



Policy Number 30009

Version 1.1

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Code of Business Conduct and Ethics

Department:	Finance
Policy Owner:	Chief Financial Officer
Approved Date:	January 2025
Date for Renewal:	January 2026
Version Number:	1.1

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1.1 Purpose

This Code of Business Conduct and Ethics applies to all directors, employees, and contractors of SMI Group. This Code is meant to be a resource to assist SMI Group in carrying out our work.

SMI Group is committed to the principles of ethics, integrity, and compliance with applicable legal requirements. These are a given for us and we know that the reputation and economic success of our business depends on this. Violations of the law can damage our reputation, hinder our business objectives, and thereby negatively impact on our company as well as our employees, customers, and suppliers.

The purpose of this Code is to help everyone working for SMI Group to understand and comply with their ethical obligations to the business. We expect that you will remain vigilant when making ethical decisions and apply the concepts set out in this Code of Business Conduct and Ethics. Integrity means that all of us must take personal responsibility for these values daily and make the right decisions, especially on difficult issues.

If you have questions on how to proceed or interpret this Code, please consult your supervisor, the Human Resource department, or the Chief Financial Officer.

2.1 Human Rights and Labour Rights

SMI Group is committed to respecting and upholding the fundamental human rights of all individuals in our sphere of influence, including employees, contractors, workers in our supply chain, customers, and the communities in which we operate. We conduct our business operations in alignment with internationally recognised human rights standards such as the Universal Declaration of Human Rights and the relevant ILO Conventions. We condemn modern slavery and forced labour, child labour, and any infringement upon basic human rights. Furthermore, we are committed to operating our business in a way where stakeholders are treated with dignity and fairness and where individual rights are upheld and protected. Through ongoing due diligence in our supply chain, through auditing and continuous improvement, we strive to promote and uphold human rights and labour rights in all aspects of our business.

For more information, please refer to our Supplier Code of Conduct (document 30008).



2.2 Professional Behaviours

The principle of professional behaviour imposes an obligation on all staff at SMI to comply with relevant laws and regulations and avoid any action that may bring disrepute to the Company.

All staff are expected to act in a respectful and ethical manner, demonstrating honesty and integrity in their day-to-day role and treating their colleagues with respect and courtesy. Any behaviour that reflects adversely on the reputation of the Company is grounds for disciplinary action.

2.3 Legal Compliance

SMI Group complies with all applicable laws, regulations, and industry standards in the UK, where we operate. We expect all directors, employees, and contractors to adhere to the highest standards of legal and regulatory compliance, ensuring that our actions are conducted ethically, transparently, and within the boundaries of the law. Our commitment extends beyond mere adherence; we strive to proactively stay informed about legal developments, seek expert advice when necessary, and continuously assess and improve our policies and procedures to ensure ongoing compliance.

We have adopted corporate policies which provide more details about compliance with applicable laws and regulations. It is important to be familiar with the legal requirements applicable to your role and to keep them in mind while you do your work. Violations of applicable laws and regulations could result in monetary fines and substantial reputational damage to our business, as well as criminal prosecution or imprisonment. Any violation of this Code, even if not in violation of applicable laws or regulations, may result in disciplinary action, including termination of employment.

For more information, please refer to

- The SMI ESG 2024 report demonstrates our approach and framework towards governance.
- SMI's Directory is a centralised platform where all employees have access to company procedures, policies, controlled documents, and certificates.

2.4 Environmental Stewardship



SMI Group is fostering a culture of respect for the environment in all facets of our operations. We aim to minimise our ecological footprint by integrating sustainable practices into our business strategies, processes, and decision-making. This includes striving to reduce waste generation, improve recycling, minimise carbon emissions, utilise lower impact materials where possible, and to increase internal education around these topics. We pledge to comply with all relevant environmental laws and regulations. We aim to work with suppliers who share our values on environmental stewardship.

For more information, please refer to our Environmental Policy (30004)

2.5 Conflicts of Interest

Conflicts of interest arise when a personal interest or activity interferes with or appears to interfere with the interests of the business. Conflicts of interest can also make it difficult to prioritise the business' interests over personal interests and as such, are improper in the workplace. Even the appearance of a conflict of interest can call someone's integrity into question. You should always perform your duties for the business with only the interests of SMI Group in mind and not for personal gain. This means being aware of, and avoiding, potential conflicts created by your own activities as well as those of your family members.

Examples of clear conflict of interest situations include the following:

- a significant financial interest in any customer, supplier, or competitor.
- a consulting or employment relationship with any customer, supplier, or competitor; or
- being in the position of supervising, reviewing, or having any influence on the job evaluation, pay, or benefit of any family member.

Never use SMI Group property or information or your position at the company for personal gain. Remember that the business opportunities you discover through work at SMI Group belong to the business. Do not take (or suggest that others take) any business opportunity that is discovered through your work.

Your obligation to conduct the Company's business in an honest and ethical manner includes the ethical handling of conflicts of interest between personal and business relationships. This includes full disclosure of any actual, apparent or potential conflicts of interest. You must disclose any concern about your specific situation to your manager, the



Human Resources department or the Chief Financial Officer to assess the nature and extent of the concern and how it can be resolved.

2.6 Gifts and Corruption

In the ordinary course of doing business, gifts or benefits may be offered or received as a business courtesy. However, gifts and invitations can also be offered or received as a subtle form of influence, to create a favorable impression, or to gain preferential treatment. The offering or acceptance of a gift or benefit can create a sense of obligation that may compromise impartial and honest decision making and can create a potential conflict of interest.

SMI Group directors, employees and contractors are prohibited from offering, giving, soliciting, or receiving bribes, kickbacks, or other illicit payment/benefit to or from any government official, employee, vendor, supplier, political candidate or any other individual. Our business is subject to the various laws and regulations applicable in the UK, particularly the UK Bribery Act 2010.

For more information, please refer to our Anti-fraud, Bribery, and Corruption Policy. (document 30005)

2.7 Public and Social Media Communications

Even when you are not communicating on behalf of SMI Group, you are still a representative of the business. Keep in mind that only certain employees are authorized to communicate on social media on behalf of SMI Group. While the rest of us are of course free to engage in social media in our personal lives as we see fit, you should always avoid making public statements that could be interpreted being made on behalf of the business or our business without proper authorisation. You may not use social media, blogs, or webpages to engage in conduct (or discuss engaging in conduct) that is prohibited by Company policies.

If you are unsure about whether your personal communications infringe with company expectations, please speak to your supervisor, the Human Resources department or the Head of Marketing to assess the nature and extent of the concern and how it can be resolved.



2.8 Accurate Books and Records

SMI Group guarantees the validity, accuracy, timeliness, and completeness of our accounting and reporting to UK Companies House and works with third-party auditors Azets to ensure this. We are committed to fairly presenting our financial condition and results of operations. All SMI Group employees have a role in making sure that our financial records are complete and accurate, and that the Company's internal controls and procedures are followed.

2.9 Fair Dealing and Competition

SMI Group fully adheres to the concepts of fair dealing and competition. We must comply with applicable anti-trust and competition laws and avoid engaging in practices that interfere with fair and open competition. We also highly value our relationships with our customers and business partners. You should never take unfair advantage of our customers, suppliers or others through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair dealing practice.

2.10 Anti-Money Laundering and International Trade

Maintaining our integrity in the marketplace requires us to be alert to possible money laundering schemes. To help prevent and detect money laundering, you should remain alert to any possible transactions or activities that may raise money laundering concerns. If you detect suspicious payment or transaction activity, you should raise the concern to the business' the Chief Financial Officer or Finance Manager who can investigate the transaction.

Global trade laws impact where SMI Group can send or deliver our products. Any employee who regularly deals with exports, imports or customs must know and diligently abide by trade controls that regulate international trade transactions, including trade and economic sanctions. Our business is subject to the various laws and regulations applicable in the UK, particularly the UK Anti-Terrorism, Crime & Security Act 2001, and the UK Money Laundering Regulations 2007.

For more information, please refer to our Anti-fraud, Bribery, and Corruption Policy. (Document 30005)



2.11 Equal Treatment and Non-Discrimination

SMI Group recognises the contribution of all our employees, members, and associates. Our aims are to be supportive, fair, just, and free from discrimination. In line with these objectives, we will challenge discrimination based on age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex, and sexual orientation; actively promote equality and diversity; and ensure that the legislation and policy requirements within the nine protected characteristics of equality and diversity are implemented into all our working practices.

For more information, please refer to our Equality and Diversity Policy. (Document 30010)

2.12 Health, Safety and Environment

The health and safety of all employees is important to us and should always be prioritised. SMI Group is committed to providing a safe and healthy working environment and to avoiding adverse impact and injury to the environment and the communities in which we do business. However, maintaining a healthy and safe workplace is the responsibility of all employees. Therefore, you are expected to follow the Company's safety and security guidelines and any internal occupational health and safety policies and procedures.

For more information, please refer to our Health and Safety Policy. (Document 31001)

2.13 Protection of Property

SMI Group's business property, including, but not limited to, devices, equipment, and intellectual property, should be treated with care and should be protected against loss or misuse. Our property may be used for corporate purposes only and not for personal purposes or any prohibited or unlawful purpose. Theft, carelessness, and waste have a direct impact on our business. You should care for and use business property responsibly and protect such property from theft, misuse, and destruction.

2.14 Privacy and Data Security

During your work at SMI Group, you may have access to confidential, personal, or proprietary information that requires safeguarding. You have a duty to protect such information and to take precautions before sharing it with anyone, inside or outside the



workplace. All directors, employees and contractors must follow applicable privacy and data security laws when handling sensitive personal or proprietary information. We are committed to maintaining the privacy and security of personal data, including data relating to employees, customers, and business partners. Our business is subject to the various laws and regulations applicable in the UK, in particular, the UK Data Protection Act 1998 and 2018.

For more information, please refer to our Information Security Policy and our Data Protection Policy (32001 & 32005).

2.15 Political Activities and Sponsoring

SMI Group acknowledges the potential usefulness to carry out lobbying activities or other legal interactions with political parties or government officials. However, we do not, without explicit prior approval of our directors, sponsor events of political parties, authorities, organisations. We also do not make any money or material donations to political parties or organizations that could harm our interests. Monetary donations or donations of its kind to organisations closely linked to the political parties are only made if previously approved by our directors.

For more information, please refer to our Anti-fraud, Bribery, and Corruption Policy. (Document 30005)

2.16 Product Safety

SMI Group is committed to ensuring the safety and integrity of the products we offer to our customers. We hold a steadfast responsibility to provide products that meet safety and quality standards, thereby promoting the trust of our customers. Our dedication to product safety encompasses rigorous quality control measures, adherence to industry regulations, and continuous evaluation of our supply chain. We pledge to conduct thorough testing, uphold transparent communication about potential risks, and promptly address any concerns related to product safety.

For more information, please refer to our Product Recall Policy and Plan. (Document 33002)

2.17 Risk Management



SMI Group have built robust mitigation plans for each identified risk within our business to maintain the stability of our supply chain, manufacturing, distribution, and customer service operations. Our Business Continuity Plan is ISO 9001:2015 accredited and is tested twice a year, with new or emerging threats assessed, and associated mitigation plans against developed and incorporated. We have clearly defined processes, ownership, and escalation pathways to ensure that potential impacts to seamless service provision are anticipated and prevented or mitigated wherever possible.

For more information, please refer to our Business Continuity Plan and our Covid-19 Risk Mitigation Plan. (Document 34001 and 34003)

3.1 Reporting Violations

All SMI directors, employees, and contractors are responsible for complying with this Code of Business Conduct and Ethics. Some of the points outlined in this Code are discussed in further detail in the individual policies mentioned herein. If you have questions on how to proceed or interpret this Code or how to report a violation, please consult your supervisor, the Human Resource department, the Policy Committee. Reports will be treated confidentially to the extent feasible, and SMI Group does not tolerate any retaliation against an individual for reporting a suspected violation in good faith. We will ensure that any cases are fully investigated in a careful and confidential manner.

For more information, please refer to our Whistleblowing Policy, our Grievance Policy, and our Disciplinary Policy and Procedures (31006, 31002 & 31004)

4.1 Monitoring and Review:

It is the responsibility of SMI Group's directors to ensure that directors, employees, and contractors have read, understand, and agree to the terms of this Code. This may involve training or other internal communications to ensure that employees are made aware of the Code and can ask questions. SMI Group's Code will be reviewed annually although an earlier review may take place if any significant changes take place within the business or by law.

4.2 Signature:



CEO: Blake Prisgrove
Date: December 2025

4.3 Further information:

- Equality and Diversity Policy. (Document 30010)
- Health and Safety Policy. (Document 31001)
- Product Recall Policy and Plan. (Document 33002)
- Business Continuity Plan (34001)
- Covid-19 Risk Mitigation Plan (34003)
- Information Security Policy (32001)
- Data Protection Policy (32005)
- Environmental Policy (document 30004)
- Anti-fraud, Bribery, and Corruption Policy (30005)
- SMI's Prevention of the criminal facilitation of tax evasion policy (34003)
- Supplier Code of Conduct (30008)
- Modern Slavery Statement (30002)
- SMI ESG 2030 Strategy (30001)
- SMI's Responsible Sustainable Partner Strategy (93018)

4.4 Version Control:

Version:	Detail:	Approved by:	Date:
1.0	First Issue following policy introduction and annual reviews	Blake Prisgrove	December 2023
1.1	Policy annual review, included Chief Financial Officer and new document SMI's Responsible sustainable partner strategy	Head of ESG and Sustainable Procurement	January 2025



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