

Group Ethical Conduct Policy

Gamma Communications plc (“Gamma”)

Introduction

Gamma’s vision is to: Create a better-connected world in which we can work smarter for the benefit of business, people and the planet. When it comes to business, the combination of what we do and how we do it has developed a robust model that generates dependable, high-quality earnings on a recurring basis.

Communications is an essential part of any business, and as such, our products play a critical role in the success of the businesses with which we work. We take our responsibility to our customers seriously and recognise that what we do has an impact on their employees’ work and lives.

Whilst delivering our products and services we aim to be transparent with employees, customers, suppliers, shareholders and other stakeholders in everything that we do. We strive to limit our impact on the environment, and we aim to always act ethically, honestly and with integrity. Failing to behave in this way would weaken the trust our stakeholders have in us.

Our employees are our biggest asset and play a very important role in helping us foster a culture of consistency, trust, and strong business ethics. Whenever the right thing to do is unclear, we expect everyone to seek guidance from their managers or the wider leadership team.

Aims

Gamma aims to do the right thing, and:

- a. always be better, continually improving for those we serve
- b. as a minimum, comply with the law in each jurisdiction within which Gamma operates
- c. ensure our employees feel accepted and safe at work, whilst being suitably challenged and engaged
- d. ensure our employees maintain high ethical standards whenever representing the Group
- e. work with third parties who share the same work ethic and values

Scope

Everyone who works within the Gamma Group, including contractors and agency employees.

Policy statements

The following statements reflect Gamma’s position and expectations of employees and wider stakeholders, highlighting other policies that underpin this ethical conduct policy.

Anti-bribery and corruption

Gamma recognises the damage corruption can do to our reputation. As such, corruption in all its forms, including bribery, extortion, fraud, embezzlement, money laundering and facilitation payments, is forbidden.

Our full policy can be found [here](#).

Competition Law

Gamma believes competition is good for society, being a driver of technological innovation, as it ensures boundaries are constantly tested, and surpassed, leading to a better service for businesses and end users. Healthy competition also ensures a fair and competitive marketplace for customers, giving them more choices.

As such, Gamma will not engage in anti-competitive practices including market-sharing, price-fixing, industrial espionage and abuse of dominant position.

Data Protection

Data protection is a vital part of Gamma's internal control system. Our Data Protection Policy aims to ensure Gamma manages its data in a consistent, legal, and appropriate way. We recognise that our employees need data to do their jobs, and everyone is responsible for protecting it accordingly. We also recognise the importance of responding quickly if we think there has been a breach. Gamma strives to be transparent with our employees, customers and suppliers and maintains privacy notices and relevant procedures as required.

Employee Ethical Conduct

Gamma employees are our key representatives. Employees should avoid situations that could cause their behaviour to be questioned. This includes when attending work-related events outside of normal working hours.

Employees are empowered to make decisions within their area of responsibility. However, decisions must be in keeping with the transparent, ethical, and honest expectations set out in this and other Gamma policies.

Conflicts of interest must be reported as soon as they are recognised.

Gamma resources, including employee time, should not be used for activities which are not in the best interests of our stakeholders.

Gifts, entertainment and hospitality

Gifts, entertainment and hospitality should not be accepted if they are, or could be, perceived to be in return for acting improperly, including showing favour or disfavour to a person or organisation. We have adopted a policy on the giving and receiving of gifts, entertainment and hospitality which is communicated to all employees, and we maintain electronic records of items given and received.

Environmental Management

Gamma recognises the increasing risks of climate change and understands that we have a responsibility to act. Our products enable people to meet and communicate remotely, therefore providing the ability to better manage their environmental impact by avoiding unnecessary travel. However, we recognise that our business has some negative impacts on the environment, and we are taking steps to reduce them.

Our [Environmental Management Policy](#) describes the steps Gamma is taking to reduce its impact.

Equality, Diversity and Inclusion

Gamma works hard to represent the society we serve. Gamma recognises our responsibility to ensure that our people are valued and treated fairly, that they treat others fairly, and feel able to contribute to the best of their ability. We aim to provide an environment that is free from any form of unlawful discrimination.

Gamma recognises that our people come from various backgrounds with many differences, and that knowledge and skill cuts across these. We believe that diversity enhances creativity and synergy, which in turn, enables us to achieve greater success. We are passionate about people and support an environment that promotes awareness, acceptance and inclusion, as well as one in which people are treated with respect and dignity, devoid of unlawful discrimination, harassment and bullying.

Gamma's Equality, Diversity and Inclusion policy is [here](#).

Ethical Procurement

To ensure that Gamma's business is conducted ethically, sustainably and within the local law, Gamma requires its staff, including employees, contractors and temporary staff, as well as suppliers, to procure goods or services ethically and responsibly. Gamma also requires its suppliers to uphold and maintain high ethical standards.

Gamma seeks the procurement of goods and services from suppliers that minimise negative and enhance positive impacts on the environment and society, whilst meeting our business needs and maintaining alignment with Gamma values.

Gamma encourages suppliers to require the same of their supply chains.

Finances

Gamma promotes accurate, complete, fair, timely and understandable disclosures. Reports and documents that the Group submits to regulators or registrars, or are disclosed in other public communications, will be made in accordance with best practice guidelines regarding accounting records and reports. All reports created from Gamma's accounting data must be:

- created in accordance with all applicable laws;
- fair and accurately reflect the transactions or occurrences to which they relate;
- fair and accurately reflect in reasonable detail, in accordance with generally accepted accounting principles, the Company's assets, liabilities, revenues and expenses.

Gamma's approach to tax is outlined in our [Tax Strategy](#).

Health and Safety

Gamma is committed to working in a way that protects the physical and mental health, safety and wellbeing of employees and others affected by our activities. Gamma attaches equal levels of importance to both mental and physical health.

Gamma will provide safe and supportive working environments. We encourage employees to talk to their direct manager or a member of the wider leadership team if they have problems with their working environment or conditions. We aim to never endanger the safety or wellbeing of those who work with us.

Human Rights

All human beings are equally entitled to human rights without discrimination. Gamma endorses the United Nations Guiding Principles on Business and Human Rights and supports the principles contained within the International Bill of Human Rights and the International Labour Organisation's Declaration on Fundamental Principles and Rights at Work. We align with the United Nations Global Compact principles, two of which focus on Human Rights.

Gamma is committed to treating everyone with respect and dignity. We aim to ensure that we are not complicit in any human rights abuses, and that we contribute to the communities in which we operate, protecting and respecting the rights of all people.

Information Security

Gamma recognises the risk posed by cyber threats and their ability to impact both:

- the products and services we provide to customers; and
- our operations, assets, and employees.

Gamma also understands that we may be targeted directly or indirectly, and the outcome of a successful cyber-attack may impact one or more of our customers.

Modern Slavery

Gamma believes everyone should be able to live a life free of slavery, and we take action to review our supply chain for potential ties to slavery. Gamma expects all employees to report potential slavery issues either internally or confidentially through our Whistleblowing procedure.

The Gamma Group produces a [Modern Slavery](#) statement annually.

Political Contributions and Political Lobbying

Gamma recognises that the making of political contributions may, depending on the circumstances, have an effect on the reputation of the company and the group. No Group Company may make any Political Contribution without the prior written approval of the Board of Gamma Communications plc.

Similarly, the Company recognises that there are potential reputational risks in Political Lobbying and therefore requires tight control over any such activity.

In normal circumstances the Board does not envisage authorising Political Lobbying involving the payment of a Lobbyist. No Group Company may conduct any Political Lobbying involving the payment of a Lobbyist without the prior written approval of the Board of Gamma Communications plc.

Risk Management

Risk management is a fundamental part of ethical conduct at Gamma. It enables us to innovate, remain agile and grow at pace while making responsible decisions that avoid exposing our people, customers, assets or reputation to unnecessary risk. By clearly identifying risks and the controls that mitigate them, risk management promotes accountability, transparency and compliance with our legal and regulatory obligations. This disciplined approach underpins sound decision-making at all levels of the organisation and is a core pillar of good corporate governance, supporting Gamma's commitment to being a well-governed, responsible and sustainable business.

Share Dealing

Gamma is a public company which is a member of the Main Market of the London Stock Exchange and a FTSE250 constituent. We take our listed company responsibilities seriously and comply with all relevant rules.

Everyone is subject to the insider trading laws in their jurisdiction, for instance, the Market Abuse Regulation in both the UK and EU, recognising that at times certain employees may have access to price-sensitive information.

Whistleblowing

An important aspect of accountability and transparency is a mechanism to enable staff and other members of the Company to voice concerns in a responsible, timely and effective manner.

When an individual discovers information which they believe shows possible improprieties in matters of financial reporting or other serious malpractices or wrongdoing within Gamma, then this information should be disclosed internally without fear of reprisal, and there are arrangements in place to enable this to be done confidentially and independent of line management.

Our Group [Whistleblowing Policy](#) outlines our approach and the whistleblowing service.

Roles and Responsibilities

- The Board members have a responsibility to comply with their fiduciary duties and always act in the best interests of the Gamma Group
- The Group CEO owns this policy and has overarching responsibility for ensuring the Gamma Group behaves in an honest, transparent, and ethical manner.
- The members of the Executive Committee are responsible for ensuring the employees within their functions or subsidiaries behave in an honest, transparent, and ethical manner.
- The Gamma Governance team is responsible for ensuring this policy is reviewed at least annually.
- Each policy outlined above has a formal owner and defined roles and responsibilities.
- Everyone in Gamma is expected to behave in an honest, transparent, and ethical manner.

Governance and Reporting

- Each policy outlined above has formalised governance and reporting structures.
- Should any employee have a concern that this or any other policy is being breached, they may make a report (which may be done anonymously) via the Whistleblowing Policy.
- Where an employee is uncertain about the law or the interpretation of ethical behaviour in a particular situation, they should seek guidance from local management, in-country leadership or the Company Secretary.

Adoption

- Gamma will communicate this policy to all employees.
- Gamma works across multiple countries and legal jurisdictions. As such, adoption of the policy will be managed in the most suitable way. This may include specialist training for specific roles, knowledge sharing between Group entities or systemised controls installed within our products and technology.
- Gamma monitors for changes in local legislation which may alter our ways of working.
- Employees who wilfully breach ethical conduct expectations may face disciplinary action.
- The policy is reviewed annually and approved by the Gamma Board.

Glossary

Term	Definition
Bribery	Bribery is the act of giving money (or something else of value) to someone to get them to do something they shouldn't or not doing something they should do.
Conflict of interest	A conflict of interest is a situation where an individual or organisation has competing or multiple interests (be they personal, business or financial) and serving one interest could work against another.
Corruption	Dishonest or fraudulent conduct by those in power.
Equality	Equality refers to the fair treatment of all regardless of any protected characteristics. An equal workplace is not just one that is free from discrimination; true equality means that all individuals have genuine and equal access to opportunities and are embraced for their differences.
Diversity	Diversity is recognising difference and acknowledging the great benefits of having a range of perspectives in decision-making and the workforce being representative of Gamma's customers and society as whole.
Human rights	The Office of the United Nations High Commissioner for Human Rights defines human rights as the rights inherent to all human beings, whatever their nationality place of residence, sex, national or ethnic origin, colour, religion, language, or other status.
Lobbyist	An individual or a company which lobbies government ministers. Subscriptions to trade associations do not constitute payment of a Lobbyist. Use of consultants or intermediaries to assist with sales to government departments does not constitute Political Lobbying.
Political Lobbying	Means actively seeking to influence elected representatives, senior civil servants and unelected members of government or legislature in a) their work to create, amend or approve primary legislation, or b) the asking of public questions in a parliament or equivalent body.
Unlawful discrimination	<p>Direct discrimination – where a person is treated less favourably than another because of a protected characteristic.</p> <p>Indirect discrimination – where a provision, criterion or practice is applied that is discriminatory in relation to individuals who have a relevant protected characteristic (although it does not explicitly include pregnancy and maternity, which is covered by indirect sex discrimination) such that it would be to the detriment of people who share that protected characteristic compared with people who do not, and it cannot be shown to be a proportionate means of achieving a legitimate aim.</p> <p>Disability discrimination – occurs where an individual is unjustifiably disadvantaged in employment/recruitment for a reason connected with their disability unless the discrimination cannot be avoided by making reasonable adjustments.</p> <p>Associative discrimination – where an individual is directly discriminated against or harassed for association with another individual who has a protected characteristic (although it does not cover harassment because of marriage and civil partnership and pregnancy and maternity).</p> <p>Perceptive discrimination – where an individual is directly discriminated against or harassed based on a perception that they have a particular protected characteristic when they do not, in fact, have that protected characteristic (other than marriage and civil partnership, and pregnancy and maternity).</p> <p>Victimisation – occurs where an employee is subjected to a detriment, such as being denied a training opportunity or a promotion because they made or supported a complaint or raised a grievance under the Equality Act 2010, or because they are suspected of doing so. However, an employee is not protected from victimisation if they acted maliciously or made or supported an untrue complaint. There is no longer a need for a complainant to compare their treatment with someone who has not made or supported a complaint under the Equality Act 2010. For example, if a blind employee raises a grievance that the employer is not complying with its duty to make reasonable adjustments, and is then systematically excluded from all meetings, such behaviour could amount to victimisation.</p> <p>Failure to make reasonable adjustments – where a physical feature or a provision, criterion or practice puts a disabled person at a substantial disadvantage compared with someone who does not have that protected characteristic and the employer has failed to make reasonable adjustments to enable the disabled person to overcome the disadvantage.</p>

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