

From: Ooredoo Group and its all affiliates (here named in “Ooredoo”)

Subject: Guidelines for ethical conduct and fair practices

Dear Valued Supplier,

As part of the Ooredoo supplier management best practices, we have developed the following guidelines to be observed by all Suppliers in their interactions with Ooredoo.

These guidelines are developed based on industry global best practice and in observation with the provisions included in the existing (i) Ooredoo Group Sourcing Contracts, (ii) Group Strategic Sourcing Policy, developed and followed by Ooredoo Group and its Operating Companies employee, when performing procurement processes and (iii) Ooredoo Group Code of Business Conduct and Ethics.

As Ooredoo and its Operating Companies (OpCos) are proud to be committed to the highest ethical and legal standards in conducting its business, the scope of these guidelines is hereby communicated to our Suppliers, with the expectation of full adherence and commitment to fair practices, ethical conduct, corporate values of integrity and transparency, beside the social responsibilities and assurance to environment responsibility.

Ooredoo will only work with Suppliers who comply with or exceed these standards and will therefore respect the adherence to these guidelines, as a prerequisite for participation in any sourcing processes, or in any other form of collaboration with Ooredoo.

We also request our Suppliers to actively communicate and convey these guidelines to its employees, parent companies, subsidiaries or affiliates and subcontractors, and to ensure it is enforced and complied with in a proper manner by all.

We look forward to a sustainable and prosperous relationship with you.

With kindest regards,



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Christian Linhart
Group Chief Procurement Officer

Ooredoo and its Suppliers shall conduct their businesses and is expected to conform in accordance with the highest standards of ethical behavior. To meet social responsibilities and to achieve success in the marketplace, Suppliers and their agents are to sustain the highest standards of ethics, including but not limited to:

1.1. Compliance with Laws, Codes and Regulations

Suppliers shall comply with all applicable laws, codes and regulations relevant to contracting, or regulating its relationship with Ooredoo.

1.2. Relationships and Communication

Ooredoo's policies requires that all transactions are to be conducted fairly, honestly, and with integrity, according with the highest ethical standards. Abuse or violation of these policies is considered dishonesty.

All commercial relationships with the Suppliers shall be exclusively handled by Ooredoo Group Strategic Sourcing organization in case of Group sourcing categories and by OpCo's Procurement organizations, for other procurement category types.

Group Strategic Sourcing organization for Group sourcing categories and OpCo's Procurement organization for other procurement category types, shall be involved in all commercial relations between Ooredoo and the Suppliers. Thus, Group Strategic Sourcing and/or OpCos Procurement teams (as the case may be), should exclusively handle the communication with the Suppliers, until award notification has been made.

Ooredoo Group highly discourages Suppliers to send to Ooredoo Group and/or OpCo's CxOs any information with regards to the tender, outside the approved process and governance for the respective tender, or to communicate pricing tender information, including own prices or of perceived competitors pricing.

No Request for Quotation, Request for Proposal, Request for Information or Offer may be asked, accepted from the Suppliers or initiated to the Suppliers, by other organizational unit(s).

Any unsolicited offer or communication delivered either in person or in other forms by the Supplier rather than through e-Sourcing system or as it is instructed in the bidding documents, will not be formally received by Ooredoo. Such action will imply Supplier's immediate disqualification from the tender process and eventually from other future sourcing processes or any other forms of collaboration. In such cases, the Supplier's bid bond will be forfeited.

Suppliers cannot offer (in written or verbally) "free of charge" for new equipment or "swap" free of charge offers outside the tender process to any of Ooredoo's organizations, except through the normal tender process.

Business awarding of selected Supplier it remains at Ooredoo sole decision to publicly announce or not, the awarding of any business. Suppliers are not allowed to make such announcements without the prior written consent of Ooredoo representative.

Suppliers and their personnel shall avoid even the appearance of unethical or compromising practices in relationships, actions, or communications about existing or proposed business relationships with Ooredoo.

Suppliers shall not solicit, encourage or attempt to utilize current or former Ooredoo employees in any manner, which might cause them to disclose or provide any confidential, proprietary, trade secrets or other restricted information obtained while employed by Ooredoo to influence Ooredoo existing, proposed or potential commercial transactions for the purpose of gaining a commercial advantage.

Ooredoo will take appropriate measures to detect any such improper business practices and will take appropriate action against current or former employees and Suppliers who violates these restrictions. Suppliers are expected to cooperate for the investigation performed by Ooredoo and provide reasonable assistance, as requested.

1.3. Protecting Integrity & Anti-Corruption. No Corruption, Extortion, or Embezzlement

The highest standards of integrity are to be expected from the Suppliers in all business interactions. Any and all forms of corruption, extortion and embezzlement are strictly prohibited resulting in immediate termination of the cooperation with the specific Supplier.

1.4. Disclosure and Privacy of Information

Effectively safeguard customer information regarding business activities, structure, financial situation, performance, and/or any other information deemed confidential shall be disclosed only in accordance with the guidelines specified within and agreed upon non-disclosure agreement between Supplier and Ooredoo and within the guidelines of all applicable laws and regulations.

Prior to taking part of any Ooredoo tender, Suppliers shall sign a Non-Disclosure Agreement.

1.5. Confidentiality

Company confidential information. As part of the contract or agreement implementation or in preparation to enter a contract or agreement, Supplier may gain access to information or material, which Ooredoo deems to be proprietary or confidential. Suppliers, in all instances, shall comply with the confidentiality undertakings and obligations of which are set forth in the relevant document such as request for proposal, invitation to bid, other solicitation document, or agreements by and between Ooredoo and the Supplier.

It is the responsibility of the Suppliers not to leak this information to any third party, and furthermore not to share such information with its own employees in charge of the relationship with Ooredoo's competitors.

Ooredoo considers any breach of confidentiality and unauthorized disclosure or use of proprietary or confidential information as a very serious matter and reserves the right (without prejudice to all other legal or contractual remedies) to disqualify any potential Supplier or to

terminate any relationship with a current Supplier, if Ooredoo makes sure that the respective Supplier violated the obligations of confidentiality.

Supplier confidential information. Suppliers may want to maintain their specific proposals, contracts or preferred conditions confidential. This is a legitimate request, but any Supplier communication with a legal entity of the Ooredoo Group will be available to and through Procurement Department of Ooredoo and any Supplier communication received as a part of the tender process, will be restricted only to the negotiation team designated within and for the respective tender scope. It is the responsibility of Ooredoo to ensure that no information received from a Supplier, which could undermine the Supplier's intellectual property or damage its interest, is communicated to another Supplier.

All advertising, press releases, or printed matter that refers to Ooredoo or existing or potential Supplier's relationship with Ooredoo must be approved by Ooredoo prior to publication or any other use. Additional written consent by Ooredoo is required to be obtained prior to any attempt to mention, publicize or announce potential or concluded agreement or contract or any procurement related matters.

1.6. No Improper Advantage

Ooredoo apply fair and transparent tender processes and neither existing Suppliers nor challengers will be given any improper advantage. Ooredoo deals with its Suppliers in a fair manner. Decisions to purchase products and services shall be based on Ooredoo's interests, considering factors such as quality, price, performance, suitability, and reliability.

1.7. Fair Business, Advertising and Competition

Suppliers will not engage in behavior that violates the law and principles of fair competition. Standards of fair business, advertising and competition are to be upheld. Suppliers shall not engage in collusive bidding, price fixing or controlling, price discrimination, anti-competitive, anti-trust, dividing and allocating markets or territories, or other unfair trade practices.

1.8. Ethical Sourcing

Suppliers shall diligently source goods or services from third parties that meet, as a minimum, country of origin standards for health and safety, working hours, pay, employment conditions and environmental protection.

1.9. Deliverables Quality

The Supplier shall consider that Ooredoo is keen to acquire products and/or services in a manner and level that guarantee the best conformity with accepted quality standards. Therefore, Supplier is expected to demonstrate his compliance with quality requirements for any submitted bids.

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1.10. Conflict of Interest Declaration

Ooredoo requires that Supplier disclose any situation that creates or might create a conflict of interest between their own activities and that of Ooredoo. Supplier must promptly declare to the Ooredoo any current and/or potential incidents, circumstances, changes in legal status, changes in control, if they became aware of a potential conflict of interest, whether direct or indirect. Supplier shall be aware that Ooredoo has a zero-tolerance policy towards any omitting or hiding information regardless of the reason.

1.11. Bribery and Fraud

No funds, assets, services, privileges, or any other benefits shall be paid, rendered, loaned, or promised for payment or otherwise distributed by Suppliers or their representatives as bribes, “kickbacks”, or other payments or inducements designed to influence or compromise the judgment or conduct of Ooredoo personnel or its representatives.

1.12. Gifts, Gratuities and Hospitality

Suppliers and their personnel shall not offer or provide any Ooredoo 's personnel with gifts, gratuities or hospitality unless (i) it involves nominal value and is in line with customary business practice, (ii) if authorized by Ooredoo management and (iii) if will not create an obligation or perceived obligation to the donor. Nominal gifts are described as gifts of a general nature, having a low value, including such items as logo inscribed pens, caps, shirts, chocolate.

Customary business practice in terms of hospitality would include the acceptance of reasonable business-related meals, entertainment, gifts, gratuities and hospitality offered or extended by Suppliers to any Ooredoo's personnel. Everything that exceeds nominal value or reasonable hospitality are forbidden according with Ooredoo Code of Business Conduct and Ethics.

For the avoidance of any doubt, Ooredoo pays or adequately reimburses its employees for business expenses, and provides all business needs including stationery and calendars, therefore, Suppliers are not required or requested to provide anything nor to incur or reimburse business expenses to any Ooredoo employees whatever the justification.

1.13. Monitoring and Compliance

The Supplier assumes the responsibility for complying with standards and requirements of these guidelines and to monitor its own business activities. Supplier shall conduct periodic internal reviews, inspections, and audits to ensure their employees comply with these guidelines and its applicable requirements.

We request our Suppliers to actively communicate and convey these guidelines to their employees as well as to their parent companies, subsidiaries, affiliates and subcontractors working on or in support of Ooredoo projects, jobs, contracts, agreements and orders to ensure these are enforced and complied with in a proper manner by all. Supplier will be held liable for the conduct and actions of its employees.