

Vendor Code of Business Conduct Policy



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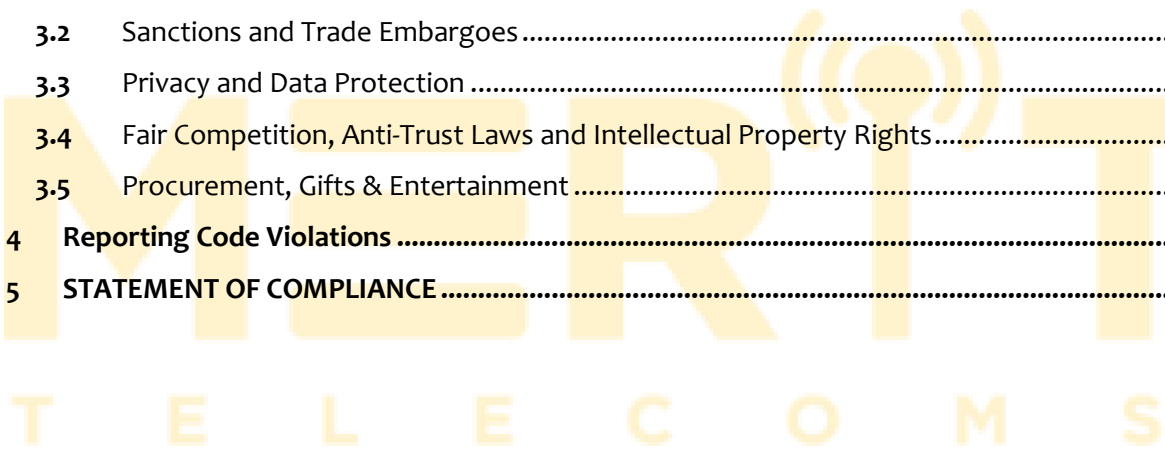
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Document History

The Legal department is the custodian of this policy and shall update this document as circumstances dictate, subject to approval of the Chief Executive Officer (CEO) and/or Board of Directors.

Reviewed By	Designation	Approved By	Designation	Version	Date
Tunde Israel	Legal Advisor	Isaac Omotayo	CEO	V1.0	Nov, 2021



1 Purpose and Scope

MERIT TELECOMS (herein referred to as “MERIT”) has established this Vendor Code to provide expectations as to how our Vendors should conduct their business to protect human and labour rights and ensure ethical conduct. This code is applicable to all Vendors engaged in providing products and services to or on behalf of MERIT.

This Vendor Code of Conduct should be read in conjunction with the MERIT Code of Business Conduct Policy (which can be found on MERIT’s website <https://merittel.com/business-ethics>).

It is the responsibility of each Vendor to communicate this Vendor Code of Conduct to its employees, partners, suppliers and subVendors to the extent that they are engaged in connection with providing products or services to MERIT.

In the event that compliance with this Vendor Code of Conduct is not met by a Vendor, MERIT may review the business relationship with such Vendor and necessary action may be taken, including, but not limited to, the termination of such contract or arrangement.

2 Human Rights and Labour Practices

The protection of human rights is an essential value of MERIT and vital to successful operation of our business. All our Vendors are expected to share our commitment to human rights and equal opportunity in the workplace.

2.1 Wages, Benefits and Working Hours

Vendor must pay fair wages for labour, especially with regard to minimum wages.

2.2 Slavery, Forced Labour and Human Trafficking

All employment with our Vendors must be voluntary and forced labour of any kind shall not be used in any location in which it operates and it must be prohibited in all ramifications.

2.3 Child Labour

Vendor must not employ any child labour and comply with all applicable working age laws or regulations. Vendor must also not knowingly work with partners, suppliers or sub-vendors that utilize child labour. Vendor must take the necessary preventive measures to ensure that they do not employ anyone under the applicable legal minimum age of employment in the location that work is being conducted.

2.4 Non-Discrimination and Anti-Harassment

MERIT requires Vendors to comply with all applicable laws regarding discrimination in hiring and employment practices. Vendors must provide equal opportunities and treatment of employees, without regard to race, national origin, religion, age, colour, sex, disability. Vendors must also prohibit unacceptable treatment of individuals such as sexual harassment, discrimination or bullying.

2.5 Diversity and Inclusion

MERIT is committed to promoting business excellence by ensuring respect, diversity and inclusion are always at the core of everything that it does, and accordingly, will identify, promote and engage Vendors that demonstrate the same principles and practices.

2.6 Occupational Health and Safety

Vendor must provide and maintain a healthy and safe working environment to minimize risk of accidents and injury.

3 Ethical Business Practices

MERIT is committed to operating its business in accordance with the highest ethical standards and in compliance with all applicable laws, rules and regulations. Similarly, MERIT expects total compliance of this Code from its Vendors, and all Vendors are to ensure that all its employees, partners, suppliers and sub-Vendors understand and adhere to these standards, as applicable.

3.1 Anti-Bribery and Anti-Corruption

Vendor must comply with the Foreign Corrupt Practices Act (“FCPA”) and the requirements of all applicable anti-corruption laws. Vendor must also comply with the Vendor fairness and bidding provisions of the Code.

The FCPA prohibits, among other things, bribery of foreign government officials or agents, directly or through intermediaries, for any business-related purpose. In addition to the U.S. FCPA prohibition against bribery, other countries have their own laws restricting or prohibiting bribery for any business-related purpose. Vendor must not engage directly or indirectly in any form of corruption or bribery and must not grant, offer or promise anything of value to a government official or to a counterparty in the private sector to influence official action or obtain an improper advantage.

3.2 Sanctions and Trade Embargoes

Vendor must comply with all applicable sanctions and trade embargoes.

3.3 Privacy and Data Protection

Vendor must comply with all applicable privacy, data protection, information security laws and regulations.

3.4 Fair Competition, Anti-Trust Laws and Intellectual Property Rights

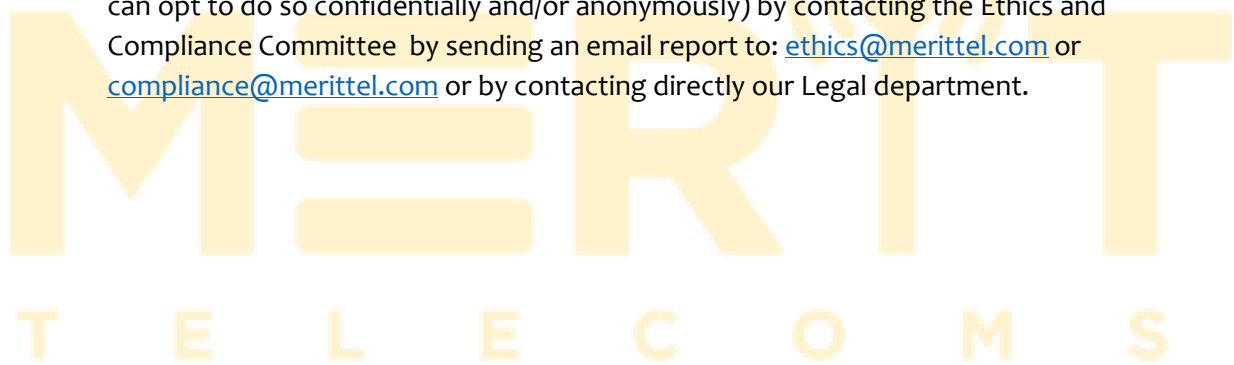
Vendor must act in accordance with national and international competition laws and must not participate in price fixing, market or customer allocation, market sharing or bid rigging with competitors.

3.5 Procurement, Gifts & Entertainment

Vendors shall not, directly or indirectly, offer to any Company employee money, goods or a service as a consideration or in expectation of a favourable decision, information, opinion, recommendation, vote or any other form of favouritism which qualifies as corruption. Vendors should avoid any actions with Company employees during any Vendor selection or re-selection process that could amount to or give the impression of favouritism or other improper advantage. Gifts and entertainment must be appropriate and in line with Company practices.

4 Reporting Code Violations

Vendor must report known violations of this Vendor Code of Conduct, violations that are suspected in good faith, or other matters pursuant to this Vendor Code of Conduct (and can opt to do so confidentially and/or anonymously) by contacting the Ethics and Compliance Committee by sending an email report to: ethics@merittel.com or compliance@merittel.com or by contacting directly our Legal department.



5 Statement Of Compliance

I have read and understand the **Vendor Code of Business Conduct** policy and accept it thereof on behalf on my organisation

Company Name :

Full Name :

Position :
(must be Director or above)

Signature :

Date :

