



FirstRand

SUPPLIER CODE OF CONDUCT

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## 1 WHY DOES FIRSTRAND HAVE A SUPPLIER CODE OF CONDUCT?

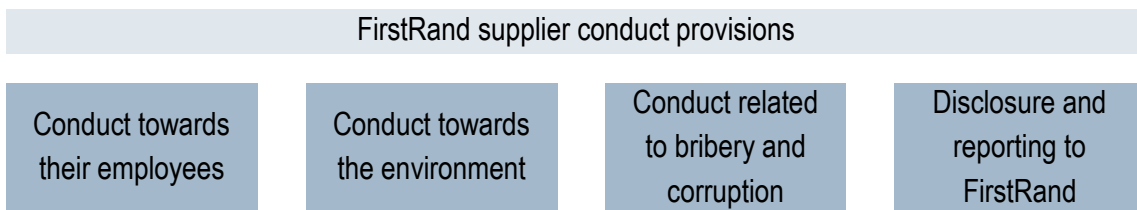
FirstRand interacts with various suppliers for the provision of products and services.

The FirstRand code of ethics sets out FirstRand’s commitment to high levels of ethical behaviour, integrity and fairness in all business dealings. FirstRand aims to develop responsible and sustainable relationships with its suppliers.

While FirstRand values its suppliers and carefully selects them to ensure that business requirements and governance standards are met, FirstRand expects that all suppliers ascribe to its conduct standards and demonstrate an applied commitment to good governance, ethical conduct and sustainability.

The FirstRand supplier code of conduct (the code) sets the conduct standards FirstRand expects from its suppliers across three areas: supplier conduct towards their employees, the environment, and bribery and corruption.

The code further sets out disclosure and reporting requirements which suppliers must fulfil prior to and during their engagements with FirstRand.



## 2 SCOPE

### 2.1 Who does the code apply to?

The code applies to suppliers of FirstRand operations locally and/or internationally, including contractual relationships via any of its operations or representatives

### 2.2 Who is a supplier of FirstRand?

A supplier, service provider or vendor of FirstRand is anyone who supplies goods or services to any FirstRand operation locally and/or internationally.

### 2.3 Impact of local laws and legislation?

FirstRand suppliers are expected to comply with all local laws, legislation and regulations in all jurisdictions in which they operate. The conduct provisions set in the code do not replace local laws and legislation, and constitute an additional conduct standard, considering laws higher of home or host.

## 2.4 Privacy requirements

Where a supplier, in terms of a contract or mandate, processes personal information for a group company, including divisions, segments and business units within FirstRand, the supplier will be required to adhere to:

- the principles and requirements set out in the applicable jurisdiction(s) privacy laws; and
- the obligations set out in the group's data protection policy for suppliers, which is accessible on <https://www.firstrand.co.za/investors/governance-and-compliance/>.

FirstRand regards the protection of the personal information of its suppliers as very important and to achieve this, it follows general principles in accordance with applicable privacy laws. Accordingly, FirstRand has developed a supplier and business partner privacy notice (notice), which is accessible on <https://www.firstrand.co.za/investors/governance-and-compliance/> \*. It enables its suppliers and business partners to understand how FirstRand collects, uses and safeguards their personal information. The supplier is accordingly required to familiarise itself with the notice.

The supplier should take note of any subsequent amendments made to the policy and the notice by FirstRand from time to time.

\* For suppliers outside of the Republic of South Africa please refer to Annexure A for a list of applicable website addresses.

## 2.5 FirstRand code of ethics

The FirstRand code of ethics is the primary document that describes FirstRand's commitment to ethical conduct. This document and any amendments and revisions thereof, is available on <https://www.firstrand.co.za/investors/governance-and-compliance/> additionally refer to supplier ethics check (refer to **Annexure B**).

## 3 SUPPLIER CONDUCT PROVISIONS

### 3.1 Supplier's conduct towards their employees

The supplier agrees principally to comply with relevant labour and human rights laws, addressing, but not limited to, the following:

- create a fair and ethical workplace;
- treat their employees with dignity and respect;
- ensure that their employees can report workplace grievances and complaints anonymously, and offer whistle-blower protection;
- conduct their operations in a manner that does not discriminate against any employee based on race, gender, ethnicity, religion, sexual orientation, disability, age, marital status, nationality, political affiliation or other forms of discrimination;
- ensure a workplace that is free of harassment and abuse;
- ensure that they do not engage in forced or under-age labour, based on the applicable minimum legal working age per jurisdiction;

- create a safe and healthy workplace environment, in which the employees have the right to report unhealthy working conditions and refuse unsafe work;
- allow their employees freedom of association;
- ensure responsible and fair remuneration practices for their employees;
- not engage in any form of modern slavery, and shall actively monitor and prevent modern slavery in their own supply chain; and
- not tolerate any degree or form of sexual exploitation in their own supply chain.

### **3.2 Supplier's conduct towards the environment**

FirstRand is committed to responsible conduct towards the environment. Suppliers are subject to an internal assessment to ensure that all applicable legislative requirements in terms of the management of environmental and social risks associated with these activities are met.

The following conduct standards reflect FirstRand's expectations of its suppliers. Suppliers must:

- ensure compliance with all applicable environmental legislation;
- encourage the efficient use of natural resources such as water and energy;
- make best efforts to reduce the generation of waste, promote recycling of materials and ensure the responsible management of hazardous substances; and

Suppliers may be required to supply evidence of an effective environmental or sustainability policy, certification, statement or programme to ensure there are adequate measures to mitigate and manage environmental and sustainability risks.

### **3.3 Supplier's conduct relating to bribery and corruption**

In accordance with FirstRand's dedication to high levels of integrity and good governance in its operations and all business dealings, participants in its supply chain are expected to comply with the following and undertake that:

- They will familiarise themselves with applicable anti-corruption laws and will not knowingly directly or indirectly engage in any activity or conduct in violation of anti-corruption laws or regulations.
- They have instituted and continue to maintain and enforce adequate policies, procedures and training or other measures designed to prevent and detect such corruption, and subsequent impact on their and FirstRand's reputation.
- They will not sub-contract their work for FirstRand to any party whom they suspect will pay bribes on behalf of FirstRand or act contrary to the FirstRand philosophy and its promises. Suppliers must ensure that any third parties who are hired will not make, offer, solicit or receive improper payments on behalf of FirstRand. Accurate financial records of all payments in relation to FirstRand's business must be kept.
- Seek a reciprocal commitment from key subcontractors to actively take steps to prevent, detect and adequately manage any acts of bribery and corruption in their businesses.

Key bribery and corruption concepts are provided in greater detail below:

<p><b>What is corruption?</b></p> <p>Corruption is an abuse of a position of trust or the improper performance of a relevant function or activity in order to gain an undue advantage or for personal gain. In broad terms corruption, therefore, entails offers, payments, promises or gifts provided to another with the intention to induce the recipient to misuse his or her official position.</p>	<p><b>What is bribery?</b></p> <p>Bribery is a specific offence which concerns the practice of offering or accepting a form of gratification to gain an illicit advantage. Bribery involves at least two persons - the person offering or giving the gratification to secure the illicit advantage (active bribery) and the person accepting the gratification (passive bribery). Both persons are liable to a criminal offence.</p>
<p>The <b>gratifications</b> offered or accepted as part of bribery or corruption can be financial (e.g. cash or shares) or non-financial benefits (e.g. job offer, preferential treatment, hospitality) and can be made either directly or indirectly (e.g. through a third party). Further examples of gratification could include offering or accepting tickets to events, travel, lodging or transportation in connection with an event, offering or accepting meals, drinks or other hospitality, political contributions, charitable contributions or events, sponsorships, offering or accepting job internships, scholarships, work experience, apprenticeships, amongst others.</p> <p>It is a criminal offence to offer or accept a bribe or be party to corruption. FirstRand, therefore, seeks to prevent all instances of bribery and corruption within the organisation. Accordingly, FirstRand has zero tolerance for wilful and deliberate non-compliance and seeks to achieve full compliance with the letter and purpose of anti-bribery and corruption legislation and regulation.</p>	

FirstRand strictly prohibits the following conduct from its suppliers:

- offering or giving or gratification to an employee of FirstRand or any of its representatives to secure an illicit advantage;
- requesting or soliciting gratification from an employee of FirstRand or any of its representatives in exchange for an illicit advantage;
- offering or giving gratification to a public official to gain an illicit advantage in relation to the subject matter of its business relationship with FirstRand;
- attempting to induce a public official, whether local or foreign, to abuse a position of trust or improperly perform a relevant function or activity in order to gain an illicit advantage when it is known, or there is reason to suspect, that all or part of the payment may be channelled to a public official;
- maintaining “off the record” accounts and/or sets of books for any purpose;
- using illegal or improper means (including bribes, favours, blackmail, financial payments, inducements, secret commissions or other rewards) to influence others’ actions; or offering anything of value when suppliers know it would be contrary to the rules of the recipient’s organisation for the recipient to accept it; and
- ignoring or failing to report any knowledge or suspicion of bribery or a corrupt activity.

In addition to complying with the specific prohibitions in the code, suppliers must exercise sound and professional judgement in assessing whether any arrangement could be perceived to be corrupt or otherwise inappropriate.

### 3.4 Supplier's disclosure and reporting requirements

Suppliers must:

- Report all instances of suspected or actual bribery, fraud, theft, corruption or other unethical practices to the FirstRand ethics line. The country FirstRand ethics line numbers are listed at the end of this document.
- Upon request, disclose their conduct standards and the way in which it is operationalised.
- Report any conduct which is not aligned to the FirstRand's values stated above. This includes, (but not limited to) requests for facilitation payments, theft, fraud, corruption, bribery, misconduct or any type of dishonesty must be reported as soon as reasonably possible to management and the FirstRand ethics line on [report@firstrandethicsoffice.com](mailto:report@firstrandethicsoffice.com), additional ethics line contact numbers and email address are made available at the end of this document.

#### 4 SUPPLIER'S PLEDGE

##### Supplier's pledge to the FirstRand supplier's code of conduct and confirmation of receipt

I \_\_\_\_\_ (person's name),

from/on behalf of \_\_\_\_\_ (supplier company name),

Designation \_\_\_\_\_

Address \_\_\_\_\_

Email address \_\_\_\_\_ Telephone number \_\_\_\_\_

in my capacity as a supplier of FirstRand, hereby confirm receipt and acceptance of the FirstRand supplier code of conduct.

I represent and attest to the best of my knowledge that in carrying out our responsibilities on behalf of FirstRand, neither our owners, officers, directors, employees, or agents have paid, offered, or promised to pay, or authorised the payment directly or indirectly, of any money, gift, or anything of value to any government official or to anyone else, to influence any act or decision of such official or private person to obtain or retain business, or to direct business to any person.

I understand that FirstRand may terminate our services for default of any applicable provision and in performing obligations during our engagement with FirstRand.

Signed \_\_\_\_\_ Date \_\_\_\_\_

Place \_\_\_\_\_

Should you require more information, please contact the FirstRand Procurement department on 087 312 5828.





# FirstRand

## CONTACT

### FirstRand ethics line email

[report@firstrandethicsoffice.com](mailto:report@firstrandethicsoffice.com)

### FirstRand ethics line website

[www.firstrandethicsoffice.com](http://www.firstrandethicsoffice.com)

### FirstRand ethics line toll free numbers

#### South Africa

0800 00 33 12

#### United Kingdom

0808 238 75 00

#### Botswana

0800 600 644 (Botswana Telecoms users)

1144 (Orange users)

71119711 (Mascom users)

+27 11 929 3332 (call back)

#### Ghana

544 315 491 (local)

+27 31 571 5077 (RSA underpinning number)

+27 11 929 3332 (call back)

#### India

000800 100 79 00

#### Kenya

0800 722 626 (Safaricom)

#### Lesotho

80022055 (Econet)

+226 31 571 5077 (International call rates)

+27 11 929 3332 (call back)

#### USA

1-800 494-2052

#### Mauritius

802 027 0001 (Mauritius Telecoms and Orange only)

#### Mozambique

800 112 233 (TDM)

+800 333 312

+27 11 929 3332 (call back)

#### Tanzania

0800 780 026 (Airtel)

+27 11 929 3332 (call back)

#### Zambia

+260 971 231 250 (all networks)

+27 11 929 3332 (call back)

#### Namibia

0800 003 312 (Namibia Telecoms)

91847 (MTC)

+27 11 929 3334 (call back)

#### Nigeria

8099937319 (9Mobile)

+27 708 060 1872 (Local call rates)

#### Swaziland

8007006 (SPTC)

+27 11 929 3332 (call back)

Consult the local ethics office, risk manager and compliance officers for local contact details not included above.



# FirstRand

## ANNEXURE A: IN-COUNTRY WEBSITE ADDRESSES

FNB Botswana	 <a href="https://www.fnbbotswana.co.bw/">https://www.fnbbotswana.co.bw/</a>
FNB Eswatini	<a href="https://www.fnbswaziland.co.sz/downloads/fnbswaziland/FNBSupplierPrivacyNoticeJune2020.pdf">https://www.fnbswaziland.co.sz/downloads/fnbswaziland/FNBSupplierPrivacyNoticeJune2020.pdf</a>
First National Bank Ghana	 <a href="https://www.firstnationalbank.com.gh/legal/privacyPolicy.html">https://www.firstnationalbank.com.gh/legal/privacyPolicy.html</a>
FirstRand India	 <a href="https://www.firstrand.co.in/page/regulatory-disclosure">https://www.firstrand.co.in/page/regulatory-disclosure</a>
FNB Lesotho	 <a href="https://www.fnb.co.ls/about-legal/index.html">https://www.fnb.co.ls/about-legal/index.html</a>
FNB Mozambique	 <a href="https://www.fnb.co.mz/">https://www.fnb.co.mz/</a>
FSR Namibia	 <a href="https://www.fnbnamibia.com.na/legal/index.html">https://www.fnbnamibia.com.na/legal/index.html</a>
Namibia Ashburton	<a href="https://www.ashburtoninvestments.com/na/individual-investor/why-us/legal">https://www.ashburtoninvestments.com/na/individual-investor/why-us/legal</a>
Namibia Pointbreak	<a href="https://www.pointbreak.com.na/">https://www.pointbreak.com.na/</a>
RMB Nigeria	<a href="https://www.rmb.com.ng/page/governance-and-compliance">https://www.rmb.com.ng/page/governance-and-compliance</a>
FNB Tanzania	 <a href="https://www.fnbtanzania.co.tz/">https://www.fnbtanzania.co.tz/</a>
FNB Zambia	<a href="https://www.fnbzambia.co.zm/downloads/suppliernotice/">https://www.fnbzambia.co.zm/downloads/suppliernotice/</a>



# FirstRand

## ANNEXURE B: ETHICS CHECK FOR SUPPLIERS

### ETHICS check for suppliers

*Are you doing the right thing?*

The group holds itself accountable to the highest level of ethical behaviour, and it asks the same of all parties that enter into a relationship with the group. Below outlines how the group code of ethics is applied when engaging with suppliers.

<b>E</b>	Ethical conduct	Does your business comply with the laws, legislation and regulation in all areas in which it operates? Does your business have zero tolerance for bribery and corruption?
<b>T</b>	Trust	Does your business follow the requirements stipulated in its agreement with the group and ensure mutual trust between both parties?
<b>H</b>	Honesty	Have you disclosed any potential or actual conflicts of interest and reported any conduct not aligned to the group's code of ethics requirements, such as bribery, theft, fraud, corruption, undisclosed conflict of interest or any type of dishonesty?
<b>I</b>	Integrity	Does your business have a fair and ethical workplace where employees are treated with dignity and respect? Are there platforms to report or disclose unethical conduct?
<b>C</b>	Compliance	Is your business compliant with local and all relevant legislation and regulations? Have you taken steps to protect personal and other customer information, prevent, detect and manage any acts of bribery and corruption in your business?
<b>S</b>	Sustainability	Does your business treat the environment responsibly and ensure it complies with environmental regulations?

For more details on ethical conduct, please refer to the group supplier code of conduct and the group code of ethics, which can be downloaded at: <https://www.firststrand.co.za/investors/governance-and-compliance/>.