

Changes version 2: References to other procedures in M-file included. Link to ethical reporting line included.

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## 1 PREFACE

Dear employees,

At IDA we feel a strong sense of responsibility to act with integrity and to respect all those who have a stake in our success, including our customers, employees, suppliers and other business partners. To illustrate the importance of this for us as an organisation, we have established this Code of Conduct.

A Code of Conduct is defined as “a set of rules outlining the responsibilities of, or proper practices for, an individual, party or organisation”. The Code of Conduct is not only an essential source of information to guide us all, it is also a reflection of the nature of our organisation and what we stand for. It includes regulations on professional conduct and identifies who to turn to and how to act when facing a question related to compliance with policies and procedures.

Transparency on compliance matters is vital. First of all, our employees need to know what is expected of them and should feel comfortable to speak freely about any issues. Secondly, for external purposes, transparency on compliance is crucial to create a culture of trust with our customers and other business partners. We trust that you will act responsibly and, when in doubt, shall not hesitate to raise concerns or ask questions with respect to ethics and compliance. Employees who raise concerns in good faith are respected for their honesty and protected by our anti-retaliation policy.

In our line of work we feel a great sense of responsibility, playing a role in advancing people’s health through the supply of affordable medicines and medical supplies to low and middle income countries. We want to create a world with accessible and quality healthcare products for all. Our motivation to achieve our mission has a profound effect on the way we do business, and ensures that our customers can trust us to be an honourable player in all aspects of business. This Code of Conduct sets general standards that we uphold, but is also dynamic in the sense that we continuously strive to improve our workplace for the good of all our stakeholders.

Let us collaborate and put our hands together to maintain our exemplary status as the respectable not-for-profit organisation in healthcare.

Wendy Eggen  
Managing Director  
IDA Foundation

## 2 INTRODUCTION

### 2.1 What is the Code / Purpose of the Code

The Code sets forth our standards for business practice and personal conduct. It describes IDA's minimum expectations and standards as to how we should conduct ourselves, and addresses our responsibilities to IDA, to each other, to the parties we do business with, to governments, and to the community in which we operate. It serves as guidance to make the right decisions in the performance of our daily business activities and tasks to ensure that we act with integrity, respect for the law and this Code. The Code does not address every ethical or legal issue that might arise, and does not describe all laws, regulations and policies that apply to IDA and the performance of your duties, or give full details on any individual law. The Code also does not replace your responsibility to exercise good judgment and use common sense. The Code is aimed to provide general guidance and to direct to the appropriate resources to assist in making the right decisions.

### 2.2 Scope/Applicability of the Code

The Code applies to all personnel employed by or engaged to provide services to IDA, including, but not limited to, IDA's employees, Board Members, Leadership Team, Management Team, temporary personnel, agency workers, casual staff, and independent contractors (for ease of reference throughout this Code, "employees"). IDA also has a Code for agents, distributors, subcontractors and others who act on behalf of, or represent IDA, which underlines the same principles as described in this Code. The Code applies everywhere IDA does business. Using a third party or other means to bypass this Code is prohibited.

#### 2.2.1 The Code and the Law

IDA's operations and employees are subject to the laws and regulations of many countries and jurisdictions around the world. Employees are expected to comply with the Code and all applicable laws, rules and regulations. If any part of the Code conflicts with applicable law, the law will prevail.

### 2.3 Accountability

The Code tries to capture many of the situations that you will encounter, but cannot address every circumstance. Our success depends on each of us accepting personal responsibility for doing the right thing. It is the personal responsibility of each employee to read and understand the Code and commit to uphold its principles. Each employee or person acting for IDA is also responsible for seeking appropriate guidance and asking questions if one is uncertain how to handle a particular situation.

Neglecting or violating the law, our Code, any underlying policy or ignoring a violation can, however small the violation, have serious consequences for IDA and the individuals involved. A violation may lead to disciplinary measures, including immediate dismissal and notification to appropriate authorities.

## 2.4 Availability of the Code

From time to time, we may revise this Code. If and when this happens, you will be notified. You will then be responsible for becoming familiar with such revisions. The most recent version of the IDA Code of Conduct is available and can be downloaded in M-Files. Amendments will also be posted on these mediums. All employees will be notified when this happens and employees will then be responsible for familiarising themselves with the amendments.

## 2.5 Interpretation of the Code

The Code gives us guidance and directs us to resources to help us make the right decisions. This is not a complete rulebook that addresses every ethical issue that might arise, and is not a summary of all laws and policies that apply to the IDA Foundation. It is not a contract and does not replace good judgment.

# 3 GENERAL PRINCIPLES

## 3.1 Culture of openness

IDA is committed to and expects everyone to promote a culture of openness in which we all feel comfortable raising questions, dilemmas and concerns regarding the interpretation of, or adherence to this Code. Remaining silent in the event of a possible violation can only worsen the situation and decrease trust. Guidance and support is available to help you understand the Code and to help you make the right decision when faced with an ethical dilemma. For further guidance please see paragraph 14 below.

## 3.2 What is expected from everyone

You are expected to:

- ✓ Familiarise yourself with the Code and know how the Code applies to your role;
- ✓ Follow the law, the Code, and IDA policies;
- ✓ Act ethically and with integrity in all business dealings;
- ✓ Use good judgment and avoid even the appearance of improper behaviour;
- ✓ Attend trainings and complete courses on Code-related issues;
- ✓ Complete other compliance and ethics program requirements in a timely manner;
- ✓ Ask questions and seek guidance if ever unsure or faced with a possible dilemma;
- ✓ Speak up if you think the law, the Code or policy has been breached in any way;
- ✓ Cooperate with compliance investigations.

### 3.3 What is expected from managers

Managers and supervisors are in positions of trust and influence and have a special duty to foster a culture of integrity and compliance. Therefore, managers and supervisors have special responsibilities under the Code and are expected to:

- ✓ Serve as role models for integrity and compliance in all of their interactions;
- ✓ Assist their direct reports in understanding the Code, applicable laws and IDA policies;
- ✓ Cultivate an environment where employees feel comfortable raising questions and concerns without fear of retaliation ('safe-to-speak-up' culture);
- ✓ Ensure that their direct reports complete all compliance education courses and other compliance and ethics program requirements in a timely manner;
- ✓ Build a culture of integrity and compliance through their hiring and promotion decisions;
- ✓ Respond and act in an adequate and timely manner if an ethical concern is raised.

### 3.4 Guidance in working with ethical issues

In working with ethical issues it is important to follow a number of simple guidelines.

- ✓ Be familiar with the Code, the laws and IDA policies that apply to your activities and situation, and make sure that your actions are within the law and comfortably within IDA's own ethical requirements. Operating in a grey zone increases the risk of things going wrong.
- ✓ Spend sufficient time on difficult decisions and review all the facts until the issue is clear in your mind. Wrong decisions are often taken when things have not been thought through properly, and individuals allow themselves to be pressured into taking a rash decision.
- ✓ If you are in doubt about a course of conduct, use common sense and ask yourself:
  - Is it ethical? Is it legal? Is it right?
  - Is it consistent with the Code?
  - Will it reflect well on me and the organisation?
  - Would I want to read about it in the newspaper?
  - Will customers, co-workers, friends and family approve?
  - Will I feel good about my decision tomorrow?

If the answer is "No" to any of these questions, do not do it!

- ✓ Take prompt action in the event of any suspected or actual violation of the law, the Code or applicable IDA policy by reporting such through one of the appropriate channels. For further guidance please see paragraph 14 below.

## 4 PEOPLE

### 4.1 Respect in the workplace

IDA endeavours to provide a welcoming and safe work environment in which there is trust and all people are treated with dignity and respect. It is important that you treat others fairly and respectfully, as you would want to be treated yourself. We strive to uphold open and honest communication and to protect employees from discrimination, harassment, and unsafe practices. This applies to conduct in the workplace and in work-related activities, including any office, premises or location in which work activities are conducted, where IDA-related business or social activities (including social events such as Christmas parties, team events and social outings) take place, or where conduct has an impact on the workplace or workplace relations.

Our standards for conduct cover your interactions with not only co-workers, but also organisations, customers, suppliers, service providers and any other party or person you have dealings with.

### 4.2 Equal Opportunity, Diversity and Non-Discrimination

IDA values diversity of people as a great organisational strength and human asset, and is committed to the promotion of diversity, inclusion and equality. IDA strives to sustain an environment free from discrimination, where employees are regarded with dignity and treated equitably on the basis of their capability and contribution. Discriminatory behaviours and practices undermine people's skills and potential and are unacceptable to us. All employment related decisions are entirely based on the principle of equal opportunity. We recruit, select, train, promote and pay our people solely on the basis of their merit, experience, qualifications, achievements, performance and other job-related criteria, without discrimination or concern for race, religious belief or affiliation, nationality, social or ethnic origin, colour, sex, sexual orientation, union membership, gender identity or expression, age, health condition, marital status, political orientation, physical or mental disability or any other legally protected status.

#### 4.2.1 Harassment-free workplace

IDA considers providing a work environment that is safe, secure and free of danger, harassment and violence to be one of its core responsibilities as a good employer. All forms of physical, verbal, non-verbal or psychological harassment or other unacceptable behaviour that may be regarded or perceived as threatening, abusive, degrading or humiliating are prohibited and will not be tolerated.

We specifically ban sexual harassment, which includes any sexual advances or requests for sexual favours which are unwelcome or where submission to or rejection of such conduct is used as the basis for employment decisions. Sexual harassment also includes verbal, visual or physical conduct of a sexual nature or the circulation of sexually oriented pictures, cartoons, jokes or other materials which create an intimidating, hostile or offensive working environment. A person's intention or motive in displaying certain behaviour is not relevant; what matters is if a person in the given circumstances can reasonably feel offended, humiliated and/or intimidated by such behaviour.

An employee can submit complaints on harassment through the 'Raising Concerns' procedure, described in paragraph 14.

#### 4.2.2 A Safe, Secure and Healthy Workplace

IDA is committed to providing a safe and secure working environment. The health and safety of our employees and the people that we welcome to our workplaces, is a priority. Working conditions should allow for safe working practices and support the occupational health and well-being of employees. You are responsible for complying with safety rules, regulations and IDA's health and safety policies, and for taking the necessary precautions to protect your colleagues and yourself. You are responsible for reporting injuries and unsafe work practices or conditions as soon as they become known.

To protect the assets of IDA and prevent unauthorized access to IDA's work place and facilities, you are also required to follow the security requirements for your specific work location. We prohibit bringing any weapons or dangerous devices of any kind onto IDA premises.

#### 4.2.3 Substance abuse (Drug and Alcohol abuse)

You are expected to help maintain a work environment that is free from drug and alcohol abuse. You may not use, possess, manufacture or distribute illegal drugs on IDA property, whether owned or leased, or in IDA vehicles. Misusing controlled substances or being under the influence of alcohol or other intoxicating substances during work is prohibited.

### 5 HUMAN RIGHTS

IDA supports fundamental human rights for all people as set out in the United Nations Universal Declaration of Human Rights and the core labour standards set out by the International Labour Organization, both within our workplace and more broadly within our sphere of influence.

#### 5.1 Freedom of Association and Right to Collective Bargaining

IDA respects the right of employees to freedom of association and collective bargaining as permitted by and in accordance with applicable laws and regulations, without harassment, interference or retaliation.

IDA conforms to the laws of its countries of operation and allows its employees to associate and speak freely within the company on issues related to their working conditions.

#### 5.2 Child Labour

IDA does not tolerate any form of child labour, as defined by the International Labour Organization (ILO), within its own organisation or by any of her business partners and supports the effective abolition thereof. IDA follows the definition of the minimum age for admission to employment or work as set by the International Labour Organization. Additionally, all young workers (until the age of 18), if hired, must be protected from performing any hazardous work; specifically related to their health, welfare, safety or education, work that interferes with the child's education or work that harms the child's health or development.



### 5.3 Human Trafficking and Forced Labour

IDA is committed to freely chosen labour and supports efforts to eradicate human trafficking. IDA does not tolerate any form of forced, compulsory or debt bonded labour practices, or human trafficking within IDA's organisation or by any of IDA's business partners. More details are available in *EC-06 Policy on Forced Labour and Human Trafficking*.

## 6 ORGANISATION

### 6.1 Business and Financial Records

Accurate business and financial records are of critical importance for IDA in providing full, accurate and timely financial and other disclosures, and in meeting our financial, legal and business obligations. All of IDA's books, records and accounts must fully and accurately reflect IDA's business transactions in accordance with applicable laws, accounting standards and internal procedures. These include financial statements as well as, for example, time sheets, vouchers, bills, invoices, expense reports, payroll and benefits records, performance evaluations and other data.

To ensure the accuracy of all financial records, reports and other communications, do not ever:

- ✓ Make false entries or alter receipts on expense reports;
- ✓ Enter false information in time sheets;
- ✓ Circumvent internal controls;
- ✓ Understate or overstate known liabilities or assets;
- ✓ Improperly record or fail to record items that should be expensed;
- ✓ Make any entry to distort the true nature of any transaction.

An employee can address non-compliance of financial records, reports and other communications through the 'Raising Concerns' procedure, described in paragraph 14.

### 6.2 Company Assets

Protecting and using company assets of IDA appropriately is everyone's responsibility. As a general rule, company assets should be used only for legitimate business purposes of IDA. Limited, occasional personal use of company assets is appropriate in some situations (for example making a personal phone call or checking a private email on a company-issued smartphone) as long as it does not interfere with your business responsibilities and work productivity. Use common sense and good judgment here, and in case of doubt consult your manager or supervisor. Company assets should never be used for outside businesses, or for illegal or unethical activities such as gambling, pornography or other offensive subject matters.

### 6.3 Conflicts of Interest

IDA expects that its employees act in the best interest of IDA without regard to any of their personal concerns. A conflict of interest, or even the appearance of a conflict of interest, arises when personal interests, activities or relationships can compromise your ability to perform your duties in the best interests of IDA.

Activities outside of IDA can also lead to a conflict of interest, such as a second job. This can affect your objectivity, motivation or performance at IDA. Therefore you should request approval for an outside position.

For more information please consult *EC-05 Conflict of interest and outside position policy*.

## 7 ANTI-BRIBERY AND CORRUPTION

We define corruption as the abuse of entrusted power for private gain. IDA will not tolerate any form of bribery or corruption. Therefore IDA employees and anyone acting on IDA's behalf are prohibited from offering, giving, requesting, accepting or receiving anything of value, like a bribe, kickback or improper inducement. IDA also does not make facilitation payments, irrespective of whether or not local law permits them.

IDA understands that giving and receiving gifts or entertainment is part of the business and social world. You should evaluate whether a gift, meal, hospitality or entertainment is reasonable and proportionate.

IDA acts with integrity and complies with applicable laws, regulations and internal policies and guidelines. We expect the same from the third parties who act on our behalf, including agents, intermediaries, consultants, suppliers and contractors. Before being engaged, all agents, distributors, consultants and other intermediaries who are engaged in the sales process or used to obtain a permit, license or registration must pass our due diligence. Risk-based due diligence will be conducted on other intermediaries and subcontractors. We will only do business with partners that comply with our Code.

Any charitable contributions, political donations and sponsoring made on behalf of IDA require prior approval. The same applies to invitations to medical congresses or training events, both offered and received.

More detailed information is available in *EC-04 Anti-bribery and corruption policy*.

## 8 INFORMATION CONFIDENTIALITY AND SECURITY

### 8.1 Safeguarding confidential information

Safeguarding the confidential and proprietary information of IDA, as well as any confidential and proprietary information entrusted to us by others including personal data (e.g. employee, customer and supplier data), is fundamental to our success and the preservation of our reputation. We manage our information assets in compliance with applicable privacy laws. All employees and representatives of IDA have the responsibility to respect and maintain the confidentiality and security of this information. While you may use confidential or proprietary information as needed to perform your job, you are responsible for protecting that information from improper/unauthorised disclosure, misuse, theft or accidental disclosure.

This means you should:

- ✓ use the confidential information only for its intended and permitted purpose(s);
- ✓ access or use the confidential information only to the extent it is related to and needed for legitimate business purposes and your individual responsibilities;
- ✓ share the confidential information only with other employees who need to know the information to perform their responsibilities and to fulfil our obligations;
- ✓ not provide confidential or proprietary information to a third party without appropriate authorisation and an adequate confidentiality agreement; in case of doubt check with your manager;
- ✓ observe and comply with all applicable laws and regulations of the jurisdictions in which personal information is collected and used, as well as the IDA Data protection Policy and any other relevant policies, procedures and business practices of IDA that protect confidential and proprietary information;
- ✓ Any loss of confidential information needs to be reported to the IT department and the Ethics & Compliance Officer immediately.

For more information and guidance on the use and protection of information, see the relevant IDA policies located in M-Files, such as:

- ✓ ICP-007 Data protection policy;
- ✓ IPRO 801 IT security policy;
- ✓ IW 520T Protection of technical product information

## 8.2 Intellectual Property (IP)

We protect IP that is owned by IDA or licensed from others. IDA's IP includes copyrights, patents, trademarks, product and package designs, brand names and logos, research and development. You are expected to support the establishment, protection, maintenance and defence of IDA's IP rights and to use those rights in a responsible way.

## 8.3 External Communications and Social Media

External communications on behalf of IDA require careful consideration, and all media inquiries and other types of external communications are to be directed to the Marketing Department. The Marketing Department will confer with and seek advice from the Ethics and Compliance Officer (CEO) for any communications that have legal or reputational implications. In the event that you have received prior permission from IDA's CEO or Marketing Department to speak on behalf of IDA, due care should be taken that any provided information is complete, fair, accurate, timely and understandable.

IDA acknowledges that the use and importance of social media across both business and social environments is growing substantially, and that using social networks and online communities can offer great benefits to us as individuals and as a business. Whilst IDA respects the rights of its employees to engage in personal social media and other online activities, it is important that you are always mindful of the interests of IDA and refrain from communications that could damage or harm IDA's interests or reputation.

We expect you to use sound judgment and common sense at all times and observe the following:

- ✓ remember that everything you post on the internet is public and can spread rapidly;
- ✓ remember that IDA's Code of Conduct and other policies of IDA apply to your online conduct just as much as they apply to your offline behaviour;
- ✓ ensure your posts are accurate, not misleading or damaging;
- ✓ never reveal confidential information of IDA, which includes any information entrusted to IDA by third parties on a confidential basis;
- ✓ refrain from harassment of any kind, and from making offensive or inflammatory posts;
- ✓ respect others' intellectual property rights, including copyrights;
- ✓ make it clear that your opinions are your own and do not necessarily reflect the views of IDA.

Finally, all of us have the opportunity to help safeguard IDA when engaging in social media. If you find comments about IDA that may be important (either positive or negative), forward them to the Marketing Department as soon as possible. This is especially important in the area of possible adverse events.

## 9 DEALING WITH OTHERS

### 9.1 Ethical Trading

IDA expects its business partners to adhere to our Code of Conduct and treat their employees correctly. As labour laws vary around the world, we use the Base Code of the Ethical Trading Initiative (ETI) as a standard. The provisions of the ETI Base code constitute minimum and not maximum standards, and this code should not be used to prevent companies from exceeding these standards. Companies applying this code are expected to comply with national and other applicable law and, where the provisions of law and this Base Code address the same subject, to apply that provision which affords the greater protection.

### 9.2 Fair Competition

Most of the countries in which we operate have antitrust or competition laws that are intended to protect consumers and to promote fair and healthy competition. IDA will compete in a fair and ethically justifiable manner within the framework of such anti-trust and competition laws. This applies in relation to competitors as well as to customers and suppliers, directly or indirectly. Among those activities generally found to violate antitrust or competition laws are particularly agreements and understandings among competitors:

- ✓ to fix, set, control, discuss or share information on prices, products, terms of purchase or sale, costs, profits or profit margins, markets or market share, distribution practices, intellectual property or technologies, or any other commercially sensitive information;
- ✓ to divide or allocate markets, customers or products, deal (or not deal) with specific customers (or suppliers) or classes of customers (or suppliers), or bid (or not bid) on business generally;

- ✓ to structure or orchestrate bids to direct a contract to a certain party (bid or tender rigging);
- ✓ otherwise having the effect of biasing or improperly influencing the markets in which they operate.

Agreements, understandings or concerted practices of the type listed above are prohibited and against IDA policy. We operate exclusively on the merits of our products and services. Employees must avoid all discussions and the exchange of information with competitors involving topics such as referenced above. If a competitor volunteers such information at any time, for example during a conference, a trade association meeting or an accidental encounter, the IDA employee should terminate the conversation immediately and report the situation to the Ethics & Compliance Officer. While the exchange may be intended innocently, it could create the appearance of an unlawful practice.

IDA does not market its services and capabilities in a deceptive or misleading way, and does not make disparaging or untruthful allegations regarding competitors.

### 9.3 Competitor Information

Business information about other companies may only be collected and used ethically and in a way that does not violate any laws or confidentiality obligations. You are free to gather intelligence about companies from public sources such as their websites, published articles, price bulletins, advertisements, brochures, and public presentations. You must never use, or ask any third party to use, unlawful or unethical means such as misrepresentation, deception, coercion, or theft to gather information. You should also not encourage IDA employees who previously worked for a competitor, customer, or supplier to breach a contract or non-disclosure obligation with respect to a competitor's non-public information.

### 9.4 Product and Service Quality

IDA is subject to many rules and regulations; our number one commitment will always be to the people who use our products. We are ethically and legally obligated to ensure the quality of our products meets the highest safety standards. Because IDA is a global company, the laws and regulatory requirements of one country may apply to activities in another country. In the event local laws and regulatory requirements differ from IDA policy, the stricter requirements generally apply. IDA expects that its business partners also adhere to its high-quality standards.

### 9.5 Environment

IDA cares for the environment and we operate in an environmentally responsible and efficient manner to minimise adverse impacts on the environment. Waste and emissions are being kept as limited as possible, when having the potential to adversely impact human or environmental health. IDA complies with all applicable environmental laws, regulations, guidelines and industry codes.

## 10 MONEY LAUNDERING

'Money laundering' is the process by which persons or groups try to conceal or disguise the proceeds of illegal activities or try to make the sources of their illegal funds look legitimate.

Our policies related to money laundering are:

- ✓ Follow appropriate due diligence procedure to understand the business and background of our prospective business partners and to determine the origin and destination of money transactions;
- ✓ Report suspicious transactions or incidents such as requests from a potential supplier for cash payments or other unusual payment terms to the Ethics & Compliance Officer;
- ✓ IDA does not accept cash payments;
- ✓ IDA only returns payments to the bank account of origin, as we want to prevent to being used as a conduit or pass-through for funds being sent to another destination.

IDA will not tolerate, facilitate or support money laundering and complies with all applicable laws, rules and regulations. Severe civil and criminal penalties exist for violations of anti-money laundering laws.

## 11 CUSTOMS AND TRADE CONTROLS

IDA's transactions are subject to various national and international customs, trade, import and export control regulations and restrictions, that regulate export and import, and dealings with certain countries, entities, or individuals including: legal economic sanctions and boycotts, government-imposed export controls, trade embargoes and trade restrictions.

IDA is committed to complying with all applicable customs, trade, import and export control regulations, which are complex and may change quickly as governments adjust to new political and security developments. Sanctions for non-compliance can be severe, including fines and imprisonment for responsible individuals, and IDA may be prohibited from further participation in certain trade.

We expect everyone to adhere to the following standards:

- ✓ Always trade both lawfully and appropriately;
- ✓ Respect applicable trade laws and restrictions, including all import and export regulations, and follow all expert guidance to ensure adherence to such laws and regulations;
- ✓ Do not comply with illegal or unofficial trade restrictions or take part in prohibited restrictive trade practices;
- ✓ Never make any false statements in any trade documentation in order to get around trade restrictions, or import and export regulations;
- ✓ Make sure that all necessary import and export licenses are obtained;
- ✓ Give accurate and truthful information to all customs authorities;
- ✓ Take extra care with exports of goods that could be used for military or nuclear use or to military or governmental customers in complying with the correct trade regulations.

This includes goods which can be used to manufacture biological or bacteriological weapons;

- ✓ Contact the Ethics & Compliance Officer in case you are not sure or if there are conflicting laws.

## 12 DEALING WITH GOVERNMENTS

IDA employees dealing with a governmental agency, including international organisations, and especially when doing business with the U.S. Federal Government, should always take extra care in ensuring that their communications with government officials contain complete, true and accurate information. In particular when submitting claims for payment, you must make sure that such claims are true, accurate and in conformity with the contractual arrangements and the laws governing such government contracts; if not, sanctions can be severe for both IDA and individual employees.

Employees who receive non-routine inquiries from government officials should immediately contact the Ethics & Compliance Officer and obtain his or her advice before proceeding.

## 13 PROCUREMENT

### 13.1 Procurement Integrity

IDA employees involved in the procurement process play an important role in ensuring IDA conducts its business with integrity. In addition to full compliance with the law, IDA's Procurement employees shall conduct business with honesty and integrity and more specifically:

- ✓ Employees shall not request any payment or kickback fee from suppliers as a condition of being placed on a preferred supplier list;
- ✓ Any confidential information that may affect a contract bid or the business award process, such as selection plans, ranking of bids, proposals, competitors involved and competitive range determinations is not to be shared;
- ✓ Procurement employees shall ensure that contracts are awarded and administered free from improper influence (*see EC-04 Anti-bribery and corruption policy*);
- ✓ Employees shall select suppliers and award business on the basis of fair competition;
- ✓ Arrangements with or among suppliers that could limit or distort competition shall be avoided;
- ✓ Employees shall select and award business to suppliers that are committed to acting fairly and with integrity towards their stakeholders and observe both the laws of the countries in which they operate and the guidelines provided by IDA.

### 13.2 Use of Intermediaries

IDA expects all of her intermediaries to carry out their activities in accordance with applicable laws and with the contract that they have with IDA, as well as with the standards and principles as described in this Code. Intermediaries include agents, consultants and

others who, in IDA's business activities, act as links between IDA and a client, subcontractor or government authority.

After engaging an intermediary or any other service provider be alert to any indicators of unethical or other inappropriate conduct. We never allow or authorise an intermediary or any other service provider to act improperly. See also *EC-04 Anti-bribery and corruption policy*.

## 14 ASKING QUESTIONS AND RAISING CONCERNS

Any suspected or actual violation of the Code, a policy, procedure or of any applicable law, including any received complaints or concerns regarding such a (potential) violation, must be reported immediately. Reporting concerns and asking questions is fundamental to following our Code and allows us to address the concern and to correct the problem. Employees who have questions or concerns should normally first discuss these with their manager. If you do not feel comfortable to do so or if you do not agree with the point of view of your manager, you can also turn to the Ethics & Compliance Officer or the Head of HR. If for some reason you prefer not to do this, you can also use the Ethics Helpline. You can either call the Ethics Helpline or submit a report online using the link below:

<https://secure.ethicspoint.eu/domain/media/en/gui/103956/index.html>.

Note that employees who are working in The Netherlands may also turn to the confidential counsellor with respect to behavioural matters and that employees who work on specific projects may have a project-specific mechanism to raise concerns at their disposal.

### 14.1 Confidentiality

When you submit a question or a report, it will be handled in a confidential manner, with disclosure limited to enable IDA to conduct a full investigation of the alleged violation, to carry out appropriate disciplinary or corrective actions, or to meet legal requirements. You may choose to remain anonymous. However, we strongly encourage you to identify yourself as our ability to investigate the matter may be diminished and we may not be able to fully address your concerns.

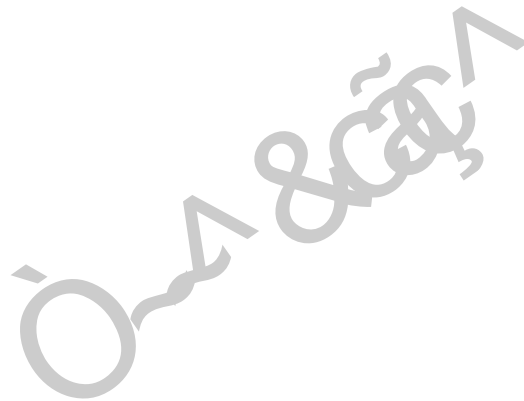
### 14.2 Investigation

IDA takes all reports of suspected or alleged misconduct seriously and we will review, evaluate and investigate in a fair and impartial manner, and will take appropriate corrective and preventive action. We will respect and protect the rights of all employees, including any employee who is the subject of a complaint. To this end, all reported suspicions or allegations will be duly investigated and verified before any action is taken. When appropriate, feedback on the outcome of the investigation is communicated to the person making the complaint or the report. More information is available in *EC-07 Investigation procedure*.





**14.3 Non-retaliation**



IDA encourages her employees to come forward with any work-related questions or concerns about any specific activity at the workplace. We will not retaliate against any employee who raises a concern or submits a report in good faith.



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**Signatures:**

<b>Controlled Document Content Approved:</b>	I hereby state that I have found no errors in the contents of this controlled quality document, and thus the document is ready for release.	
Name:	<b>Michiel de Goeje</b> idafoundation.org/mdgoeje	Title:
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<b>Controlled Quality Document Authorized for Release:</b>	I authorize this controlled quality document for release.	
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