

CODE OF CONDUCT

Last Review Date	27.07.2021
Review Committee	Mid Level Governance Committee
Approved on	04.08.2021
Next Review Date	July 2022

Key Information

- | | |
|------------------------|---|
| 1. Document Owner | Company Secretary |
| 2. Policy Stakeholders | Chief Operating Officer
Director of Standards, Compliance and Regulation
Group Marketing Director
Risk & Compliance Director
Director of Pre Arrangement
Marketing Director – Funeral Plans
Distribution Director
Group Financial Accountant
Senior Compliance Officer
Head of Customer Services |
| 3. Distribution List | As detailed in the Scope |

**Hard copies of this document are deemed uncontrolled and are not valid if printed.
For an up to date copy, please access via the MS Database**.

Confidentiality

**This document is confidential and is for circulation within the company.
No copies or extracts may be passed to other companies or persons without
the written consent of the Head of Management Systems**

Contents

C O D E O F C O N D U C T	1
Key Information.....	1
1. Purpose	4
2. Scope.....	4
3. Regulation & Legislation	4
4. Definitions	4
5. Code of Conduct.....	5
5.1 Introduction	5
5.2 How to use the code	5
5.3 Conduct and ethics	5
5.3.1 General Conduct	5
5.3.2 Fair Competition	6
5.3.3 Health and Safety at Work and the Environment.....	6
5.4 Protection of company property	7
5.5 Proper and reasonable use of communication systems	7
5.6 Protection of intellectual property	7
5.7 Confidential information	7
5.8 Share trading and insider information	7
5.9 Authority to sign	7
5.10 Colleagues and others working on behalf of the company	8
5.10.1 Equality of Treatment	8
5.10.2 Good Reputation.....	8
5.10.3 Recruitment	8
5.10.4 Promotion	8
5.10.5 Employee Rights.....	8
5.10.6 Behaviour.....	8
5.11 Clients.....	8
5.12 Shareholder and reporting duties	9
5.13 Business partner and ethical trading	9
5.14 External communications.....	9
5.15 Business integrity	9

5.16 Proper accounting.....	10
5.17 Conflicts of interest and personal exploitation of corporate opportunities	10
5.18 Compliance with the monitoring of company principles and reporting breaches.....	10
6. Policy Breach.....	11
7. Associated Documents	11
8. Training.....	11
9. Request for Change to Policy	11
10. Revision History.....	12

1 . P U R P O S E

The purpose of this Code of Conduct is to provide guidance on how the principles detailed in our Code of Ethics are or may be applied with reference to specific actions or situations

This policy should be read in conjunction with the Code of Ethics which provides a framework and set of principles that assist with decision making within Dignity.

2 . S C O P E

This policy applies to

- Dignity plc;
- All its trading locations, trading names and subsidiaries;
- Our people, namely everyone engaged within our company (including officers, employees, workers and consultants);
- All third parties engaged by and representing or acting on behalf of us in whatever capacity (including agents, intermediaries and business partners).

This means that anyone working for, or on behalf of us must follow the standards detailed in this policy to promote legal, honest, ethical and safe business practices.

3 . R E G U L A T I O N & L E G I S L A T I O N

This policy will comply with and use all means to meet all legal and regulatory requirements in the United Kingdom that are applicable in relation to the provision of funeral services to consumers, including without limitation, all applicable statutes, statutory instruments, orders, regulations and codes of practice (whether or not having the force of law) in force from time to time, and in particular but without limitation the requirements, rules, regulations, guidance and codes of practice of The Financial Services and Markets Act 2000 (FSMA), Data Protection Legislation, the FCA and the Funerals Market Investigation Order (FMIO) 2021

4 . D E F I N I T I O N S

Organisation: For the purposes of this policy, the term 'organisation' relates to the entities defined within the scope of the document.

5. CODE OF CONDUCT

5.1 Introduction

We firmly believe that good ethics and good business combine to produce the best results in the long term.

We take our responsibility and reputation as a good corporate citizen very seriously and we are committed to ethical business practices which reflect and enhance our values of quality, integrity, courtesy and respect.

The purpose of the Code of Conduct is to set out our policy on the standards to be followed to promote legal, honest, ethical and safe business practices.

You should treat the Code of Conduct as a guide to advise you how to conduct yourself as one of our colleagues. This said, a common sense approach will be applied to the code's application and to judging proper business behaviour.

5.2 How to use the code

The code applies to all colleagues, including colleagues of subsidiary companies, funeral branches, crematoria and other business locations. It includes agency personnel, secondments, interns, students and trainees and also applies to anyone working for us on a casual, temporary or consultancy basis.

You must comply with the applicable laws and regulations of the locations in which we operate (England, Wales, Scotland, Northern Ireland and Jersey).

We expect our business partners (all persons and organisations with whom the Company does business) to adhere to this code when working with us and on all trading sites owned by us or other associated trading names.

If you're ever in doubt regarding the correct conduct on behaviour, it may help to ask the following questions:

- Is the behaviour lawful and legal?
- Is the behaviour ethical?
- Does the behaviour agree with this Code and all principles and laws relevant to the activity?
- What impact will the decision have on others such as our clients, suppliers, shareholders or colleagues?
- In what light would the decision appear to others?
- What if the decision became public knowledge; could the decision be justified and defended?

Where the employee is in doubt about the conduct or behaviour of others, it should be referred to the line manager or the HR Business Partner. Alternatively, the matter may be reported to the Whistleblowing Hotline on 0800 374 199.

5.3 Conduct and ethics

We respect the law and expect the same from you and our business partners.

5.3.1 General Conduct

We are committed to the highest personal and professional standards of conduct in all aspects of our business. It is our policy that our business is always carried out with honesty, integrity and respect. We must also comply with all proper requirements, whether statutory, regulatory or arising by virtue of other recognised guidance, whether produced by ourselves or any recognised body or association. Examples include but are not limited to:

- Federation of Burial and Cremation Authorities (FBCA) - Code of Cremation Practice

- National Association of Funeral Directors (NAFD) - The Funeral Director Code
- Funeral Planning Authority (FPA) - Code of Practice
- CMA (Content Marketing Association) - Code of Practice
- DMA (Data and Marketing Association) – The DMA Code

5.3.2 Fair Competition

We believe in fair, free and open competition and will compete vigorously but with honesty and integrity, in compliance with all applicable competition and anti-trust legislation where it conducts business.

There will not be a cartel agreement, no agreement as to any anti competitive practices, and no participation in discussions relating to possible anti-competitive behaviour, nor will we enter into any arrangement with another party which could be seen to incentivise that party to promote the use of our services to customers or potential customers. The existence of any such arrangement was highlighted in the Funerals Market Investigation Order (FMIO) 2021 and required termination within three months of the order being made.

You should always take care when accepting hospitality or gifts from a business partner or possible business partner if acceptance could influence the recipient's judgement, or could be regarded as an influencing factor, inducement or reward.

The intent of giving and receiving gifts should be to build relationships or to offer courtesy. Gifts may be accepted or given as long as they are ethical and lawful; infrequent; low value and customary in a business relationship and not an attempt to influence the recipient's objectivity in making decisions; operate as a similar kind of inducement; place anyone under an obligation or could otherwise be misconstrued. Nothing should be offered or accepted which is capable of damaging our reputation.

The acceptance of gifts and hospitality is subject to them being reasonable, proportionate and declared to the organisation in line with the Anti Bribery and Corruption Policy.

Contributions or gratuities made by or on behalf of a funeral director to a third party must be detailed in a register which must be displayed clearly and prominently in both the branch and where appropriate, on the branch website.

If you are uncertain about whether a gift or hospitality is permitted, you should seek guidance from your line manager, HR Business Partner, or the Anti Bribery and Corruption Policy.

5.3.3 Health and Safety at Work and the Environment

We recognise the importance of Health and Safety within our business and strive to avoid or minimise the level of risk to your health and safety or others who might be affected by our work activities.

We expect you to have consideration for and take responsibility for your own health and safety, as well as that of your fellow colleagues. We ask that you act in compliance with legislation and recognised good practice, as well as applying common sense and the guiding principle of always doing whatever can be done to avoid any risk to the health, safety or the well-being of anyone who might be affected by any work activity.

We recognise our environmental responsibilities: the potential impact of its activities and the wider challenges facing businesses and society with regards to the environment.

We expect you to conduct yourself in a way that will minimise the use of resources and avoid where reasonably possible any negative impact on the environment.

These requirements are intended to extend beyond strict compliance with environmental protection legislation and Health and Safety at Work legislation.

5.4 Protection of company property

Our property such as equipment, vehicles, client files, hardware and software and office materials, may only be used for company purposes. We ask that you protect our property against loss, damage or theft, to treat it with care and to preserve its functionality, continued safe use, longevity and value.

5.5 Proper and reasonable use of communication systems

We believe that our assets and services are provided with the intention that they are used to help you achieve and further our goals. Whilst incidental or occasional personal use may be allowed with the approval of management or in the case of extreme necessity or emergency, misuse, excessive use or abuse is not acceptable.

5.6 Protection of intellectual property

You should take care to protect our intellectual property (intangible property such as patents and copyright) as a company and do everything necessary to ensure maximum protection. We shall likewise respect the intellectual property of others.

5.7 Confidential information

Confidential information is information belonging to, or given to, us, which is not publicly accessible. This includes, for example, information about clients or from clients or suppliers, data concerning us, financial plans and strategic plans, personnel and employment matters and any other information not generally known to the public or freely accessible to the public.

We expect you to keep our information confidential. Confidential information may not be handed over to any person or persons other than those for whom it is intended. It must be ensured that confidential information is properly and safely stored, and all measures are taken to ensure it cannot come into the possession of any unauthorised party, even unintentionally in line with the Information and Classification Procedure.

5.8 Share trading and insider information

All applicable provisions with regard to insider information and trading in shares are to be strictly observed.

Confidential business information must not be shared with anyone outside our company or used for the personal gain of you, your family members, associates, connected parties or anyone else.

You, your family and close acquaintances should not buy or sell our shares if they have material information that has not been made public and which could affect our share price.

If you need guidance on this matter, please contact our Company Secretary, Tim George, at tim.george@dignityuk.co.uk or 01212 726 615.

5.9 Authority to sign

Contracts or agreements may only be signed in our name by an authorised signatory.

5.10 Colleagues and others working on behalf of the company

5.10.1 Equality of Treatment

The diversity and backgrounds of all our colleagues is respected. Recruitment, promotion and employment opportunity will be on the basis of merit, qualification and suitability without discrimination on the grounds of gender, nationality, race, colour, age, religion, sexual orientation, marital status, ethnic origin or disability unrelated to the task.

Additionally, we will not tolerate sexual, physical or mental harassment or bullying within our business operations.

Each employee is responsible for ensuring there is no prejudice or discriminatory treatment of any kind. The working environment is one of mutual trust and respect.

Further details can be found in our Equality and Diversity Policy.

5.10.2 Good Reputation

Each person shall feel responsibility for and constantly endeavour to improve our reputation and do everything possible to avoid damage to it.

5.10.3 Recruitment

You will be employed exclusively on the basis of your qualifications and suitability for the anticipated role and never as the result of any form of preferential treatment or bias.

5.10.4 Promotion

Those responsible shall endeavour to promote and further develop the individual knowledge and abilities of all of our colleagues.

5.10.5 Employee Rights

The dignity of the individual and employee's rights are respected.

5.10.6 Behaviour

You are expected to conduct yourself in a manner which upholds our standards and ethics at all times. Matters considered to be misconduct or that fall short of this code are set out in our Disciplinary Policy and will be dealt with promptly and fairly.

5.11 Clients

We offer services and products to our clients before and during their time of need. High quality products and services are to be fully and correctly identified, promoted and explained providing a high standard of customer service. All marketing and other commercial communications will be honest and accurate.

When dealing with customers either in person, on the telephone or via written or electronic communication, we will act in the customers best interests whilst treating them honestly and fairly.

5.12 Shareholder and reporting duties

We are committed to the highest standards of governance as an essential constituent of the way we do business based on trust, transparency and accountability.

Shareholders will regularly and punctually receive reliable, accurate and complete information about our activities, structure, financial situation and business results.

We are committed to openness in all forms of reporting. The published reports and information we supply will be reliable, accurate and complete.

5.13 Business partner and ethical trading

We take pride in making relationships with our suppliers, clients, customers and business partners as beneficial as possible for all parties.

Business will be carried out honestly, ethically and with respect for the rights and interests of those involved.

When conducting business, we expect our business partners to follow guidelines that are in line with our principles as set out in this Code of Conduct and our Code of Ethics.

5.14 External communications

We are committed to communicating openly, directly and accurately with the public, and without preferential treatment.

You must not disclose or discuss with the media or public any matter relating to us unless you are specifically authorised to perform such duties as part of your role.

You represent us and so you must ensure that such representation adheres strictly to the approved content. Under no circumstances is information to be passed on which is incomplete or falsified, nor is any content to be added which does not reflect the facts.

External enquiries are only to be responded to by the responsible and duly authorised specialist departments. This means, for example, that enquiries from the press or shareholders are to be forwarded to the Communication Department without exception.

5.15 Business integrity

We will not tolerate improper performances of duties or functions by anyone who works for or with us involving the giving or taking of bribes or any similar inducement which directly or indirectly leads to the obtaining or retaining of business or a business advantage for us.

For the avoidance of any doubt, this includes any bribes, money, inducements, rebates, coupons, gifts, certificates, commissions, facilitation payments, favourable payment, terms and conditions, loans, guarantees, payments or special favours, promises or anything of that nature which might be thought to be a bribe.

You must reject any attempts to bribe immediately, and any reasonable suspicion of such activity (bribing or being bribed) must be reported.

We will not tolerate fraud or fraudulent activity or corrupt practices of any description within or against us or perpetrated by colleagues acting on behalf of us.

Please also see the Anti-Bribery and Corruption Policy which gives details on what to do if you have a query or concern.

In order to be clear with our customers all branches will disclose the following interests in a clear and prominent manner. This will include, but is not limited to:

- Details of the ultimate owner of the funeral home
- Any business or material financial interest with a funeral director/crematoria price comparison website
- A register of charitable donations made by or on behalf of the funeral director to a third party, such as a hospital, hospice, care home, provider of bereavement services or similar.

5.16 Proper accounting

We are committed to ensuring that the information we use is accurate and reliable.

All obligations to accurately complete and preserve commercial records must be followed. Our accounts and records must properly reflect all of our transactions, be kept in accordance with all applicable laws and in accordance with proper accounting standards. You must adhere strictly to the principles that are relevant to them for the accurate completion, preservation and disposal of documents and records.

5.17 Conflicts of interest and personal exploitation of corporate opportunities

Conflicts of interest, whereby personal interests conflict with our interests, are to be avoided in all business transactions. You must place the interests of Dignity before private interests or personal gain.

You are expected to reject activities and business engagements which could conflict with their obligations towards us.

You may not misuse your position within our company to procure improper business advantages for yourself or for others. For example, you must not take advantage of opportunities that arise through the use of corporate property, information or position for personal gain or to compete with us. You have a duty to us to advance our legitimate interests and not to damage them.

Please also see the Code of Ethics and Conflicts of Interest Policy.

5.18 Compliance with the monitoring of company principles and reporting breaches

The Board of Directors have created a framework with a view to ensuring you are aware of the principles set out in the Code of Conduct.

If you know of, or have suspicions of, any violations of the law in relation to work related issues or breaches of the principles set out in this code, then they should be reported to the relevant supervisor or manager so that they can be investigated and, if necessary, action can be taken.

Alternatively, you can contact our Company Secretary, Tim George, at tim.george@dignityuk.co.uk or 0121 272 6615 or call the Whistleblowing Hotline on 0800 374199.

We will protect the confidentiality of those who raise concerns, and we will not criticise anyone for speaking up. We will not permit retaliation for reports of misconduct made in good faith and will treat any attempt to prevent any employee from raising concerns as a serious disciplinary offence.

6. POLICY BREACH

If this policy is breached or suspected of being breached for any reason this must be reported to maintain appropriate oversight, support risk management systems, and minimise customer harm. There are various mechanisms to report a failure in a policy/procedure:

- Whistleblowing procedure
- Incident reporting procedure
- ISO non-conformity reporting
- Reporting to a line manager or senior manager

7. ASSOCIATED DOCUMENTS

Code of Ethics	GP-OT-GP-008
Conflicts of Interest Policy	GP-OT-GP-003
Equality and Diversity Policy	GP-OT-GP-006
Whistleblowing Policy	GP-OT-GP-009
Anti Bribery and Corruption Policy	GP-OT-GP-002
Anti Money Laundering Policy	GP-OT-GP-013
Anti Tax Evasion Policy	GP-OT-GP-005
Prevention of Fraud Policy	GP-OT-GP-018

8. TRAINING

All staff adhering to this policy will be properly trained and informed of expectations to meet the requirements of the policy and their specific role in the business function. This will be concluded via various mediums including but not limited to:

- LMS training modules
- CGDL reading and acknowledgement requirements
- On the job training, mentoring, and monitoring

9. REQUEST FOR CHANGE TO POLICY

Any suggested improvements or changes to this policy can either be discussed directly with the Head of Management Systems or entered on a Document Change Request Form (JP-MS-MS-001). Changes must not be implemented without the relevant approval.

10. REVISION HISTORY

Document Identification	Comments and Changes	Date Approved
GP-OT-GP-012-01(0)	First draft created from Dignity Corporate Web. 5.11 Clients expanded to consider Pre Need products and requirements of FCA.	n/a
GP-OT-GP-012-01(1)	Amends to 2. Scope, 3. Regulation and Legislation and 7. Associated Documents. 5.3.1 Expanded to include examples of professional standards and codes applicable. 5.3.2 Expanded to include requirements of the FMIO - gifts, inducements and referrals and termination of practices. 5.15 Expanded to include Disclosure of Interest within funeral homes (FMIO)	04.08.2021