

Our Policy

M Group Services and its subsidiary companies (together the “Group” and individually “Group Entities”) are committed to complying with competition laws, and all employees should be aware that any infringements of the procedures or guidelines in this policy and the Competition Law Compliance Procedure (the “Procedure”) will be viewed very seriously.

The UK’s competition laws are designed to promote fair competition, prevent anti-competitive practices and protect consumers. Understanding these laws is crucial for maintaining ethical business practices across the sectors in which our Group operates.

You should take the time to read this Policy and the Procedure carefully. Compliance with competition law is in all our interests.

Introduction to the Key Laws

The key sources of competition law which the Group is required to comply with are:

- the Competition Act 1998, which prohibits anti-competitive agreements and the abuse of a dominant position, and
- the Enterprise Act 2002, which introduced criminal sanctions for cartels (e.g., price-fixing and bid-rigging),

(together the “Competition Laws”).

What is Anti-Competitive Behaviour?

Practices which are regarded as being anti-competitive include any agreements between businesses, decisions by associations of businesses (such as Trade Associations), or concerted practices which have the effect of preventing, restricting or distorting competition, or are intended to do so, and which may affect trade. Specific practices identified as being anti-competitive and in breach of the Competition Laws include the following:

- passing to any competitor any information on a Group Entity’s pricing or pricing policy, including giving or receiving a cover price;
- fixing purchase or selling prices (including tendering prices) or other trading conditions;
- agreeing with competitors, suppliers or customers to limit or control production, markets, technical development or investment;
- agreeing with competitors to divide or share markets (whether geographic, work type or otherwise);
- agreeing with competitors not to bid for tenders or to withdraw a bid or to allocate bids on a rota basis or any other form of bid-rigging;
- agreeing with competitors to discriminate against particular suppliers or customers, including a collective boycott.

Consequences of Infringement

The consequences of infringing Competition Law are extremely serious for individual employees, Group Entities and the Group as a whole. Following an investigation by the CMA, a finding of infringement under the Competition Act 1998 or Enterprise Act 2002 may result in:

- substantial fines for Group Entities (up to 10% of the whole Group’s turnover);
- exclusion from future tender opportunities;
- unenforceability of agreements entered into by relevant Group Entities;
- substantial damages payable by the Group;
- damage to the corporate reputation of the Group and the Group Entities;
- wasted management time and cost (including external costs) in dealing with investigations and legal proceedings;
- fines and/or imprisonment for up to 5 years for directors or employees found guilty of participating in “hard core” cartel activity;
- up to 15 years disqualification of directors who have participated in, or who negligently failed to take action against, anti-competitive agreements or conduct by a Group Entity.

Training and Awareness

The Procedure has been developed to ensure that employees are familiar with relevant competition law and/or best practice and how it may impact on their job role. In that respect the Procedure explains what is permitted and not permitted under Competition Law in sufficient detail so as to enable employees to find answers to specific practical questions or to know who they should approach for guidance.

Dawn Raid Guidance has also been produced to provide guidance as to how to react to the arrival of a CMA search team and what to do next.

Employees across the Group will be provided with appropriate Competition Law education and training through a variety of means, including mandatory web-based training.

Reporting and Further Information

It is the responsibility of every individual working within the Group to comply with this Policy, the Procedure and Competition Laws.

Divisional management within the Group will report any infringement of Competition Law, or reasonable suspicion of an infringement promptly to the Group General Counsel.

Employees having a concern about a Competition Law matter should raise the issue with their line manager, Head of Internal Audit or the Group General Counsel.

If employees continue to have concerns and / or feel that they are unable to raise an issue in this way they should raise the matter using the Group’s helpline. The helpline is available 24 hours a day, 7 days a week. The freephone number is 0800 890 011 (extension 833 573 1738) and all calls are taken by Navex, an independent organisation with impartial staff trained to handle these types of calls. Alternatively submit a report online at <http://mgroupservices.ethicspoint.com/>.

Authorisation



Alexandra Badel
M Group Services, General Counsel

Date approved: 11/02/2025

Next review: 11/02/2026