

Supplier code of Conduct

Intelenet is a diverse business with dynamic client requirements that mean that we do very different things nationally and globally. However, some fundamentals stay true across all of our operations. Consistency of these fundamentals - gives our clients confidence in the minimum they can expect, protects our employees through providing a framework to build upon and provides management with the necessary assurance.

As we continually strive to deliver high performance for our clients, our company and our shareholders, Intelenet Global Services is committed to upholding the highest ethical and professional standards consistent with our Code of Conduct.

The relationship between Intelenet Global Services and its suppliers is an important component to achieving high performance in our business.

Our Intelenet Supplier Code of Conduct, which supplements our Intelenet Code of Conduct, sets forth the standards and practices that apply to all suppliers of Intelenet Global Services ("Intelenet Suppliers"), including all of the Intelenet Suppliers' facilities. Intelenet Suppliers must also operate in full compliance with all applicable laws and regulations of the countries in which they operate.

In selecting suppliers, Intelenet Global Services works hard to choose reputable business partners who are committed to ethical standards and business practices compatible with those of Intelenet Global Services.

This Code formalises Intelenet's practices and makes clear that, recognising differences in cultures and legal requirements, we expect that wherever our suppliers are located, producing products for us or delivering services for us, that they are produced and/or provided in a manner compatible with the high standards that contribute to the reputation of Intelenet Global Services.

Intelenet Global Services is committed to helping its suppliers comply with these standards. In turn, Intelenet expects its suppliers to apply these standards to the suppliers they work with in providing goods and services to the company.

Intelenet Global Services strongly encourages suppliers to exceed the requirements of this Code and promote best practices and continuous improvement throughout their operations. If there is no local legal requirement, or if a local legal requirement is not as strict as the requirement included in this Code, Intelenet Suppliers are required to follow this Code if they want to do business with Intelenet Global Services.

1. Our People

Intelenet Global Services has a diverse workforce and supply base spread across the globe. We all have different skills and capabilities and come from different cultures. This diversity has helped make the company what it is today and is important for shaping our future.

1.1 Fair Treatment and Equal Opportunity

We want Intelenet Global Services to be a place of mutual trust and respect, which embraces diversity and values everyone for their merits. A place where people's rights are honoured and they are treated fairly and consistently.

We expect our suppliers to do the same. Intelenet Suppliers must ensure employment – including hiring, payment, benefits, advancement, termination and retirement – is based on ability and not on beliefs or any other personal characteristics.

This includes discrimination based on sex, race, colour, national or ethnic origin, sexual orientation, gender identity or expression, religion, political beliefs, trade union activity, marital status, caring responsibilities, disability, age or citizenship.

Intelenet Suppliers should ensure women workers receive equal treatment in all aspects of employment. Pregnancy tests will not be a condition of employment and pregnancy testing – to the extent provided – will be voluntary and the option of the worker. In addition, workers will not be forced to use contraception.

1.2 Respectful Workplace

Every Intelenet Global Services employee has the right to respect and freedom from harassment. Violence at work is unacceptable, regardless of the reason. We will not tolerate harassment or violence against an employee. We equally expect our suppliers to provide the same commitment.

Intelenet Suppliers must treat all workers with respect and dignity. No work shall be subject to corporal punishment, physical, sexual, psychological or verbal harassment or abuse, nor is there to be the threat of any such treatment. In addition, Intelenet Suppliers will not use monetary fines as a disciplinary practice.

Human Rights

We expect our suppliers to share this commitment and specifically meet the following:

2.3.1 Child Labour

Intelenet Global Services does not use child labour and it expects its suppliers to do the same. We expect our suppliers to comply with local laws regarding the minimum age of employees. The minimum age for workers shall not be less than the age of completion of compulsory schooling, normally not less than 15 years or 14 where the local law of the country permits, deferring to the greatest age. In addition, Intelenet Suppliers must comply with all legal requirements for the work of authorised young workers, particularly those pertaining to hours of work, wages and safe working conditions.

Additionally, all young workers must be protected from performing any work that is likely to be hazardous or to interfere with their education or that may be harmful to their health, physical, mental, social, spiritual or moral development.

We encourage our suppliers to participate in legitimate workplace apprenticeship programmes that comply with applicable laws and regulations.

2.3.2 Forced Labour

In line with our own commitment Intelenet Suppliers must not use any type of involuntary or forced labour, including indentured, bonded, slave or human trafficked labour, and never engage in any form of procurement of commercial sex acts.

People must be free to terminate their employment in accordance with established laws, regulations, and rules. Intelenet Suppliers should also not mandate that workers hand over government-issued identification, passports or work permits as a condition of employment.

2.3.3 Wage and Benefits

Intelenet Suppliers must pay workers at least the minimum compensation required by local law and provide all legally mandated benefits. In addition to payment for regular hours of work, workers must be paid for overtime hours at such premium rate as is legally required or, in those countries where such laws do not exist, at least equal to their regular hourly payment rate.

2.3.4 Overtime

Intelenet Suppliers must ensure that all overtime work is voluntary and compensated at the prevailing overtime rates. In addition, except in extraordinary business circumstances, all workers are entitled to at least one day off in every seven day period.

2. Our Business

Intelenet Global Services is committed to the highest standards of integrity, honesty, openness and professionalism in all its activities wherever they are undertaken, we respect local laws and do not engage in any form of corrupt practices, including extortion, fraud, or bribery, at a minimum.

We expect our suppliers to demonstrate a similar commitment by understanding and complying with all applicable laws. Our suppliers should inspire trust by taking responsibility, acting ethically and encouraging honest and open debate.

2.1 Bribery, Corruption and Facilitation Payments

Bribery is offering, providing or receiving something of value – including cash, gifts, hospitality or entertainment – as an inducement or reward for something improper. Usually, but not always, it's to obtain or retain business or some other illegitimate advantage. Bribes are against the law and against our code, no matter what the “local custom” may be.

A facilitation payment refers to the practice of paying a small sum of money to (usually) an official as a way of ensuring they perform their duty.

Corruption involves any of these activities: bribery, extortion, fraud, deception, collusion, cartels, abuse of power, embezzlement and money laundering.

Engaging in bribery and corruption and making facilitation payments can seriously damage our reputation and business relationships.

We never offer, give or receive bribes or improper payments, or participate in any kind of corrupt activity, either directly or through any third party.

We expect our suppliers to apply the same stringent principles. Intelenet Suppliers should not engage in any form of commercial bribery or kick-back scheme. Suppliers acting on behalf of the company must comply with applicable anti-bribery laws as well as all local laws dealing with bribery of government officials.

In connection with any transaction related to the manufacture, distribution or delivery of goods or services to the company or that otherwise involves the company the supplier must not offer, promise, authorise, give, demand or accept any gift, loan, fee, reward or other advantage to or from any person as an inducement; to do something which is dishonest, illegal or a breach of trust; to obtain, retain or direct business; or to secure any other improper advantage.

Under these standards, improper payments include offers, promises, authorisations or payments of anything of value to expedite routine government actions.

We expect our suppliers to implement appropriate and adequate procedures for their employees to comply with applicable anti-corruption laws and these standards.

The help, advice and local knowledge of agents and other consultants or contractors can sometimes be essential. However, we require them to operate at all times in accordance with our standards, particularly in relation to bribery and corruption.

2.2 Gifts and Hospitality

Intelenet Global Services develops long-term business relationships based on trust and respect. Exchanging gifts and hospitality can build goodwill, but may, or may appear to, create improper influence. Any gift or hospitality we accept or give in connection with business should always be customary and reasonable in terms of value and frequency.

Intelenet Suppliers should not provide any gift, meal or entertainment to a company employee in any situation in which it might influence or appear to influence any employee decision in relation to the supplier. In other situations, suppliers may provide modest gifts, meals or entertainment to company employees if they are:

- ✓ not cash or cash equivalent
- ✓ consistent with customary business practice and supplier company policy
- ✓ not frequent or expensive
- ✓ do not violate any law.

Equally we do not want our suppliers to be influenced or pressurised in turn through the acceptance of inappropriate gifts or hospitality. If someone tries to do this to you, always tell us.

We require our staff to record gifts and hospitality given or received by them.

2.3 Conflicts of Interest

Conflicts of interest run counter to the fair treatment we expect. They can also break the law and seriously damage our integrity and reputation.

A conflict of interest occurs when your private interests interfere, or appear to interfere, with the best interest of Intelenet Global Services.

Intelenet Suppliers should avoid any interaction with any Intelenet Global Services employee that may conflict or appear to conflict with that employee acting in the best interests of Intelenet Global Services. By way of example, suppliers should not employ or otherwise make payments to any Intelenet Global Services employee during the course of any transaction between the supplier and Intelenet (other than pursuant to the company contract). If a supplier employee is a family relation to any Intelenet Global Services employee or if a supplier has any other relationship with an Intelenet Global Services employee that might represent a conflict of interest, the supplier should disclose this fact to the company or ensure that the Intelenet Global Services employee does so.

Suppliers must also make Intelenet Global Services aware of any Organisational Conflicts of Interest that could prohibit Intelenet Global Services from pursuing future work with the same client.

2.4 Competition and Anti-Trust

Competition and anti-trust laws prohibit a variety of business practices that restrict free and fair competition, such as bid rigging, price fixing, cover pricing or market sharing. Violations of such laws are very serious, and can result in significant fines and other penalties, including debarment. Individuals can face prison.

We are committed to free and open competition in our markets. We compete fairly and ethically, and support laws that promote and protect competition. The decisions we make about pricing, customers, bids and markets are taken by us alone.

We expect that when our suppliers are preparing proposals, bids or undertaking contract negotiations for Intelenet Global Services and our clients they are certain that all statements, communications and representations are accurate and truthful. Equally, Intelenet Suppliers who serve us across national borders will understand and comply with all applicable export laws and regulations.

Our suppliers will not share with us information they receive from or about our competitors or their bids, or the bids they are making to our competitors.

You should always report anti-competitive behaviour if you see it or suspect it.

3. Our World

We recognise Intelenet's impact on society, the economy and the planet, and aim to make a positive difference. This is embedded in the way we do business. We are committed to maintaining a safe, healthy and sustainable working environment, with a vision of zero harm. Everyone in Intelenet Global Services is responsible for making this a reality and we look to our suppliers to help us deliver this commitment.

3.1 Health and Safety

Our vision is zero harm. Our work is never so urgent that we cannot take time to do it safely.

We therefore require Intelenet Suppliers to provide workers a clean, safe and healthy work environment in compliance with all legally mandated standards for workplace health and safety in the countries in which they operate. This includes any residential facilities an Intelenet Supplier provides to its workers.

We require everyone who works for or with us to understand the health and safety risks of their activities and apply good health and safety management systems, training and practices in all they do. They should also take the necessary precautions to protect everyone from workplace injuries and occupational disease.

3.2 Environment

We work with our stakeholders to continuously assess and reduce our environmental impact. We aim to prevent environmental damage and minimise our use of energy and resources.

Intelenet Suppliers must comply with all local environmental laws applicable to the workplace, the products produced, and the methods of manufacture. Additionally, Intelenet Suppliers must not use materials that are considered harmful to the environment, but should encourage the use of processes and materials that support sustainability of the environment throughout their supply chain.

4. Our Assets

Intelenet Global Services is committed to being a sustainable and reputable business. Our physical and intangible assets – including money, property, time and information – are key to achieving this.

How we use and protect our assets has a strong bearing on how we perform and how well prepared we are for the challenges we will face. Our suppliers can play an important part in this.

4.1 Fraud and Deception

Our policies are clear, no employee will engage in any activity that is designed, or can be reasonably construed, to perpetuate a fraud. We expect our suppliers to meet these same standards.

Fraud is a criminal offence in most countries. Whilst its definition varies across these countries, fraud always involves deception and dishonesty. It's fraud when you deliberately try to deceive someone, act dishonestly or abuse your position to gain any kind of material advantage, or use or involve anyone else to do so. Fraud is usually carried out for profit, or to obtain money, property or services unjustly. It can involve defrauding the company or a third party.

Intelenet Suppliers will never knowingly seek to gain any advantage of any kind by acting fraudulently, deceiving people or making false claims, or allow anyone else to do so on your or our behalf. This includes defrauding or stealing from the company, a customer or any third party, and any kind of misappropriation of property.

Always act honestly, fairly and openly, carefully checking or inspecting things that you are responsible for.

4.2 Confidential Information and Records

Information for us is confidential if it has value to Intelenet Global Services and is not publicly available. You might also obtain confidential information from our employees, customers, partners and others.

Intelenet Global Services employees and suppliers have a responsibility to keep confidential information safe and make sure it never gets into the wrong hands. Intelenet Suppliers should also protect personal privacy and comply with applicable privacy laws.

Intelenet Suppliers must take all due care in handling, discussing or transmitting sensitive or confidential information that could affect the company, its employees, its companies, the business community or the general public. Disclosure of financial information could influence the actions of shareholders and potential investors and possibly violate security law. Suppliers' responsibility to hold the company's confidential information as confidential is a continuing obligation even after their assignment or contract with Intelenet Global Services has ended.

If an Intelenet supplier believes that it has been given access to the company's confidential information in error they should immediately notify their contact at the company and refrain from further distribution.

To protect others confidential information, Intelenet Suppliers similarly should not disclose to anyone at Intelenet Global Services information related to any other company if the supplier is under contractual or legal obligation not to share that information.

5. Communication, Monitoring and Compliance

Intelenet Suppliers should communicate, through its existing ethical operating standards/practices or through this Code that its workers, supervisors and its permitted subcontractors are aware of the requirements detailed in this Code.

Intelenet Global Services reserves the right to do such things as announced and unannounced inspections of facilities, to ensure compliance with this Code. Intelenet Suppliers must maintain at each facility all documents necessary to demonstrate compliance with the Code. Intelenet Suppliers must allow representatives from Intelenet Global Services and, if requested, Intelenet's customers, full access to facilities, documents, worker records and workers for confidential interviews in compliance with local laws.

Intelenet Suppliers are expected to take necessary corrective actions to promptly remedy any identified non-compliance. Intelenet Global Services reserves the right to terminate its business relationship with any Intelenet Supplier who is unwilling or unable to comply with this Code when termination is allowed by local laws.

We encourage Intelenet Suppliers to communicate to us any actions taken to improve its business practices and to send us suggestions about how Intelenet Global Services can best contribute to the implementation of the principles set out in this Supplier Code of Conduct.

6. Raising Concerns

Intelenet Global Services Suppliers who believe that a company employee or anyone acting on behalf of the company has engaged in a legal or otherwise improper conduct should report the matter to the company.

Intelenet Global Services Suppliers similarly should report any potential violation of this Code. Reports may be made by emailing at **whistleblow@intelenetglobal.com**.

A supplier's relationship with the company will not be affected by an honest report of potential misconduct.