



The Vodafone Code of Conduct

The Vodafone Code of Conduct sets out Vodafone's Business Principles together with guidance to explain how they apply in practice to every Vodafone employee

power to you



All our models are The Vodafone Way Heroes. They are:

Ivan Lastra Santamarina, Spain

Teresa Bujalance Rodriguez, Spain

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Enrique Sanz Zazo, Spain

Enrique David Fernandez Sanz. Spain

Theodosios Gialamas (centre), Greece

Helen Edwards (left), UK

Begona Ibarreche Solaguren, Spain

Remember that all policies referred to in this document can be found on the Company page of our intranet.

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“As an international company, we must ensure that we have the trust and respect of each and every local community in which we operate.”



A message from our Chief Executive

As an international company, we must ensure that we have the trust and respect of each and every local community in which we operate. The Vodafone Business Principles set out our ethical standards to ensure we achieve this, and this Code of Conduct explains what these Business Principles are and how they apply in practice to every Vodafone employee. We all need to apply them to ensure we are also admired for having the highest standards of integrity.

Personally, I am passionate about working for a company that upholds such principles and ensures trust, both internally and externally, to achieve admiration by our customers, shareholders and employees.

A handwritten signature in black ink, appearing to read 'Vittorio Colao', written in a cursive style.

Vittorio Colao

Vodafone Chief Executive Officer

Business Principles

Compliance with the law	We will comply with the provisions of all applicable domestic and international laws and appropriate standards and principles.
Financial integrity	We will provide the best possible return for our shareholders over the longer term. We will base our investment decisions, acquisitions and business relationships on economic criteria but will also take into account social and environmental considerations.
Public policy	We will voice our opinions on government proposals and other matters that may affect Vodafone and our stakeholders. We will not make gifts or donations to political parties or intervene in party political matters.
Communications	We will communicate openly and transparently with all our stakeholders within the bounds of commercial confidentiality. We will protect confidential information from improper disclosure, and any authorised communication of confidential information should be limited to individuals who need it to carry out their work.
Customers	We will value the trust our customers place in us and will safeguard the information provided to us.
Employees	We will base relationships with and between employees on respect for individuals and their human rights and will not tolerate child labour. We will not accept any form of discrimination, harassment or bullying. We will pursue equality of opportunity and inclusion for all employees through our employment policies and practices.
Environment	We will commit to protecting the environment. We will minimise our use of finite resources (such as energy, water and raw materials) and the release of harmful emissions to the environment (including waste, air emissions and discharges to water). We will seek to improve the environmental performance of the products and services we provide, as well as support those that offer environmental and social benefits to our customers.
Communities and society	We will engage with local communities to help us understand and respond to any concerns they may have, for example in relation to network deployment. We will always provide our stakeholders with access to correct, relevant and current information and build trust through integrity, transparency, honesty and objectivity. We will invest in society in a way that makes effective use of our resources, including support for charitable organisations.
Health and safety	We will protect the health, safety and wellbeing of our customers, employees, partners and the communities in which we operate and disclose any information that comes to our knowledge that clearly demonstrates that any of our products or services breach internationally accepted safety standards or guidelines.
Individual conduct	We will act with honesty, integrity and fairness in our dealings both internally and externally. We will not tolerate any form of bribery, including improper offers of payments or gifts to or from employees. We will avoid any contracts that might lead to, or suggest, a conflict of interest between personal activities and the business. We will neither give nor accept hospitality or gifts that might appear to incur an obligation. We will pursue mutually beneficial relationships and seek to promote the application of our Business Principles with our business partners and suppliers.





Compliance with the law

- ➔ We will comply with the provisions of all applicable domestic and international laws and appropriate standards and principles.

Competition laws

As a customer-obsessed company, Vodafone has a strict policy that it will not engage in anti-competitive practices.

Most countries have laws designed to protect free and fair competition. These laws prohibit arrangements with competitors that restrain trade, such as price fixing, allocating customers or abuse of a dominant position. The laws may apply both to Vodafone and to organisations that we work with.

Although the spirit of these laws is straightforward, their application to particular situations can be quite complex. To ensure that Vodafone complies fully with these laws and that we can identify any breach of the laws outside Vodafone, each of us should have a basic knowledge of how they apply to our work.

In particular, agreements between competitors often give rise to competition law concerns. An 'agreement' can include an understanding or even an intention to do something and can be concluded by something as simple as a phone call. It may not be obvious who is a competitor and there may be instances where our suppliers, customers and business partners may be in competition with us.

Typical examples of anti-competitive behaviour include:

- Sharing of competitively sensitive information (eg prices, costs or sales volumes) with competitors.
- Entering into agreements with competitors to fix the price of products or services, including discounts, rebates or commissions.
- Entering into agreements not to compete with competitors for certain accounts or regions or agreeing market shares.
- Agreements with resellers to fix the minimum resale price of products or services.

This is not an exhaustive list and if you have any concerns about situations that may give rise to competition law issues, you should immediately contact your local Legal Department.

More information

A competition law training module has been constructed by our legal team and is accessible online by **clicking here**.

All employees in competition sensitive positions are required to complete the training and all others are encouraged to complete the training. Further information on competition law, contacts and guidelines can be found online by **clicking here**.

Insider trading

All Vodafone employees are expected to comply with all laws and regulations applicable to dealing with Vodafone shares.

In many jurisdictions there are laws that prohibit the trading of shares or manipulation of share prices based upon information you have by virtue of your employment or business relationships. It is your responsibility to comply with all applicable laws.

If you have access to inside information, you must not buy, sell or otherwise deal in Vodafone shares. You must not pass on any inside information to third parties, as not only will this be a breach of confidentiality, but you may also be committing an offence if they go on to trade in Vodafone shares. This applies even if you are no longer a Vodafone employee.

If you do have any doubts about whether you are entitled to deal in Vodafone shares, you should contact the Group Company Secretarial department.

More information

For more information, see Vodafone's policy on Owing Shares in Vodafone online by **clicking here**.

Anti-bribery laws

Vodafone employees must not accept or offer any form of bribe.

The law prohibits bribery in every kind of commercial setting. Additional restrictions are in place in many countries that specifically prohibit offering or giving anything of value to government officials to influence official action or secure an advantage.

We must never accept or offer any form of bribe, facilitation payment (a payment to a government official to speed up a process), kickback or any other form of improper payment. This applies to individuals and companies in all countries. It also applies whether the payment is made directly or indirectly, through an agent or partner. Local customs do not provide an exception to this.

Any employee who is found to have been accepting or offering any form of bribe will be subject to disciplinary action and may be dismissed.

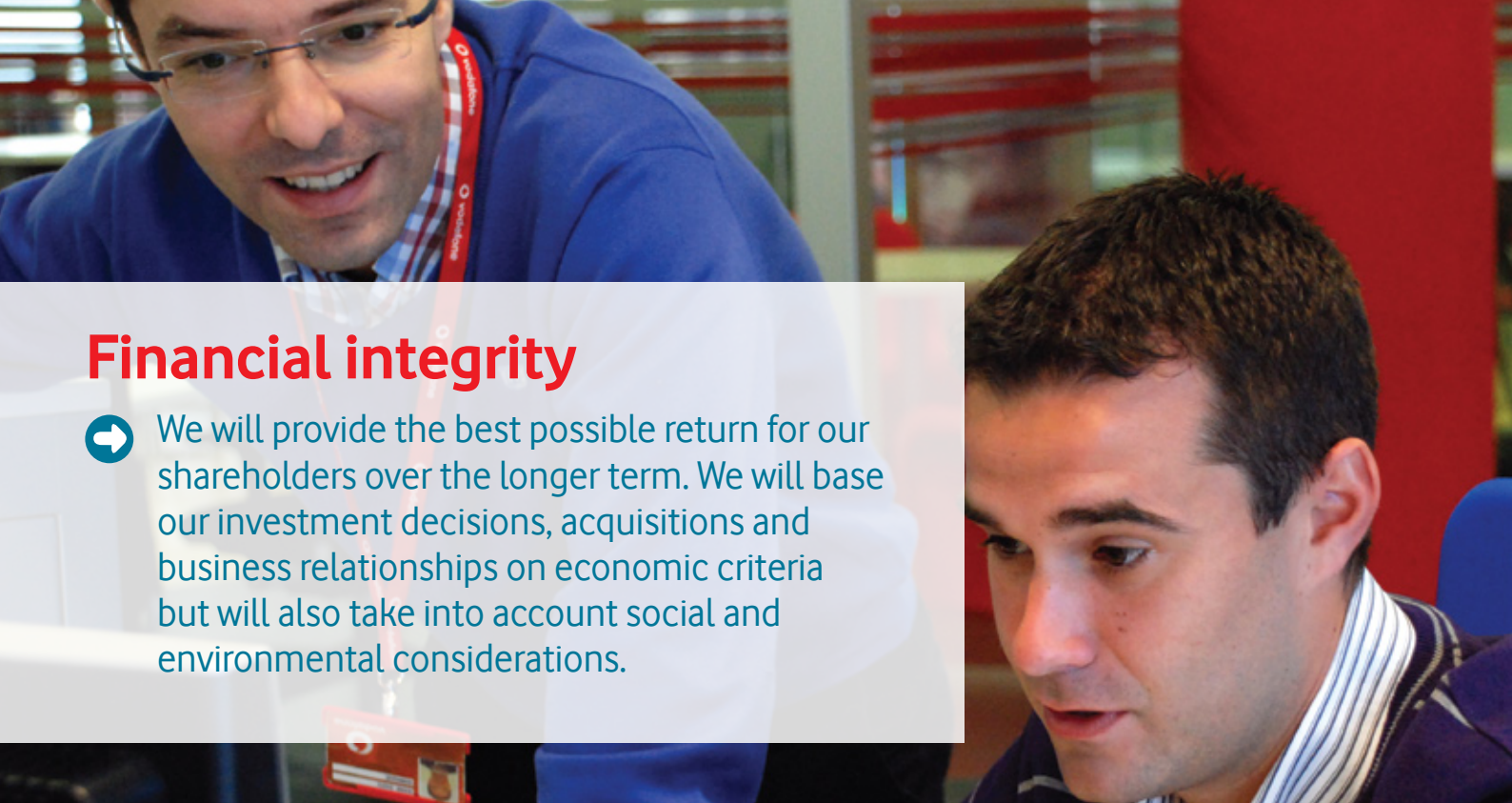
To avoid any impropriety:

- Be cautious when offering or receiving gifts or entertainment.
- Even charitable donations can constitute improper payments if they are made to facilitate a process or achieve a commercial advantage.
- Particular attention must be paid in case of any proposed gift or entertainment for a government employee or public official.
- All business entertainment should be moderate in its expense.
- Travel and lodging expenses should be moderate and only offered for trips directly promoting our products or services or benefiting Vodafone.
- Ensure that any gifts are permitted under local law (and if in doubt seek approval from your line manager).
- Obtain pre-approval as required by your local Vodafone policy.

More information

Further information on complying with anti-corruption and anti-bribery laws can be found online by **clicking here**.

For general legal advice, please see Vodafone's policy on Legal Advice and Reporting online by **clicking here**.



Financial integrity

➔ We will provide the best possible return for our shareholders over the longer term. We will base our investment decisions, acquisitions and business relationships on economic criteria but will also take into account social and environmental considerations.

Financial integrity

Vodafone's money must not be used unless it is appropriately spent, internal controls have been correctly followed and complete and accurate financial records are made and kept. Vodafone maintains a system of internal controls to reinforce our compliance with legal, accounting, tax and other regulatory requirements. It is your duty to understand and comply with these requirements.

It is your responsibility to familiarise yourself with local expenses and financial policies that apply to your role.

You should only spend company funds if there is a legitimate business need and you must ensure that the cost is reasonable and proportionate to the benefit.

Managers are responsible for all money spent and expenses incurred by their direct reports and have a duty to ensure that they are carefully checked and appropriate.

Financial integrity means that you should always strive for the best possible deal. This almost always requires that you solicit competing bids to make sure that you are getting the best offer. While price is very important, there are also other factors to be taken into account such as quality, service, reliability, sustainability and the terms and conditions of the contract.

More information

For further information, check your local delegations of authority and financial policies.

See also Vodafone's policy on Committing the Organisation online by [clicking here](#).

Accurate and complete financial records

Vodafone will accurately and honestly record all transactions. Vodafone will keep records for an appropriate length of time and recognises that it is equally important to store documents and to ensure that they are safely destroyed once they are no longer of use.

If your job involves the financial recording of transactions, make sure that you are fully familiar with all the Vodafone policies that apply.

Record all transactions correctly.

Never falsify any record or account (including time reports, expense accounts and any other Vodafone records). We recognise that mistakes can be made but the correct course of action is to let your line manager know so that they can help make any necessary correction.

If you suspect or observe any of the conduct mentioned above or, for that matter, any irregularities relating to financial integrity or fiscal responsibility, no matter how small, immediately report them to your local Fraud Risk and Security Department.

Contracts

Vodafone's assets should not be committed or commercial arrangements entered into without a contract. Contracts on Vodafone's behalf must be in writing and contain all the relevant terms to which the parties are agreeing.

Never sign any contract on behalf of Vodafone unless all the following requirements are met:

- You are authorised to do so in accordance with your local contract approval process and have sought legal advice where appropriate. If in doubt ask your manager.
- You have studied the contract, understood its terms and decided that entering into the contract is in Vodafone's best interests.

Social and environmental considerations

Our decisions should be based on all relevant factors, including health and safety, impact on local communities and impact on the environment.

Do:

- Ensure compliance with Vodafone's Code of Ethical Purchasing.
- Ensure contractors and suppliers comply with Vodafone's health and safety requirements.
- Manage contractors and suppliers in such a way as to minimise the impact on the environment.
- Take into account the guidance in this Code of Conduct under the Health and Safety, Communities and Society and Environment sections.

More information

For more information, please see the Management and Retention of Documents Policy online by [clicking here](#).

See also Vodafone's policy on Reporting Financial Information to Vodafone Group online by [clicking here](#).

More information

For advice on contracts, contact your local Legal Department.

More information

For further information on dealing with suppliers and contractors, please see Vodafone's policy on Contractor Control by [clicking here](#).

Company assets

Company assets belong to Vodafone and company funds, equipment and other physical assets are not to be used for purely personal reasons.

Equipment

You have responsibility to take proper care of all company property used by you.

Any property issued to you must be kept secure and safe to minimise loss or damage and should not be used for any activities other than those related to company business and limited personal use in accordance with Vodafone guidelines.

Immediately report theft or loss of company equipment (including a loss of passwords or account details) because this may present a security breach.

Intellectual property rights

Vodafone's intellectual property rights (our trade marks, logos, copyrights, trade secrets, know-how and patents) are amongst our most valuable assets. The consequences of failing to properly recognise and protect our intellectual property rights can lead to loss of their value. Any use of our intellectual property rights or intellectual property rights belonging to others should be subject to agreement by the owner of those rights.

Do:

- Ensure that any use complies with Vodafone's brand guidelines.
- Ensure Vodafone can protect all new inventions and ideas that can be patented; patent applications must be filed before the invention can be discussed with anyone other than a Vodafone employee.
- Report any suspected misuse of trade marks, logos or other Vodafone intellectual property or counterfeit goods to your local Legal Department and always consult your local Legal Department before responding to any offer to acquire intellectual property rights from third parties or any allegation of infringement.

Don't:

- Allow any third parties to use the Vodafone brand or logo without first putting a written agreement in place.

More information

Please refer to your local policies on access to and use of company equipment.

For further information about Vodafone's intellectual property rights, **click here** to see the Group Brand Policy, Group IPR Policy and the Inventor Reward Rules.

Additional information on the Group Intellectual Property strategy, procedures and support, including where to submit new ideas for patent protection, can be found online by **clicking here**.



Public policy

➔ We will voice our opinions on government proposals and other matters that may affect Vodafone and our stakeholders.

We will not make gifts or donations to political parties or intervene in party political matters.

We will build Vodafone's reputation through proactive engagement with government policy makers and other stakeholders such as the media, NGOs, industry analysts and international institutions.

We will provide thought leadership on issues of importance to our industry and its relationship with broader society and the environment.

If there are new government proposals of which you become aware and which are relevant to Vodafone's business, ensure that these are escalated to your external affairs and regulatory departments to enable them to co-ordinate a response.

Don't: ❌

- Make a comment on behalf of Vodafone unless your comments have been approved in accordance with the Vodafone Communications Policy.
- Use your position in Vodafone to try to influence any other person (inside or outside Vodafone) to make political contributions or provide support to any political parties or politicians.
- Make any contributions or incur expenses using a Vodafone account for any political campaign, political party, political candidate or any of their affiliated organisations.
- Allow others to use resources such as work time, telephones, communications services or meeting rooms to support any political campaign, political party, political candidate or any of their affiliated organisations.

More information

For more information, please see Vodafone's policy on Meeting Regulatory Requirements online by [clicking here](#).



Communications

- ➔ We will communicate openly and transparently with all our stakeholders within the bounds of commercial confidentiality. We will protect confidential information from improper disclosure, and any authorised communication of confidential information should be limited to individuals who need it to carry out their work.

Communications

Provide clear and honest information at all times in language that is easy to understand.

Make sure you communicate relevant information to your teams and to third parties in a timely and clear manner. Act on information you receive without unnecessary delay.

Don't: ❌

- Make a comment on behalf of Vodafone to the media unless your comments have been approved in accordance with your company's policies, the Vodafone Communications Policy and the Social Media Rules of Engagement. Failure to comply with these requirements may lead to disciplinary action.
- Make any statement that could/will have a negative impact on Vodafone's reputation or its brand.
- Make reference to your employment or connections with Vodafone in any personal communication in a way that could be interpreted, even by mistake, as a comment or endorsement by Vodafone.
- Release any information about new products or services without the correct approval. This is essential, as any leaked, incorrect or misleading messages can have a real impact on the success or failure of products and services.
- Forget that when you are wearing Vodafone uniform or using company vehicles, you are a representative of Vodafone.

When using social networking or similar sites in a personal capacity, use common sense – if you would not say something in the real world, don't say it in the online world. Be yourself, but also respect the law and your fellow employees.

More information

For more information, see the Communications Policy, the Public and Media Relations Policy and the Social Media Guidelines online by [clicking here](#).

Confidential information

We all have a duty to protect Vodafone's confidential information. Confidential information can include legal agreements, technical specifications, business information and any other information which is unlikely to be publicly known and has commercial value.

When we receive information from third parties, including other Vodafone companies, we must ensure that this is treated with the same level of security as our own confidential information. If information has been provided for a particular purpose, it must only be used for that purpose.

We have created an Information Classification Standard to help us classify information for the appropriate audience. It is your duty to ensure that any information you create is classified and only disclosed in accordance with the Information Classification Standard.

Sharing information

Before sharing confidential information with third parties or within Vodafone:

- Check that there is a written agreement in place with any third party to protect confidentiality.
- Check that Vodafone is permitted to share the information under the relevant agreement.
- Ensure that any Vodafone documents are appropriately labelled as confidential and disclosed under an obligation of confidentiality.
- Limit the distribution to people who have a need to know.

You should not disclose confidential information to anyone, not even your partner or family members, in breach of a confidentiality agreement or the Information Classification Standard.

Personal relationships

If you have family or other personal relationships with people employed by our competitors, customers, suppliers or partners we not only expect you to preserve Vodafone confidential information but you should also not solicit confidential information from them about their company.

Competitors

You should not discuss any confidential information with any competitor (or accept any such information from a competitor) as this is likely to break competition laws.

Unsolicited information

If you receive any unsolicited information from a third party with proprietary business information, return or delete the information, do not use it within Vodafone and, if appropriate, respond politely to the sender asking them not to send any further information.

It may not always be clear whether information is confidential – if in doubt, ask for guidance from your local Legal Department.

More information

See the Information Classification Standard online by **clicking here**.

If you are being approached by or on behalf of a competitor and have concerns, contact your Legal and Fraud and Security Departments.



Customers

- ➔ We will value the trust our customers place in us and will safeguard the information provided to us.

Privacy

Customers trust Vodafone with their privacy and we place enormous value on this trust. It's our goal to create a culture of privacy across our business and to be a trusted and responsible guardian of the privacy of our customers.

To our customers, privacy means a number of different things – ensuring that their private communications remain private, not being disturbed by inappropriate or unwanted communications or spam, or ensuring that their personal information is handled in the right way.

What is meant by 'personal information' is often a lot wider than you might think – for example, it includes our customers' mobile numbers, even where we don't have a name or address for them. Some types of information are particularly sensitive and can only be handled in limited circumstances, such as:

- Information relating to their communications content (eg messages, voicemails);
- Traffic and location logs that we capture from our networks; or
- Information we capture that may reveal sensitive details about a person's nationality, health or sex life or their religion or beliefs.

Do: ✓

- Respect our customers' privacy in everything you do. For instance:
 - When developing products and services, think about designing privacy in from the outset
 - When communicating with customers about privacy, make it clear and simple
 - When relying upon other companies to handle our customers' information, consider carefully whether they are trusted and reliable and what safeguards we can take
 - Remember that privacy is about more than just keeping personal information secure.
- Find out who your Privacy Officer is – every Vodafone company must have one.
- Undertake the Online Privacy Awareness Training available for all employees.

Don't: ✗

- Ever access or provide customer information to anyone without proper authorisation. Not only will you be in breach of this Code, but you may also commit a criminal offence.

More information

For more information, [click here](#) to see our dedicated site, Privacy Matters, to learn more about what privacy means to Vodafone and to see Vodafone's Privacy Principles.

To find out what privacy training is available to you, contact your Privacy Officer.



Employees

- ➔ We will base relationships with and between employees on respect for individuals and their human rights and will not tolerate child labour. We will not accept any form of discrimination, harassment or bullying. We will pursue equality of opportunity and inclusion for all employees through our employment policies and practices.

Equal opportunity

We are committed to creating an inclusive work environment where all employees have equal opportunities through clearly defined employment policies and practices, which shall apply to recruitment, selection, promotion, discipline, development, compensation and termination. We will comply with these policies at all times.

If any employees believe that they are a victim of discrimination, they should notify their local Human Resources Department.

Do: ✓

- Demonstrate respect and fairness in all your interactions with employees and external parties consistent with Vodafone's Business Principles, policies and procedures.
- Understand relevant local legislation and culture that may have an impact on workplace decisions.
- Report equal opportunity concerns through the appropriate Vodafone procedure.
- Ensure that all employment-related decisions, such as hiring new employees, are free from discrimination and determined on the basis of merit and business considerations alone.
- If you are concerned about another employee's actions and behaviour, explain why and ask them to stop or tell your manager.

Don't: ✗

- Tolerate unlawful discrimination of any kind.

More information

For further details please see your local Equal Opportunities Policy.

Contact your local Human Resources team if you have any questions about any equal opportunity employment laws.

Harassment and bullying

Bullying and harassment have no place in Vodafone. Harassment can have a serious impact on both the health and happiness of employees and the productivity and success of the business. We are committed to ensuring that our employees develop in a positive environment. Where we see any harassment or bullying happening, we put a stop to it, fast.

We define bullying and harassment as unwanted behaviour from another person where you feel it is intimidating, malicious, offensive, insulting, humiliating or degrading. It may be related to age, gender, sexual orientation, race, disability, religion or belief, and can be either a repeated or a one-off incident. It can be verbal, non-verbal or physical and isn't always face to face (eg displayed images, email, phone, social networking websites). It doesn't have to be targeted at an individual and can be about creating an unwelcoming or hostile environment.

Harassment is illegal in many countries and employees must understand and implement the requirements set by local laws. Guidance can be found in your employee handbook and can be obtained from your local Human Resources team.

Any examples of harassment will be taken very seriously and may lead to disciplinary action, including potentially dismissal and legal action. If any employees believe that they are victims of harassment or bullying, they should notify their local Human Resources Department.

Some examples of what we class as harassment and bullying are:

- Insulting someone particularly on the grounds of his or her age, race, sex, disability, sexual orientation or religion.
- Making fun of someone or putting them down.
- Excluding or isolating someone from work or social activities.
- Picking on someone because they have made a previous complaint of harassment.
- Unwelcome flirtation, sexual advances or sexual assault.
- Touching or standing too close when not invited to.
- Displaying or circulating offensive materials (eg rude, racist or sexual pictures or cartoons).
- Making decisions on the basis of sexual favours being accepted or rejected.
- Making inappropriate jokes or comments.
- Misuse of power or a position of authority.

Harassment and bullying are not limited to these examples.

Whether you are using company or personal communications, when discussing employees, take care to ensure that you do not communicate derogatory, harassing or abusive information. Remember to apply the same standard in all forms of communication no matter how informal they may appear.

More information

If you do not feel you can talk to your co-workers or manager about an issue you can always speak to a member of your local Ask HR team or your Human Resources Business Partner.

For further details please see your local Bullying and Harassment Policy.

Harassment and bullying (continued)

What can you do?

If you notice any discrimination, harassment or bullying among your work colleagues, speak up; the victim of harassment may feel unable to do this and we need to support each other. If it feels unsafe to raise the issue directly contact your local Human Resources Department for advice on how to resolve the issue.

Travelling/working abroad

If you are travelling or working abroad ensure that you familiarise yourself with local customs, regulations and the local Employee Handbook. Be sensitive to different cultures; talk to local managers and the local Human Resources Department and adapt your behaviour as necessary.

Alcohol and drugs

We are committed to providing a positive and safe environment for all our employees. We will not tolerate illegal substances, alcohol or violence in the workplace. Any use, sale or distribution of illegal substances will be treated with the utmost seriousness and may lead to dismissal and legal action.

While alcohol is legal in many countries it is illegal or prohibited in others. It is your responsibility to ensure that you comply with all applicable law.

Even if alcohol is not prohibited in your country it is not acceptable in the workplace unless consumed in moderation at either a work event or as part of approved corporate hospitality normally outside your working hours. You must remain professional and be able at all times to carry out your work duties.

If you notice that an employee is or may be using illegal substances or consuming alcohol in the workplace in breach of this Code of Conduct please support them by notifying your local Human Resources team. Substance abuse can be destructive and potentially dangerous to the individual and others.

Privacy

We will value the trust our employees place in us and will be a trusted and responsible guardian of their privacy.

Do: ✓

- Respect that employees have a right to a private life when working.
- Respect and protect the personal information of our employees to the same extent as we do for our customers.

Don't: ✗

- Intrude into any aspect of an employee's personal privacy, such as their PC, phone, email account, or through use of workplace surveillance, without compliance with your local workplace monitoring policy and authorisation from your Privacy Officer.

More information

For further details please see our Occupation Health & Safety and Wellbeing Policies online by [clicking here](#).

For more information on support in relation to alcohol or drug related illnesses, please see Workplace Options.

More information

For more information [click here](#) to see Vodafone Privacy Principles. Speak to your local Privacy Officer to learn about our policies on workplace monitoring.

Any workplace monitoring that does take place will be set out clearly in these policies and will apply to all forms of communication, including your mobile phone use, email, chat, etc.



Environment

➔ We will commit to protecting the environment. We will minimise our use of finite resources (such as energy, water and raw materials) and the release of harmful emissions to the environment (including waste, air emissions and discharges to water). We will seek to improve the environmental performance of the products and services we provide, as well as support those that offer environmental and social benefits to our customers.

Vodafone recognises that our day-to-day operations will impact on the environment in a number of ways. We are committed to minimising the potentially harmful effects of our activities wherever and whenever possible.

We will adhere to relevant environmental legislation and international standards. In countries where environmental legislation is not evident or enforced, we will ensure that responsible practices for managing environmental impacts are in place.

We will minimise our use of finite resources (such as energy, water and raw materials), and the release of harmful emissions to the environment (including waste, air emissions and discharges to water).

We will seek to improve the environmental performance of the products and services we provide, for example by increasing energy efficiency, or reducing waste.

We will support innovative developments in products and services that can offer environmental and social benefits to our customers.

Consider what opportunities exist in your working life to contribute to Vodafone's environmental commitment, specifically:

- Make sure you are familiar with the environmental laws, regulations and policies that apply to your job.
- Look for opportunities to reduce waste – don't print if you don't need to, turn off lights, don't over order consumables.
- Dispose of any materials carefully – if you have access to recycling facilities then make sure you know how to use them.
- Make the most of being online – it reduces the need for hard copies of documents, saving paper and energy costs.
- Think of the environment when travelling – can you video conference or telephone instead? Can you walk or use public transport? Can you car share?
- Build environmental considerations into your purchasing decisions.

More information

Please refer to your individual operating company intranet site for information on how we manage our environmental issues or look at vodafone.com/responsibility/environment.

For more information about dealing with suppliers, see Vodafone's Ethical Purchasing Policy online by [clicking here](#).



Communities and society

- ➔ We will engage with local communities to help us understand and respond to any concerns they may have, for example in relation to network deployment. We will always provide our stakeholders with access to correct, relevant and current information and build trust through integrity, transparency, honesty and objectivity. We will invest in society in a way that makes effective use of our resources, including support for charitable organisations.

Vodafone relies on local communities. Our network is set up and maintained in the communities around us. Our customers are affected by the way in which we operate in their communities and trust us to act with integrity. We respect any concerns that these communities have and always try to answer any questions or worries raised. We also provide charitable support to many communities. Our aim is to work together for the benefit of the communities and Vodafone.

Do: ✓

- Be sensitive to the needs of the local community in which you are based and listen to any concerns about Vodafone's operations. Make sure issues are raised with the relevant department.
- Use inclusive communication and engagement practices to ensure that different groups in the community have an opportunity to be heard.
- Contact your local Vodafone Foundation to see what you can do in your local community.

More information

For more information about network deployment, see Vodafone's Responsible Network Deployment Policy online by **clicking here**.

Vodafone has specific processes to address any concerns about the effects of electromagnetic radiation: please refer to the relevant policy standard, and to your local EMF leader.



Health and safety

- ➔ We will protect the health, safety and wellbeing of our customers, employees, partners and the communities in which we operate and disclose any information that comes to our knowledge that clearly demonstrates that any of our products or services breaches internationally accepted safety standards or guidelines.

It is the responsibility of all of us to take steps to protect the health, safety and wellbeing of ourselves, each other, our partners, our customers and the wider communities in which we operate.

Vodafone is committed to ensuring a stimulating, safe environment and supporting health, wellbeing and work–life balance for all of our employees.

To achieve this, Vodafone expects our leaders to lead by example – identify risks, establish controls and monitor performance for the area they manage. Vodafone has dedicated health, safety and wellbeing management systems and structures to manage health, safety and wellbeing risks.

Vodafone reports, records and investigates our incidents, and communicates our performance transparently internally and externally.

Do: ✓

- Comply with the Vodafone Absolute Rules – these are designed to protect you from risks we know can cause serious harm.
- Understand and comply with the policies, standards, procedures and arrangements that Vodafone has put in place to ensure your health and safety at work.
- Ensure that our suppliers and partners identify, assess and manage risk for all activities and services undertaken and/or products provided on Vodafone's behalf and can comply with all applicable laws relating to health and safety and Vodafone's Code of Ethical Purchasing.
- Report all accidents, unsafe practices and unsafe situations immediately. This will help us prevent accidents in the future.
- Intervene when you see unsafe acts and conditions. If you are not sure how to do something, or consider the activity to be dangerous, stop and seek advice.
- Act quickly to initiate an immediate investigation in the event of accidents or emergencies. This includes if there is doubt over the safety of a product or service.
- Recommend innovation or improvements, and commend others doing the right thing.
- Consider the impact of work on your wellbeing and your work–life balance as well as the wellbeing and work–life balance of others.

More information

Further information can be found on the Vodafone intranet under Health and Safety and Wellbeing and Health and Safety Policy and Procedures, the Absolute Rules and the Employee Handbook.

You may find more information on product safety online by [clicking here](#).



Individual conduct

- ➔ We will act with honesty, integrity and fairness in our dealings both internally and externally. We will not tolerate any form of bribery, including improper offers of payments or gifts to or from employees. We will avoid any contracts that might lead to, or suggest, a conflict of interest between personal activities and the business. We will neither give nor accept hospitality or gifts that might appear to incur an obligation. We will pursue mutually beneficial relationships and seek to promote the application of our Business Principles with our business partners and suppliers.

Avoiding conflicts of interest

We have a duty to always act in the best interests of Vodafone and its customers. If a competing loyalty arises an individual may be subject to a conflict of interest. You should avoid circumstances that may lead to either a conflict of interest or the appearance of a conflict. If you are in a position that is a conflict of interest, disciplinary action may be taken against you including, potentially, dismissal.

To avoid a conflict you should:

- Recognise when you are presented with situations that might result in you having a loyalty that competes with your duties to Vodafone.
- Discuss any concerns with your line manager.
- Ensure that in performing your job you continue to act in the best interests of Vodafone.
- Don't allow yourself to be put in a position where you have a personal interest in, or influence over, a contract or relationship. If you do have a personal interest in the outcome, avoid taking part in the decision-making process.

As a guide, ask yourself whether you would feel comfortable explaining your actions to friends/co-workers/media.

If you are a director, be aware that additional duties may apply to you by virtue of your role as a director under applicable law.

More information

If in doubt contact your local Human Resources or Legal Department.

For more information, please see your local policies on Conflicts of Interest.

Gifts, entertainment and payments

Vodafone policy prohibits accepting significant gifts or any other business courtesy (including discounts or benefits that are not made available to all employees) from any of our customers, suppliers, partners or competitors.

We appreciate that business relationships will sometimes result in a need to receive or offer a modest gift or hospitality. In finding this balance, we must ensure that we are not influenced, or seen to be influenced, in our decisions by payments or gifts and that there is a genuine and legal business purpose in accepting or giving the gift.

If you are offered any significant gifts, notify your line manager and only accept the gift if it is approved. There may also be additional requirements in relation to registering gifts in your company; check with your local Human Resources representative. Gifts may take many forms including invitations to attend events. Gifts should always be infrequent, modest and should not include any element of cash or a cash equivalent.

Remember:

- Don't accept any gift that may create the appearance of impropriety.
- Never accept gifts from competitors or government officials.
- Don't accept gifts of cash or cash equivalents (eg gift certificates or prepaid gift cards) even if they have a low value.
- Never ask for gifts or hospitality.

While we appreciate that local customs may require the giving or accepting of modest gifts this should always be in accordance with your local policy.

Equal care and consideration needs to be taken in offering gifts.

Personal investments

Personal investments in a supplier, business partner or competitor may lead to a conflict of interest.

Avoid significant investments that may cause you to act in a way that benefits you at the expense of Vodafone. Senior managers and directors have a particularly broad influence in this regard and should take extra care in choosing their investments.

In many countries, investments by any employee in unconnected mutual funds or similar vehicles that invest in a broad cross-section of publicly traded companies that may include competitors, customers, suppliers or partners of Vodafone would generally not be considered a conflict. However, it remains your responsibility to check whether your investments are permitted by local law and whether they require prior approval.

More information

For more information, please see:

Vodafone's Corporate Hospitality Policy online by [clicking here](#).

Vodafone's Charitable Donations Policy online by [clicking here](#).

Outside employment and board memberships

Working for a supplier, customer, partner or competitor (including as a consultant or advisor, whether paid or unpaid) can create a conflict of interest. Membership on the boards of customers, suppliers, partners or competitors of Vodafone is especially problematic from a conflict of interest perspective because board seats generally involve the ability to influence the actions of the third-party business.

Avoid employment with suppliers, customers, business partners or companies that compete with Vodafone.

If you are engaged on an external board or in outside employment ensure that you do not use your position within either company to influence your role with the other company.

Some countries also have restrictions on the amount of time you can spend working. Breaching these rules may affect your health and wellbeing and could expose Vodafone to a fine. Disclose any outside employment to your local Human Resources representative.

Seek guidance from your line manager or local Human Resources representative if you have any doubts as to whether a potential board membership or outside employment would constitute a conflict of interest.

Remember:

- Don't accept employment with a supplier, customer or partner if you have the ability to influence their relationship with Vodafone.
- Never accept concurrent employment or consultancy with a competitor.
- Always declare any outside employment and board memberships to your employer.
- Continually assess whether your dual loyalties are likely to place you in a position of conflict and report any concerns to your manager.

Friends, relatives and co-worker relationships

Business relationships with relatives, spouses and significant others or close friends can lead to a conflict of interest that can be difficult to resolve. Similarly, intimate relationships between co-workers can, depending on the work roles and respective positions of the dating co-workers, create an actual or apparent conflict of interest. If you are faced with the possibility of such a business or personal relationship you should discuss the relationship with your manager.

Business relationships

If you are involved in a relationship, on behalf of Vodafone, with an organisation or business where a partner or relative is employed, you should ensure that your line manager is made aware of the personal relationship so that steps can be taken to ensure that no conflict of interest arises in the business relationship.

Remember:

- Do notify your manager of any potential conflict.
- Do conduct your relationships with contractors and suppliers in a professional and impartial manner.
- Don't allow your personal relationships with contractors and suppliers to influence any business decisions that you make on behalf of Vodafone.

Co-worker relationships

If you become involved in an intimate relationship with a co-worker and you feel that this may place you or your partner in a position of conflict, you should discuss this issue with your local Human Resources team. The issue will be handled sensitively but it may be necessary to make changes to your working environment or reporting structure, including potentially transferring one or both of the employees, to avoid any conflict.

Don't:

- Get involved in the hiring, supervising, management or career planning of any relative or partner.
- Let your personal relationships influence, or be seen to influence, your decisions at work.

More information

Refer to your local Employee Handbook for further information.



Duty to report

For Vodafone to maintain its reputation we each need to assume responsibility for our actions and to take action if something is not done in the Vodafone way. If you suspect a breach of The Vodafone Code of Conduct you should report it. Unless otherwise stated in this Code of Conduct or the Vodafone Group Security Policy you should report all suspected breaches first to your line manager. If this is not appropriate in the circumstances you should report the matter to your local Human Resources team, local Legal Department or Group Corporate Security Department.

Each employee has a duty to report:

- Financial malpractice, dishonesty, money laundering, corruption or fraud.
- Failure to comply with a legal obligation that may result in criminal liability or damage to Vodafone's reputation.
- A serious breach of Vodafone policy relating to any criminal activity.
- Any breach or potential breach of data privacy or unlawful disclosure of sensitive and confidential information.
- A serious breach of competition law (eg price fixing).
- Endangering health and safety of employees or the public or serious environmental issues, including threats and assaults involving any Vodafone personnel.
- Any other suspected criminal activity.
- Serious conflict of interest without disclosure.
- Any attempt to conceal any of the above.

If you have a concern that you feel is particularly sensitive, which cannot be dealt with through the normal channels and is not covered by the Vodafone Group Security Policy, you may report the matter to Group Legal.

Further information

For any further information and for questions about The Vodafone Code of Conduct generally, please speak to your manager or contact your HR team.

More information

For further information refer to the Security Policy online by [clicking here](#).

If you don't feel comfortable talking to your line manager or an internal team, there's the 'Whistleblowing Procedure' where you can report an incident anonymously. You may also know this procedure as 'Speak Up' or 'Doing what is Right'. The Whistleblowing Procedure is an addition to, not a replacement of the Security Policy and can be [found here](#).

Alternatively, in some countries you may be able to contact the appropriate ombudsman or ombudswoman.

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