

IFS Foundation

Supplier Code of Conduct

Suppliers & Partners must adhere to the code expected by our donors.

1. Introduction

- 1.1 Every provider and partner ("You") of the IFS Foundation or its related companies ("We" or "Us") is required to understand and comply fully with the terms of this Code of Conduct. *Strict adherence to this Code is vital. You must report any suspected violations of the Code to Us immediately.*

2. Governing Principles

- 2.1 The Foundation expect its representatives to use only ethical practices in promoting and selling goods and services and in representing The Foundation to governmental authorities. This statement of policy sets forth the ethical standards of conduct and practices which must be followed with respect to certain kinds of payments, entertainment and political contributions. The Foundation will not authorise, involve itself in or tolerate any business practice that does not follow this statement of policy. Nothing in this statement of policy expands or increases the authority to represent The Foundation granted by The Foundation to the representative under the contract between the parties.
 - 2.1.1 Comply with all applicable laws, regulations, policies and contracts governing The Foundation' businesses.
 - 2.1.2 Be honest, fair and trustworthy in all your business activities and relationships.
 - 2.1.3 Treat others fairly and foster a safe, diverse and environmentally responsible workplace.
 - 2.1.4 Protect The Foundation' assets and information and the assets and information entrusted to you by others.
 - 2.1.5 Avoid conflicts of interest and the appearance of such conflicts, between work and personal affairs.
 - 2.1.6 Compete responsibly in the marketplace.
 - 2.1.7 Ask questions, seek guidance and raise concerns.
 - 2.1.8 Conform to these standards and never use subcontractors or other third parties to evade these standards or any legal requirements.
 - 2.1.9 Through leadership at all levels, create and sustain a culture where ethical conduct is recognised, valued and practiced by all.

3. Anti-Corruption, Gifts & Entertainment

- 3.1 Never accept anything from someone doing business with Us, where the gratuity is offered or appears to be offered in exchange for any type of favorable treatment or advantage. To avoid even the appearance of impropriety, do not accept any gifts or promotional items of more than nominal value.
- 3.2 Never give, offer, or authorise the offer, directly or indirectly, of anything of value (such as money, gifts, business entertainment, meals, travel, discounts, jobs for relatives, charitable contributions, goods or services) to a subcontractor or government official to obtain any improper advantage, regardless of the amount.
- 3.3 All gifts and business entertainment, regardless of the amount, and whether to be given or accepted by You, must: (i) be consistent with The Foundation's business interests; (ii) not be excessive by local or industry standards; (iii) be infrequent in occurrence; (iv) be consistent with customary business practices; (v) be given or accepted without an expectation of reciprocity; (vi) be consistent with all laws and regulations; and (vii) be pre-approved by The Foundation.
- 3.4 Make sure that records of any gifts, business entertainment, gratuities and like expenditures are fully and accurately maintained and reflect the true nature of the transaction.

4. Financial Responsibility and Record Keeping

- 4.1 Ensure that all books and records: (i) are maintained in accordance with applicable laws; (ii) fairly and accurately reflect, in reasonable detail, the transactions or occurrences to which they relate; and (iii) fairly and accurately reflect, in reasonable detail, the relevant assets, liabilities, revenues and expenses.
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- 4.2 Make sure that The Foundation's books and records do not contain any false or misleading statements or entries.
- 4.3 Never intentionally misclassify any transaction as to accounts, departments or accounting periods.
- 4.4 Maintain accurate, appropriate and reasonably detailed documentation to support all transactions.
- 4.5 The US FCPA also requires any company registered with the US Securities and Exchange Commission to (i) make and keep books, records and accounts which accurately and fairly reflect its transactions and dispositions of assets; and (ii) implement and maintain sufficient internal accounting controls to ensure its management has properly authorised transactions and access to corporate assets and that proper accounts can be prepared in compliance with generally accepted accounting principles.

5. Suppliers & Agents Relationships

- 5.1 We are committed to conducting business ethically and responsibly and fully support the aims and associated standards such as the UN Guiding Principles on Business and Human Rights. Furthermore, The Foundation has a zero-tolerance approach to slavery and human trafficking, which is underpinned by the following internal and external policies that are available to every individual and entity working for Us.
 - 5.1.1 Be lawful, fair and efficient in all supplier relationships.
 - 5.1.2 Know-your-suppliers: do not retain a supplier or other third party without due diligence.
 - 5.1.3 Conduct business only with suppliers that comply with national, local and other applicable legal requirements and The Foundation guidelines relating to labour, the environment, health and safety. This includes compliance with the UK Modern Slavery Act 2015, human trafficking and child labour laws.
 - 5.1.4 Evaluate all supplier offerings on the basis of quality, reliability, performance, price, service and technical requirements.
 - 5.1.5 Follow government acquisition regulations when purchasing materials and services for fulfilling government contracts.
 - 5.1.6 Follow The Foundation due diligence, approval and contractual requirements when selecting subcontractors (e.g., a customs broker or local production services provider) in relation to The Foundation's business to ensure that they are reputable and qualified, and that they agree to comply with applicable laws and The Foundation policy.:

6. Interacting with Governments & Political Activities

- 6.1 Abide by applicable laws and regulations related to working with governments, with particular emphasis on those special requirements associated with government contracts and transactions.
- 6.2 Be truthful and accurate when dealing with government officials and agencies. Avoid even the appearance of improper conduct in dealing with government representatives.
- 6.3 Never make contributions (directly or indirectly) to any political parties, officials or candidates on behalf of The Foundation.

7. Privacy

- 7.1 Comply with all the following as they apply to personal data: (i) applicable laws and GDPR regulations of locations from which the personal data is collected and in which it is processed or used; (ii) the external-facing privacy policies of The Foundation; and (iii) any applicable contractual obligations.
- 7.2 Maintain secure business records of information which is protected by applicable privacy regulations, including computer-based information. Never acquire, use or disclose individual information in ways that are inconsistent with The Foundation privacy policies or with applicable privacy and data protection laws, regulations and treaties.

8. Intellectual Property

- 8.1 Follow applicable Foundation policies and guidelines regarding the handling and security of intellectual property. Be alert to business practices that may result in the unauthorised distribution or misuse of intellectual property and bring any of these issues to the attention of The Foundation.
- 8.2 Respect patents, trademarks, copyrighted materials and other protected intellectual property of others.

9. Fair Employment Practices

- 9.1 The Foundation is committed to fair employment practices and to following applicable labour and employment laws wherever it operates. That includes observing laws that pertain to freedom of association, privacy, immigration, wages and hours, and prohibition of employment discrimination and forced, compulsory and child labour.
- 9.2 Extend equal treatment to all individuals without regard to race, colour, religion, national origin, sex

(including pregnancy), sexual orientation, age, disability or other characteristics protected by law. .

10. Environment, Health & Safety (EHS)

- 10.1 Comply with all relevant EHS laws, regulations and The Foundation policies.
- 10.2 Assess EHS impact and issues before starting a new activity or project.
- 10.3 As much as practicable, minimise the environmental impact of your work.

11. Security & Crisis Management

- 11.1 Implement appropriate security procedures and business continuity plans.
- 11.2 Comply with global immigration rules and requirements.
- 11.3 Be alert to data or computer system security threats.
- 11.4 Protect The Foundation' assets against damage, loss, theft or other misuse.

12. Avoiding Conflicts of Interest

- 12.1 Avoid any activities or relationships that could conflict or appear to conflict with The Foundation' interests or your responsibilities while working with The Foundation.
- 12.2 Do not use The Foundation information, resources, influence, intellectual property or facilities for personal benefit or to promote a competing business or activity.

13. Complying with Competition Laws

- 13.1 Do not enter into any agreements or understandings, or exchange information, with a competitor regarding prices, rates, deal terms, bids, costs, profit margins, market share, business strategy or practices or other confidential aspects of competition.
- 13.2 Even where there are lawful business reasons to communicate with a competitor (for example, where supplier or The Foundation issues arise from a genuine buyer-seller relationship), take care to avoid the appearance of anti-competitive behaviour. Keep communications with competitors to a minimum and make sure there is a legitimate business reason for all such communications. Consult with The Foundation whenever questions arise.

14. Money Laundering Prevention

- 14.1 Comply with all applicable laws that prohibit money laundering and require the reporting of suspicious transactions.
- 14.2 Identify and watch out for warning signs that may indicate money laundering or other illegal activities or violations of The Foundation policies (e.g., multiple money orders or travellers checks, large amounts of cash or payments from an unknown third party).

15. International Export/Trade Controls

- 15.1 Do not retain a customs broker, shipper or other third party to handle customs matters or other cross-border shipments without due diligence and approvals required by The Foundation, including screening against government "watch lists". Provide complete and accurate information when completing customs forms and other required documents.
- 15.2 Do not participate in transactions prohibited by applicable laws. For example, US law restricts business with certain foreign countries such as Cuba, Iran, North Korea, Sudan, Syria, Ukraine, Venezuela and Yemen and with certain organisations and individuals that are suspected of supporting terrorism or engaging in drug trafficking. Consult The Foundation if you are unsure.
- 15.3 You will obtain all licenses, permits and approvals required by any government agency of any applicable government, including without limitation, the United States Government acting under the authority of the Export Administration Act and implementing Export Administration Regulations and You will otherwise comply with all applicable laws, regulations and requirements of such applicable government, and other competent authorities. Without limiting the foregoing, You will not transmit, export or re-export, directly or indirectly, separately or as part of any system, the products or any technical data (including processes and services) received from Us, without first obtaining any license required by the applicable government, including without limitation, the United States government and/or any other applicable competent authority and You will ensure that all applicable export restrictions are observed. By accepting delivery, You agree that none of the products or technical data ordered from Us will be sold or otherwise transferred to any US-embargoed destination or any entity subject to a US denial order or to any person, company or entity if You know or have reason to believe that they will be re-exported, sold, transferred or otherwise taken outside the area in which You are authorised to operate as an The Foundation partner, in violation of US or other applicable law or regulations. You also certify that You will not sell, transfer or make available any of the products or technical data ordered from Us if You know or have reason to

know that the intended use is the design, development, production, stockpiling or use of (i) nuclear, biological or chemical weapons or missiles; and (ii) conventional weapons in some countries. We have the right to refuse to accept orders for products and/or services, or to refuse to fulfill previously accepted orders, if We determine in good faith that Your proposed sale or disposition of Our products or technical data pose an unreasonable risk of violation of any applicable export control laws or regulations. We may cancel any orders that We had previously accepted without penalty, if the necessary export or re-export authorizations are not obtained within a reasonable period of time. If requested, We will provide reasonable assistance to You, including training with respect to appropriate compliance measures, in connection with Your compliance with the Export Administration Act and implementing Export Administration Regulations. This provision will survive termination of our agreement with You.

16. Insider Trading and Stock Tipping

- 16.1 You must not trade in the securities of The Foundation (as applicable) or any other company, or buy or sell any property or assets, on the basis of non-public information You have acquired through our contracts or other dealings with You, whether such information comes from Us or from another company with which We have a confidential relationship
- 16.2 Never buy or sell, either directly or indirectly through family members or other persons or entities, the securities of a company while you are in possession of material non-public information about that company.
- 16.3 Never recommend or suggest that anyone else buy, sell or retain the stock or securities of any company while you have inside information about the company.

17. Governmental Information

- 17.1 If You are involved with any transactions with governments regarding The Foundation products or services, You will ensure that Your personnel have appropriate and valid security clearances and that access to classified government information is handled in accordance with pertinent government procedures.

18. Honest Dealings

- 18.1 You must scrupulously comply with all laws in Your dealings in relation to The Foundation products and services. You will conduct business in an honest and ethical manner, refrain from unfair trade practices and represent Us and The Foundation-related companies, products and services accurately. You will also represent the products and services fairly in comparison to competitive products and services of other suppliers. You must not make any written or verbal statements or warranties beyond those in Our standard end user agreements; if You do, You will be fully responsible to the recipient for them and The Foundation is not liable to You or them.

19. Future Policy

- 19.1 This policy, approved by the trustees of the Charity on **November 19th 2020**, will be reviewed annually to ensure that it continues to meet the objects of the Charity.