It also demonstrates to clients that we handle their information with care, giving them added confidence in our integrity.

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### As a Mitie employee we must always:

- Understand the value and sensitivity of our information or our customers' information;
- Handle the information appropriately. Often this will require us to understand how the information should be classified, according to either our information classification procedure (MG(P)879), or those of our customers;
- Maintain a copy of information for no longer than is required for contractual, legal, commercial or legislative reasons in accordance to the document control and retention procedure (MG(P)270);
- Ensure all IT equipment, software or information in electronic or paper form, is returned when no longer required; and
- Know how to recognise and report an information security incident. To understand the categories of incident refer to the information security manual (MG(M)870).

### You should never:

- Reveal confidential information about Mitie in a personal online posting, upload or transmission. This includes information on finances, clients, business plans, or personal information;
- Try to circumnavigate IT security controls on IT equipment belonging to Mitie or our customer;
- Share (including downloading to a USB stick) any information held by Mitie unless we are authorised to do so, and recipients are authorised to receive it; or
- Leave valuable information unattended. We must not leave sensitive paperwork on desks overnight; ensure portable equipment such as laptops or tablets are secure when in public spaces.
- Open unsolicited attachments or click on links from non-verified source

## At a glance

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Information can take many forms, from email, voicemail, and websites through to written communication, photos and videos. Whatever form it takes, it must always be appropriately protected.

## Cyber threats

A cyber attack or data breach can take many forms including deliberate attacks, technology issues and human error or negligence. The instigators of a cyber attack can include organised crime groups, competitors, disgruntled employees and politically motivated groups. The UK's increasing reliance on computer systems, web-enabled communications and cloud technology leaves many organisations open to new exposures.

Think + Act = Secure

Would I want to read  
about it in the newspaper?



## How do you do the right thing?

How do you do the right thing? A client asks you to submit a proposal to them via email. The proposal must include personal details including people's name, age, gender and ethnicity.

### How do you do the right thing?

**This type of personal information is considered sensitive; there are data protection implications if we do not handle these details appropriately. You should advise the client that it is Mitie's policy to ensure that sensitive information is handled securely and that the standard way we use email is not sufficiently secure for transmitting across to a customer unless the information is encrypted. Advice on how to handle sensitive information and how to securely share it is available via the IT Service Desk.**

Your company laptop has been stolen along with a USB memory stick. The memory stick contains files that were copied from the laptop. These files include employee names, addresses, age, salary, and ethnicity details. Due to on-going TUPE discussions, there are also files containing similar details about a client's employees.

### How do you do the right thing?

**You should inform the police and take note of the crime reference number (CRN), then inform the IT Service Desk and provide this CRN along with a description of the information held on the laptop and USB memory stick. Inform the client contract manager and your business's legal representative. Do not inform the client yourself. Loss of personal sensitive information can have contractual and legal implications and may need reporting to various parties through agreed channels. An assessment involving the commercial, legal and information security teams is therefore required, before it gets reported to the client.**

## Data protection / confidential information

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### Doing the right thing:

Mitie handles personal and confidential information relating to our people and our clients on a daily basis, and we are committed to ensuring this information remains secure at all times. Failure to keep this information secure may result in prosecution, significant fines and reputational damage.

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#### As Mitie employees we must always:

- Follow the requirements of Mitie's data protection procedure (MG(P)010) and this Code;
- Only use personal information for business purposes and in accordance with law;
- Ensure personal information remains secure at all times;
- Make sure that we minimise the risk of information being lost when transferring data between devices;
- Ensure that arrangements are in place to comply with data protection legislation; and
- Report any data protection breaches immediately, in accordance with the data protection procedure.

#### We must never:

- Release or divulge personal information relating to our people, clients or members of the public to third parties other than in accordance with law;
- Try and gain a commercial advantage by using commercially sensitive and/or confidential information which is not publicly available;
- Provide commercially sensitive and/or confidential information externally; or
- Use confidential information that we have from a previous employer, or allow someone to provide us with such information.

### At a glance

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We all have a duty to ensure personal data and confidential information remains secure and confidential.

Is it legal?





Should I share  
this information?

### How do you do the right thing?

A team member has recently joined from a competitor and has informed you that she has a lot of commercially sensitive information which you feel would really help you target the competitor's client base.

#### How do you do the right thing?

**Explain to your colleague that sharing this information falls outside the standards of behaviour laid out in this Code, is against Mitie policy and may potentially be illegal. You are free to use the general experience and knowledge of your new colleague but not specific and commercially confidential information. If in doubt contact the Group Legal Counsel for advice.**

## Political relationships

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### Doing the right thing:

When it comes to political activity, our stance is clear: while Mitie regularly engages with government, regulators and the public sector, no Mitie employee should involve themselves in political activity or make a donation to a political party and must remain politically-neutral at all times.

We do, however, recognise the right for individuals to be involved in political activities, but when this happens we must make it clear that the views expressed are our own.

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#### As Mitie employees we must always:

- Ensure any governmental dialogue we undertake has been authorised by our line manager;
- If we are involved in political activity, we must make it clear that the views expressed are our own and are in no way connected to Mitie; and
- Identify any potential conflicts of interest between personal political activity we may undertake and Mitie's activities.

#### We must never:


- Engage in political activity or lobbying on behalf of Mitie unless we have been authorised to do so;
- Use Mitie resources or company time to undertake political activity; or
- Make any donations to a political party on behalf of Mitie.

### At a glance

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Political activity related to Mitie is expressly prohibited and care must always be taken to avoid political bias when working with government, regulators and the public sector.

It's not just what we do,  
it's how we do it



What would  
I tell my partner?

## How do you do the right thing?

Following a business seminar a prominent local MP invites you to join him for dinner to talk about business. You accept the invitation and feel it would only be fair to pay for the dinner.

**How do you do the right thing?**

**Mitie is not aligned to any political party and paying for dinner with an MP could be seen as an act of political support. Any such situation should therefore be avoided.**

A friend asks you to provide some resources in support of a local political meeting. He's only asked you to provide some vans to help transport materials to the event and to see if you can organise some food for those attending. You feel it really might help your business to gain some free publicity.

**How do you do the right thing?**

**Providing resources in this situation could be seen as support for the political party holding the meeting and should be avoided. In this situation you should politely decline the request for help and report it to your line manager.**

## Communicating with the outside world

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### Doing the right thing:

Our communication with external stakeholders (the media, shareholders, suppliers, the communities we work in) must be clear and truthful. All external communication must be approved by our corporate affairs team. Internal communication is equally important, as it can quickly become external communication, so please take care when using social media or composing emails.

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### At a glance

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Only specifically authorised people should communicate externally on any business matters.

### As Mitie employees we must always:

- Comply with Mitie's communication policy (MG(Pol)004) and the requirements of this Code;
- Consult the corporate affairs team if we are approached to make comments or act as a spokesperson for Mitie;
- Ensure communications or publications are approved by the corporate affairs team before external release;
- Be aware of any situation where we may, unwittingly, be seen to be making statements on behalf of the company; and
- Make sure any communication (both internal and external) will not impact Mitie's reputation as a responsible business.

### We must never:

- Make any external statement regarding Mitie unless we are authorised to do so;
- Respond to any questions from the media about Mitie unless approved to do so; or
- Write or say anything that may damage Mitie's reputation or our clients.

**We're proud of what we do and we want you to be proud too**





Should I say that?

## How do you do the right thing?

You're approached by a journalist from a national newspaper who tells you she wants to showcase examples of best practice in government procurement contracts. During the conversation she asks you to provide some quotes for the article, particularly involving the contract model, delivery mechanisms and pricing structure. She promises she only needs some summary information and you feel the article would be a great way of raising Mitie's profile. It might even help raise yours too.

### How do you do the right thing?

**You must involve the Corporate Affairs team at the time of the first request to see whether Mitie's involvement can be supported. The team will review and authorise the communication, be able to guide your involvement and help you to promote Mitie while avoiding any potential pitfalls that you might be exposed to.**

# Financial and non-financial accounting and reporting

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## Doing the right thing:

We must ensure we report openly and honestly on our business performance. Falsifying or intentionally mis-stating any records, be they expenses, timesheets, operational compliance key performance indicators, supplier invoices or company accounts or any other documentation is fraudulent and could have a significant impact on Mitie's reputation and may result in incorrect business decisions being made.

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### As Mitie employees we must always:

- Comply with Mitie's finance policy (MG(Pol)005) and the requirements of this Code;
- Ensure transactions we undertake are in line with delegated authority requirements;
- Accurately and fairly report all business transactions and performance metrics;
- Maintain effective and accurate records to support our reporting requirements;
- Complete all expense claims in line with the employee business expense procedure (MG(P)001) and ensure the expenses of our teams are accurate;
- Maintain records in accordance with legal requirements; and
- Report any incidents (or potential incidents) of non-compliance with this code that we become aware of.

### We must never:

- Knowingly record or report any transaction in an ambiguous or misleading way;
- Falsify any documentation – be it financial or non-financial;
- Apply influence on others to falsify documentation; undertake misleading or false accounting or reporting; or
- Remove or destroy documentation in an attempt to conceal or mislead.

## At a glance

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Accurate and open reporting is essential for future business success and is a cornerstone of Mitie's ability to be recognised as a responsible company.

Is it ethical?





Is it the truth?

## How do you do the right thing?

You're aware that a client audit is about to be undertaken in your operational area. Your line manager is concerned that a number of signed job completion records are missing and asks you to go back over the last quarter and produce back-dated versions of them all – as nobody will notice. You're not sure if you should be doing this but your manager is insistent.

### How do you do the right thing?

**You talk to your line manager and explain that you're unable to produce the information requested as this is mis-leading for the client and may potentially be seen as fraud. If you are ever in this situation, or are aware of this situation, and feel that you are unable to raise the matter with your line manager then you should use the Whistleblowing service where your anonymity will be maintained.**

It's been a challenging quarter and you're not quite at your target for the last month. You know some work is coming in in the next two weeks and if you account for it now it will really help the figures and your manager will probably be happy.

### How do you do the right thing?

**You comply with Mitie's financial procedure regarding revenue recognition and only recognise revenue in the accounting period in which work has been performed, as revenue should be recognised to reflect performance. If in any doubt about the application of the Group's financial procedure you should discuss with Group Finance. If you are put under pressure to act in such a way then you should raise it with Group Finance or use the Whistleblowing service.**

**Section 05**

**Appendix**

# Appendix 1 –

## Policy and procedure references

### All you need to know on Mitie's core policies:

Ethics and compliance	Ethical business practice policy (MG(Pol)002)
Zero tolerance	Ethical business practice policy (MG(Pol)002)
Speaking up	Whistleblowing procedure (MG(P)003)
Working safely	Health, safety and environmental policy statement (MG(Pol)001)
Employee relations – diversity and equal	Equality, diversity and inclusion policy (MG(Pol)011)
Sustainability	Sustainability policy (MG(Pol)003)
Anti-bribery and corruption	Ethical business practice policy (MG(Pol)002)
Gifts and hospitality	Ethical business practice policy (MG(Pol)002)
Supply chain relations	Procurement policy (MG(Pol)012)
Competition	Ethical business practice policy (MG(Pol)002)
Insider dealing	Share trading and insider dealing procedure (MG(P)009)
Information management	Information security policy statement (MG(Pol)009)
Data protection	Data protection procedure (MG(P)010)
Financial reporting	Finance policy (MG(Pol)005)
Confidential information	Information classification procedure (MG(P)879)
External communication	Communication policy (MG(Pol)004)

Is it  
in line  
with **Mitie**  
policy?



**Do the right thing**  
Code of Conduct







**do the right thing**  
excel, challenge and inspire

MG (HB) 203/03

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