



code of
business conduct



TABLE OF CONTENTS

A message from Simon Hay	1
How to use the Code of Business Conduct	2
What is expected of me?	3
Raising your concerns	4
1. The way we work	6
Confidentiality and data protection	6
Competition laws	8
2. Personal and business integrity	9
Fraud	9
Bribery and Corruption	10
Conflicts of interest	11
Insider dealing and market abuse	12
Gifts, entertainment and improper payments	13
Political activity	14
Trading restrictions and sanctions	15
Ethical Trading	16
3. The resources of the company and our clients	17
Intellectual property	17
Responsible use of company IT	18
Social Media	19
Accurate accounting and money laundering	20
4. Our People	21
Equal opportunities	21
Unacceptable behaviour	22
Health and Safety	23

A message from Simon Hay

The Code of Business Conduct – doing the right thing by living our values

We continue to create value by helping companies make better business decisions. Each year our reach increases as we set up companies in new markets.

With growth comes challenges, and so we need to build on the foundations of our compliance programme so that our people are equipped to manage ethical issues and understand how compliance relates to their individual roles within the business. We need to provide our people and customers with the framework to show we're not just an entrepreneurial global company, but we're aware of working within an industry that understands and nurtures compliance.

It's not just what we achieve; it's how we achieve it

The Code of Business Conduct places our core values of courage, passion, collaboration and curiosity at the centre of how we behave toward our clients, clients' customers, suppliers and to each other.

Each year the Code is reviewed and reissued to ensure it reflects any changes in legislation or our business model. These are serious duties, based on the high standards of ethics we expect, respect for the law and the need to report apparent wrongdoing. They apply not only to our own people, but all who we work with.

If you have questions about the Code, and how it applies to different situations, please do not hesitate to speak with your Line Manager or the contacts listed under the relevant section.

A handwritten signature in black ink, appearing to read 'S. Hay', with a horizontal line underneath.

Simon Hay
Chief Executive

How to use the Code of Business Conduct

Using the Code of Business Conduct

As a business, wherever we operate we will always abide by the law in each country or state. The Code of Business Conduct captures some of our most important individual responsibilities and obligations as we go about our work and, as a member of staff, you must comply with it. Acting legally, ethically and following our policies, our Safe Legal and Secure e-learning programme and best practice are some of the ways in which we ensure that we always do our best for our clients and for each other.

The Code provides guidance on key issues that may arise as you work for dunnhumby and indicates who you should contact if you think that you, or another member of staff, may have breached these rules. Of course, there will always be other challenging situations that are not presently covered by the Code. If you are unsure how to act, speaking to your Line Manager is often the best course of action; alternatively call the confidential Speak Up Line using the numbers listed on page 5 or use the following link: www.dunnhumby.ethicspoint.com. Doing nothing is not an option.

If you are required to provide an annual statement of compliance with the terms of the Code, you must do so accurately and truthfully. If you cannot provide this statement, you will be expected to explain why not. Disciplinary action may result for breaches of the Code, dunnhumby policy or the law.

How does the Code apply to our businesses around the world?

As a global business, we operate within a complex matrix of law, regulation and policy. The Code sets out the minimum requirements that we expect from our people wherever in the world they are located. Where local laws or policies are stricter than the Code, the local rules prevail. If you are unsure about the application of local laws or policies, you should contact your Line Manager in the first instance, or the Global Legal Team, for further advice.

Our Values

Our Values guide us when we have to make decisions. The Code of Business Conduct sometimes requires us to make a difficult decision and by following the Values, we can be sure that we'll always do the right thing.

Curiosity is about asking questions and taking an interest in the people around you, the company as a whole and the industry at large. There is nothing to fear from being curious.

Courage is about doing the right thing. Speaking your mind if you think something is wrong. Standing up for yourself or for dunnhumby, or even more crucially, the customer.

Collaboration is what makes dunnhumby great. As the African proverb goes, 'If you want to go fast, go alone. If you want to go far, go together.' This applies within the company just as much as it does with reference to our clients.

Passion is what we all share for the work we do every day.

What is expected of me?

You should:

1. Apply the Code in setting the standard of conduct for your role
2. Always follow the law, act ethically and, if you are unsure, ask
3. Ensure that your manager has briefed you about the Code and you have asked any questions you have about the Code
4. Speak up if you think that the law or the Code have been breached, you have an obligation to raise your concerns (see Raising your concerns on page 4)
5. Complete all Safe Legal and Secure training on an annual basis, and any other training as required
6. Use the Values as a guide to decision making – ask the question ‘I can do this, but should I?’

What is expected of me if I am a people manager?

As a manager, you have additional responsibilities to:

1. Be a role model by applying the Code to your role and your team
2. Enable your team to apply the Code to their roles and to understand how it affects them
3. Ensure all new starters complete their Safe Legal and Secure training within 10 days of commencement
4. Speak up if you think that the law or the Code have been breached, you have an obligation to raise your concerns (see Raising your concerns on page 4)

Act responsibly and professionally if your direct reports bring to your attention any allegations that the Code has been breached. This means that you should investigate any complaint or allegation that is reported to you and work with the relevant Corporate Team to resolve any issues that arise.

Please email legal@dunnhumby.com if you need to report or discuss any issue.

Raising your concerns

The Code seeks to set out how we should act on behalf of the business. If you suspect that the Code, any of our Global policies or the laws and values that underpin it, are not being followed you have an obligation to report it. All concerns will be taken seriously and investigated as appropriate, with confidentiality respected.

Anyone who has acted lawfully and in good faith to raise a concern about a possible breach will be supported by the business without fear of repercussions, even if they turn out to be mistaken.

Who should I contact if I consider that the Code may have been breached?

In the first instance, you should contact your Line Manager unless you suspect that they have breached the Code. If you cannot speak to your Line Manager, you should contact the Global Legal Team or your HR Business Partner.

Alternatively, you can use the Speak Up numbers listed on page 5 or use the following website to report your concerns: www.dunnhumby.ethicspoint.com

About Speak Up

Speak Up allows you to report real concerns regarding misconduct at work, ethical issues or any breach of policies or laws. The aim is simple, confidential, and, if you wish, anonymous. The Compliance Committee reviews Speak Up reports at all its meetings and ensures that any allegations of incidents are investigated.

You must speak up if you:

1. Have concerns at work about anything you think may be unlawful, breaches the Code or company policy
2. Think there are unreported dangers to people, clients, clients' customers or the general public
3. Think that information about these things is being deliberately concealed

The Speak Up Line is an anonymous reporting mechanism. All calls or emails logged via the website are issued with a unique user name and password, thereby ensuring confidentiality. Access to Speak Up extends to our clients and the wider public. Further guidance on how to use Speak Up can be found within the [Global Whistleblowing policy](#)

As a business, we support the UK Public Interest Disclosure Act 1998 (and its foreign law equivalents), which protects the confidentiality of complaints. This means that, as long as you have acted lawfully and in good faith and your concerns are genuine, you are legally protected from victimisation and will not be at risk of losing your job or suffering any form of retribution as a result of raising a concern, even if you are mistaken.

Speak Up contact details

Where required, calls will be answered with the following standard recorded greeting:

"Thank you for calling your ethics reporting hotline. Please remain on the line while we arrange for an interpreter to assist us with your call."

Country	Telephone number
Brazil	0800- 8911667
Canada	1-866-406-9368
China [Southern *]	10-800-120-1239
[Northern **]	10-800-712-1239
Colombia	01800-9-155860
Czech Republic	800-142-550
France	0800-902500
Hungary	06-800-17199
Germany	0800-1016582
India	000-800-100-1071
Ireland	1-800615403
Italy	800-786907
Korea	00798-14-800-6599 00798-1-1-009-8084 00308-110-480
Malaysia	1-800-80-8641
Norway	800-15654
Poland	0-0-800-1211571
Romania	0808-03-4288
Slovakia	0800-001-544
South Africa	080-09-92604
Thailand	001-800-12-0665204
Turkey	0811-288-0001 then at the prompt dial 866-406-9368
United Kingdom	0800-032-8483
United States	1-866-406-9368

***Southern China Includes:** Shanghai, Jiangsu, Zhejiang, Anhui, Fujian, Jiangxi, Hubei, Hunan, Guangdong, Guangxi, Hainan, Chongqing, Sichuan, Yunnan, Tibet Autonomous Region, Shaanxi, Gansu, Qinghai, Ningxia, Xinjiang and Autonomous Region

****Northern China Includes:** Beijing, Tianjin, Heilongjiang, Jilin, Liaoning, Shandong, Shanxi, Hebei, Henan, and Inner Mongolia

1. The way we work

Our values help us do the right thing for our clients and their customers. This section of the Code covers issues that are critical to how we work with our retail and manufacturer clients.

Confidentiality and data protection

Data is at the heart of our business enabling us to put our clients first. We also hold and use information about our colleagues, for example so that we can contact them or ensure they are paid on time.

We have an important duty to protect the information we receive and hold about our business, our clients, our clients' customers and our employees. We all have a responsibility to adhere to our Global [Security Policy](#). The trust of our people, our clients and our clients' customers is very important so we take our obligations under relevant data protection and privacy laws in the UK and other countries where we operate very seriously. We should also regard all information concerning our business as an asset which, like other important assets, has a value and needs to be suitably protected.

What does it mean for me?

DO

1. Immediately report it if you believe that any type of data might have been misused, lost or be the subject of unauthorised disclosure, to your Line Manager, the Global Legal Team or the confidential Speak Up line
2. If you access client or staff information, make sure it is relevant, accurate and, where necessary, kept up to date. Keep it for no longer than necessary
3. Ensure you remain up-to-date with the latest Global [Security Policy](#)
4. Ensure client information is protected in accordance with our Security Policies
5. Classify information and apply the appropriate handling requirements in accordance with the [classification guidelines](#)
6. Keep customer and employee information secure. Information must be used fairly, lawfully and only for the purpose for which it was obtained
7. Ensure that data is appropriately and securely stored and disposed of. Be mindful of the risk of discussing confidential information in public places
8. Use caution when making any public references to dunnhumby - including on social media sites - make certain the information is approved for public release or is in the public domain
9. Respect your confidentiality obligations during the course of your employment, notice period and after leaving dunnhumby

Q What is personal data?

A Any data relating to our clients' customers. This could include names, addresses and contact details, transaction data, invoices, mobile phone records, mobile application data, banking data, loyalty data and location data.

Q Where might I come into contact with personal data?

A Many teams within dunnhumby interact with customer data in order to provide insights or run campaigns for our clients.

Q I work with employee data and thought it would be a nice idea for everyone in the team to receive a card on their birthday. Can I take information from our system to put together a list of birthdays?

A No. You are not able to use colleagues' personal data without their consent. This includes information such as date of birth, their photograph and anything else which could individually identify them.

DON'T

1. Release information without making sure that you are authorised to do so and that the person you are providing it to is rightfully allowed to receive it. Where necessary, ensure that the information has been encrypted in accordance with the Global Security Policy before sending it externally
2. Reference dunnhumby publicly (websites, social media sites, press, etc.) without prior authorization where your views could be interpreted as those of the company or reveal confidential information

CONTACT

If you are ever unsure about how to handle dunnhumby data, be cautious and seek advice from:

1. Your Line Manager
2. The Global Security Team
3. The Global Legal Team
4. The Group Marketing and Communications Team



Competition laws

Competition is the lifeblood of our business and has helped to reduce the cost of shopping for our clients' customers. Competition laws exist in most countries where we operate. We support these laws because competition benefits the economy, our clients and our clients' customers. We take breaches of competition law extremely seriously. We will ensure that our employees know their responsibilities under the law, because breaking the law may lead to severe criminal and civil penalties for the company and the individuals involved. Similarly investigations are disruptive and can damage the trust our clients place in us. Where appropriate, we will require certain teams to undertake competition law training as part of the Safe Legal and Secure training programme and to be aware of our [Competition Law Policy](#).

What does it mean for me?

DO

1. Ensure all commercially sensitive information relating to our pricing on new business activities is not shared outside dunnhumby
2. Protect our other confidential information and ensure that our clients do the same
3. Ensure that you attend all relevant training sessions and refresher courses on competition law organised by the Global Legal Team
4. Take care when referring to our business, clients or competitors in documents. Not only external documents, but most internal documentation, including emails, board papers, research reports, and text messages can be examined by regulators

DON'T

1. Discuss any confidential information with our competitors, in particular the future retail prices of our services and products
2. Discuss with our clients any confidential information about their competitors' products if such information is not in the public domain
3. Accept from our clients any confidential or commercial sensitive information about our competitors

CONTACT

If you suspect that you have breached competition laws or that others may have, you must immediately contact:

1. The Global Legal Team
2. The confidential Speak Up Line or website

Q Can I ask my client a question about one of our competitor's future prices?

A No, we should not have advance warning of a competitor's future prices. If a competitor or client gives you such information, you must inform your Line Manager and the Global Legal Team.

Q Can I invite more than one client to a meeting?

A From time to time, it may be sensible to invite clients to a joint meeting, for example, to brief them on key changes to our business or to discuss a best practice issue. However, remember these meetings can be sensitive because they often involve clients who are each other's closest competitors.

2. Personal and business integrity

Our values help ensure that we do not compromise ourselves or the business by our actions. This section of the Code covers a number of important areas where we must always ensure that our activities are fully in compliance with the law and best practice.

Fraud

Fraud is a serious crime that harms our business and can have a significant impact on our assets, profits, costs and reputation and can put our employees and products at risk. The term fraud is commonly used to describe theft through a variety of dishonest behaviours such as deception, forgery, lying and concealment of material facts.

Given that fraud undermines business principles and destroys trust, frequently affecting innocent employees in whose areas of responsibility the dishonesty took place, we all have a responsibility to protect our business from fraudulent activity whoever commits it.

In most situations of fraud, serious consequences arise not just because of a failure of controls but through an inappropriate reaction when suspicion first becomes known. We can't guarantee that fraud will never take place in operations under our control but we must react when suspicions arise.

For this reason, and because we place significant trust in our colleagues to act honestly at all times, we will always investigate and take effective action when fraud is committed against our business.

What does it mean for me?

DO

1. Remain alert to the possibility of fraud and if you suspect control weakness, theft or other fraudulent activity is taking place you must speak up. Report your concern to your Line Manager, the Global Legal Team or via the Speak Up line
2. Maintain an understanding of the laws, rules and regulations appropriate to your area of responsibility
3. Be aware of sudden changes in lifestyle or regular extravagant purchases of high value items
4. Always complete the due diligence process for new suppliers before you work with them – we should not work with companies with a reputation for fraudulent activity
5. Co-operate fully with the police and other appropriate authorities with investigations and support any action against individuals where sufficient evidence exists

CONTACT

1. Your Line Manager
2. The Global Legal Team
3. The confidential Speak Up Line or website

Q A colleague was travelling for work recently and took some friends out for dinner and submitted the meal for reimbursement as an expense? She says this is fine as she often forgets to submit other expenses so ultimately everything “balances out” and I should do the same. Is this acceptable?

A No. By submitting these expenses she is committing fraud. Personal expenses should reflect what charges you have incurred whilst working.

Q A colleague has been submitting invoices from a supplier where the amounts do not match the supporting documents. He claims the difference was agreed in a different contract and that I can amend the documents so they match. What should I do?

A You should refuse to amend the documents and ask your colleague to obtain correct ones. Inconsistent invoices and documents are a ‘red flag’ for fraud or fraudulent activity and we reduce those risks by keeping accurate records and invoices. If you are still unsure what to do raise your concern with your Line Manager.

Bribery and Corruption

Bribery and corruption in all forms are illegal and unacceptable. They damage markets, transfer resources into the wrong hands and reduce trust.

We are committed to maintaining the highest standards of integrity and have a responsibility to protect the business from such acts by acting fairly and ethically wherever we operate.

Bribery and corruption, whatever the extent, is illegal in all the countries in which we work and those breaking these laws are liable to be prosecuted. Alleged offenders who are UK citizens may also be prosecuted no matter where the offence was committed and this principle will apply in all other jurisdictions in which we operate.

As a business we expect everyone who works with us to adopt the same zero tolerance approach. The UK has some of the strictest bribery laws in the world and they apply to everyone who works for us anywhere in the world, including contractors and agents.

In addition to our Code, pursuant to the Bribery Act 2010, all employees are required to participate in anti-bribery training as part of our Safe Legal and Secure e-learning programme.

What does it mean for me?

DO

1. Immediately report any attempts to offer you a bribe, or get you to act in a way which could be to the disadvantage of dunnhumby, to your Line Manager, the Global Legal Team, or the confidential Speak Up line or website
2. Co-operate fully with law enforcement agencies and investigators and support prosecution or disciplinary action where sufficient evidence exists
3. Be alert to the possibility that bribery and corruption can occur and regularly review our procedures and controls to ensure that they are robust
4. Know and understand the third parties we engage with by conducting due diligence on them as part of the appointment of a new supplier, investment in a new business or partnering to work with a new company
[Anti-Bribery process](#)
5. Use legitimate fast-track processes in order to expedite routine decisions but never make payments directly to public officials in order to secure a permit or licence.
6. Ensure you remain up to date with the [Anti-Bribery Policy](#), [Gifts and Entertainment Policy](#) and [Whistleblowing Policy](#)
7. Check with the Global Legal Team if unsure as to what is permitted and acceptable before taking any such actions

DON'T

1. Offer bribes, payments, gifts or any other benefits in order to win contracts or secure any other form of illegal or improper benefits
2. Accept bribes, gifts or entertainment to give business to a new or existing client or supplier or to persuade someone to act in our favour

CONTACT

1. The Global Legal Team
2. The Global Procurement Team

Q A colleague has said the meals and travel expenses a supplier has been paying for are part of his "special relationship" with them. I am not sure, but it sounds suspicious. What should I do?

A You should speak to your Line Manager, your Global Legal Team or use the Speak Up line to raise your concerns. Even if you are not sure, being part of a culture where we are able to speak up when we are uncomfortable or unclear about the things that do not feel right is important. Your concerns will be investigated and taken seriously.

Q In my market it is not illegal to pay the local official a small amount of cash to get my paperwork stamped. Is this a problem?

A Yes. This is actually a small bribe also known as a 'facilitation payment' and is illegal under UK law, even if you are working for dunnhumby in another country. Like all bribes, facilitation payments must be refused and reported.

Q I often engage with consultants who obtain permits I need for our business. A consultant has offered to reduce the admin and waiting time by half but isn't clear how they will do this. Should I be concerned how they do it if they can deliver what I need?

A Yes. The actions of those who act on our behalf pose significant risks of bribery for us. It is important we are clear on exactly what they are doing and how they are acting on our behalf. Our reputation is too important to risk being damaged by an act of bribery and we can be liable even if we were unaware of it. Speak to the Global Legal Team.

Conflicts of interest

A conflict of interest happens when your position in the business means you can make a personal gain or benefit over and above your terms and conditions of employment. We should make sure that our personal interests do not conflict with the interest of the business or our clients. To protect against this, there are safeguards in place which we must all follow.

We should never put our own interests ahead of the business, even if it appears that the decisions may be beneficial for everyone.

Directors on any of our group of companies have additional statutory duties in relation to conflicts of interests. These are covered during director training.

What does it mean for me?

DO

1. Tell your Line Manager if you feel you might have a potential conflict of interest. Some examples include:
 - a. Introducing a supplier to dunnhumby with whom an employee has had a prior existing personal or professional relationship
 - b. Having a significant or family interest in an organisation that does, or seeks to do, business with dunnhumby
 - c. Avoid all situations where the appearance of a conflict might exist and ask yourself how an outsider would view it
2. Remove yourself from the decision making process and declare your conflict of interest if you own more than 5% of the issued shares of any competitor, supplier or other organisation which regularly deals with dunnhumby

DON'T

1. Compete with dunnhumby businesses
2. Do business on behalf of dunnhumby with a company from which you, or a family member, might benefit unfairly (other employees can do business with such a company, but you must not be involved or try to influence the relationship in any way)
3. Own more than 1% of the issued shares of any competitor, supplier or other organisation which regularly deals with dunnhumby if your position with dunnhumby could lead to a personal conflict of interest of any kind

CONTACT

In certain circumstances your family members, or a company in which you have an interest, may be permitted to do business with dunnhumby. For clarification, contact:

1. Your Line Manager
2. The Global Legal Team

Please refer to the employee handbook for further information.

Q We are looking for a new service provider and my wife runs a company that could do the job. Can I share the details of the tender process with her?

A No. You should never be in a position where you are able to impact decisions concerning a close relative. If your wife's company is going to bid for the business, you must disclose your relationship to your Line Manager and relevant parties as soon as you are aware of a potential conflict arising.

Q My team is recruiting for a position that I think my niece would be well suited for. Is it alright if I pass along her details and recommend her for the role?

A Yes, if your niece has the knowledge, skills and character for the role then you may recommend her as long as you are not in a place to directly determine or influence the decision to employ her. See 'It Pays to have friends' on the intranet.

Q I need to travel for work on an upcoming trip and would prefer to book a ticket with the airline I get loyalty points for. Can I use my airline even if they are more expensive than others?

A No, business travel is booked internally by dunnhumby's travel team and you should never allow your personal interests to try and influence your decisions for the business.

Insider dealing and market abuse

As part of your job you may become aware of material 'inside information' about dunnhumby, Tesco Group or the companies we do business with.

We have a legal duty never to use information relating to dunnhumby, the Tesco Group or any of our clients that has not been made public for our own benefit, or for the benefit of others we know – for example by selling or buying shares on the basis of price-sensitive information. Using information for our own benefit or for others is called insider dealing or insider trading and in almost all countries is a serious criminal offence. Other abuses of information, for example disclosing sensitive information other than in the proper course of your employment (known as "market abuse"), may also result in serious criminal and/or civil penalties. As a company and employees, we have a responsibility to ensure that we know and abide by both the law and our internal policy.

What does it mean for me?

DO

1. You can deal in our clients' shares in most instances
2. Where your employment requires you to be in possession of material non-public, price-sensitive information, you will be added to an Insider List and notified by the Global Legal Team. You will not be able to deal in the applicable company's shares until you are told that you have been taken off the Insider List.

DON'T

1. Deal in our client's shares on a short-term basis if you are in possession of information that is material and not public. If you are not sure what this covers, contact the Global Legal Team for clarification
2. Pass on material non-public or price-sensitive information to other people or encourage others to deal in our clients' shares or securities on the basis of such information, even if you do not deal yourself or otherwise profit from passing on the information
3. Engage in market abuse by spreading false information or engaging in other activities designed to manipulate the price of a company's securities

CONTACT

If you have questions about whether information is material or non-public or whether you can trade in shares at a particular time, or to report irregularities, contact:

1. Your Line Manager
2. The confidential Speak Up Line or website
3. The Global Legal Team

Please refer to the employee handbook for further information.

Q What is "inside information"?

A Inside information is information about a company which is not in the public domain and which a reasonable investor would consider important when deciding whether to buy, sell or hold shares or other securities.

As our parent company, Tesco, and some of our clients are listed public companies this is relevant to us.

Q I hear that dunnhumby is about to award a big contract to a publicly traded supplier company. Can I buy shares in the supplier before the contract is signed and made public?

A No. Buying or selling shares in a company on the basis of inside information is considered insider dealing and is illegal.

Q Can I encourage a friend to buy shares in the supplier company instead?

A No. This is known as "tipping". You are not allowed to pass inside information to anyone else or encourage others to deal on the basis of such information, even if you will not profit from it.

Q My friend is thinking about selling some Tesco shares. I know that Tesco is due to make an announcement about dunnhumby that will cause the share price to increase. Can I tell my friend to wait to sell?

A No. You must never disclose information about Tesco and/or about dunnhumby which is not publicly available and you must never use inside information to inform the investment decision of others.

Gifts, entertainment and improper payments

In many cultures, the giving and receiving of gifts, entertainment or services at a reasonable level is an important part of building relationships with suppliers and other parties. But this should never influence – or appear to influence – our business decisions in any way. We will never seek or exert improper influence in exchange for promises, gifts or any other inducements, no matter what the local business practice may be in the countries where we operate. This ensures we do not leave our employees or the business vulnerable to accusations of unethical or unlawful conduct.

What does it mean for me?

DO

1. Ensure you follow the Global [Gift and Entertainment policy](#) which provides clear definitions on what constitutes a gift or entertainment and guidance on the appropriateness of offering or accepting these
2. Before you accept or offer a gift or entertainment above £100 / \$150, first obtain your Line Manager's approval and that of your Market Head where required, then complete a [Gift and Entertainment form](#), which is available on iSite. Once completed, please email the form to SpeakUp@dunnhumby.com. In some locations, the threshold value may be lower or higher than £100 / \$150 so please check with the management team in your market to confirm the locally determined values
3. If you pay for any private work to be done where you know the supplier or contractor works for dunnhumby, ensure you tell your Line Manager, obtain receipts and fill in the [Gift and Entertainment form](#) which is available on iSite. Once completed, please email the form to SpeakUp@dunnhumby.com

DON'T

1. Accept free or discounted work or services from a dunnhumby supplier, contractor, or other third party for your personal benefit
2. Offer or accept inappropriate or excessive gifts, entertainment, services or other benefits from third parties
3. Accept any gift, entertainment, services or other benefits from a third party which come with conditions that result in suppliers (including potential new suppliers) gaining a benefit
4. Offer or accept any gifts, entertainment, services or other benefits that are indecent, pornographic or otherwise offensive
5. Give or accept cash or the equivalent of cash (for example gift vouchers) under any circumstances and if offered cash please advise the Global Legal Team immediately (legal@dunnhumby.com).

CONTACT

1. Your Line Manager
2. The Global Legal Team

Please refer to the employee handbook for further information

Q I won a raffle held by my supplier last week. My prize was a new camera. May I accept the prize?

A The prize is deemed a gift, and assuming the value is over £100 you will need the approval of your Line Manager. You must also log it on the gift register via Speak Up

Q A supplier has offered me gift vouchers worth £250 if I ensure that we book them for an event. May I accept the gift?

A No. The gift is a cash equivalent and the policy does not permit the receipt of cash or cash-equivalent gifts. More importantly it is inappropriate to accept any gift in these circumstances, even if they are from a preferred supplier.

Q A client invited my team out to a charity dinner last week and the cost was £60 per person. Do we need to log the dinner on the Gift Register?

A Yes. If the cost per person is below the approval/reporting threshold, but the total cost of the evening is above the threshold, each colleague must still seek approval from their Line Manager before accepting the invitation and log the entertainment on the gift register via Speak Up.

Q A supplier I have worked with before is participating in a tender process for new business. They would like to take me out one night to dinner to discuss the potential contract. Can I accept their offer?

A No. Our Gift and Entertainment Policy prohibits all colleagues from accepting or offering any gifts or entertainment during a tendering process. This ensures our decisions are made without any personal influences impacting the outcome.

Political activity

As a company, we have no political affiliations and we do not make political donations to parties or candidates, within the normal meaning of that word. We work with governments and other parties globally, only on issues that are vital to the interests of the business but as a business we remain politically neutral.

Naturally we always ensure that we comply with all laws governing political engagement.

All employees have the right, like any other citizens, to be politically active, as long as this is kept separate from our work duties and doesn't influence how we behave with clients, colleagues or anyone else.

What does it mean for me?

DO

1. You are free to engage in personal political activity as long as this is done in your own time and does not influence how you behave toward your colleagues or clients, or adversely affect the reputation of the business. Always be clear you are acting on your behalf and not for dunnhumby
2. Talk to your line manager if you require time off work for political or representative activity – such as carrying out duties as an elected councillor or volunteering for a political party in the run-up to an election
3. Consult the Global Legal Team if you receive any correspondence or requests for information from government departments, politicians or political action groups
4. Consult the Global Legal Team if you receive any requests for political donations, including the sponsorship of events by politicians or political parties
5. Take care with the giving of gifts and entertainment to any public officials. Our Global [Gift and Entertainment policy](#) provides further guidance

CONTACT

1. Your Line Manager
2. The Global Legal Team

Q Can I make a political donation on behalf of dunnhumby?

A No. We do not make donations to political parties, political candidates or in support of any political activity.

Q Can dunnhumby sponsor a political event that is charitable?

A You should discuss such requests with your Line Manager and the Global Legal Team. Even if the cause is charitable and not political we need to ensure that the sponsorship of the event does not give rise to bribery or other reputational concerns.

Trading restrictions and sanctions

From time to time, Governments impose restrictions on buying from, or travelling to, certain countries. We may also be banned from trading with certain named individuals. We must always be aware of these restrictions when doing business around the world.

Our clients expect us to be aware of sanctions or restrictions when doing business with certain countries, companies or individuals. If we break trade restrictions this could damage the trust our clients have in us and may result in penalties for both the business and colleagues.

What does it mean for me?

DO

1. Seek legal advice if you are unclear whether any restrictions or sanctions apply to your activities
2. Speak up if you believe someone is breaching trade restrictions: all suspected violations must be reported to your Line Manager or the Global Legal Team or anonymously via the Speak Up line

DON'T

1. Buy from or travel to countries subject to sanctions or adverse travel conditions
2. Work with companies or individuals that appear on UN or other sanction watchlists

CONTACT

1. Your Line Manager
2. The Global Legal Team

Q: I have found a client I want to start working with. Does it matter that the owner of the company is in a sanctioned country if his business is not?

A: Yes. Sanctions laws are often very broad and include more than just the country at issue but all nationals or individuals of the country under sanction. This should be flagged as part of the New Supplier process.

Q: I would like to set up a deal to provide our services in a new country for the first time. As long as the business looks good do I need to consider anything else?

A: The Global Legal Team will be working with you on the due diligence on the client to ensure you know enough about them and the country before we start a business relationship with them.

Ethical Trading

We should only work with clients and suppliers who share our values or similar and treat their people the right way, so we must ensure that clients and suppliers respect local labour laws. Since these vary around the world, we use the Ethical Trading Initiative ('ETI') Base Code as a guide to promote better and more consistent global standards. [Ethical Trading Principles](#)

We also need to be careful that our own business practices do not become the cause of labour standards issues. Developing long-term relationships with clients and suppliers we know and trust enables us to work together to ensure decent working and trading conditions alongside respect for human rights wherever we operate.

We don't have all the answers to complex ethical and social issues, however our aim is to act responsibly in our commercial and trading activities

What does it mean for me?

DO

1. Carefully consider which clients and suppliers you work with or place business with – price should not be the only factor - ethical responsibility is an important consideration also
2. Follow our due diligence processes when appointing a new supplier as this will help to flag possible concerns which can then be addressed
3. Make sure our clients and suppliers are aware of our commitment to human rights and trading responsibly and that they are committed to making improvements if appropriate
4. When visiting clients and suppliers be aware of the conditions they work under and the challenges they face – be alert to potential issues such as unsafe working conditions, abusive behaviour, underage or illegal workers
5. Report to your Line Manager or use Speak Up if you have reason to believe that any activity is taking place that could be harmful to our employees or clients

CONTACT

1. Your Line Manager
2. Your Global Procurement team
3. The confidential Speak Up Line or Website

Q: My client has been found to be paying their workers below the legal minimum wage. What should I do?

A: Contact your Global Legal team who will investigate the situation.

Q: Child labour has been found at a client's site. What should I do?

A: Contact your Global Legal team. It is likely that all work will be put on hold until your client has removed the children from the work area and kept them safe until their parents/guardians have been contacted.

3. The resources of the company and our clients

This section of the Code covers issues relating to the use of property that belongs to the business, clients or others.

Intellectual property

At dunnhumby we have a proud tradition of creativity and innovation which lends to our competitive edge.

Intellectual property (IP) includes all patents, trademarks, design rights, copyright or other know-how and data either owned by dunnhumby or one of our clients. By protecting our IP, we can ensure that the value in our brand is maintained. It also helps us to provide clients with new services and develop new processes, software and systems to improve our business. We must ensure that we not only protect our brands, designs and inventions, but we also respect the IP rights of others.

What does it mean for me?

DO

1. Seek to create or source original ideas or products
2. Ensure that the ownership of new IP rights is agreed before a project commences, working with another company or asking a third party to work on our behalf
3. Ensure you remain up to date with the latest Global [Intellectual Property policy](#) – when you're developing new ideas keep them confidential and speak with the Global Legal Team on how to protect them
4. Ensure you promptly report any known or suspected theft or unauthorised use of dunnhumby IP
5. Ensure you protect any new IP you create in the course of your employment with dunnhumby
6. Consult with the Global Legal Team before allowing third parties access to our IP and data

DON'T

1. Allow third parties to use any data or any other IP outside the terms of a signed contract without consulting the Global Legal Team
2. Knowingly use or copy the IP rights of others – don't copy, use or be heavily inspired by other people's ideas

CONTACT

1. The Global Legal Team

Q I'm designing a new dunnhumby product. How do I ensure I'm not infringing anyone else's Intellectual Property?

A: Know your market and what products and designs are already out there. You are free to take some inspiration from existing ideas, but don't copy another product. The Global Legal Team can advise you on whether your new product is ok to use.

Q I'm developing some new technology which could really help dunnhumby's business. What steps should I take?

A: Consider whether there is already any similar technology on the market. Keep your idea confidential and contact the Global Legal Team as early as possible as they may be able to help protect your new idea. You may need to complete an Invention Disclosure Form.

Responsible use of company IT

In a multi-channel connected world, information is key to our success. Being able to share it quickly and confidentially allows us to analyse, respond and keep our colleagues and business updated.

Therefore we each have a duty to use company IT resources responsibly and appropriately. We should protect dunnhumby's assets from misuse, theft and waste. We must also ensure that other companies cannot gain an unfair advantage over us by getting important information about our business.

All of us have a responsibility to understand how to use dunnhumby devices correctly and securely, including when accessing information via personal devices or when connected to public Wi-Fi networks.

What does it mean for me?

DO

1. Use all company resources appropriately
2. Ensure that hardware, such as laptops, phones and other handheld devices, are never left in public or unsecured places
3. Lock your screen and any tablet device when you leave your desk
4. Use strong passwords and encrypt highly confidential documents
5. Be aware of any requirements about retaining or deleting information
6. Manage sensitive data with care, keeping it protected and dispose of it securely
7. Speak to your Line Manager or access the Speak UP line if you believe that Information Security has been breached.

DON'T

1. Misuse company resources for excessive personal use, including telephone, email, mobile and internet access
2. Share user IDs or passwords
3. Install any software onto your computer or download, store or pass on inappropriate material
4. Connect any non-dunnhumby or unauthorised device to your computer or to the network
5. Use file sharing websites without the approval of the Global Security Team

CONTACT

1. The Global Infrastructure Team
2. The Global Security Team

Q I was sent an email including links that I believe may contain a virus. What should I do? What should I do if I accidentally clicked on the link?

A You should only open emails from known sources and never click on links or open attachments you are unfamiliar with or which seem suspicious. If you believe that you have infected your computer with a virus then you should contact the Global Security team.

Q I received a call from a colleague working from home. They asked me to send several files to their non-work email? Can I do this?

A No. You should never send any confidential information to a personal email address. Our information is valuable and you should always take care and think before sending to prevent information being stolen or disclosed to unauthorised people.

Q In a rush to get home I left my laptop on a train and it has not been found. What should I do?

A You should report the loss immediately to our IT helpdesk and let your Line Manager know.

Social Media

We live in a world more connected than ever and it's important that we take part in this worldwide conversation. We recognise the benefits to our business and as individuals of taking part in social networks and online communities and want to encourage you to get involved.

However as information posted online travels quickly and the media and our competitors constantly search the internet for information about us, there are certain risks posed by social media, such as revealing confidential information, damaging dunnhumby's reputation and jeopardising our compliance with legal obligations.

You should approach the online world in the same way you do the physical one, by applying the standards set out in the Code to ensure you act responsibly and use sound judgement.

What does it mean for me?

DO

1. Apply the Code when you are using official dunnhumby social media channels, when you are speaking about dunnhumby via social media and when you are accessing social media using company IT resources, regardless of personal or business purposes
2. If you have been appointed as an official dunnhumby social representative, apply the Social Media Rules for Official dunnhumby Representatives
3. Be responsible with the content you share and ensure your posts are accurate – this protects us and our clients' confidential information and remember that online comments and posts are public and permanent (see Confidentiality and data protection on page 6)
4. Contact Global Marketing and Communications at group.communications@dunnhumby.com before establishing a local dunnhumby social media presence

DON'T

1. Speak negatively or unkindly about our people, dunnhumby or clients (see Unacceptable behaviour on page 22)
2. Represent yourself as a spokesperson for dunnhumby. We have official social media experts across the businesses that are trained to speak on behalf of dunnhumby. If you speak about work related matters, be transparent that you are an employee of dunnhumby expressing YOUR personal opinion
3. Post photos or personal information about your colleagues unless they have agreed
4. Post text, images, videos or logos that belong to someone else or dunnhumby. You need permission to use dunnhumby's and other people's intellectual property (see Intellectual property on page 17)

CONTACT

1. Your Line Manager
2. The Global Marketing and Communications Team
3. The Global Legal Team

Q I made a very funny video of myself messing around in the office. Is it ok for me to post it to a website like YouTube?

A Unless the video has been authorised by dunnhumby, this wouldn't be appropriate to share either internally or externally.

Q I see lots of interesting articles, tweets and Facebook posts about dunnhumby. Can I post these online externally or send them to friends and family?

A Yes, but think about whether the information you are using is appropriate to share or intended for internal use only. Only share the information that is intended for the general public.

Q My colleague has suggested celebrating a team success on Yammer. Is this OK?

A Yes, it's great to celebrate success! Before posting though, make sure that what you're sharing is accurate and think about how it will be interpreted by others.

Accurate accounting and money laundering

To meet our legal obligations and to retain the trust of our clients and shareholders, our activities must be accurately reported in the dunnhumby Group accounts. This means that we will comply with local and international financial reporting rules and other internal reporting policies of the company.

We must be alert to the possibility that criminals may try to use our business to launder illegally obtained money (more commonly known as money laundering), for example by attempting to make payments to the business where this normally would not be appropriate.

What does it mean for me?

DO

1. If you are involved in recording income or costs, ensure you are aware of internal financial policies and how they apply to your role
2. Only submit financial information that is accurate and relates to the correct financial reporting period ; maintain accurate records and accounts to support all financial information
3. Work closely with your local finance team and seek guidance if you are unsure how to record income or expenditure
4. Be aware of and follow our [Travel and Expense policy](#); seek the necessary approval for expenditure and keep accurate records of spending
5. Co-operate with our internal and external auditors, providing them with the information and documents that they need to do their jobs
6. Report to your Line manager, Global Finance Director or use Speak Up if you have reason to believe that inaccurate or falsified records are being kept by other employees, or they are misappropriating funds, or if you have any other financial concerns

CONTACT

If you have reason to believe that attempts are being made to launder money through dunnhumby or have any concerns about accurate accounting, report to:

1. Your Line Manager
2. Global Finance Director
3. The confidential Speak Up Line or website

Q I have noticed a number of larger than usual transactions passing through a client's bank account. Should I report this?

A Any activity you suspect could be linked to money laundering needs to be reported straightaway. There are serious consequences for failing to report money laundering concerns.

Q I have almost agreed a client project. Can I account for the income in an earlier period since the work will definitely take place?

A No. According to normal accounting practice, income must be recorded in the financial period in which the activity takes place.

Q I am attending an all-day meeting away from the office next week. Am I allowed to claim for my meals during the day on expenses?

A You should consult the Travel and Expenses policy, which will explain what daily expenses you are permitted to claim for. Keep receipts for all expenses since you will need these in order to submit your claim.

4. Our People

Our success depends on our people. This section of the Code covers the key issues relating to our people and ensures we respect those around us.

Equal opportunities

We aim to employ people who reflect the diverse nature of society. We make employment decisions solely on the basis of job-related skills, achievements and performance using clearly defined and fair criteria, irrespective of age, sex, disability, sexual orientation, race, colour, religion, ethnic origin, political beliefs or other protected status.

Where appropriate we offer part time roles, flexible working and support job-sharing opportunities to help everyone achieve the work/life balance that is right for them or to work in a way that suits their circumstances.

Our intention is to create an environment of equality and inclusion where you feel your contribution is valued, you are treated well and you are encouraged to fulfil your potential.

What does it mean for me?

DO

1. Demonstrate respect for your fellow employees, and others that you may come into contact with, whether they are clients, suppliers or other parties
2. Make sure that decisions relating to people, for example recruiting new staff and performance reviewing those who already work in your team, are based on merit and business considerations alone
3. Understand employment and equal opportunities laws and local cultures that may have an impact on workplace decisions
4. Create an environment of openness and collaboration where we can draw from the diversity, knowledge and experience of our colleagues

CONTACT

If you believe that you have been the victim of discrimination or have any concerns relating to equal opportunities, contact:

1. Your Line Manager
2. Your HR Business Partner
3. The confidential Speak Up Line or website

Q I need to make a promotion decision between two colleagues. One colleague is 55 and the other is 40, should I promote the younger colleague since they may work for us for more years?

A No. We only make employment decisions based on job-related skills, achievements and performance. We never make decisions based on age or any other non-job related characteristics.

Q A colleague is recruiting a new team member. They have made a number of remarks that I am concerned may mean they could discriminate against certain candidates. What should I do?

A You should always raise your concern in the manner you feel most comfortable with, as we will not tolerate any form of discrimination. If you don't feel you can speak to your colleague directly, speak with your Line Manager, your HR Business partner or via the Speak Up Line.

Q My personal circumstances have recently changed. Am I able to reduce my weekly working hours?

A We will always try and accommodate any change you would like to make to your work arrangements, and in the first instance we ask you to discuss this with your Line Manager. They will want to understand your request, the impact on your job role, and talk through the options for covering the work. See the employee handbook for more detail.

Unacceptable behaviour

We all share in the responsibility for making sure that dunnhumby offers a safe and open environment to work in. We do not tolerate abuse or unacceptable behaviour in the workplace in any form, whether towards fellow employees, clients, suppliers or anyone else. To make sure that dunnhumby offers a great place to work for all people, we should be sensitive to actions or behaviours that may be acceptable in one culture, but not in another. As well as being disrespectful, some of these behaviours may even be illegal in other countries where we operate.

Employees found to have engaged in unacceptable behaviour can face serious consequences such as disciplinary action, including dismissal, and potentially legal action.

What does it mean for me?

DO

1. Create a welcoming and inclusive work environment and encourage those who you work with to do so by treating everyone as you would like to be treated
2. Take responsibility for our performance by never using drugs and alcohol in the workplace. Such abuses are illegal, dangerous to yourself and others, and pose safety risks that will not be tolerated
3. Make sure that your conduct when you attend off-site company related events (including social events such as Christmas parties, team events and social outings) is as it would be when at work in the office

DON'T

1. Engage in behaviour that would be considered by anyone in the team as creating a hostile or intimidating work environment, including making inappropriate jokes or comments
2. Spread malicious rumours or use company resources to transmit communications that might be considered derogatory, defamatory, harassing, pornographic or otherwise offensive

CONTACT

If you feel that you have been the victim of harassment or other unacceptable behaviour, you should contact:

1. Your Line Manager
2. Your HR Business Partner
3. The confidential Speak Up Line or Website

Q My Line Manager can be intimidating or rude to members of our team. It makes work unenjoyable and difficult. I'm worried that if I speak up it could become worse. What should I do?

A Abusive or bullying behaviour is never acceptable no matter who is doing it. Our culture is one of respect and inclusion and any such action should be reported immediately to your Line Manager, your HR business partner or via the Speak Up line. You will always be supported in raising any legitimate concerns.

Q A friend sent me an email with some rude jokes but which I think are very funny. Can I email them to my team?

A No. What you consider funny might be considered abusive or offensive by others. This includes viewing inappropriate material while you are at work.

Q A colleague has regularly appeared intoxicated at work. They are still getting their work done so I am not sure if I should say something?

A For the good of your colleague you should always raise your concerns if you believe that they are engaging in behaviours that might be dangerous to themselves or others. If you don't feel you can speak to your colleague directly, speak with your Line Manager.

Health and Safety

We are all responsible for making dunnhumby a safe place to work and to ensure everyone is able to do their job in a safe working environment.

Accidents and injuries can cause distress to our employees and clients, and in some cases can have very serious consequences. As well as the personal impact that an injury can have on individuals and others' lives, the disruption to the business caused through absence from work and costs from investigation, medical treatment and compensation can be substantial. Failure to deliver on our responsibilities could also lead to legal action being taken against us, damaging our reputation and the trust our colleagues and clients have in us.

What does it mean for me?

DO

1. Follow safety instructions and guidance and the Health and Safety policies and procedures that apply to your role
2. Set an example of safety and encourage others to do the right thing
3. Take action if you see something that you think is unsafe or could cause an accident; Report it immediately to your Line Manager or a member of the Facilities team
4. Report to your Line Manager or use Speak Up if you have reason to believe that any activity is taking place that could be harmful to our employees or clients

DON'T

1. Agree to do anything if you don't have the appropriate knowledge or training to do it safely
2. Be passive if you see an employee working in a way that could harm them or others – step in and assist them with the safe way to work

CONTACT

1. Your Line Manager
2. Global Facilities Team
3. The confidential Speak Up Line or Website

Q: I have just joined dunnhumby and colleagues have told me that safety training takes a while to complete and is just "common sense". Do I really need to do the training?

A: Yes. All new starters must be familiar with safety precautions necessary in their workplace and know what to do in an emergency. Not all workplaces are the same and we all have different levels of experience. Our safety training makes sure that we all work together to stay safe.

Q: One of my colleagues is working in a way that I think is unsafe. What should I do?

A: You should speak up. We all have a responsibility to look out for our colleagues and take action when we know something is being done incorrectly. We must all help one another to work safely.

Q: Who are our health & safety specialists?

A: All new starters should receive H&S training as part of their induction to the business. If you have Health & Safety questions speak to your Line Manager or a member of the facilities team, or your Health and Safety Champion.