

Code of Conduct for Suppliers & Business Partners

Iarnród Éireann – Irish Rail

Procurement & Materials Department
Inchicore Railway Works
Dublin 8
IRELAND

January 2008

1. Guiding Principles

The guiding principles governing our employees relationship with our Business Partners,¹ which are detailed in the CIÉ Group Code of Business Ethics for Employees, include;

1. Integrity
2. Confidentiality of information
3. Legality
4. Disclosure of Interest
5. Loyalty
6. Fairness
7. Consideration for work/external environment

These principles apply equally to our Business Partners. The purpose of this document is to inform our Business Partners of Iarnród Éireann expectations of in relation to conducting business or seeking to conduct business with Iarnród Éireann.

2. Basis of purchasing decisions

Purchasing decisions and contract awards are made **solely** on the basis of the offers submitted, in accordance with the award criteria for the particular tender or request for quotation. At all times any impropriety, or even the perception of any impropriety, must be avoided.

3. Responsibilities of our Business Partners

Iarnród Éireann's Business Partners are required to comply with this Code of Conduct for Suppliers and must ensure that all of their employees, sub-contractors, and agents, who come in contact with Iarnród Éireann are made aware of, and comply with this Code of Conduct. The Statement of Commitment (see Appendix 1) must be signed off by all Business Partners who conduct or wish to conduct business with Iarnród Éireann.

4. Main Requirements.

a. Bribes, Kickbacks and Commissions

- These are PROHIBITED.
- They may not be given, received, offered or solicited; whether directly or indirectly through a third party.

b. Gifts and Hospitality

- Gifts are not necessary nor are they expected
- Where gifts are given, they should be infrequent and of nominal value. Under the Iarnród Éireann Employees Code of Business Ethics the maximum total value of gifts that can be accepted by an Iarnród Éireann employee is €65.
- In the event of gifts of higher value (e.g. Christmas Hampers) being received by employees, it is company policy that the employee advises their supervisor or manager and returns the gift.
- Iarnród Éireann employees are prohibited from soliciting gifts or favours from Business Partners and any such requests should be advised to Iarnród Éireann (see 4g below).

¹ Defined as suppliers, contractors, service providers and consultants (including their employees, servants, agents and sub-contractors)

c. Hospitality

- Hospitality should be modest and appropriate to the business situation
- The provision of overnight accommodation, overseas travel, motor vehicles or use of motor vehicles is PROHIBITED.
- Meals may be provided in the business context, such as when an employee is on a visit to a business partners premises, but they should not be lavish or overly expensive or frequent.
- Employees are obliged to report all offers of hospitality to their supervisor

d. Conflict of Interest

- Iarnród Éireann employees and Business Partners must avoid any situation that is, or may be perceived as, a Conflict of Interest.
- Iarnród Éireann employees must represent Iarnród Éireann's best interests and both the employee and the Business Partner are required to disclose the following
 - Any close relationship that could affect the business relationship or a business decision
 - Any common business interests
 - Close family ties with persons who can influence the business decision.

e. Use of Coras Iompair Éireann / Iarnród Éireann name or logo

1. Business Partners may not use the names or logos of Coras Iompair Éireann or Iarnród Éireann without prior specific written permission of the Company Secretary.
2. This is dealt with in detail in our Conditions of Contract.

f. Attempt to canvass or influence a Purchase Decision

1. Any improper attempt to influence a purchasing decision or to canvass can, and will, lead to exclusion from the tender process and other actions.
2. This is dealt with in detail in our Conditions of Tender.

g. Confidentiality and Reporting

1. Business Partners are required to report concerns regarding ethical issues or violations of this Code of Conduct by an employee of Iarnród Éireann, by their employees, or by a third party to:
 - The Head of Internal Audit, CIE Group, Áras Éanna, 60 Gardiner Street Lower, Dublin 1
 - Or
 - The Chief Financial Officer, Iarnród Éireann, Connolly Station, Dublin 1
 - Or
 - Group Chief Financial Officer, CIE, Heuston Station, Dublin 8
2. Preferably in writing
3. Signed is preferable and confidentiality will be assured, but anonymous claims will also be investigated.
4. If you make a signed report, and do not get a prompt acknowledgement and response, please contact the Chief Executive Officer, Iarnród Éireann, Connolly Station, Dublin 1 directly.
5. If you require direction or advice in respect on any aspect of the Code, please contact the Manager, Procurement & Materials, Iarnród Éireann, CIE Works, Inchicore, Dublin 8. {Telephone (+353) 1 7033714}.

h. Consequences

1. Iarnród Éireann will treat substantiated contraventions of this Code of Conduct as a serious matter.

i. Contracts / Purchase Orders

1. It is Iarnród Éireann's policy and practice to issue an official purchase order prior to supply of materials or services or the commitment of resource by a supplier
2. In addition, for major contracts, a formal contract must be executed by the parties prior to commencement.
3. Invoices will not be processed without a valid purchase order
4. Accurate records (timesheets, delivery notes, etc.) must be kept and produced on request – falsification of records is PROHIBITED.
5. Iarnród Éireann pays only on verified receipt of goods, works or services.

j. Drugs and Alcohol Policy

1. Suppliers and business partners are bound by the Iarnród Éireann's Drugs and Alcohol Policy
2. The policy seeks to prevent accidents or damage to property , arising through oversights and errors of judgement as a result of the consumption of alcohol or drugs by staff, or Business Partners
3. Working on Iarnród Éireann property under the influence of alcohol or drugs is strictly prohibited.
4. Suppliers and service providers must ensure that all of their staff who work on Iarnród Éireann sites are familiar with this policy on drugs and alcohol and have systems in place to ensure that their employees abide by the policy.
5. Random testing of staff, suppliers, contractors and service providers will be undertaken and action taken against any staff member or supplier found to be in breach.

5. Summary

It is Iarnród Éireann's objective that all our business is conducted with uncompromising fairness, integrity and professionalism; with

- Strict compliance with the legal requirements of Irish and EU law
- Fair and open competitions
- Neither actual, nor perceived, conflict of interest.

Appendix 1

Statement of Commitment to Iarnród Éireann Code of Conduct for Suppliers and Business Partners

We, (NAME OF COMPANY) _____

ADDRESS: _____

Undertake to fully implement the requirements in this Code of Conduct for Suppliers and Business Partners in respect of all our dealings with Iarnród Éireann and Coras Iompair Éireann.

We understand that the Code applies to our employees, agents and sub-contractors.

We confirm our acceptance of the Iarnród Éireann Drugs and Alcohol Policy.

We understand that breaches of this Code may lead to our organisation being excluded from participation in future tenders.

SIGNATURE: _____ DATE: _____

POSITION IN COMPANY: _____

NAME (Please print): _____ TEL: _____

POSITION: _____

Signed (Director or Company Secretary): _____

Name (in BLOCK CAPITALS): _____

Date: _____

AFFIX Company Stamp

--

Please return this signed and completed page with your tender.