

The Collinson Code

Conduct and Ethics 2020





Contents

A message from Christopher and David	4	4 We deal fairly with our people.....	22
What is the Collinson Code?.....	5	We are one team	23
What we aim to be	7	We do the right thing	23
Who is the Collinson Code for?.....	8	We prioritise health and safety.....	23
How do we use the Collinson Code?.....	11	5 We strive for more.....	25
1 We act with integrity	12	We have a higher sense of purpose.....	25
We comply with all relevant laws and regulations	12	Our Purpose	26
We proactively manage potential conflicts of interest.....	12	We stand up for what we believe in.....	26
2 We guard against financial crime	14	6 We protect Collinson's legitimate interests	27
We do not offer or accept bribes	15	We don't steal or misuse company assets	28
We exchange gifts and hospitality responsibly.....	15	We don't disclose confidential information	28
We respect international trade sanctions.....	15	We maintain the integrity and security of our network	28
We work to prevent and control fraudulent activity	16	We are responsible users of social media	29
We guard against money laundering	16	We keep full and complete records	29
3 We deal fairly with our customers and suppliers.....	18	Find out more	31
We promote fair competition.....	19		
We respect confidentiality, data protection and information security	19		
We are building an ethical supply chain	20		
We have clear standards on entering into contracts	20		



A message from Christopher and David

Developed in line with our values and company policies, this Code of Conduct details the expectations we should have of ourselves and each other as representatives of Collinson.

The Collinson Code applies to each and every one of us, whatever our role, wherever we're based. It will help us to identify and do the right thing in a range of situations, using scenarios we might encounter in our day to day work.

We are all personally responsible for complying with the Collinson Code and you have the right to challenge any requests made of you which you feel break the code. If you have any concerns about anyone at any level within Collinson who you feel has breached the code, you will be supported in speaking up.

We're incredibly proud of this organisation and of the work you do every day to support our clients, our partners, our colleagues and our communities. Adhering to the Collinson Code will help us protect our hard-earned reputation and give us guidance on how to navigate any uncharted waters we might encounter in the future.

The Collinson Code is how we do what we do, and at Collinson, we're proud to do the right thing.

Christopher Evans
Joint CEO

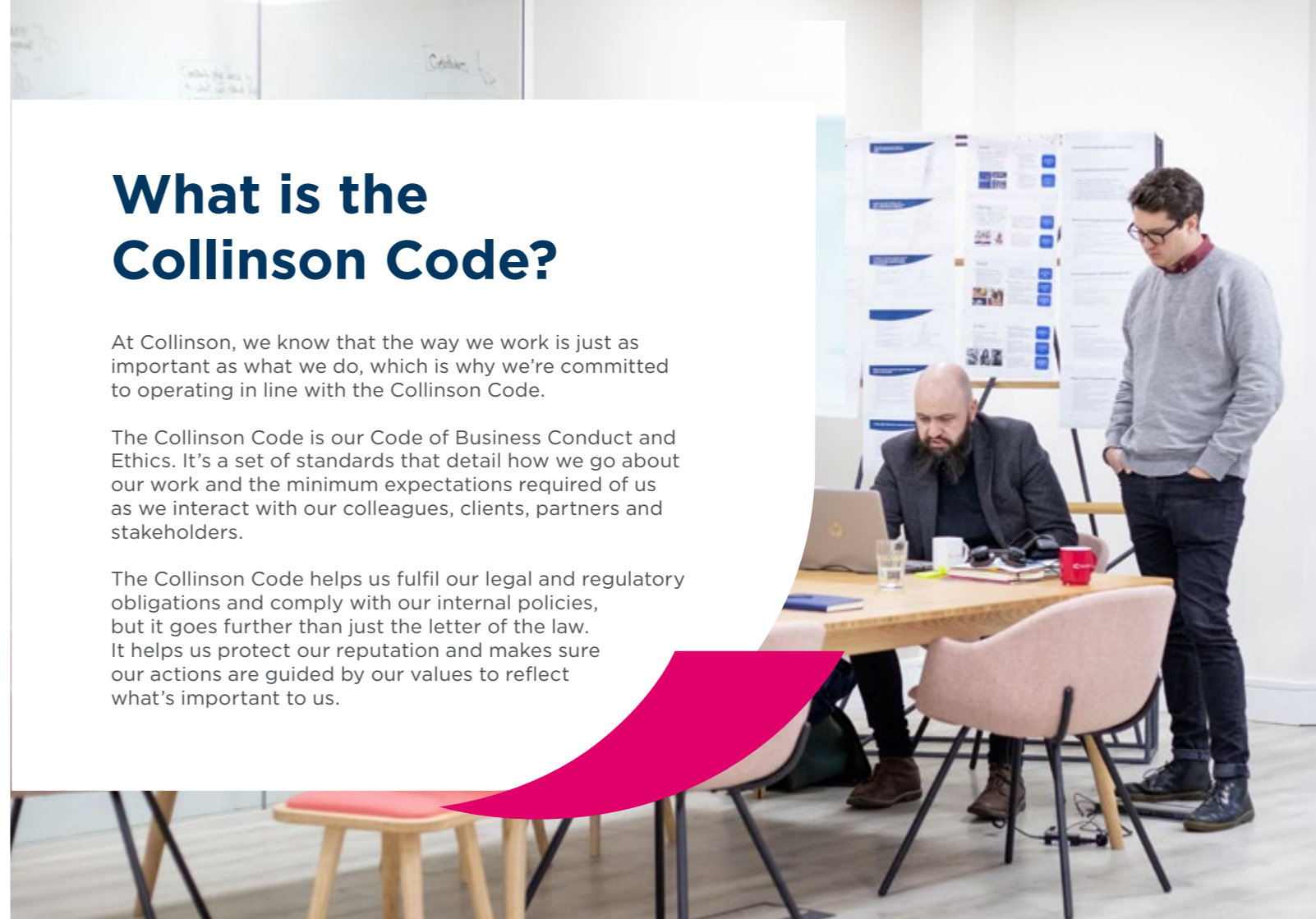
David Evans
Joint CEO

What is the Collinson Code?

At Collinson, we know that the way we work is just as important as what we do, which is why we're committed to operating in line with the Collinson Code.

The Collinson Code is our Code of Business Conduct and Ethics. It's a set of standards that detail how we go about our work and the minimum expectations required of us as we interact with our colleagues, clients, partners and stakeholders.

The Collinson Code helps us fulfil our legal and regulatory obligations and comply with our internal policies, but it goes further than just the letter of the law. It helps us protect our reputation and makes sure our actions are guided by our values to reflect what's important to us.





OUR PURPOSE

What we aim to be

We aim to stand for more than just making money - we strive to be a business our people are proud to work for, and a business our clients want to work with.



To be a commercially successful and trusted organisation



To deliver true job satisfaction and a sense of belonging for our people



To make Collinson a place of innovation, ideas and creativity



To enhance the communities and environments where we operate

Who is the Collinson Code for?

The Collinson Code applies to every employee, director, contractor and consultant in the organisation, wherever we work and whatever job we do. We also encourage third parties who work with us to demonstrate their commitment to this or a similar set of standards.

As an employee, director, contractor or consultant, you are responsible for:

- Reading, understanding and operating within the Collinson Code
- Regularly reviewing the Collinson Code and using it to guide your conduct and decisions
- Asking your line manager or our Governance, Risk and Compliance (GRC) Team about any areas you're unsure about
- Undertaking training on the Collinson Code and its underlying policies
- Speaking up if you're aware of any issues, concerns, or breaches of the Collinson Code
- Ensuring our partners, clients and third parties are familiar with the code and working with those who share our ethical standards

In addition, managers and team leaders are responsible for:

- Helping others to understand and comply with the Collinson Code
- Acting as a role model for compliance with the Collinson Code and our values
- Including the standards and the spirit of the Collinson Code in objective setting and performance evaluations, and taking action when these are not met
- Working to embed and promote the Collinson Code in the working environment
- Providing support to investigations of any breaches of the Collinson Code





How do we use the Collinson Code?

The Collinson Code is a guideline to help you make decisions and do the right thing. It includes specific advice on some scenarios, but there might still be times when you're not sure which is the best ethical or legal choice to make. If you're ever unsure what choice to make to comply with the Collinson Code, you should seek guidance from your line manager if possible. If they can't help, or if you don't feel comfortable raising the issue with them, you should contact our People & Culture, GRC or Legal teams for advice before making your decision.

As we operate in many countries around the world, we cannot assume the Collinson Code always reflects the latest legal requirements or local ethical standards in all locations. In countries which set higher

standards, we expect our people to comply fully with local laws in addition to the Collinson Code and to engage with our Legal and GRC teams. In countries where local requirements are less stringent than our own standards, our people are still expected to uphold the Collinson Code.

We all have a duty to speak up if we have concerns about potential breaches of the Collinson Code. If you believe you know of a situation which might violate the Collinson Code, you should report it to your line manager or to our Legal or GRC teams. You can also report it easily by contacting SpeakUp@collinsongroup.com. Anyone reporting genuine concerns will receive our full support, although if you prefer, you can choose to make your report anonymously

by following the Whistleblowing Policy. We will make every effort to fully investigate any reported breaches, although this can be more difficult with the limited information available through anonymous reports.

Any reports of breaches of the Collinson Code will be investigated by either a relevant line manager or our Legal or GRC teams as appropriate. If a breach is found, this may result in serious consequences for the responsible party, including suspension, demotion, immediate termination and criminal prosecution.



1

We act with integrity

We act with integrity at all times, complying with the laws and regulations of every country we operate in as well as recognised international standards.

What does this mean?

We comply with all relevant laws and regulations

We recognise that we're subject to local laws and regulations in every country where we're registered, where we operate and where we provide our services. We'll comply with all relevant laws and regulations and embed them into our policies, procedures and governance arrangements.

We proactively manage potential conflicts of interest

We never use our position, our influence or company information, assets or resources in a way that improperly benefits ourselves or others. We identify, manage and record potential conflicts of interest to ensure they don't lead to biased or unfair decision making. All of our people are responsible for knowing their obligations under the Conflicts of Interest Policy and following proper procedures to manage any that might arise.

APPLYING THE COLLINSON CODE

Q We're in negotiations with the company where my sister works. I'm sure I could get us a better deal - can I discuss the details with her?

A No, this would be a conflict of interest. Even if you don't talk about the negotiations with your sister, you should declare this potential conflict of interest to your line manager or to our GRC Team, to avoid any doubts arising later about our decision making process.

Q My brother just started working in one of our contact centres, is this a conflict of interest?

A Not necessarily! We're happy for your family members to join you in working at Collinson, however we must make sure that your roles and responsibilities don't conflict in ways that could unfairly impact either of you, e.g. if one of you was responsible for the other's salary or performance evaluation. Contact your line manager for advice.

Q Our sales have increased this month. I'm not sure the process is fully compliant, but it's the results that count, right?

A No, we must ensure our processes are fully compliant with all relevant laws, regulations and policies, both for our clients' protection and our own. We actively monitor signs of potential non-compliant sales, and expect our people to speak up if they have concerns. Strong performance will only be commended if it's achieved in the right way, in line with the Collinson Code.

Find out more

- The Collinson Group conflicts of interest and related party transaction policy



2

We guard against financial crime

We act in accordance with all applicable UK and international laws and regulations regarding the giving and receiving of gifts, dealings with governments and public officials, international trade restrictions and the possible use of business activity to transact proceeds of criminal activity or fraud.



What does this mean?

We do not offer or accept bribes

We comply with all local and international anti-bribery and anti-corruption laws in the countries where we operate.

Collinson strictly prohibits the giving or receiving of cash, gifts or valuable items in order to win or retain business, influence decisions or secure an advantage. Bribery is illegal and unethical and giving or accepting a bribe could result in severe penalties for both the company and the individual involved.

All of our people are responsible for knowing their obligations under our Prevention of Financial Crime Policy and following proper procedures to report and record any gifts they might receive.

We exchange gifts and hospitality responsibly

We recognise that the giving and receiving of hospitality is an important part of building business relationships in many countries where we operate, and we work to ensure these arrangements are carried out with integrity.

All of our people, regardless of the country or culture where they're operating, must understand and follow the procedures detailed in the Gifts and Entertainment Policy, including the reporting and recording of gifts, and when they should be politely refused.

Collinson strictly prohibits the gifting or receipt of any cash, or cash equivalents such as shares, loans, gift cards or vouchers, between our people and any third parties with whom Collinson has a current or potential relationship.

We respect international trade sanctions

As a global business, we operate in a complex trading environment, and will work to ensure we don't do business with any countries, people or businesses which have trade sanctions or controls imposed against them.

We undertake due diligence when working with new clients, customers and suppliers which includes screening for any global sanctions, restricted jurisdictions and trade control lists which might be in place, and we repeat these as required to keep up with international developments.



We work to prevent and control fraudulent activity

Fraud is a serious crime with the potential to affect our business and our customers. We recognise that fraud can include dishonesty, deception, theft and concealment of fact, and may also occur through the dishonest use of our products, services and internal processes. We proactively assess fraud risks within our business, maintain anti-fraud controls to discourage and prevent fraudulent activity, monitor and test our processes and conduct fraud investigations where necessary.

Find out more

- Prevention of Financial Crime
- Gifts and Entertainment Policy

We guard against money laundering

We understand that any business can be unwittingly used to process and conceal funds associated with illegal and terrorist activity. To avoid being used in this way, we undertake comprehensive due diligence on the businesses we work with. We don't work with new organisations until we're satisfied we understand the financial background and stability of the business and can identify the directors and shareholders in control.

APPLYING THE COLLINSON CODE

- Q** Myself and some of my team have been invited to lunch by a client to celebrate our hard work on a recent launch. Can we accept?
- A** Yes, hospitality is a normal business practice and using it to promote and embed working relationships is acceptable. But if the invitation came at the time of a tender or contract renewal, or was to an event, location or occasion of significant financial value, then you would need to discuss it with your manager. Refer to our Gifts and Entertainment Policy to help you decide how to respond to any invitations.
- Q** We're working in a new international market and have been told it's normal practice here to pay cash to government officials to process paperwork. Is this acceptable?
- A** No. It's never acceptable to make any form of payment to government officials. It's also not acceptable to make payments to anyone to facilitate any service or process. If you receive a request like this, refer it to your line manager or our GRC Team.
- Q** I've received an invoice for payment, but the director of the company who we owe the money to has given me the details of his personal bank account instead. Should I accept his instructions and pay him the money?
- A** No, invoices must be paid to the company, using the bank details agreed in the purchase order or contract.
- Q** My colleague has claimed expenses for a dinner she had with her friends, and says this is fine since she was travelling for work at the time. Is this acceptable?
- A** It's acceptable to claim a certain amount for her own meal in line with our Travel Expenses Policy, as this is considered 'personal subsistence', which is an allowable expense, but she cannot claim the cost of her friends' meals.



3

We deal fairly with our customers and suppliers

We're proud to work with our diverse global network of customers, suppliers and partners, and we give them our word that we'll operate in an ethical manner, uphold local legislation and work to improve the communities we're a part of.

What does this mean?



We promote fair competition

We believe in our products and services and compete firmly but fairly by offering our clients the highest standards we possibly can. We do not engage in manipulative or restrictive practices such as price fixing, collusive tendering, market sharing or the inappropriate use of information. We comply with all relevant competition and antitrust legislation and communicate honestly with our clients. We aim to offer the best choices on the market through the use of high quality partner and supplier networks, and will ensure that information and decision making is as transparent as possible to allow fair access to these networks.



We respect confidentiality, data protection and information security

We recognise that our customers, clients and people must be able to trust us with sensitive information, and we take our responsibility to safeguard their privacy seriously.

Data is a fundamental element of our business, and we are committed to managing data accurately, securely and transparently. Our people undergo rigorous data protection training and receive support and assistance from our Data Protection Office (DPO).

We embrace a culture of privacy by design and default, integrating data protection and privacy into everything we do. We comply with local regulations in every market where we provide services and safeguard personal data in all contracts and agreements.

We never source information through unethical channels. If we receive confidential information in error, we will securely destroy it and help to ensure the breach is contained.



We are building an ethical supply chain

We embrace the role businesses can play in addressing some of our biggest environmental and societal concerns. We help businesses make progress in these areas by working with suppliers whose values align with ours. Assessing potential suppliers against the Collinson Code and our Expectations for Ethical Supply is a key step in both our structured vetting process and our decision making.



We have clear standards on entering into contracts

We have a Governance Playbook which contains details and procedures that we expect all of our people to follow when entering into a business transaction on behalf of Collinson, no matter how big or small. Everyone must ensure they have the authority to enter into any agreements they are proposing to make, and all contracts must be in writing. Before you enter into a new contract, or amend an existing one, make sure you review the latest version of the Governance Playbook.

Find out more

- Governance Playbook
- Golden Rules
- Expectations for Ethical Supply
- Data protection and Governance
- Information security and Employee Privacy Policy

You can also approach our GRC, Legal or Procurement teams for help and advice.

APPLYING THE COLLINSON CODE

Q A client accidentally sent me a document that includes details of our competitor's wholesale pricing. What should I do?

A You should contact our Legal Team immediately for advice on how to respond before deleting the information. You must not share, save or forward the information you received.

Q I've received a confidential commercial proposal from a supplier. Can I read it on my train journey?

A Yes, as long as you take appropriate care to protect the information, including making sure nobody can see your device screen. You should avoid printing the information and must never forward it to your personal email account.

Q One of my suppliers won't sign our Expectations for Ethical Supply, can I still use them?

A You should talk to your supplier to find out the reasons why they don't want to sign, and then contact our Procurement Team for advice on how to proceed.

Q Someone has approached me saying they want to make a subject access request. What does this mean, and what should I do?

A This is a statutory process where an individual can ask to receive a copy of any data we hold on them. Contact the Data Protection Office for guidance.

Q I want to send an email to a distribution list I've found of customers from 10 years ago – can I use it?

A Speak to the Data Protection Office, as there are certain rules which govern whether we can or can't contact old customers, and whether we can keep or must destroy their contact information.





4 We deal fairly with our people

We know our people are the key to our success. We work hard to maintain a safe, healthy and diverse working environment where we demonstrate our shared values, every day.

What does this mean?

We are one team

Diversity and inclusion are at the heart of who we are. We're committed to maintaining a workplace that's free from discrimination against any age, gender, sexual orientation, transgender status, religion, race, caste, disability or any other factor. We're proud to have thriving employee-led networks throughout our diverse global workforce. We firmly believe that everyone has a role to play at Collinson, including taking responsibility for respecting the dignity of others.

We are committed to providing equal opportunities, work life balance and an open culture where concerns can be freely shared.

We do the right thing

We are committed to doing the right thing as one of our core values, and want to make sure we do right by our people. We value each and every member of the global Collinson team, and believe they should be treated in the right way, by the company and by each other.

Abusive, harassing, racist, sexist and any other offensive conduct, including the use or distribution of offensive material, is not tolerated at Collinson, and we will make every effort to confidentially investigate and resolve any concerns.

We prioritise health and safety

We have the highest concern for the health and safety of our people and anyone connected with our activities. We work to identify and eliminate hazards, going over and above regulatory requirements in many of our locations in our efforts to provide a safe working environment. We take responsibility and expect everyone to show leadership in creating and maintaining a safe workplace. We also support our people with a detailed Substance Abuse Policy designed to maintain a drug-free environment.

Find out more

- Health and Safety
- Dignity at Work and Harassment
- Equal Opportunities
- Alcohol and Substance Abuse Policy

APPLYING THE COLLINSON CODE

Q I'm hiring for a new member of my team and need to decide between an equally well qualified man and woman. I don't want to have to hire maternity cover if the woman gets the job and then takes time out to have a family, can I choose the man on this basis?

A No, this would be gender discrimination, which is both illegal and unethical. If you're trying to decide between two well qualified candidates, you can use further interviews, reference checks and second opinions to help you choose, and you can also ask our People and Culture Team for more advice. Hiring decisions should be based on job related skills and performance, rather than assumptions about gender roles. At Collinson, we support all families, irrespective of gender, and encourage gender diversity in the workplace.

Q I enjoy the work I do, but my line manager sometimes says demeaning things about my age, since I'm younger than most of my team. Can I apply for a transfer to another department?

A You shouldn't have to move departments in order to be free of discrimination. If someone else's behaviour is making you uncomfortable, we'll support you in whatever way we can. If you don't feel like you can speak to your team leader about this, you can approach our People & Culture Team for help and advice.



5

We strive for more

We believe that we don't have to choose between making meaningful change and running a successful business.

What does this mean?

We have a higher sense of purpose

Many of the world's best performing companies prove that it's possible to achieve success while also making a positive difference in the world. At Collinson, we want to be more than just a profitable company or market leader. We measure our success by the impact we have on those around us. Our purpose is a small statement supporting a huge belief that we stand for more than just making money.

Find out more

- Corporate Responsibility Strategy
- Expectations for Ethical Supply

Our Purpose:

To be a business our clients are proud to work with and our people are proud to work for:

- To be a commercially successful and trusted organisation
- To deliver true job satisfaction and a sense of belonging for our people
- To make Collinson a place for innovation, ideas and creativity
- To use a share of our profits, assets and people to enhance the communities and environment where we operate

APPLYING THE COLLINSON CODE

Q I'm helping a local charity with their Christmas fundraising event, can I use this as my volunteering day?

A Yes, as long as you have permission from your line manager. Feel free to share the details of the event on Workplace!

We stand up for what we believe in

We make sure our actions and decisions are guided by our values, and always push ourselves and our wider networks to treat people fairly and operate in a socially, environmentally and economically sustainable way.

We know the passion and dedication of our team can make a real difference to causes we care about. We've identified four areas of focus in our Corporate Responsibility strategy and support our people as they dedicate their time and effort to:

- Improving the lives of underprivileged and at-risk young people
- Changing the conversation on mental health through raising funds and awareness
- Strengthening communities to make the change they want to see in the world
- Making decisions which support long term environmental sustainability



6 We protect Collinson's legitimate interests

We conduct ourselves responsibly, and don't take advantage of the trust that's placed in us.

What does this mean?

We don't steal or misuse company assets

We're all expected to be responsible in our use of company assets, whether they're tangible assets such as products, equipment and facilities or intangible assets like intellectual property, trade secrets and confidential information. We don't use company assets for personal use, or make them available for anyone else's personal use.

We accept that the intellectual property of Collinson products and services belongs to Collinson, not to any individuals, whatever their role may be, and we don't dispose of or destroy information or physical assets without prior consent.

We don't disclose confidential information

We never share confidential or proprietary information about Collinson, our suppliers, customers, or other stakeholders with anyone outside the company, even after we leave the organisation, without prior consent or legal obligation. If we know this type of information, we never use it for our own benefit or the benefit of those connected to us.

We maintain the integrity and security of our network

We abide by our Information Security Policy and do not share passwords or access to any Collinson computer or database, nor do we use Collinson systems or equipment to commit illegal acts or to violate Collinson policies and procedures, including the Collinson Code. We do not share or distribute unauthorised software and we seek urgent advice from our Cyber Security Team if we feel our devices or networks may have been compromised.

We are responsible users of social media

We expect all those associated with Collinson to use good judgement when discussing the company, our brands and the industries in which we operate. Everyone is expected to ensure that their statements and opinions are clear and leave no room for misinterpretation, do not bring Collinson into disrepute and do not violate any part of the Collinson Code or associated policies.

We keep full and complete records

We will always fully and fairly disclose the financial condition of the business, accurately recording and reporting accounting and other required information and using this information to make sound business decisions. We are all responsible for ensuring that our accounting records do not contain any false or intentionally misleading entries and no attempt to present misleading information will be tolerated.

All of our people should ensure they keep accurate and documented records in support of claims for expenses, including overtime payments, travel and meals and sales activity.

Find out more

- Information Security
- Acceptable Use
- Social Media
- Expenses Policy



APPLYING THE COLLINSON CODE

Q I've learned that a supplier of ours is about to announce huge new investment that will significantly increase their share price. Can I tell my friends and family to invest before the public announcement, to help them make some money from the stock market?

A No, this would be an inappropriate use of confidential information, which you are not permitted to share with those outside of the company.

Q I've claimed expenses for a train ticket I bought to go to a conference, but I'll now be getting a lift from a colleague. Can I keep the money I received?

A No, this would be a fraudulent expense claim. You should cancel the ticket to receive a refund, and reimburse the expenses you claimed. Your colleague may be able to claim expenses for the mileage involved in driving you both to the conference.

Q I've noticed a colleague's social media page as it's linked to Collinson. They're using offensive language and, in some cases, discussing client issues. Is this acceptable?

A No. We expect our people to behave respectfully and responsibly, and to treat customer relationships confidentially. You should raise your concerns with your line manager or our People and Culture Team.



Find out more

If you have any questions about how the Collinson Code applies to your role, contact your line manager in the first instance.

To raise concerns about possible breaches of the Collinson Code, you can contact your line manager, the relevant team below, or email SpeakUp@Collinsongroup.com.

If you have questions about specific parts of the Collinson Code, contact the most appropriate team:

People & Culture

PeopleandCulture@collinsongroup.com

For enquiries on People and Conduct issues.

Governance, Risk and Compliance (GRC)

Risk@collinsongroup.com

For enquiries on Risk Management and Regulatory issues.

Legal

Legal@collinsongroup.com

For enquiries on Legal and Contract issues.

Procurement

Procurement@Collinsongroup.com

For enquiries on sourcing and working with suppliers.

Data Protection Office (DPO)

Data.Protection@Collinsongroup.com

For enquiries on data protection issues.

Corporate Responsibility

csr@collinsongroup.com

For enquiries on corporate responsibility, including environmental and sustainability issues.



collinsongroup.com