



ZETA-WEB NIGERIA LIMITED

ETHICAL CODE OF CONDUCT

DATE: JANUARY 2020

VERSION: 001

INTRODUCTION OF THE CODE

Zeta-Web Nigeria Group's ("Zeta-Web") reputation and long-term reliability as a partner are the basis for profitable business and form a significant portion of the Group's value.

Zeta-Web Nigeria's entire business is built on TRUST, which means Honesty, Reliability and High standards of Ethical Business Conduct.

This Code of Conduct ("Code") captures the ethical standards for Zeta-Web Nigeria companies' board members, directors, employees, outsourced staff and business partners. The Code also reflects Zeta-Web Nigeria's values, which are based on the universal values of Integrity, Transparency, Accountability and Sustainable Development.

The Code is supplemented by more detailed policies and guidelines, some of which are referred to in this Code. It is the responsibility of all employees and outsourced staff to access supplementary guidance, instructions and standards from Human Resources Department within Zeta-Web Nigeria group, as necessary.

Zeta-Web Nigeria commits to providing training and information to its personnel and to performing ongoing dialogue with its external business partners in order to ensure awareness of this Code.

Zeta-Web Nigeria will contribute its best efforts to ensuring compliance with this Code by development in the areas of follow-up, monitoring, auditing and reporting processes regarding the Code.

Applicability of the Code

The Code is applicable to Zeta-Web Nigeria companies' board members as well as directors, personnel, including managers, officers, employees and outsourced staff ("Personnel"), including those of Zeta-Web Nigeria's subsidiaries.

It is a non-negotiable requirement that all Personnel follow this Code without exception and do their best to ensure full compliance with this Code. Each member of the Personnel shall



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obtain an understanding of laws and regulations relevant to their work and take appropriate measures to ensure compliance with those laws and regulations.

Zeta-Web Nigeria commits its best efforts to implement the Code (or ensure adoption of a similar set of policies) in companies in which Zeta-Web Nigeria has invested, but does not own a majority of shares or exercise effective control.

In addition, Zeta-Web Nigeria expects and uses its best efforts to ensure that suppliers, subcontractors and other business partners (companies and individuals) acting in any capacity for or on behalf of Zeta-Web Nigeria commit to Zeta-Web Nigeria's Code or have similar policies ensuring ethical conduct.

Compliance with Laws and Regulations

Zeta-Web Nigeria is committed to complying with laws and regulations of the countries where it conducts business. In the event that these are less comprehensive than our own standard, Zeta-Web Nigeria will always apply the Zeta-Web standard.

Implementation of the Code and Raising Concerns

Acts in violation of this Code, even when done with the best of intentions, may cause significant long-term damage to Zeta-Web Nigeria's reputation and may lead to legal actions against the company and its Personnel. Any member of Zeta-Web Nigeria Personnel who violates this Code is subject to strict discipline, up to and including termination of employment or contract.

The Code cannot possibly address every specific situation that Personnel will face in the complex business environment. In case of uncertainty, Zeta-Web Nigeria Personnel are advised to discuss the matter with the nearest superior, the Administrative Department, or to seek advice from the Zeta-Web Nigeria Human Resources Department.

Furthermore, all Personnel members are obligated to diligently report any compliance concerns or potential or suspected violations of this Code to their own superior or to the Human Resource Department. Channels for reporting are an email address leading to the Chief Compliance Officer – Human Resources Department and Zeta-Web Nigeria's internal channel, also enabling anonymous reporting.



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The options for reporting are:

- first level reporting in person or in writing to one's own supervisor or manager.
- reporting via email bajasa@zeta-web.com leading to the HR/ Chief Compliance Officer.
- as last resort misconduct reporting in serious cases, reporting within the SAY YOUR OWN process by email – info@zeta-web.com and phone reporting: 01- 2701333.

Serious misconduct cases include e.g. public procurement breaches, health and safety issues, product safety issues, environmental issues, sexual and other harassment, serious and continuous improper conduct, corruption, money laundering, breach of tax regulations, export or import regulations violations, fraud, embezzlement, insider trading, criminal activity.

It is not allowed to disclose any classified information or trade secrets when reporting using SayYourOWN.

In all instances, the rights and privacy of both the reporting person(s) and the one(s) accused of misconduct are adequately protected and assured.

Zeta-Web Nigeria will not tolerate any adverse employment action or retaliation against a person who raises a compliance concern. Any person who hinders or attempts to hinder reporting, takes retaliatory measures against a whistleblower, brings proceedings against reporting persons or breaches the confidentiality of reporting will be subject to strict discipline, up to and including termination of employment.

A person who abusively or maliciously made a reporting or disclosure may, however, be subject to disciplinary action.



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ETHICAL CODE OF CONDUCT

Integrity, High Ethical standards of Business Conduct and Responsibility form the basis of Zeta-Web Nigeria business operations.

The continuous development of our operations and practices are an important part of our everyday work.

The Zeta-Web Nigeria Limited's way of doing business is based on the solid ground of high ethical standards as communicated by the Zeta-Web Nigeria Board of Directors, Managing Director and/or Senior management.

Zeta-Web Nigeria operations are guided, among other things, by Zeta-Web Nigeria Ethical Code of Conduct and related guidelines and policies, international treaties, laws and regulations in force in each market, practices governing export permits and agreements that we have executed with our customers and with other stakeholders.

Abiding by the Zeta-Web Nigeria values, especially the highest ethical standards, enables us to provide our stakeholders with added value, be trusted as an attractive, transparent and professional business companion and increase our attractiveness as an employer.

Zeta-Web Nigeria Ethical Code of Conduct forms the basis of ethical decision making and business conduct of all Zeta-Web Nigeria board members, directors, officers, directors, temporary and outsourced staff.

Each and every one of us at Zeta-Web Nigeria bears responsibility for following the Code and related guidelines and policies. Zeta-Web Nigeria also expects its business partners to conduct their business at least on the level of compliance with similar principles and requirements.

Zeta-Web Nigeria encourages and provides various channels for reporting concerns.

Zeta-Web Nigeria has an anonymous **whistleblowing** channel available in addition to other processes related to reporting concerns.

As stated in the Zeta-Web Nigeria Ethical Code of Conduct/Staff Handbook, Zeta-Web Nigeria will not tolerate any retaliation against any Zeta-Web Nigeria or external person who raises a



compliance concern. Any person who retaliates against another for raising a compliance concern in good faith will be subject to strict discipline, up to and including termination of employment.

STRATEGIES FOR ETHICS MANAGEMENT

CHARACTERISTICS OF COMPLIANCE INTEGRITY

ETHOS: <i>conformity with externally-imposed standards.</i>	ETHOS: <i>self-governance according to Zeta-Web's standards.</i>
OBJECTIVES: <i>prevent criminal misconduct.</i>	OBJECTIVES: <i>enable responsible conduct.</i>
LEADERSHIP: <i>Corporate Governance-driven</i>	LEADERSHIP: <i>management-driven with guide from lawyers and HR.</i>
METHODS: <i>training, reduced discretion, auditing & controls, and penalties.</i>	METHODS: <i>training, leadership, accountability, organizational systems and decision processes, auditing & controls and penalties.</i>
BUSINESS ASSUMPTION: <i>autonomous beings guided by material self-interest.</i>	BUSINESS ASSUMPTION: <i>social beings guided by material self-interest, values, ideas and peer pressure.</i>

IMPLEMENTATION OF COMPLIANCE STRATEGY

STANDARDS: <i>criminal and regulatory laws</i>	STANDARDS: <i>company values, objectives, social obligations, including corporate governance and law.</i>
STAFF: <i>HR Department</i>	STAFF: <i>Senior Management and Managers</i>
ACTIVITIES: <ul style="list-style-type: none"> ➤ <i>Develop compliance standards</i> ➤ <i>Train and communicate standards - objectives & values</i> ➤ <i>Oversee compliance activities</i> ➤ <i>Handle reports of misconduct</i> ➤ <i>Conduct investigations</i> ➤ <i>Oversee compliance audit – liaise with Law firm</i> ➤ <i>Enforce compliance standards</i> 	ACTIVITIES: <ul style="list-style-type: none"> ➤ <i>Lead development of company's values and objectives</i> ➤ <i>Train and communicate standards – objectives & values</i> ➤ <i>Integrate into company's system</i> ➤ <i>Provide guidance and consultation</i> ➤ <i>Assess values & goals performance</i> ➤ <i>Identify and resolves problems</i> ➤ <i>Oversee compliance activities</i>
EDUCATION: <i>compliance standards and system</i>	EDUCATION: <i>decision-making and values compliance standards and system</i>



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COMPANY CONDUCT

Respecting Human Rights

Zeta-Web Nigeria respects and promotes universal human rights as defined by the United Nations Universal Declaration of Human Rights in its operations. Among the rights that Zeta-Web Nigeria considers fundamental and universal are: freedom of thought, opinion, expression, religion and peaceful assembly as well as freedom from any discrimination based on race, age, nationality, gender or sexual orientation.

Furthermore, Zeta-Web Nigeria shall not tolerate any use of forced or child labour. Human rights of employees shall be compliant with the ILO Conventions.

The main international codes that Zeta-Web Nigeria supports are: The United Nations (UN) Universal Declaration of Human Rights and the International Labour Organization (ILO).

Promoting Health, Safety and Total Well-being

Zeta-Web Nigeria aims to provide a safe and inspiring working environment to all Personnel. Accordingly, all Personnel are required to conduct their duties without endangering health and safety in the workplace.

Active industrial safety measures promote occupational health and safety, the well-being of the individual and the work community, and therefore, also affect the growth of the corporation's profitability. Managers are responsible for creating a safe working environment in accordance with occupational health and safety regulations.

The role of the Industrial Safety Officer is to monitor compliance with regulations and policies. An important element of compliance is the general attitude of the Personnel. Each employee is responsible for contributing to ensuring a safe working environment by maintaining a high level of industrial safety. It is a common goal for all to develop well-being in the work community.

In addition to traditional industrial safety, it is essential to intervene whenever a lack of physical or mental well-being is encountered in the workplace. Problems and shortcomings must be identified and solutions provided.



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At Zeta-Web Nigeria Limited, it is every employee's right and responsibility to maintain activities that promote the development of well-being for themselves and their work community.

When dealing with each other and third parties, an atmosphere of openness and tolerance, respect and politeness, as well as fairness and trust, shall be maintained.

Creating Equality and Non-discrimination

Zeta-Web Nigeria strives to create a workplace in which there is mutual trust and respect and where diversity is encouraged and appreciated. All employees with managerial duties are required to actively and purposefully promote a leadership culture, which is in accordance with Zeta-Web Nigeria Limited's values and the spirit of this Code. Employees shall be treated and evaluated in accordance with their job-related skills. Zeta-Web Nigeria is committed to being an equal opportunities employer and shall treat all employees fairly, impartially and equally. Harassment and discrimination, in any form, are not tolerated.

Enabling Personnel Participation

Zeta-Web Nigeria is committed to enabling participation by employees in the planning and decision making of their own work and their working environment and respects collective labour agreements. Zeta-Web Nigeria's negotiation system enables any disputes arising from application of collective labour agreements and labour legislation to be solved in a controlled manner. Local agreements are an established practice at Zeta-Web Nigeria Limited.

Avoiding Conflicts of Interest / Related Party Transactions

Zeta-Web Nigeria employees, managers and directors are expected to promote the interest of Zeta-Web Nigeria and, while doing so, to act responsibly and avoid any activity which may lead to a conflict of interest. Personal and private financial, political or other personal interests are not allowed to influence business decisions, since they may conflict with the interests of Zeta-Web Nigeria or our business partners. Decisions by or for Zeta-Web Nigeria shall never be influenced by personal preferences or relationships.



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In the event that a conflict of interest arises or is likely to arise, it is to be disclosed and a solution is to be sought with the respective manager in order to avoid any negative impact on the interests of Zeta-Web Nigeria Limited.

Decision makers and Personnel participating in the preparation of business transactions must personally and actively evaluate whether a business transaction conducted or to be concluded by Zeta-Web Nigeria may put Zeta-Web Nigeria Limited's interests at risk due to a potential or actual conflict of interest. When a decision maker becomes aware of a business transaction planned by Zeta-Web Nigeria that is connected to a party related to the decision maker, he or she must immediately report the matter in writing (email) to his or her superior and the party responsible for preparation of the transaction.

Decision makers are also obligated to assess the situation regarding business transactions in which they participate on behalf of related parties. If such business transactions have a connection to Zeta-Web Nigeria Limited, or the related person has a different connection to Zeta-Web Nigeria Limited, such as through a valid or potential contractual relationship, the decision maker must actively raise the issue within the related corporation.

The Human Resources Head for the Group or a designated person arranges the registration of parties that belong to the company's Related Parties by specifying such parties by means of a Group and organization diagram. The register of related parties is not a public document. Information contained in the register of related parties must be processed in the manner defined in the Personal Data Act.

Complying with Environmental Legislation

Environmental protection is an important element in all of Zeta-Web Nigeria Limited's business operations. Zeta-Web Nigeria strictly adheres to environmental legislation and regulations. In addition, Zeta-Web Nigeria is committed to operating in accordance with the principles of sustainable development by using natural resources responsibly, continuously improving its environmental performance, and preventing pollution.



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Committing to Quality

Zeta-Web Nigeria provides high quality products and services to its customers. Quality is regularly measured and assessed to ensure compliance with customers' requirements and to improve customer satisfaction. Zeta-Web Nigeria maintains the approvals, licenses and certificates required by applicable laws and customers and acts in accordance with them. Zeta-Web Nigeria Limited's operations are based on management that is in line with the ISO 9001:2015 standard.

Protecting Zeta-Web Nigeria Limited's Property, Assets and Intellectual Property

All Zeta-Web Nigeria property and assets shall be used for legitimate business purposes and are to be protected against any unauthorized use. In no event shall Zeta-Web Nigeria Limited's assets be used for personal gain, fraudulent purposes, or in any other inappropriate manner. Zeta-Web Nigeria also respects the valid intellectual property of others.

Zeta-Web Nigeria Limited's intellectual property, which includes patents, inventions, software and other copyrighted materials, know-how, trade secrets, brands and trademarks, is among its most valuable assets. Zeta-Web Nigeria protects its own intellectual property and secret business information and does not share it without authorization. Equally importantly, Zeta-Web Nigeria respects and treats as confidential the valid intellectual property and confidential information of our competitors, business partners and customers.

Respecting Information Security and Privacy

Zeta-Web Nigeria maintains a level of security that protects and guarantees the confidentiality, integrity and usability of information and materials respective to business partners, customers and other interest groups. Zeta-Web Nigeria also guarantees reliability towards its partners and the authorities with respect to data protection and information security as a party to their critical projects. Zeta-Web Nigeria safeguards business and professional secrets and privacy such that the continuity of business operations is ensured also in the event of disturbances and exceptional situations. Zeta-Web Nigeria ensures that every employee has access to the information that they need to carry out their work tasks.

Zeta-Web Nigeria respects the privacy of its Personnel, business partners and customers and expects strict compliance with applicable personal data related laws and regulations.



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BUSINESS CONDUCT

Engaging with Society, Sponsorship, Lobbying and Donations

Zeta-Web Nigeria engages with international bodies, governments and government officials at multiple levels and in many ways (e.g. as a corporate citizen, tax payer, and employer). When interfacing with governments, agencies and officials, high ethical standards and transparency are to be applied. Special requirements apply to interactions with governments and state-owned enterprises including, for example, procurement, lobbying, entertainment and hospitality.

All Personnel shall act honestly, truthfully and accurately when dealing with governments and follow Zeta-Web Nigeria Limited's policies, guidelines and procedures and any applicable laws in all dealings with government officials.

Donations and sponsorship activities shall be carried out with strict adherence to transparency. Zeta-Web Nigeria donates on a voluntary basis without demanding anything in return and adheres to applicable laws and local regulations. Sponsorship is used to affect Zeta-Web Nigeria Limited's reputation and public perception in a positive manner. Sponsorship and donation targets are to be handled in a centralized manner by the Corporate Communication team and must comply with Zeta-Web Nigeria Limited-level policies.

Zeta-Web Nigeria does not contribute donations, sponsorship or other monetary benefits to political parties, candidates or individuals holding public office or support private individuals in pursuing their political aims. Zeta-Web Nigeria may, however, participate in public debate when it is of commercial significance or strategic importance to the enterprise.

Collaboration with customers and other stakeholders is close and planned for the long term.

For Zeta-Web Nigeria Limited, a gratifying partnership is defined as professional, reliable, open and transparent collaboration that all parties involved can embrace. Stakeholder relationships are conducted with integrity, fairness and confidentiality.



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Adhering to Export Control Laws & Regulations and Laws on Arms Export Practices

Zeta-Web Nigeria adheres and commits to compliance and accountability to Nigeria's and other applicable countries' official export license laws, regulations and practices as well their requirements. The export control system is open and transparent, and each export license is considered separately in accordance with the criteria of the EU Common Position.

The Ministry of Foreign Affairs is responsible for Nigeria's foreign and security policy and the administration of the EU's export control system on behalf of Nigeria.

Absolute obstacles to exports (and other business transactions, as applicable) include, but are not limited to, United Nations and EU arms embargoes.

Zeta-Web Nigeria is committed to a robust Internal Compliance Program that is able to identify and safeguard all controlled products, technologies and services; ensure appropriate export licenses exist to authorise any transfer involving suppliers, customers, business partners, and other third parties; screen all transactions for relevant sanctions and restricted party lists, confirm that the ultimate end-use, end-user, and destination are authorised, maintain accurate records and effective reporting mechanisms.

Our Legal Partner – Ogunsanya & Ogunsanya should always be consulted if in doubt about the right course of action in any case involving import or export of controlled items.

Committing to Fair Competition and Anti-trust

Zeta-Web Nigeria promotes sound and effective economic competition in the markets in which it operates and complies with all applicable competition and antitrust laws. Zeta-Web Nigeria will not enter into or accept any mutual agreements or practices between competing undertakings that may limit competition. Neither will Zeta-Web Nigeria abuse a potential or actual dominant position in any market, and will apply for all clearances required for closing any merger or acquisition.

Responsibility Regarding Gifts, Benefits and Hospitality

Under no conditions does Zeta-Web Nigeria grant payments, favors, benefits, hospitality or monetary contributions to customers, civil servants, public employees or employees of governmental organizations in order to win contracts or gain advantages. In its business



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dealings, Zeta-Web Nigeria shall always pay special attention to avoiding even the mere appearance of impropriety, such as an attempt to influence our business partners or customers.

Zeta-Web Nigeria encourages its Personnel to build their networks on behalf of the company in a responsible manner. Participation in events shall always be discussed with the immediate superior and the professional relevance and content of the event addressed.

Personnel may not accept hospitality, gifts or other favor of any value if doing so might compromise, or appear to compromise, our ability to make objective business decisions in the best interests of Zeta-Web Nigeria Limited.

Hospitality includes benefits such as entertainment, meals, receptions, tickets and participation in entertainment and sports events, if these are offered or accepted as part of a business relationship.

Acting Against Corruption, Illegal Payments and Facilitation Payments

Zeta-Web Nigeria maintains Zero Tolerance towards corruption and bribery.

Zeta-Web Nigeria does not tolerate unethical or corrupt behaviour by its Personnel or business partners and acts actively against it. Decisions based on corruption are immoral, distort competition, harm the company's assets and reputation, and act against the common good.

Zeta-Web Nigeria pays special attention to ethical behaviour in contact with political parties, public authorities and their officials in all countries where we conduct business.

Zeta-Web Nigeria Personnel, Zeta-Web Nigeria representatives and business partners may not, directly or indirectly, offer, promise or give bribes to agents, customers, suppliers or other business partners or public officials, or request or accept bribes anywhere in the world.

It is prohibited to make or allow payment of any illegal payments or facilitation payments. Such payments may include, but are not restricted to, small sums of money intended to facilitate or expedite the performance of routine functions, such as issuing permits or licenses or processing government documents.

In any unclear situation, the respective manager or the Human Resource Department must be consulted.



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Only in exceptional cases, when personal life or health is at risk, can facilitation payments be made. Such payments must always be sanctioned by the Finance Manager.

Compliance with Accurate Financial Reporting and a Transparent Tax Strategy

Zeta-Web Nigeria complies with all applicable accounting and financial reporting rules.

Zeta-Web Nigeria's financial reporting is based on the International Financial Reporting Standards.

All financial transactions shall be properly authorized in accordance with Zeta-Web Nigeria's decision-making policies and duly recorded in its books.

Recording and reporting obligations are mandatory and subject to annual auditing as well as internal controls.

Zeta-Web Nigeria will under no circumstances falsify or counterfeit financial or other documents or create misleading information.

Zeta-Web Nigeria Group shall comply with the tax laws and regulations of the country in which it operates - Nigeria. Where tax laws do not give clear guidance, prudence, a conservative approach and transparency shall be the guiding principles.

Prevention of Money Laundering

Zeta-Web Nigeria does not allow money laundering in its operations and commits its best efforts to prevent it.

Money laundering is the practice of engaging in financial transactions to conceal the identity, source or destination of money connected with criminal activity, such as bribery, terrorism and drug trafficking.

Integrity towards Customers

All our customers shall be treated with Respect and Integrity. We will address customers' needs in the best possible manner within the framework of the commercial and ethical guidelines that apply to Zeta-Web Nigeria Limited.

Regarding customers in a competitive bidding process, respect for the customer's bidding rules shall be demonstrated in all contact with the customer.



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Reliability towards Suppliers

Zeta-Web Nigeria strives for reliable, fair and mutually beneficial relations with its suppliers. Supplier selection is based on free and fair competition and transparent supplier selection criteria, including objective factors such as quality, reliability, delivery and price, without preference for personal reasons.

Zeta-Web Nigeria expects its suppliers to work in accordance with the principles presented in this Code and to comply with the national laws of the country in which it operates.

High Ethical Standards of Third Parties, such as Intermediaries and Market Representatives

In addition to Personnel, the agents, consultants, intermediaries, market representatives, service providers and other business partners that Zeta-Web Nigeria engages with all represent Zeta-Web Nigeria and act for or on behalf of Zeta-Web Nigeria Limited.

All such third parties are therefore expected to represent Zeta-Web Nigeria and conduct their business in a way that meets high ethical standards and to comply with local legislation in all countries in which it operates.

Business partners are to be evaluated and appointed in accordance with the applicable guidelines, including but not limited to, the Business Partner Selection process. The evaluation and appointment processes are transparent, authentication is consolidated, measured and traceable, and the partners are supervised.

Communication

Zeta-Web Nigeria Limited's communication is based on the Group's strategy and values, code of conduct and operational guidelines.

Our communication task is to distribute relevant, up-to-date, accurate and truthful information to all stakeholders of Zeta-Web Nigeria while managing and reinforcing Zeta-Web Nigeria Limited's image and brand.



INDIVIDUAL PROFESSIONAL CONDUCT

1. Be Inclusive.

We welcome and support people of all backgrounds and identities.

This includes, but is not limited to members of any sexual orientation, gender identity and expression, race, ethnicity, culture, national origin, social and economic class, educational level, color, immigration status, sex, age, size, family status, political belief, religion, and mental and physical ability.

NO DISCRIMINATION.

2. Be Considerate.

We all depend on each other to produce the best work we can as a company. Your decisions will affect clients and colleagues, and you should take those consequences into account when making decisions.

3. Be Respectful.

We won't all agree all the time, but disagreement is no excuse for disrespectful behavior.

We will all experience frustration from time to time, but we cannot allow that frustration become personal attacks.

An environment where people feel uncomfortable or threatened is not a productive or creative one.

4. Choose your words carefully.

Always conduct yourself professionally. Be kind to others. Do not insult or put down others. Harassment and exclusionary behavior aren't acceptable.

This includes, but is not limited to:

- Threats of violence.
- Insubordination.
- Discriminatory jokes and language.
- Sharing sexually explicit or violent material via electronic devices or other means.
- Personal insults, especially those using racist or sexist terms.
- Unwelcome sexual attention.



-
- Advocating for, or encouraging, any of the above behavior.

5. Don't Harass.

In general, if someone asks you to stop something, then STOP.

When we disagree, try to understand why. Differences of opinion and disagreements are mostly unavoidable. What is important is that we resolve disagreements and differing views constructively without any party feeling marginalized or intimidated.

6. Build differences into strengths.

We can find *strength in diversity*.

Different people have different perspectives on issues, and that can be valuable for solving problems or generating new ideas. Being unable to understand why someone holds a viewpoint doesn't mean that they are wrong.

Don't forget that we all make mistakes, and blaming each other doesn't get us anywhere.

Instead, focus on resolving issues and learning from mistakes.

SAY-YOUR-OWN REPORTING.

SAY-YOUR-OWN (SYO) system is meant for serious cases such as suspected serious risk for health or life, bullying, sexual or other harassment, gross misconduct, serious and continuous inappropriate behavior, corruption, breach of the tax regulations, export or import violations, fraud, embezzlement, insider trading, environmental offence or other criminal action(s).

It is a system that allows you SAY-YOUR-OWN without fear of reprimand, retaliation, victimization or unjustifiable query or dismissal. As long as the reported incidence(s) is TRUE & VOID OF ANY MALICIOUS INTENT.

As the SayYourOwn system is an email service, no confidential material or trade secrets are to be included in the report.

SayYourOwn system is operated by the Human Resource and Administrative departments and anonymity as well as data protection are secured.

Your personal data will only be available in case you choose to leave it.



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The processing of personal data through the SayYourOwn system is strictly regulated under the General Data Protection Regulation (GDPR) in accordance with the national regulations that implement it.

You may use provided emails or phone available 24/7/365. Phone messages will be written down before sending them to be actioned by Zeta-Web Nigeria Limited's SYO Compliance team for investigation.

Zeta-Web Nigeria Limited's personnel are encouraged to report all alleged misconduct primarily to the supervisor, respected manager or SayYourOwn compliance team.

How to report suspected violation of the Ethical Code of Conduct through SayYourOwn.

If you believe there has been a violation of the Code of Conduct:

1

Talk to your manager, or your manager's supervisor

•or *if you dont feel comfortable doing this...*

2

Talk to the Head of Admin or send an email to lomotayo@zeta-web.com

•or *if you dont feel comfortable doing this, and wish to remain anonymous...*

3

Report your concerns and engage in communication with Zeta-Web's Human Resources Department via bajasa@zeta-web.com

or send to info@zeta-web.com available 24hours a day...



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REPORTING AND AUTHORISED CHANNELS

SAY-YOUR-OWN COMPLIANCE TEAM

- **Human Resources Department:** Bukola Ajasa bajasa@zeta-web.com
- **Administrative Department:** Lucy Omotayo lomotayo@zeta-web.com
- **Corporate Communications:** Information Desk info@zeta-web.com
- **Phone Numbers:** 234 1 270 1222 or 270 1333
Extensions: 2002 / 2041 / 2080



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FROM THE DESK OF THE MANAGING DIRECTOR

RESPONSIBILITY, INTEGRITY AND ETHICAL BUSINESS CONDUCT

Our reputation for high ethical business conduct and decision making is a strategic imperative that creates sustainable advantage.

Ethical business practices and a strong focus on anti-corruption is at the core of how we run our business.

Our unwavering commitment to fair and ethical business practices and a legacy of transparency guides everything we do as a company and defines the work of our ethics and compliance program. Our ethical standards reflect our culture and values and the principles that guide our behavior, and we expect the same high standards from our suppliers and partners. While we need to ensure we meet our legal and regulatory requirements we should stretch even further by building and maintaining a culture of values and principles based on strict ethical business operations.

In order to ensure that our culture of values, integrity and ethical business conduct is maintained, we encourage our personnel and external stakeholders to report on any concerns or alleged unethical conduct through our internal and external reporting channels. In no case will the company retaliate against any person that reports a concern, suspected or actual unethical conduct sincerely and in good faith.

We commit to supporting and protecting the employee or other person that refuse to act unethically, even when that might result in a loss of business. Each one of us shapes our culture through words and actions. Making good decisions and ethical choices in our work builds trust in each other and our stakeholders, and we achieve more when we build and preserve trust with our customers, governmental bodies, shareholders, business partners as well as other stakeholders and representatives.

CHRIS OBASI

Managing Director