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Your ref: OFT 1277/1278

Jessica Nardin  
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Dear Ms Nardin

### **Guidance on Compliance with Competition Law**

The ICAEW welcomes the opportunity to comment on the consultation papers *Company Directors and Competition Law* and *How your Business Can Achieve Compliance* published by the Office of Fair Trading in October 2011.

Both sets of draft Guidance provide useful information on the nature of competition law and the risk to businesses of non-compliance, though it might be possible to make this shorter, and thus quicker to use, with the removal of some duplication of material.

Guidance is also given on ways in which a compliance culture might be fostered and maintained within a business. We do not have any comments to make on the detail of this guidance, but we are concerned that it differs very substantially in detail and approach from that recently consulted upon by the Ministry of Justice, in relation to Section 9 of the Bribery Act 2010. As noted in the OFT consultations, internal control procedures for the prevention of competition infringements can also assist in preventing bribery and other business misconduct. The general control environment of a business, and a single set of internal controls, can be applied in preventing all business crime and misconduct. This being so, the adequacy of controls for each type of infringement should be judged on the same basis. If businesses have to judge their internal control systems against different and divergent sets of guidance, this will add substantially to costs without a corresponding improvement in control. Guidance issued by the OFT and other Government Departments, aimed at preventing all business crime and misconduct, should conform.

Please contact me should you wish to discuss the points raised in this response.

Yours sincerely

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