> UK Bribery Act

Current Enforcement Trends

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UK Bribery Act: Current Enforcement Trends

Eight months after entry into force of the UK Bribery Act (the **"Act"**), the Serious Fraud Office (the **"SFO"**) is investigating a number of companies which allegedly have breached the corporate offence (failure of a corporation to prevent bribery). SFO Director Richard Alderman has confirmed that "*...there is already Bribery Act activity by the SFO. It is not out there in the public domain because our approach is to corporations and the work we are doing with them at this stage must inevitably remain confidential... [we are] looking for the more difficult cases... which are... going to be amongst the most challenging that the UK criminal justice system will have seen.*"[1] The SFO continues to invite specific corporations in for meetings, during which SFO officials give directors/in-house lawyers the opportunity to discuss how compliance issues will be remedied. Whilst it is not clear precisely how the SFO has obtained intelligence about possible infringements on the part of these companies, information from overseas authorities, self-reporting and whistleblowers are thought to be the likely sources. It is reported[2] that the SFO's whistleblower hotline is receiving 500 calls a month, and the whistleblower section of its website has had 200 hits.

Whilst many companies have already updated their existing compliance programmes to cover the Act, we take this opportunity to remind companies about the Act's key provisions, recent enforcement practices and penalties, and important preventative measures companies must take to ensure they can avail themselves of the "adequate procedures" defence in the event that a rogue employee, supplier, consultant or any other "associated person" engages in bribery.

Guidance outlining the procedures organisations can put in place to prevent bribery, published by the Ministry of Justice on 30 March 2011 (the **"Guidance"**), has sought to clarify and narrow the Act's scope, particularly with respect to corporate hospitality, facilitation payments, and its extra-territorial application (see below). Although businesses welcome the Guidance's less restrictive interpretation of the corporate hospitality provisions, especially in an Olympic year, this interpretation remains subject to judicial endorsement.

Further, as the emphasis on "adequate procedures" remains, the safest approach for corporations seeking to minimise risk is to adopt an effective compliance programme, or upgrade their existing programmes. Consistently, guidance outlining the UK authorities' approach to prosecuting the Act, published by the SFO and the Crown Prosecution Service (the **"CPS"**) on 30 March 2011 (the **"Joint Prosecution Guidance"**), highlights the UK authorities' discretion not to penalise ethically run companies that encounter an isolated incident of bribery.

[1] Richard Alderman, Director of SFO, speech at the UK Contractors Group, 4 November 2011.
[2] Thomson Reuters Accelus, 27 February 2012.

Key Offences Under the Act

The Act contains four main criminal offences:

1. Offering, promising or giving a bribe in exchange for improper performance of a function or activity (‘**active bribery**’);

2. Requesting, agreeing to receive or accepting a bribe in exchange for improper performance of a function or activity (‘**passive bribery**’);

3. Bribing a foreign public official (the ‘**foreign public official offence**’); and

4. Failure by a commercial organisation (which includes a company or partnership) to prevent a person associated with it from committing bribery in order to gain, or retain, a business advantage (the ‘**corporate offence**’). Critically, the burden is placed on the commercial organisation to prove it had “adequate procedures” (such as a rigorous internal compliance programme) in place to prevent bribery (the ‘**adequate procedures defence**’).

The key offences are designed to catch all forms of bribery and are therefore extremely broad. In particular:

- There is no precise definition of a bribe, with the Act merely referring to a “financial or other advantage.” Accordingly, any payment, gift, or other form of benefit may be caught.
- The Act covers private bribery, in addition to bribing a public official, thereby expanding the scope of the Act well beyond that of the US Foreign Corrupt Practices Act (the “**FCPA**”). The terms “function” and “activity” are widely defined to include not only any public function, but also: (i) any business activity; (ii) any activity performed in the course of employment, and (iii) any activity performed on behalf of a body of persons (corporate or otherwise) thereby extending the reach of the provisions to agents and external third parties. The relevant “function or activity” need not have a connection to the UK.
- “Improper performance” means a breach of the standard that a reasonable person in the UK would expect in relation to a duty of good faith, impartiality or a position of trust.[3] By imposing this standard, the provisions explicitly disregard the local customs or practices existing outside the UK which might otherwise be applied to soften the test.[4]
- The Act covers bribery in relation to both acts and omissions. As well as covering two-party situations, where party A pays a bribe to party B, in exchange for improper performance by party B; the provisions also catch situations involving a third party, such as where the bribe is paid by, paid to, or the improper performance of an activity or function is by party C.

[3] Further, merely accepting a financial or other advantage may itself constitute improper performance of a relevant function or activity.

[4] Unless such a custom or practice is permitted or required by the written law applicable in the relevant country.

- The corporate offence of failure to prevent bribery covers all "associated persons". Any person who "performs services" for or on behalf of a commercial organisation is an "associated person". Thus, a corporation could be made liable for failing to prevent bribery in respect of not only its employees (who are deemed to be associated persons under the Act unless contrary intention is shown), agents and subsidiaries, but also joint venture or consortia partners, and potentially external third parties such as suppliers. From a financial services perspective, the legislation could extend to trustees, custodians and even insurers under the Act.
- Further, actual knowledge of the bribe by the commercial organisation need not be proven. The only defence available to the allegation is to show that the commercial organisation had "adequate procedures" in place to prevent its employees, agents and associated third parties from engaging in bribery.

Extra-Territorial Reach

Each of the offences has the potential for extra-territorial application, although the Guidance purports to narrow the Act's reach over non-UK corporations.

In respect of offences (1)-(3), the courts will have jurisdiction where any act or omission which forms part of the offence is committed in the UK, or where the offences are committed by a person (including a corporate entity) "closely connected" to the UK. Under the Act, a person has a close connection if, and only if, they are (a) a British citizen, subject or similar, (b) an individual ordinarily resident in the UK, or (c) a body incorporated under the law of any part of the UK or a Scottish partnership. Where the offence is committed by a corporate entity, the Act will apply such that any senior officer of that corporate entity, or person purporting to act in such capacity, may be guilty of an offence if they have consented or connived in the commitment of the offence.

The Act has even wider extra-territorial reach in relation to the corporate offence, as it has potential application to every commercial organisation that "carries on a business, or part of a business" in the UK. The Act therefore covers non-UK corporate entities with a business presence in the UK, regardless of whether the bribe is paid in relation to that business. The Guidance indicates that the test of business presence is to be applied on a common sense basis. It was not the UK Government's intention that either a listing on the London Stock Exchange or the existence of a UK subsidiary should in themselves be enough to satisfy the test of carrying on a business in the UK. This potentially reduces the reach of the Act over non-UK corporations dramatically. However, as the courts will ultimately have responsibility for interpreting this test, corporations with such connections to the UK would be prudent not to rely on it yet. In particular, if a UK subsidiary does not act independently of its parents or other group companies, the courts may consider that the test is readily met.

Corporate Hospitality

In response to calls from UK businesses to take a more commercial approach to corporate hospitality so as not to put UK businesses at a disadvantage, the Guidance expressly confirms that the Government does not intend to prohibit

reasonable and proportionate hospitality and promotional expenditure. It also provides further examples of legitimate conduct which should provide business with some reassurance. Prosecutorial discretion will be key, with relevant considerations including the lavishness of the hospitality in question, industry norms, the connection between the hospitality and any legitimate business activity, and concealment. The OECD has reportedly criticised the UK Government's more business-friendly approach to corporate hospitality in the Guidance.

By way of a short example, if a London-based private equity firm is to host the visit of a CEO of a Middle Eastern sovereign wealth fund, and buys tickets for the CEO to attend a football match, accompanied by representatives of the firm, where business is also discussed, this would be unlikely to present a problem. However, if the firm also pays for the CEO's family to visit London, finances associated activities and luxury accommodation, and bestows lavish gifts on the CEO and his family, this would give rise to material infringement risk. Commercial organisations should therefore establish controls for the objective and neutral scrutiny of corporate hospitality (whether by way of internal compliance persons, audit or accounting) so that what is provided in each individual case is pre-tested for reasonableness and overall compliance with the Act.

Facilitation (or "Grease") Payments

As under the previous UK bribery laws, facilitation payments, i.e. small bribes to facilitate routine government action, remain illegal (unless the foreign official is permitted or required to be influenced by such payments under the written law applicable in the relevant country). Further, the Guidance acknowledges that the eradication of facilitation payments is "a long term objective". However, under the Joint Prosecution Guidance pursuit of such cases will also be subject to prosecutorial discretion. Among a list of factors mitigating against prosecution are (i) a proactive approach involving self-reporting and remedial action, and (ii) a clear and appropriate policy setting out procedures to be followed if facilitation payments are requested, accompanied by adherence to such policies. This reinforces the importance of an effective compliance programme, since policies and procedures, and a culture of internal reporting, will weigh against prosecution.

By way of a short example, if a UK company acquires a Chinese manufacturing company and it is later discovered that there are ongoing retainer arrangements at the Chinese company under which payments are made to certain Chinese public officials, then (unless these officials are permitted to be influenced by these payments under Chinese law) there is no question that such activities should immediately cease. If the UK entity were to turn a blind eye or were to engage another party to continue the arrangements, it would very likely be liable for the corporate offence via that associated person. Legal counsel should be consulted immediately on discovery of any such activities, and under the Joint Prosecution Guidance self-reporting should occur. This example also highlights the importance of proper anti-corruption due diligence in respect of transactions in high risk jurisdictions and at high risk times, such as during M&A.

Enforcement

The SFO is the main agency in England and Wales for investigating (jointly with the police in some cases) and prosecuting cases of overseas corruption. The CPS also prosecutes bribery offences investigated by the police, committed either overseas or in England and Wales.

Proceedings under the Act require the personal consent of either the Director of the SFO or the Director of Public Prosecutions at the CPS, who have a broad discretion as to whether to prosecute. Together the SFO and CPS have published the Joint Prosecution Guidance, which sets out a two-stage test for determining whether an offence under the Act should be prosecuted, i.e. whether there is sufficient evidence to provide a realistic prospect of conviction, and whether a prosecution is in the public interest. The existence of adequate procedures and self-reporting are highlighted in the Joint Prosecution Guidance as factors which mitigate against prosecution in the public interest. Conversely, prosecution will be more likely where a conviction would bring a significant sentence, offences are premeditated, offences are committed in order to lead to more serious offending, and those involved are in positions of authority or trust and take advantage of those positions.

As well as criminal proceedings under the Act, under Part 5 of the Proceeds of Crime Act 2002 (**"POCA"**), in certain circumstances the UK authorities may be able to pursue a civil recovery order for property, including monies, obtained by unlawful conduct, where criminal conduct has occurred (a) in the UK, or (b) outside the UK (if it is both criminal conduct under the law of the relevant jurisdiction *and* would be criminal conduct if it had occurred in the UK). Civil recovery orders can be made in relation to overseas property[5] and the Act widens the UK elements of the test. Further, it is not necessary for any criminal proceedings to have actually been brought and the civil burden of proof is less than the criminal burden of proof.

As well as proceedings brought by the SFO or CPS, the Financial Services Authority (the **"FSA"**) is increasing its focus on adequate systems and controls to counter the risks of bribery and corruption. In June 2011, the FSA published a consultation paper entitled "Financial crime: a guide for firms", and in December 2011 published its own guidance emphasising compliance with both the Bribery Act and the Guidance on adequate procedures.

Plea-Bargaining and Settlements

Influenced by the US, in particular, plea-bargaining and settlements are becoming increasingly common among the UK prosecuting authorities and corporate defendants. Plea-bargaining enables a defendant to admit some charges, for example lesser charges in relation to accountancy records or only in respect of a certain act or time period, in return for the prosecution not bringing more serious charges, all possible charges or for a joint submission (together with the prosecution) in respect of sentencing. Although this practice has not always met with the approval of the UK courts, who must set or endorse the level of penalty, the courts cannot prosecute an offence which the prosecution has not chosen to

[5] *Israel Igo Perry (and others) v Serious Organised Crime Agency*, [2011] EWCA Civ 578.

charge, nor easily disregard a joint submission on sentencing. Whilst plea-bargaining can result in lower fines in individual cases, the US FCPA experience indicates that widespread self-reporting and plea-bargaining give ground to prosecutors, especially in interpretation of legislation, and may lead to more aggressive overall enforcement.

(For further information on this topic, please see "Prosecutorial Common Law", 16 March 2011, a guest post on the FCPA Professor forum by Partner Michael Levy, Co-Chair of Bingham's White Collar Investigations and Enforcement Group.)

Global Context

Enforcement of the Act by UK authorities must be seen as part of the global fight against corruption and related crimes, such as money-laundering, and be considered alongside financial services regulatory requirements. From the cases in which Bingham lawyers are representing clients since the Act entered into force it is clear that enforcement of the Act is part of a co-ordinated, cross-border prosecution by the US, the UK and other countries' authorities. As such, penalties in overseas cases may be influenced by the penalties sought by other authorities.

Penalties

The maximum penalty which may be imposed for offences (1)-(3) is 10 years imprisonment and/or an unlimited fine for individuals, and an unlimited fine for corporate entities. The maximum penalty for a commercial organisation which commits offence (4) is an unlimited fine. Although no guidance has been published on the level of fines for offences under the Act, fines will be decided by the court and generally look to reflect the seriousness of the offence, with regard to the individual circumstances of the case.

On 18 November 2011, the first penalty under the Bribery Act 2010 was imposed on Essex magistrate court clerk, Mr. Munir Patel. Mr. Patel admitted one count of offence (2) and further charges of misconduct in a public office, and was sentenced to three years for the bribery offence and six years for misconduct in public office. He had accepted £500 from a member of the public faced with a speeding charge in return for a promise to avoid putting details of a traffic summons on the court database (although it also became clear during the course of proceedings that Mr. Patel had helped approximately 53 other people escape prosecution over a period of two years, and the prosecution believe he made approximately £20,000). A three-year jail sentence for relatively minor, local acts of bribery (although aggravated by Mr. Patel's position as a trusted court worker) should be considered severe. Although this case clearly has limited relevance for corporate organisations, it shows how seriously the English courts are prepared to treat enforcement of the new legislation.

Limited guidance on the level of fines for corporates may be obtained from recent SFO cases under prior UK bribery laws and similar laws, including under POCA which combats profiteering from criminal offences and money laundering.

- In *R v Innospec Limited*, a UK subsidiary of Innospec (a US NASDAQ listed company) agreed to plead guilty to a charge of conspiracy to corrupt. Between

February 2002 and December 2006, Innospec Ltd had engaged in systematic and large scale corruption of Indonesian government officials, through bribes totalling approximately US$8 million. The purpose of the bribes was to block legislative moves to ban the sale of a component used in fuel production due to environmental and health concerns, which was regularly purchased by Indonesia from Innospec Ltd. The US authorities commenced an investigation into Innospec Inc and the SFO commenced proceedings against Innospec Ltd in the UK. The English judge commented that the level of fines for this scale of corruption might have been US$400 million in the US and US$150 million in the UK. However, on the basis of the financial health of Innospec Inc and its subsidiaries, their cooperation in the course of the proceedings, and its prior approval by a US court, a global settlement of approximately US$40 million (US$12.7 million in respect of the UK SFO fine) was approved by the English court (despite being considered inadequate by the judge).

- In another case[6] in 2010, which also reached settlement, BAE Systems plc (**"BAE"**) was fined £500,000 plus £225,000 in costs after agreeing to plead guilty to a single charge of failing to keep adequate accounting records in relation to a defence contract for the supply of a radar system to the Government of Tanzania by a BAE-controlled company. BAE also agreed to make an ex-gratia payment of £30 million (less the fine) for the benefit of the people of Tanzania. It was reported that BAE-controlled companies had made payments to third-party marketing advisors of approximately US$12.4 million. Nonetheless, it was not alleged that BAE was a party to any corruption, but rather that the payments were not subjected to adequate scrutiny by BAE or record keeping by a BAE-controlled company.
- In July 2011, a civil recovery case under Part 5 of POCA[7] which also reached settlement, Macmillan Publishers Limited was fined in excess of £11 million in contractual revenues that may have been obtained over a period of years by bribing African governments to award contracts to the company to provide educational materials.[8] The SFO started its investigation following the World Bank's report on an agent's unsuccessful attempt to bribe key officials to award a World Bank funded tender to supply educational materials in Southern Sudan to Macmillan. The City of London Police executed search warrants in December 2009, and in March 2010 Macmillan reported the corporate case to the SFO, which required the company to follow the procedure in its published protocol document dealing with overseas corruption.[9]
- In January 2012, a civil recovery case under Part 5 of POCA[10] which also reached settlement, Mabey Engineering (Holdings) Limited, the shareholder of bridge manufacturers Mabey and Johnson Ltd (a subsidiary involved in offences under prior UK bribery laws, in relation to breaches of UN Sanctions with Iraq) was fined £131,204 in dividends it had received. Although this amount is relatively low, the

[6] *Regina v BAE Systems PLC*, Case No:52010565 [2010].
[7] Claim no: Co/6837/2011.
[8] SFO Press Release: "Action on Macmillan Publishers Limited", 22 July 2011.
[9] The Serious Fraud Office's Approach to Dealing with Overseas Corruption.
[10] Claim no: Co/151/2012.

case provides a warning that, where applicable, the SFO "*intends to use the civil recovery process to pursue investors who have benefited from illegal activity*" and where "*issues arise, [the SFO] will be much less sympathetic to institutional investors whose diligence has clearly been lax in this respect*" .[11]

The above settlements were reached in public bribery cases. As regards the likely level of fines in private corporate bribery cases, further guidance may be obtained from FSA regulatory fines imposed for a failure to maintain adequate anti-corruption systems and controls to counter the risks of bribery and corruption:

- In July 2011, the FSA fined Willis Limited, an insurance broker and risk management firm, £6.895 million. As a result of Willis Limited's weak control environment, various suspicious payments were made to third parties based in high risk jurisdictions who had helped the company obtain or retain business from overseas clients. The gross commission earned by Willis Limited from business introduced by these third parties amounted to approximately £59.7 million and Willis Limited paid approximately £27 million of this in commissions to the third parties. Note, there was a 30 per cent reduction in the fine due to early settlement with the FSA and a number of mitigating factors relating to the firm's active engagement with the FSA were also taken into account.
- In a similar case in 2009, the FSA fined insurer Aon Limited £5.25 million. As a result of Aon Limited's weak control environment, Aon Limited had made various suspicious payments, amounting to approximately US$7 million, to a number of overseas firms and individuals who had helped the company obtain business overseas. Note, there was also a 30 per cent reduction in the fine due to co-operation and early settlement.

(Please also see the attached table (in Appendix 1) showing penalties in recent corruption cases decided under English law)

Preventative Measures and the Adequate Procedures Defence

Existing compliance programmes need to be updated by anyone with a close connection to, or who is carrying on a business in, the UK, to prevent infringements of the Act and to enable a corporation to successfully defend itself (using the "adequate procedures" defence) against rogue employees and associated persons engaging in bribery. Further, a compliance programme may be a mitigating factor against prosecution and help reduce any fines that are imposed, as well as being key in enabling a commercial organisation to decide whether to self-report in any given case.

Bingham is well placed to advise on whether and how to adapt existing policies and procedures to maximise compliance globally, including how to upgrade existing FCPA compliance programmes to cover private and passive bribery, and the corporate offence. More specifically, Bingham has been and continues to work with its clients to design and implement practical preventative measures consistent with the six guiding principles on adequate procedures contained in the Guidance:

[11] Richard Alderman, Director of SFO, 13 January 2012.

1. Proportionate Procedures — Procedures (covering both bribery prevention policies and procedures which implement them) should be proportionate to the risks that a corporation faces. This will reflect the size, nature and complexity of the business, and the type and nature of persons associated with it. When considering the adequacy of procedures a court is likely to focus on those procedures designed to prevent bribery by the associated person in question. A necessary first step is a comprehensive review and risk assessment of existing policy and procedures concerning the major risk areas (such as gifts and entertainment, retention of consultants and/or intermediaries, charitable/political contributions and facilitation payments).

2. High Level Commitment to Compliance — The board and senior executives should be actively involved in implementation of the compliance programme. A compliance committee or officer should be appointed and given adequate resources to ensure compliance. A code of conduct should also be developed, and senior executives should communicate a clear policy of zero tolerance to bribery, both internally and externally to all organisations with which it interacts. Bingham's US experience in respect of the FCPA indicates that the "tone at the top" is key to the reducing the risk of liability in a commercial organisation.

3. Risk Assessment — Periodic, informed and documented assessment of the nature and extent of any exposure to risks of bribery by associated persons is essential. Factors which may increase exposure include activities in the major risk areas (including those outlined in 1. above); internal weaknesses (such as lack of employee awareness, the design of pay structures, and any absence of clear anti-bribery policies); and external risks (such as doing business in certain countries[12], the transaction risk associated with particular types of project and industries, and, in particular, the risks encountered when dealing with state-owned enterprises and public officials — whether on the administrative or regulatory side, or as a supplier).

4. Due Diligence — Procedures should incorporate a proportionate and risk-based approach in respect of persons performing services on behalf of a corporation. High-risk business relationships, such as where local law or convention dictates the use of local agents, will likely require additional measures. As employees are presumed to be "associated persons", due diligence will need to be incorporated into recruitment procedures. Ongoing appraisal and monitoring should also be required. As indicated in respect of corporate hospitality above, it is important to ensure that an objective

[12] The Corruption Perception Index 2011, produced by Transparency International, ranks 182 countries by perceived levels of public corruption, with the worst scores achieved by Afghanistan, North Korea, Myanmar and Somalia. Other notable poor scores include those of Italy (69), China (75), Greece (80), India (95) and Russia (143). The best score was achieved by New Zealand, with the UK (16) and the US (24). Commercial organisations should pay due regard to this index when formulating adequate procedures and heightened procedures should be adopted when doing business in riskier countries.

and neutral person within a commercial organisation (whether compliance persons, audit or accounts) is responsible for scrutinising the reasonableness of payments and any benefits conferred in the major risk areas. Records of approvals (with reasons) should be kept to show the adequacy of procedures, as and when required.

5. Communication and Training — Policies and procedures must be embedded and understood through communication and training. Staff should be able to access advice and provide feedback and suggestions for improvements through, for example, questionnaires. In particular, finance, accounting and procurement personnel should be targeted for an educational update as well as a review of current anti-corruption procedures and practices. This is to ensure that internal controls are in place to detect not only public official bribes, but any kind of fraud and corruption in expense reporting, etc. Corporations should consider introducing an implementation strategy to demonstrate compliance. This would set out, for example, who is responsible for implementation, the nature of the training, internal reporting of progress to senior management and the timing of subsequent reviews. Such measures and bribery prevention policies should also be communicated externally to educate, reassure and provide some legal comfort in respect of existing and prospective associated persons, and deter those seeking bribes.

6. Monitoring and review — Compliance programmes and material agreements should be periodically audited to ensure that the programme is working in practice and any issues are addressed. This is vital since the SFO has indicated that it will not be enough to have a compliance policy "sitting on the shelf" or to "put up a screen" of adequate procedures. In order to avail itself of the "adequate procedures" defence, a corporation should be able to show a sincere commitment, embracing the spirit of the legislation. Finally, a confidential and accessible reporting system should be set up to protect whistle-blowers, and persons violating the compliance programme need to be disciplined or, if appropriate, dismissed.

Report Any Concerns to Legal Counsel

In the event of potential infringement concerns, legal counsel should be consulted immediately. Not only does the Act contain severe penalties, but any violation could also give rise to civil liability and offences under other laws such as POCA. POCA has a maximum penalty of 14 years imprisonment, in addition to high fines. Since POCA contains a defence of disclosure to the regulatory authorities, it also encourages the reporting of any potential infringements of the Act.

It is also important to note that a conviction under the Act may have further consequences in the form of disqualification of directors and the ability of a corporate entity to enter into public sector contracts within the European Union.

Bingham Experience and Contacts

Bingham's London office is experienced in advising clients on the implications of the Act and anti-bribery legislation in other major jurisdictions. Bingham US, UK and Asia are also collaborating closely to review and refine various clients' existing FCPA compliance programmes to ensure that they take account of the new UK rules. Bingham clients therefore benefit from a global team with lawyers able to advise on anti-bribery laws across the US, Asia and Europe. In particular, our White Collar Investigations and Enforcement practice group has experience representing clients across many different industries in FCPA investigations conducted by the US Department of Justice and the SEC involving alleged bribes in Africa, the Americas, Asia-Pacific, and Europe.

In addition, the London office contains lawyers with experience not only of the Act and the previous UK anti-bribery laws, but also the FCPA and the equivalent laws in other countries such as Australia. We are therefore well-placed to review existing compliance policies and procedures and advise on any changes which should be made.

This Thought Piece was authored by Davina Garrod, partner, and Gordon Davidson, trainee solicitor.

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Appendix 1 — Table of Penalties in Recent Corruption Cases Under English Law

Date	Persons	Sector	Approximate Values of Relevant Transactions	Legal Basis of Penalty	Approximate Value of Main Penalty	Other Consequences
Jan 12	Mabey Engineering (Holdings) Limited	Engineering	£131,204 (dividends received)	Part 5, POCA	£131,204	SFO costs
Nov 11	Munir Patel	Public Service	£500 (received, although the prosecution believe he may have made £20,000 during 2 years)	Passive Bribery, **Bribery Act 2010**	3 years imprisonment	
Jul 11	Macmillan Publishers Limited (MPL)	Educational Materials	£11.26m (contractual revenues)	Part 5, POCA	£11.26m	SFO costs; debarred from World Bank contracts for minimum of 3 years; SFO monitoring; MPL withdrawal from all public tenders in East and West Africa, loss of bid securities
Jul 11	Willis Limited	Wholesale insurance and reinsurance broking	£59.7m (gross insurance commissions earned), £27m (insurance commissions paid)	Section 206, FSMA	£6.895m (with a 30 per cent reduction in fine due to co-operation and early settlement)	"Significant" FSA costs
Dec 10	BAE Systems Plc	Defence	US$39.97m (contract value), US$12.4m (payments to marketing advisors)	Section 221, Companies Act 1985	£500k, plus £29.5m ex-gratia payment for the benefit of the people of Tanzania	£225k SFO costs

Date	Persons	Sector	Approximate Values of Relevant Transactions	Legal Basis of Penalty	Approximate Value of Main Penalty	Other Consequences
Mar 10	Innospec Limited	Chemicals	US$160m (UK Revenues), US$11.7m (commissions to agents), US$8m (bribes)	Pre-Bribery Act 2010 offences	US$40m global settlement (US$12.7m in the UK) (judge comments level of fines might have exceeded US$150m in the UK and US$400m in the US)	SFO monitoring
Jan 09	Aon Limited	Insurance broking	US$7m (suspicious payments)	Section 206, FSMA	£5.25m (with a 30 per cent reduction in fine due to co-operation and early settlement)	

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