



ROBERT  
WALTERS  
GROUP

# Our Code of Conduct

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## Introduction

The Code contains important information and resources that help us conduct our business legally, ethically, responsibly and in accordance with our values. We should all be very familiar with the Code and use it often.





# Message from our Chief Executive Officer

Our business is committed to the same principles that have driven our success from the very beginning, when our founder Robert Walters opened the first office in central London determined to build a reputation for being different, innovative and memorable — a strong team-based culture that puts clients and candidates first, a passion for quality in all we do, a commitment to treating people with integrity, and an innovative spirit that propels us to constantly improve.

The responsibility to protect our long-standing reputation falls to each of us. Whilst this means performing our jobs to the best of our abilities, it also means acting with the utmost integrity in everything we do. When we act with integrity, we foster a safe, respectful, equitable and inclusive workplace for all.

Our continued success is driven by every one of us making the right decisions, every day. That's what our Code of conduct is all about. The Code establishes a shared set of values, connecting together all our policies to which all of us are expected to adhere. Please read it carefully – let it guide your actions and interactions with others.

You are strongly encouraged to report through the appropriate channels if you have genuine grounds to suspect a violation of its principles. Seek help if you are ever in doubt as to what our Code says, what actions are appropriate or what your duties are in upholding our Code.



**Toby Fowlston**  
Chief Executive Officer



# Message from our Chief People Officer

Our Code of Conduct is designed to support you and the behaviours you convey in your every day. Understanding and living out our Code is fundamental to creating a great place for you all to work. However, the code is simply a guide and not a rule book – it cannot cover every situation and it does not intend to.

We're incredibly proud that the standards of our people are high. We therefore expect and trust you to fully understand our group policies and procedures, speak up when things don't seem quite right, seek help if you need, and always ensure to apply our three guiding principles into your daily work.

As a custodian of our brand and culture, I want to reassure you that speaking up in the best interest of our business is extremely valued, and we will ensure that you can do so without fear and in the strictest confidence.



**Indy Lachhar**  
Chief People Officer





# Our Responsibilities

The Code is designed to guide the conduct of all employees, regardless of location, function or position, on ethical issues that are faced during the normal course of business.

If you are a director, head of department, people manager, or other senior employee, you have a particular responsibility to:

- lead by example and promote and display good ethical behaviour and business conduct, as well as complying with laws and regulations
- make sure all team members have access to and understand this Code
- make sure your people attend training related to this Code where offered
- create an environment in which members of your team feel confident and able to raise ethical concerns
- make sure that any concerns that are raised are taken seriously and followed up.

This Code establishes the minimum standards of conduct that are expected in relation to our business, regardless of our geographical location. The standards of conduct will be at the very least compliant with the law and may well go beyond it, dependant on location. If you believe the guidance in the Code conflicts with local law and you are unsure how to act or behave, then you should follow the higher standard.

The standards expected of you rise in line with your seniority in the Company and the Code will be applied as such.

## Guiding Principles

Our three guiding principles are core to guiding our way. They support our values and purpose as individual companies and as a Group. We use them to steer our way through our working day and direct us in how we do what we do.



### 1. Looking after ourselves and others



### 2. Doing business fairly



### 3. Protecting our reputation


# 1. Looking after ourselves and others

## Respect, dignity and fair treatment


We are all responsible for making the Group a safe and open environment, ensuring that our actions and behaviours are acceptable and appropriate.

- Be welcoming and respectful to everyone
- Treat everyone as they would like to be treated – we are all different
- Create an atmosphere that is considerate and friendly, where everyone can be their authentic whole selves
- Enjoy building strong working relationships with your team and beyond, with openness and transparency
- Take responsibility for your work performance
- Take responsibility for your conduct both in the office and at off-site events and social outings. If a day/evening starts as a formal or informal work event, the rest of the day/evening will still be a work event if you are with anyone from work, even if the original event ends or you move on to another venue
- Be sensitive to cultural considerations and how your actions and behaviours may be construed by others
- Punctuality shows consideration for others and contributes to a positive working environment. Be on time for all work activities
- Working in a hybrid work model brings new ways of working – creating a face-to-face experience, whenever possible, using your camera will create the best experience for your colleagues, candidates, and clients
- Ensuring we present ourselves professionally to our clients and candidates is important to reflect our brand
- Avoid engaging in negative behaviours such as gossiping, spreading rumours or making inappropriate jokes or comments which may be considered derogatory, offensive, intimidating or harassing.


## What if?

 I like to have a laugh with my team and want to send a really funny, but slightly rude, email of jokes to them. Should I?


No. What you consider funny may be offensive or upsetting to others. Consider how others may receive it, and also give some thought to whether you are accessing inappropriate material at work.

 One of the managers in our team is intimidating, bordering on abusive at times. I know he is under a lot of pressure, but he is so difficult to work for. If I say something, it will make him worse. What do I do?


Abusive or bullying behaviour is never acceptable and we will always support colleagues who raise concerns in good faith. If you believe that a colleague is not acting with respect, you should report them to your manager or local HR.

 One of my colleagues is always late to our weekly meeting and delays us discussing what we need to - what can I do?

Being on time for meetings is important but we also need to consider there may be something impacting that person you don't know about. Always start with giving the benefit of the doubt - talk to your manager in confidence who can deal with it appropriately.

 I need to have a conversation with a member of my team whose performance is falling short. I don't know how robust or forthright I can be. What can I say?

There is a line not to be crossed between giving fair and direct performance feedback and giving a telling-off accompanied by threats. You are right to think in advance about how your comments will be received rather than having a knee-jerk reaction. Take advice from local HR or your manager.

 My manager is interfering in my work on a daily basis, asking me lots of questions, checking up on what I'm doing and doubting my decisions. It doesn't feel like I am of any value and I feel undermined. Is this right?

No one should be made to feel this way at work. Managers should support their team members appropriately, finding a good balance between offering guidance and assistance rather than micro-management. Discuss your concerns with local HR.



## Equal opportunity, inclusion and diversity

Our aim is to nurture a diverse and inclusive culture which welcomes everyone, valuing the contribution that everyone brings.

- Respect everyone you come into contact with, regardless of any social or cultural differences
- Act with integrity at all times, doing the right thing even when no one is watching
- Make decisions fairly and without bias, based on consideration of all the relevant information rather than who they are
- Create and support an environment of openness and collaboration, learning from each other's diversity, knowledge and experience
- Encourage and build diverse teams, bringing together a variety of viewpoints and life experience to challenge and inspire creative thought
- Respect each other's home life, understanding the pressures on each of us, such as responsibilities as a parent or as a carer
- Be aware of the perception and impact of close personal relationships at work. Employees of all levels must notify their manager or local HR who will confidentially assess if there is a conflict of interest that needs appropriate management.

## What if?

... We have team meetings at 8.45 every day, but one of my colleagues works part time and starts at 10.00. She never gets to attend so it feels like we are excluding her. Should I talk to my manager?

Yes, raise it with your manager if you feel comfortable doing so. Wherever possible, team meetings should be arranged so that all colleagues can attend and everyone feels included. You could also speak to your senior manager or local HR.

... I am a manager and need to make a promotion decision between three members of my team. One is on maternity leave, and another is likely to become pregnant in the next year or two, so can I just promote the third employee who is male?

No. Employment decisions such as promotion must be based on job-related skills, achievements and performance only. We must never make decisions based on age, sex, disability, race, pregnancy or any other protected characteristic, or the likelihood of a characteristic. Consider all three team members based on their skills, achievements and performance only.

... I work in a team of four people. Our manager gives my colleagues projects to work on alongside our work, but says he cannot give them to me as I need to leave early 3 days a week to pick up my children from school. Is he right?

We are keen to support all employees as much as possible with their lives outside of work to help them meet their responsibilities and create a good work-life balance. Speak with local HR and your manager to consider options for enabling you to perform your full role whilst working flexibly.

... My manager is involved personally with a member of their team and some of us believe they are benefiting from that situation - what's the policy on this?

We know many people meet their partner or have personal relationships at work. We are supportive of this however we must ensure governance to remove any decision making to protect fairness and perception around favouritism.



# Health and safety

Ensuring we all work in a healthy and safe environment is everyone's responsibility, managing risks and creating a culture of care. Employees are bound by the Work Health and Safety legislation in force in the relevant Country they work in.

- Take responsibility for the safety of yourself and others
- Never put yourself at risk of harm and never ask others to put themselves at risk of harm
- Follow all training and safety instruction
- Speak up if you see anything that concerns you, asks questions if you are worried and ensure you are comfortable with the environment around you
- Report hazards, near misses and injuries local to the local H&S team
- Consuming alcohol is permitted in moderation when offered at a planned work event or client/networking event– when it has a negative impact on behaviour or performance it may lead to investigation under local disciplinary policies
- Vaping and smoking is not permitted in any of our office buildings and should take place in permitted areas.

# What if?

One of the wheels fell off my office chair and I fell over, cutting my head on my desk as I fell. What do I need to do?

All accidents at work must be reported immediately to your line manager so that they can provide you with support and follow the local reporting requirements. It is also important that we keep a record of accidents to enable us to create a safer place to work.

A member of my team seems to be under the influence of drink regularly while in the office. What do I do?

If you are concerned about a colleague's wellbeing due to consumption of alcohol or drugs talk to your line manager or HR team in confidence.

# Protecting colleague, client and candidate data

We are trusted with a huge amount of data and it is at the very heart of everything we do. We take this responsibility seriously.

- Consider privacy in everything you do, for clients, candidates and colleagues
- Only hold personal data for as long as necessary
- You must never use colleague, client or candidate data for any purpose other than for which it was collected. In particular, you must not sell or exchange any colleague, client or candidate data or copy or remove (or attempt to copy or remove) colleague, client or candidate data from our systems unless in the course of the legitimate business of the company.

# What if?

A client has asked for a temporary candidate's home address. Can I give it to them?

The temporary candidate's privacy should be your first consideration. Depending on your location, there may be legal reasons why we can or cannot give this personal data to the client. If you are not sure, you should check with the data protection team.

Can I access HR/Payroll data to create a list of birthdays and addresses for the team, so we can send cards and gifts at appropriate times?

No. You are not permitted to access the data held by HR/Payroll unless you are authorised to do so and you need the data for a work-related matter. A better option would be to ask your team to provide their details, if they are happy to do so.



# 2. Doing business fairly

## Keeping our information secure

Being able to access information and share it quickly and securely is key to our business. We keep our tech capabilities under constant review and development to ensure we are using the latest and most appropriate solutions.

- Complete mandatory training on a regular basis as required
- Do not use unapproved software, public sharing websites or communication tools. Check with Information Security if you are not sure at [infosecuk@robertwalters.com](mailto:infosecuk@robertwalters.com)
- Never share passwords, codes or PINs.

## What if?



A friend who works for a competitor agency was telling me about some online software she uses that sounds amazing and would really help me achieve my targets. It's okay for me to buy a subscription, right?

We are always open to working more efficiently and improving our tech. New software/tools need to be reviewed by information security, architecture, data protection and legal before they can be used, so get in touch with InfoSec to get the process started.

## Where can I find out more?

- [Anti-Harassment Policy](#)
- [Equity, Diversity & Inclusion Policy](#)
- [Health and Safety Policy Statement](#)
- [Website Privacy Policy](#)
- [Local Data Protection Policy](#)
- [Local Grievance Procedure](#)
- [Local Disciplinary and Performance Review Policy](#)
- [Check your Local Policies](#)

## Competition

- Fair and healthy competition is good for the recruitment industry, as well as for clients and candidates
- Whilst we are a Group, there may be times where a conflict of interest arises between different companies within the Group, so confidentiality is required. Act independently for the company which employs you, including acting independently from other companies in the Robert Walters Group
- You cannot agree with competitors to fix rates or to operate or not operate in certain sectors or regions to reduce competition
- You must not compete with the Company whilst employed by us (this is in addition to the contractual commitments you have entered into in your contact of employment or service agreement).

## What if?



I am negotiating with a client and they have asked me what another company in the Group charges. Can I find out and tell them?

No. You can only provide information about the company you are negotiating for, and not about any other company in the Group, even if you know the information. This is a conflict of interest so please speak with your manager if you are unsure.

## Sanctions

- Consider whether working with a company could potentially breach a government-imposed sanction
- If in doubt, check with local legal.

## What if?

... I am speaking with a new client to recruit several roles for them. The client company has made me aware that they are under sanction. Can we work with them?

Sanction laws vary considerably in different jurisdictions and the Group needs to be very careful who it does business with. Always know which legal entity you are doing business with and speak with your manager and local finance about any issues before proceeding.

## Human rights and ethical trading

- If you have any concerns that a client may not be trading ethically, speak with your manager
- Be aware and speak up if something doesn't feel right, for example if any candidate seems upset or vulnerable.

## What if?

... I visited a client site to meet with the client and also speak with my temporary workers. The atmosphere felt very uncomfortable and I am worried about my temps. What can I do?

We have an obligation to look after the health and welfare of our temporary workers. Consider arranging to speak with your temps away from the workplace where they may be more likely to speak freely. Speak with your manager about raising any issues with the client.

## Brands and intellectual property

- Protect Robert Waters Group branding and logos by checking with local marketing at before giving permission to clients or candidates to use our branding or logos
- Only use client logos or branding where we have a licence to do so. If you are not sure whether we have a licence, check with local marketing
- Be creative and original when developing new ideas; don't steal, copy or take heavy inspiration from the ideas of others.

## What if?

... Another recruitment company has written some great content on LinkedIn and I want to use it on my Twitter account to encourage business for Robert Walters. Is this okay?

It's important to keep an eye on the competition, but we cannot steal their work. Give some thought to creating something of your own which is as eye-catching and inventive.

... I have loads of great clients and I want to add their logos to the bottom of my emails as an advertisement of my work. Can I do this?

No. We usually agree in the contracts that we sign with our clients that we will not use their logos, except in limited circumstances and following brand guidelines. Check with your manager or local marketing if you are not sure.

## Where can I find out more?

- Anti-Bribery Policy and Competition Policy
- Modern Slavery Statement
- Anti-Facilitation of Tax Evasion Policy
- Social Accountability Policy Statement
- Check your Local Policies



# 3. Protecting our reputation

## Fraud

- Follow our due diligence processes for working with new clients and limited companies
- If you have any reason to suspect fraud, theft or other suspicious activity, report it to your manager, local HR, or a whistleblowing champion
- Be aware of fraud indicators and raise any concerns. Indicators include sudden lifestyle changes, extravagant purchases, expenditure seemingly in excess of income etc.
- Ensure you are familiar with our Business Travel Guidelines and our policy on expenses prior to incurring the expense.

## What if?



A supplier has submitted invoices with amounts that don't match what we were expecting under the contract. The supplier says that they do it this way with other recruitment companies and it's fine. Is it?

If you have any doubts about invoices, rates, billing etc., speak to local finance or local legal. They will be able to check what is happening and ensure that the supplier is acting correctly. Fraud can range from the simple to the complex, so it is always worth checking.



One of my colleagues won't let anyone help her with her work, refuses to provide handovers when she goes on holiday and never goes away for more than a week. She has access to company funds and I'm concerned she is stealing from the company. What should I do?

If something doesn't feel right to you, let someone know so that we can investigate it. Fraudulent activity impacts all of us. You can report your suspicions to your manager, local HR or a whistleblowing champion.



I often forget to keep receipts for drinks or dinner when entertaining clients. Is it okay to submit a receipt for a dinner with friends that is roughly the same amount as the receipts I have lost?

No. Submitting false expenses may amount to fraud. If you have lost a receipt, please speak with your manager in case a credit card or bank account statement will be sufficient evidence.

## Bribery

- Other than sanctioned by the Company, do not offer payments, gifts (including cash or vouchers) or other benefits with the intention of convincing someone to act in your favour. Never offer payments, gifts (including cash or vouchers) or other benefits with the intention of convincing someone to act in your favour in breach of their own company policies or applicable law
- Do not ask for or accept payments, gifts (including cash or vouchers) or other benefits in return for acting in someone's favour
- If you are offered a bribe, contact local legal.

## What if?



During a tender meeting, my manager offered the prospective client two tickets to his executive box at Wembley for all England games if they give us exclusivity. Isn't this bribery?

Yes. We can use tickets to events as a thank you to valued clients, but they must not be used to persuade them to do business with us. This can be a fine distinction sometimes, so we may need to give it careful thought. If you are unsure, please speak with local HR or local legal.

## Gifts and entertainment

- Do not accept gifts or entertainment of a value higher than the locally-set limit
- Do not accept gifts in the form of cash or vouchers
- Do not accept gifts or entertainment if they might influence your decision to act in someone's favour and would therefore be a bribe
- Do not accept invitations to entertainment that is inappropriate, such as indecent, pornographic or offensive events.

## What if?



I have two candidates for a role at the final stage, sourced from different agencies. The client wants to offer the role to candidate A, but if candidate B gets the role, the agency will invite me to the next Yankees game. Do I try to persuade the client to choose candidate B?

No - this would be a bribe as you are letting the offer of baseball hospitality influence your decision to act in the agency's favour. Let your manager know that the agency have tried to bribe you so that your manager is aware in case this happens again in the future.



In my location, local officials may expect a small payment in cash to speed up processes and authorise paperwork. Is this okay?

As the Group is headquartered in the UK under a UK public limited company, any such "facilitation payments" would amount to a bribe under UK law. Please speak to local finance and local legal if this is a consideration in your jurisdiction.

## Conflicts of interest

- Consider whether any of your personal interests may conflict with your decision-making at work. Raise any concerns with your manager or local HR
- If you become aware that someone in your team may have a conflict of interest, raise this with your manager, local HR or a whistleblowing champion.

## What if?



My manager's sister runs a company supplying consultancy services and my manager has signed a contract with the consultancy. Her services are more expensive than her competitors and she keeps missing deadlines. What should I do?

You are right to be concerned as this may be a conflict of interest and potentially fraud against the company. Raise your concerns with local HR or local legal and they will investigate.



My boyfriend's company is looking for a new recruitment agency. Can I speak with him on a professional basis to build a working relationship and add his company to my client list?

There are opportunities to develop business with friends and family, but you must disclose your relationship to your manager and pass on the lead to a colleague who does not have a conflict of interest. You will receive their leads in return.

## Charitable donations

- Support our chosen charity partners
- Do not pressure clients, candidates or colleagues into making donations, either to your own personal charitable effort or a chosen charity partner
- Do not make charitable donations on behalf of the Robert Walters Group or any company in the Group unless you have authority to do so from your local marketing team.

## What if?



My team has been invited to a charity golf day by a client, but the charity is not the Group's chosen charity partner. A donation is required to take part. Can we attend?

We recognise the value of events such as this in building strong relationships with our clients, as well as encouraging teamwork and rewarding colleagues. Please seek approval from your local marketing team who will check due diligence on the charity and reach a decision.





## Insider dealing and market abuse

- Employees who have access to insider information, are corporate directors or who have the power to make managerial decisions for Robert Walters plc should be aware of their responsibilities as Persons Discharging Managerial Responsibilities (PDMR). If you are unclear whether this applies to you, please contact local legal
- Be aware of the closed periods when you may not be permitted to trade in shares of Robert Walters PLC. You should check the Dealing Code before Dealing in the Shares of Robert Walters Plc. In some cases, you will need permission and may also need to notify a regulator
- Do not spread confidential information in relation to company performance, including false information, or carry out any activities intended to manipulate share pricing
- Speak up if you suspect that a colleague is involved in insider dealing or market abuse.

## What if?

🗨️ I am a PDMR and my wife would like to buy some shares in Robert Walters plc. We are not in a closed period so can she make the trade?

No. PDMRs and their connected persons (such as their spouse) must have permission to deal in shares of Robert Walters plc.

🗨️ My friend has asked me to let them know if I find out any insider information about the financial performance of Robert Walters plc so they can buy or sell their shareholding. Is this okay?

No. It is not permitted to "tip off" others by passing inside information to them to inform their share-dealing decisions, even though you will not benefit.

## Engaging in political activity

- Do not make any comments of a political nature on behalf of the Robert Walters Group unless authorised to do so by the Company
- You are of course free to engage in political activity in a personal capacity, but always be clear that you are acting on your own behalf rather than on behalf of the Robert Walters Group
- Ensure that personal political activities are carried out in your own time away from work and are not brought into the workplace in your behaviour towards clients, candidates and colleagues
- Any requests for political donations or in relation to attendance at political events must be passed to your local marketing manager.

## What if?


🗨️ I met a politician at an event recently and she has asked to visit our office on a formal basis. There may be press in attendance with her. Can I say yes?

Any requests for formal visits must be discussed with your local marketing manager before they are approved. We will check the reason for the visit to ensure there are no potential negative implications for the Robert Walters Group.

## Accurate accounting and money laundering

- Work closely with your local finance team, checking any queries with them and ensuring you maintain records of accurate financial information
- Co-operate with internal audit and also external auditors to facilitate effective and efficient audits
- Report any suspicions of inaccurate or falsified financial records or potential misappropriation of funds to your line manager or a whistleblowing champion
- Be alert to red flags surrounding financial arrangements, including bank account changes, the locations of clients, candidates, suppliers etc. and unexpected taxation positions.

## What if?


 An agency has appointed liquidators, but has asked that we pay the outstanding invoices to another company in their group. Is this okay?

No. This would not be accurate accounting and may amount to money laundering. We must only make payment of invoices to the correct company, or to their liquidator or trustee in bankruptcy. If you are unsure, please speak to local finance or local legal.

## External communications and using social media

- Refer all press enquiries or requests from journalists to your local marketing team
- Remember that everything you post on social media is public, or could easily become public, so be mindful that clients, candidates and competitors can view it
- Take responsibility for the content you share and do not reveal company information.

## What if?

 One of my team has made inappropriate statements on their personal social media. Should I speak to them about this?

Inappropriate social media content may reflect badly on the Robert Walters Group, damaging our reputation and could be seen by clients, candidates or competitors. Consider how to approach this with your colleague, discussing it with your manager and local HR.

## Where can I find out more?

- Corporate Social Responsibility Policy Statement
- Whistleblowing Policy
- Raising a Serious Concern at Work Policy
- Anti-Bribery Policy and Competition Policy
- Systems Use Policy
- Information Security Policy
- Local Business Travel Guidelines
- Ethical Conduct Policy Statement
- Incident Response Policy
- Check your Local Policies

## Breaching our Code of Conduct

Employees are expected to always follow the Code of Conduct when acting on behalf of the Group. Failure to follow the code may result in disciplinary action. This may include counselling, issuing of written warnings, suspension, dismissal of employment, laying of criminal charges or taking civil action.

All employees of the Group are responsible for ensuring their individual compliance with the code and have a duty to report any suspected or known behaviour by another employee which is in breach of this code to their manager or appropriate channel depending on the situation.



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