



Vendor Code of Conduct

Approved by: Group Chairman and CEO

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1. Introduction

DP World is a leading enabler of global trade and an integral part of the supply chain. We aim to ensure everything we do has a long-lasting and positive impact on society.

This Vendor Code of Conduct (the “Code”) sets out the standards and behaviour that DP World requires from its Vendors.

2. Purpose

The Code is intended to promote ethical business and professional conduct and compliance with applicable laws and regulations. We strongly believe that implementing the Code will create value for all parties and is a vital step to establishing a sustainable relationship with our vendors’ wherever we operate.

We expect our vendors to acknowledge our values and share our commitment to conduct business in an ethical, legal and socially responsible manner. We strive to continually improve our processes to reach above-mentioned commitment. We pay attention to several different areas incl. respect for human rights, fair labour practices, protecting the environment and eliminating any form of corruption.

We see sustainability as an essential part of the DP World strategy being a key focus area for DP World and going beyond fulfilling a legal obligation.

3. Scope

This Code applies to all Vendors of all companies within, or affiliated to, the DP World Group Companies.

4. Requirements from vendors

DP World shall select and award business to vendors who are committed to acting fairly and with integrity towards all stakeholders.

DP World shall only deal with vendors who agree to adopt and adhere to the Code. DP World shall monitor the performance of vendors and will take necessary action if there is non-compliance or breaches of the Code.

We expect our vendors to:

- comply with all applicable laws;
- comply with this Code;
- maintain accurate and appropriately detailed records in relation to work for DP World;
- allow authorised representatives of DP World to conduct site visits to the vendor’s locations from time to time;

- consider this Code as forming part of any contractual relationship with DP World;
- respond promptly to enquiries from the authorised representatives of DP World regarding implementation of the Code;
- train its employees on the DP World Vendor Code of Conduct; and
- establish a Sustainable Procurement Policy and ensure compliance from vendors in their supply chain.

For the avoidance of doubt, an individual DP World member of staff may not authorise a Vendor to breach this Code. It is never in the interests of DP World to breach this Code.

5. Procurement

Vendors are required to adhere to all required processes in the process of supplying of goods and services. These include:

5.1 Vendor Pre-Qualification Process

DP World maintains a database of registered and prequalified vendors.

We expect our vendors to:

- Update their registration profile as soon as any changes in their organisation have occurred which may alter the prequalification status, but as a minimum on an annual basis. Non-adherence to this may result in exclusion from the pre-approved vendor list.

5.2 Tender Management

Tenders are issued via the e-Sourcing Portal to vendors from the pre-approved vendor list.

We expect all communication between authorized DP World personnel and vendors to take place via the online e-Sourcing Portal to ensure transparency and auditability.

6. Safety and Environment

DP World is committed to achieving zero harm to people and the environment.

Information on safety and environment requirements at DP World shall be provided to all vendors during induction and in other relevant communications.

Adherence to safety and environmental policies, procedures and associated instructions is a non-negotiable responsibility and vendors and their employees are accountable for compliance.

Specific safety and environmental controls shall be established during the procurement process to ensure risks are managed so far as reasonably practicable.

We expect our vendors to:

- provide a safe and healthy working environment for their employees;
- ensure all types of discrimination prevention (i.e. sexual harassment, racial, age, physical etc.) and provide awareness training for their employees and effectively investigate and report any cases;
- strive for zero harm at work and commit to putting employee safety as a high priority;
- operate in an environmentally responsible and efficient manner to minimize adverse impacts on the environment through better use of natural resources and effective management of emissions; and
- comply with the DP World Health, Safety and Environment Contractor Management Standard.

Through our support for the 'United for Wildlife' project, we are committed to implementing and enforcing effective procedures and controls to ensure transportation of illegal wildlife and parts is not taking place anywhere through our business. We take a zero tolerance approach to the transportation and trade of illegal wildlife and parts.

7. Fraud

DP World absolutely prohibits fraud. Examples of fraud include (bid rigging, overbilling, under delivery, kickbacks, solicitation, payment or receipt of bribes).

We expect our vendors to:

- make only honest, accurate and sufficiently detailed statements in relation to their work with DP World; and
- prevent deceptive, misleading or dishonest conduct when dealing with DP World.

8. Bribery

DP World absolutely prohibits giving bribes to anyone or taking bribes from anyone. DP World absolutely prohibits anyone participating in bribery. DP World absolutely prohibits using or allowing other people to give bribes, take bribes or participate in bribery.

A bribe is anything given to someone to cause someone to break a law or improperly perform a duty in the future, or to reward them for having broken a law or improperly performed a duty in the past. It does not matter if that bribe is given or received directly or indirectly. It does not matter if the bribe is money, an object, a service, or influence. It does not matter if the bribe is disguised, hidden or given a special name.

We expect our vendors to:

- refrain from giving, taking, offering, proposing, requesting, arranging, allowing, ignoring or being wilfully blind to bribes;
- have adequate procedures in place to exclude bribery from their business;
- refrain from any lobbying or political activity in connection with work for DP World unless specifically authorised in writing by the General Counsel of DP World; and
- notify DP World if any DP World member of staff has a direct or indirect interest in the Vendor.

9. Gifts and Hospitality

There are very limited circumstances in which DP World allows Vendors to give gifts and hospitality to DP World staff or in connection with work for DP World. Vendors must accurately record any gift or hospitality provided in such circumstances.

We expect our vendors not to offer any gifts or hospitality that:

- are part of a quid pro quo (“if you give me this, I’ll give you that”);
- are in cash or cash equivalent (gift cards etc);
- are luxurious, lavish or immodest;
- are valued in excess of USD 200 unless specifically authorised in writing by the recipient’s line manager;
- are inappropriate in a business context or would be embarrassing if publicly known; or
- are gender-exclusive or involve substance abuse.

10. Anti-competitive behaviour

Anti-competitive conduct increases costs, reduces efficiency, and places all involved persons at legal and reputational risk. Examples of anti-competitive conduct include bid rigging, bid rotation, obtaining inside information on tenders, and cartel formation.

We expect our vendors to:

- compete fairly in seeking, obtaining and performing business for DP World and all other persons;
- not make any attempt to influence any other vendor to submit or not to submit a tender response or proposal; and
- not disclose directly or indirectly the price which the vendor submits in proposals to any competing vendor at any stage during the tender process.

11. Money laundering, sanctions, export controls and tax evasion

DP World does not allow its operations to be used for the purpose of money laundering. DP World does not do business in breach of export controls or sanctions laws. DP World is committed to full compliance with its tax obligations and does not use Vendors to evade them.

We expect our vendors to:

- refrain from money laundering and tax evasion;
- comply with all applicable export controls and sanctions laws;
- provide documents to support DP World’s compliance procedures upon request; and
- have adequate procedures in place to prevent money laundering and tax evasion, and to ensure export control and sanctions compliance.

12. Fair Labour Practices

DP World expects its vendors to share its commitments to human rights and equal opportunity in the workplace. All DP World vendors must conduct their employment practices in full compliance with all applicable laws and regulations.

DP World has a zero tolerance approach to modern slavery and we are committed to implementing and enforcing effective procedures and controls to ensure modern slavery is not taking place anywhere in our business. Modern Slavery is a crime and a violation of fundamental human rights. It takes various forms, such as slavery, servitude, forced and compulsory labour and human trafficking.

We expect our vendors to:

- comply with modern slavery laws, including the UK's Modern Slavery Act;
- embrace diversity, encouraging personal development and providing employees with the tools to drive change;
- provide a non-discriminatory workplace for male and female employees (including hiring, remuneration, promotion and disciplinary action) and pro-actively encourage opportunities for professional development; and
- ensure employees are not subjected to any form of sexual, psychological or verbal abuse.

13. Confidential Information

DP World may provide Vendors with certain confidential information from time to time. Vendors must respect the confidentiality of that information and must not use that information for any improper purpose.

We expect our vendors to:

- refrain from buying or selling securities on the basis of confidential information;
- appropriately store and process personal information and strategic information;
- securely store and restrict access to confidential information; and
- maintain the confidentiality of information unless specifically authorised by DP World.

14. External Communications

Without prior consent from DP World's Corporate Communications department, **we expect our vendors** not to:

- make any public announcements about its provision of goods or services to DP World;
- use any DP World branding (i.e. logo's or testimonials) for marketing purposes;
- include information regarding the vendor's assignment with DP World in its social media or other profiles;
- communicate any matter relating to DP World's business;
- use social media to discuss any of DP World's initiatives, services or programmes;
- circulate, post or distribute (on the internet or otherwise) any photo, video or audio recordings taken at DP World facilities or at DP World work-related event at an external site;
- post, seek or provide recommendations or referrals by or of any DP world employees, customers or service providers; and

- post anything about DP World or its employees, customers, or service providers that others could be construed as offensive, harassing or intimidating, including, but not limited to religious or ethnic slurs, sexist comments, discriminatory comments, insults and obscenities.

We expect our vendors to notify DP World if it receives any regulatory requests, media inquiries, or other third-party request regarding DP World.

If the vendor is authorised to use social media in connection with its duties at DP World, **we expect our vendors to:**

- only speak on its behalf and write in the first person;
- be respectful and factual when choosing to disagree with others; and
- avoid speaking negatively about another person, business or competitor.

Certain geographies and business units may have local rules and regulations specific to social media that are more restrictive than what is stated herein and which would still be applicable.

15. Reporting breaches of this Code

Vendors who suspect, know or are concerned that this Code is being breached by any person must immediately inform DP World's whistleblowing hotline. Vendors may not retaliate against any person (including their own employees) who raise concerns with the whistleblowing hotline.

You can contact the whistleblowing hotline via email or phone. For further details on the DP World Whistleblowing Hotline, please visit dpworld.com/whistleblowing-hotline

16. Response to breaches of the Code

In the event of actual or apparent breach of this Code, DP World reserves the right to including but not limited to:

- a) conduct an investigation into the breach, using internal or external resources as it feels appropriate;
- b) terminate any contract between DP World and a Vendor that breached this Code;
- c) choose not to source goods or services from a Vendor that breached this Code either permanently or for a specified period of time;
- d) prevent the vendor being nominated as a sub-contractor, consultant, manufacturer or supplier, or service provider of an otherwise eligible firm in connection with work for DP World;
- e) suspend or remove the vendor from the vendor listing;
- f) refer any breach to law enforcement agencies, regulators, prosecutors or similar third parties; and
- g) to file criminal complaints, request or bring criminal prosecutions, and/or commence civil litigation against any party.

17. Versions of this document

This code may be translated into other languages to facilitate familiarization and understanding by vendors worldwide. In the event of any discrepancy between the original English version and any translation, this English version shall prevail.

Version 1.0 of this document was issued on 08 December 2016. Version 1.1 of this document was issued on February 2020.

Date of Changes	Summary of Changes
08/12/2016	First Introduced
August 2020	Requirements from Vendors: update on additional compliance requirement for the Vendor; Safety and Environment: update on additional compliance requirement for the Vendor; Fair Labour Practices: update on additional compliance requirement for the Vendor; and External Communications: update on additional compliance requirement for the Vendor.