

Electronic Payment ● Technology Integration ● Digital Commerce ● Advisory Services

INTERSWITCH CODE OF CONDUCT

Introduction

As we continue our journey to become a world class company that challenges itself to do the right thing, on time, the first time, leading the way in Nigeria, Uganda, Kenya, and the rest of Africa, it is important that Interswitch is known for the right reasons.

Conducting our business with high standards of ethics and integrity is essential to building a world class brand and operating a secure, value-driven payment infrastructure that facilitates the electronic circulation of money on a timely and continuous basis.

A good brand takes years to build, unfortunately it takes but a few seconds to destroy it. The Code of Conduct is our toolkit in preventing such an occurrence. Therefore, I expect every member of staff to know and follow it. We all have a role to play, in which everyone has the individual responsibility and accountability and together, we can make a real difference.

I am relying on you to play your part as we continue our journey.

PURPOSE

Our customers and the communities in which we operate expect us to be reliable business partners.

Similarly, our shareholders expect us to do business the right way – by earning, through lawful and ethical competitive advantages, a sound return on their investments.

Our entire business is built on trust; in fact our stakeholders will not call on us without it.

This Code of Conduct expresses our personal commitment to earn this trust every day, in each community and in all of our business activities.

It reflects our values through clear and simple direction for all of our employees and business partners.

SCOPE

The Code of Conduct outlines ethical behavior standards for employees and partners in our business activities, accompanied by important business policy statements.

The policy statements embedded herein, provide guidance on what to look out for and where to get more information.

The Code explains employee responsibilities and the obligation to report any potential violations and cooperate in any investigations that may follow.

APPLICABILITY

The Code of Conduct applies to all directors, officers and employees, including employees of wholly owned affiliates and subsidiaries.

The Code also applies to directors, officers and employees of other business entities (e.g. joint ventures) in which Interswitch owns a majority of the shares or exercises effective control of the entity.

Interswitch will make a good faith effort to implement the Code (or ensure adoption of a similar set of policies) in operating entities in which Interswitch has invested but does not own a majority of shares or exercise effective control.

Likewise, for suppliers, representatives and other contractors, Interswitch will use its best efforts to have such third parties commit by contract to the Code of Conduct or will ensure that such parties have similar policies in effect.

IMPROPER PAYMENTS

Interswitch earns its business on merit and strongly supports the rule of law around the world. We will not tolerate improper or corrupt payments made directly or indirectly to a customer, government official or third party, including facilitation or “grease” payments, improper gifts, entertainment, gratuities, favours, donations or any other improper transfer of value. We engage only reputable sales representatives and other third parties who share the same commitment.

WHAT DO I NEED TO KNOW?

- An improper payment involves any transfer of value that is unlawful under applicable law or not permitted by customer rules or Interswitch Gift Policy.
- Exercise extraordinary caution when dealing with government officials, which can include employees of a customer that is a state-owned enterprise.
- Never give – or authorize a third party to give – a gratuity to a government official to expedite a service, such as a permit or license issuance.
- Improper payments can expose you to criminal prosecution and expose Interswitch to similar risks. Always seek advice if you are uncertain about the legitimacy of any payments.

WHAT DO I NEED TO WATCH OUT FOR?

- Requests by sales representatives or vendors – especially those who deal with government officials — for high commissions, reimbursement for excessive entertainment or unauthorized travel expenses, or commissions before an award.
- Requests for payments to an individual, an offshore account, or to a legal entity or account holder other than what is specified in a contract.
- Requests for travel, lodging or hospitality for government officials, customers or their family members or friends.
- Requests for donations to charities or organizations that may be affiliated with a government official or a customer.
- Requests or directions to engage a vendor or use a third-party because of a “special relationship.”
- Any service provider that suggests unusually “fast” clearance of goods through customs, visas or work permits through immigration, or issuance of government permits.
- Requests to record a transaction inaccurately or incompletely, or expedite approval or payment in a way that might compromise financial controls.
- Payment requests for “vague” goods/services, or when the deliverables are uncertain or unclear.

CONFLICT OF INTEREST

We act in the best interest of Interswitch, and use Interswitch property and resources exclusively for Interswitch's benefit. We disclose promptly any interests that might objectively be perceived as affecting our judgment or that may create an appearance of impropriety. We avoid any activity at work or at home that might hurt the good reputation of Interswitch.

WHAT DO I NEED TO KNOW?

- A conflict of interest arises when Interswitch's interests and your personal interests collide. Such a conflict of interest is not necessarily a problem in itself, but could become a problem if it is not promptly disclosed and properly managed.
- Interswitch defines a conflict of interest as both an actual as well as a perceived impropriety resulting from the conflict of interest.
- A conflict of interests that is not properly disclosed and managed will cause others to question your integrity and loyalty to Interswitch.
- Remember that the interests of your family members, close personal friends and other such relationships could give rise to conflicts of interest.
- You must promptly declare to Interswitch the circumstances that could be perceived as a conflict of interest. Upon the submission of a Conflict of Interest Declaration Form, you and your manager along with the Compliance Team will discuss potential resolutions.

WHAT DO I NEED TO WATCH OUT FOR?

- Financial or other interests and positions in companies in which you could influence Interswitch's current or future business with those companies, customers, consultants or suppliers.
- Decisions where the potentially affected parties have close personal or family relationships with you, or where you or your family might stand to personally benefit.
- Discounts, gifts, payments or other benefits from suppliers, customers or others who conduct or want to conduct business with Interswitch.
- Recruiting, hiring, or directly supervising family members or promoting someone with whom you have such a relationship.
- Performing outside work during Interswitch business hours or using Interswitch resources, intellectual property or confidential information for non-Interswitch related work.
- Being an officer or director of a charitable or civic organization that may obtain (or seek to obtain) funding or support from Interswitch.

FAIR COMPETITION

Interswitch competes fiercely, but fairly. Most countries regulate the activities of companies in the marketplace through competition or “anti-trust” laws, which prohibit agreements or understandings among competitors that might undermine competition, restrict the behavior of dominant companies or require advance review or permission for mergers, acquisitions or other combinations that might reduce competition.

Interswitch is committed to complying with competition laws everywhere we do business.

WHAT DO I NEED TO KNOW?

- You have a responsibility to understand local competition laws and, where appropriate, consult the Legal & Compliance team for guidance. Every employee at Interswitch is responsible for bringing violations of competition laws to the attention of Interswitch management.
- The following examples may violate competition laws:
 - Agreements with competitors to set prices, divide up customers, suppliers or markets, or limit production;
 - Sharing confidential or otherwise sensitive information to competitors or third parties;
 - Limiting the ability of resellers to set the resale price of our products;
 - Making exclusive deals with partners;
 - Discriminating unfairly between similarly situated customers or partners;
 - Collective efforts among competitors to exclude a third party or a competitor;
- Companies that are considered dominant may not abuse their position, which means that there may be more specific rules if Interswitch is viewed as dominant in a given market.

WHAT DO I NEED TO WATCH OUT FOR?

- Sharing or communicating information, or otherwise aligning with competitors, including informal communication or participation in events where competitors regularly meet (e.g. trade associations/ events or standardization activity).
- Discussing with competitors sensitive topics such as pricing, future plans/strategy, product roadmaps, customers or production.
- Sharing Interswitch business secrets without your manager’s approval, or in any manner that conflicts with a nondisclosure agreement, or beyond what is necessary to achieve the objectives of the project in which you may be collaborating with a competitor.
- Serving on the board of a competitor.
- Entering into exclusive arrangements or noncompetition agreements.
- Entering technology license agreements that may restrict the freedom of the licensee or licensor.
- Entering into joint bidding or supply arrangements, or forming a joint venture.

PRIVACY

Interswitch respects privacy . Interswitch collects, uses, holds and otherwise processes personal and customer data responsibly, lawfully and carefully. We apply applicable privacy management measures and we monitor compliance with our commitments. We collect personal data in an open and transparent fashion and provide fair and reasonable choices on its collection and use. We build privacy and security into the design of our products and services and employ appropriate safeguards to protect personal data against unauthorized use or disclosure.

WHAT DO I NEED TO KNOW?

Our commitment to respect privacy goes beyond legal compliance. We earn our customers' trust by managing personal data in a responsible manner.

- The cost of privacy violations are substantial, and you and Interswitch can be exposed to both civil and criminal penalties in certain cases.
- Personal data includes any information that could identify an individual. This data may include direct, business and HR-related information such as contact details, personal profiles, voice, image and location of an individual; indirect information includes subscriber identities, device and application identifiers and other such information. When in doubt, treat the information as personal data.
- Our customers also impose rules on how we access, collect and handle personal data in our contracts. Hence, we must not collect, process or store personal data in a way that is incompatible with our customer agreement and other privacy commitments.
- You may access and use only the personal data that is necessary to fulfill your assigned job responsibilities. There must be a legitimate business purpose for any use or sharing of that data.
- Protect personal data physically and electronically. Place personal data only on Interswitch authorized environments, and not on unencrypted or unsecure computers, servers or removable media, or personal cloud-based services.
- Report identified privacy or security breaches or vulnerabilities to Interswitch InfoSec personnel.

WHAT DO I NEED TO WATCH OUT FOR?

- Storing, transferring or using personal data not required for a legitimate business purpose.
- Properly shredding and securely destroying unnecessary personal data.
- Ensure that you have processes and best practices for transmitting, processing or storing personal data in protected environments.
- Leaving personal or customer data at a printer, on a shared server, or on a publically accessible computer or site.
- Disclosing personal data to any unauthorized persons or organizations.

DEALING WITH GOVERNMENT OFFICIALS

Interswitch engages with international bodies, governments and government officials at multiple levels and in a variety of ways: as a business providing goods and services, as a concerned citizen petitioning to protect our interests, as a taxpayer, and as a private sector participant providing jobs and economic opportunities in many host countries around the world.

When interacting with governments, agencies and officials, we follow high ethical standards and act in a transparent manner. Special requirements apply to our interactions with governments and state-owned enterprises, including, for example, procurement, lobbying, entertainment, disclosure and record-keeping rules. We are honest, truthful, and accurate when dealing with governments, and we follow Interswitch policies and procedures and any applicable laws in our dealings with government officials.

WHAT DO I NEED TO KNOW?

- Government officials include not only employees, agencies, and other representatives of national, state and local governments, but also employees of government-owned enterprises and anyone acting for or on their behalf.
- Business practices that are acceptable in the commercial arena, such as pre-tender sales activities, may be unacceptable or illegal in government business.
- Interswitch's policy is not to participate in the political or electoral process through direct donations to political groups, but to protect Interswitch's interests through lawful and transparent advocacy with government.
- Your personal political activity, such as support of local candidates or donations to candidates, may be appropriate, but it must be lawful, conducted on your own time, with your own resources and in no way involve or be perceived to involve Interswitch.
- Contact the Legal & Compliance team when planning to engage with a government official for advocacy or relationship purposes.
- Follow the Interswitch Code of Conduct and any other applicable policies in all dealings with government officials.

WHAT DO I NEED TO WATCH OUT FOR?

- Ensuring that government officials, when requesting information from Interswitch, have a right to such information and that Interswitch has a right to deliver such information. When applicable, follow the relevant procedure or seek guidance from the Legal & Compliance team.
- Avoid any deviation from contract requirements when providing goods or services to a government or government-owned enterprise.
- Providing information without conducting due diligence to verify that all such information is current, accurate and complete before signing and providing to a government official.
- Deviating from a government's public procurement or tender process, even when a government official may indicate that such a deviation is acceptable or condoned.
- Recruiting a government official or member of the official's family for employment at Interswitch while the official is in a position to influence Interswitch's business with the government.
- Offering hospitality, entertainment or travel to government officials beyond Interswitch's Gift policy. Clear any such offerings with the Legal & Compliance team in advance.

INTELLECTUAL PROPERTY & CONFIDENTIAL INFORMATION

Interswitch invests in and rewards innovation. Interswitch's intellectual property —which includes software and other copyrighted materials, knowhow, brands and trademarks (which is among its most valuable assets). We also respect the valid intellectual property and confidential information of others

WHAT DO I NEED TO KNOW?

- When dealing with intellectual property or confidential information, ask these questions:
 - “Who owns this? May I use it?”
 - “With whom may I share this? How do I protect its value?”
 - “Has the term of my licensed use expired?”
 - If so, is there any action I need to take?”
- Interswitch has separate Business Units (BUs), each of which owns an intellectual property portfolio. You must respect and protect the intellectual property of both your own and other BUs in accordance with Interswitch's internal procedures and processes. You must not represent yourself to third parties as authorized to grant any rights over intellectual property of another BU.
- Seek proper authorization and have appropriate contract terms in place before providing Interswitch intellectual property to a third party. For help, contact Legal & Compliance.
- Protect confidential information and trade secrets from unauthorized disclosure and misuse, and do not share them with third parties except under approved terms which restrict their disclosure and use.
- Respect and protect the intellectual property and confidential information of others with the same degree of care we give our own, and according to the terms of any applicable agreement.
- Theft, misuse or misappropriation of Interswitch's or a third party's intellectual property can expose you and potentially Interswitch to civil lawsuits and damages, as well as criminal liability. Violations of this policy can also lead to disciplinary action.
- Contact Legal & Compliance to help you properly harvest, protect and enforce intellectual property rights and confidential information.

WHAT DO I NEED TO WATCH OUT FOR?

- Obtaining or using the ideas, materials or information of another person/company without proper authorization, which could include copying/using images, open source software, unsolicited ideas from outsiders, or written material obtained from online sources or third parties.
- Giving license, rights or access to our intellectual property or other information without authorization, or accepting intellectual property or confidential information without consulting a legal professional.
- Using non-approved devices or tools, misusing approved devices/tools, or sharing your credentials, passwords, tools, or equipment — all of which could lead to loss of intellectual property or damage to our IT systems.
- Sending sensitive information to unattended printers, discussing confidential information openly when others might be able to hear, or creating written materials without labeling them accordingly.
- Misuse of Interswitch intellectual property or confidential information or finding that others have reverse-engineered Interswitch products, processes, services or designs. Report such misuse immediately to the Legal and Compliance team.
- Employing a new person who may have worked for a competitor without implementing safeguards to prevent the new employee from inadvertently disclosing the intellectual property or confidential information of others.
- Failing to honor your obligations under a non-disclosure agreement or invention assignment agreement between you and Interswitch.
- Engaging in situations in which you're not sure what to do — when in doubt, contact Legal and Compliance for help.

WORKING WITH SUPPLIERS

Interswitch seeks productive, ethical and transparent relationships with its suppliers. We expect our suppliers to be qualified according to Interswitch standards, to follow and exceed all applicable laws and regulations, and share the values expressed in our Code of Conduct. We follow Interswitch purchasing procedures when selecting a new supplier and when managing a relationship with an existing supplier. Our interactions with suppliers are transparent and open and we do not accept or give gifts or entertainment beyond Interswitch's Gift Policy and Procedures.

WHAT DO I NEED TO KNOW?

- Suppliers perform work or provide services on behalf of Interswitch, and you must take care that they do not cause harm to the reputation of Interswitch. Be familiar with key purchasing policies and requirements.
- Immediately report to your manager/supervisor, any instances where you are being made to select or deal with a specific supplier and/or deviate from the approved supplier selection or relationship management process.
- We take prompt, thorough, remedial steps and shift Interswitch business away from suppliers whose legal or ethical performance is deemed questionable.
- Accepting gifts or benefits beyond Interswitch Gift Policy from suppliers may result in discipline, up to and including termination of employment. In addition, such actions can expose you to civil and criminal liability. You must immediately report to your manager/supervisor, any attempt by a supplier to provide anything of value or other consideration beyond Interswitch's Gift Policy.

WHAT DO I NEED TO WATCH OUT FOR?

- Being pressured to select a specific supplier – regardless of the outcome of the supplier selection process.
- Suppliers offering anything of value (e.g. hiring your relative) to be selected, maintain or increase business, to overlook contract terms, audit or quality issues or to avoid any other requirements or lawful practices.
- Suppliers that resist the standards contained in Interswitch Supplier Requirements, including ethical behavior, labour and human rights, health and safety and the environment.
- Suppliers that do not have a code of conduct in place with policies related to ethical behavior, labour standards, sustainable business practices, quality control and safety and security, or do not commit to values as expressed in this Code of Conduct.
- Suppliers that do not address reasonable concerns, corrective actions or audit findings in a timely manner.
- Suppliers that claim they can meet unrealistic delivery schedules or pricing, expedite customs issues or attempt to use Interswitch's good name or logo in an unauthorized manner.
- Suppliers that are owned or controlled by the government or a government official or close family member, or a supplier that claims it can exercise improper influence with the government or with a customer.
- Conflicts of interest in conducting business with suppliers, such as when someone in your family or anyone else with whom you have a close personal relationship has a substantial role in or relationship with a certain supplier.

TRADE COMPLIANCE

Interswitch's provision of goods, services and technology around the world is regulated by national and international laws and standards and these regulations affect Interswitch's operations in multiple ways. The transmission of information and data across borders by email and the web, or even the exchange of information among citizens of different nations who are all co-located in one country, can be strictly regulated. We comply with all applicable trade compliance laws and regulations that affect our operations, including export control and sanctions compliance.

WHAT DO I NEED TO KNOW?

- Consider the applicable trade rules when arranging any cross-border transactions, including those that are free of charge, returns or hand-carried goods.
- If you initiate exports or imports, even occasionally, you must follow the applicable laws of the respective country.
- Check new or unknown business partners against sanctioned party lists.
- Exports can take many forms like sharing information via electronic means (e.g. email or an online collaboration site); carrying electronics which could contain controlled information across borders could be considered an export.
- Many countries impose restrictions on the transfer of certain technologies and data; some completely forbid business with certain countries. Export restrictions and sanctions may apply depending on several factors:
 - ✓ the destination country
 - ✓ the export control relevance of hardware, software, and technology
 - ✓ companies and people involved in international and domestic business transactions and end-use of hardware, software or technology provided by Interswitch
 - ✓ All imports have to be declared accurately with correct documentation and value. Import and export documentation must be carefully archived for audit purposes
 - ✓ Improper imports/exports or non-compliance to sanctions can expose you and Interswitch to civil fines and criminal prosecution

WHAT DO I NEED TO WATCH OUT FOR?

- If you initiate import or exports, you are responsible for following the relevant regulatory requirements and procedures for obtaining proper clearance.
- Take time to understand what would be considered, by local authorities for imports and exports with the help of Technosource and the Legal & Compliance team.
- Manual shipments or luggage carried on business trips.
- Any controlled technology transmitted by email, server access or other means.
- Payments to a customs broker that exceed the invoice, or for suspicious or unidentified services.
- Any inaccurate description, classification or valuation of goods or data on invoices, customs forms and other related documentation.
- Avoid any signs or indications that your customer or end-user may attempt to evade applicable trade laws via transshipments to a prohibited destination.
- Obtain clear and complete answers from customers or third parties about the end use/end-user, delivery dates and locations.
- Make clear and candid import/export declarations, documentation, or markings on products and packaging.
- Archive import and export documentation carefully for audit purposes.

HEALTH, SAFETY AND LABOR CONDITIONS

Interswitch's provision of goods, services and technology around the world is regulated by national and international laws and standards and these regulations affect Interswitch's operations in multiple ways.

WHAT DO I NEED TO KNOW?

- All Interswitch employees are responsible for ensuring healthy, safe and fair working conditions for all.
- Occupational health and safety management is integrated into our business and processes including, installation and support of our product and systems.
- We continuously improve our health and safety performance through risk management, prevention of work-related accidents and the spread of communicable diseases, and implementation of new working practices and technologies.
- We promote healthy lifestyles and support activities that enhance employees' health, well-being and work-life balance.
- We take immediate action to remedy situations in which incidents, audits and feedback identify areas for improvement in our health, safety and labor conditions management.
- We expect our suppliers, contractors and other business partners to follow the same standards and place equally high priority on health, safety and labor conditions in their operations.
- Interswitch takes this policy seriously, and may impose discipline for violations. Likewise, regulatory authorities may seek to impose civil and criminal penalties for violations of health, safety and labor condition laws.

WHAT DO I NEED TO WATCH OUT FOR?

- Situations that could be dangerous; for example, a colleague spilling a drink by the doorway and not ensuring that the spill is cleaned up to avoid anyone slips.
- Anyone who disregards our policies, legal requirements or otherwise acts in a way that places others at risk, such as a manager requesting anyone to work when not fit for duty.
- Look for opportunities in your daily work routines to improve safety processes and health practices.

CONTROLLERSHIP

Interswitch classifies and records its transactions and assets appropriately. Interswitch implements appropriate controls to represent its financial data accurately and consistently, protects its assets adequately and reports its transactions in a timely and objective manner. Interswitch is committed to complying with the applicable laws and regulations that govern its financial accounting and reporting to government agencies, investors and the public.

WHAT DO I NEED TO KNOW?

- It is critical to maintain complete and accurate records of Interswitch's financial transactions and assets, including operating metrics and results, to ensure a complete audit trail.
- You should pay close attention to the safekeeping of Interswitch's financial, physical and informational assets, including intellectual property.
- When presenting business information or making financial forecasts, you should be candid and transparent.
- Before signing a document or approving a transaction, verify the facts and completeness of the information, and consider the underlying business rationale for the approval.
- Cooperate fully with any external or internal audits and provide full, complete and timely answers to questions and document requests.
- You should ensure that Interswitch's accounting procedures, as well as other applicable accounting principles and regulations are consistently followed — when in doubt request clarification from the Finance team.
- You should preserve records and financial information in accordance with the law and with Interswitch's document retention procedures.
- Misrepresenting facts, transactions or financial data is a serious matter and can lead to civil and criminal liability for those involved and for Interswitch.

WHAT DO I NEED TO WATCH OUT FOR?

- Financial transactions recorded in error, with the wrong date or with a misleading description, including false expenses, purchase orders, inaccurate time sheets or vouchers.
- Any transaction that does not make fundamental business sense, decisions that are inconsistent with sound business economics, or financial results that do not appear consistent with the actual business performance.
- Any effort to avoid appropriate reviews for a transaction, or actions inconsistent with an employee's level of authority.
- Any physical assets that are not appropriately protected against loss or theft, or any effort to dispose of an asset without proper authorization.
- Any absence of controls on transactions, such as dual signatures on checks or required approvals on expenses, particularly where cash is involved.
- Any effort to circumvent document retention requirements, particularly associated with pending or reasonably foreseeable litigation, audits or investigations.

FAIR EMPLOYMENT

Interswitch is an employer of choice and its employees represent its future. Interswitch cultivates a globally diverse workplace culture of respect, where challenging opportunities for individual and collective renewal, achievement and growth abound. In our recruiting, retention, promotion and other employment activities, we are committed to complying with the applicable employment and labor laws and regulations where we do business, including wages & hours, privacy, immigration, compulsory and child labor, collective bargaining, anti-discrimination and similar employment rules.

We publish for our employees and managers internal guidelines, procedures and standards for their internal employment-related decision-making.

WHAT DO I NEED TO KNOW?

- Every country regulates the workplace, and Interswitch has the appropriate employment practices and process to comply with applicable law as well as our own internal guidelines, procedures and standards.
- Interswitch issues Human Resources Policies and Guidelines to regulate the individual areas within Human Resource Management.
- Complying with legal requirements is only part of the formula for cultivating a culture of respect at our workplace — we are all responsible for ensuring that everyone at Interswitch is treated with respect and given fair consideration.
- Employment decisions are based on job qualifications and without regard for a person's race, age, gender, nationality, ethnicity, sexual orientation, religion or other characteristics.
- Many countries have specific rules on immigration, limitations on expatriate workers, secondments or use of temporary workers.
- Interswitch regularly validates its operating procedures and guidelines, against applicable law.
- You must report promptly, any matter that may require review or adjustment to the HR unit.

WHAT DO I NEED TO WATCH OUT FOR?

- Our Employment standards are high and we do not waiver. Just because a particular legislation would allow or does not specifically forbid certain practices, our global policies still hold and we abide by them.
- Requests or attempts internally or by third parties to compromise or subvert our Human Resources policy and Guidelines.
- Hiring or promoting practices that do not follow our approved processes or are not based on Interswitch's values and individual merit.
- Creating a hostile work environment, bullying or similar offensive conduct (by making jokes or displaying materials that are offensive to an ethnic, racial or gender group).
- Failing to observe labor laws where you work, for example, prohibitions on child or compulsory labor, denying or limiting freedom of choice of employment.

ENVIRONMENT

Interswitch has a commitment to the protection of the environment and management of environmental issues actively, openly and ethically meets legal and regulatory requirements. Interswitch continuously seeks to prevent pollution and to reduce environmental impacts if any, as a result of its operations. We embed environmental considerations into our operations, business planning, decision-making and monitoring activities to understand impacts and continuously improve. We also expect our business partners and suppliers to share our commitment to the protection of the environment.

WHAT DO I NEED TO KNOW?

- Interswitch meets the legal requirements for protecting the environment it operates. Interswitch expects its employees, suppliers, contractors and other business partners to follow the same or equivalent standards, placing a high priority on protecting the environment.
- By working continuously to reduce any environmental impact of Interswitch products.
- Be aware of the environmental impacts relevant to your work and how the specific requirements are met in the function where you work (e.g., product requirements in R&D).
- Take immediate action to remedy situations in which incidents, audits and feedback highlight areas for improvement in Interswitch's environment management.
- Be aware that non-compliance with environmental laws can lead to civil and potential criminal liability; in addition, Interswitch employees may be subject to discipline for breaches of this policy.

WHAT DO I NEED TO WATCH OUT FOR?

- Failing, promptly, to address environmental complaints or concerns from employees, suppliers, customers or other third parties.
- Suppliers or contractors that do not engage in sound or sustainable environmental practices.
- Ignoring applicable environmental regulations or company guidelines.
- Missing opportunities to decrease the environmental impact of our products and services by reducing waste, increasing energy or material efficiency, or preventing pollution.
- Taking action on acquisitions, dispositions, or other new ventures without first conducting thorough due diligence to evaluate their environmental risks.
- Obtaining, maintaining, renewing and extending all environmental permits, licenses, or other clearances (such as environmental impact studies) on a timely basis necessary to Interswitch's operations.

YOUR RESPONSIBILITIES UNDER THE INTERSWITCH CODE OF CONDUCT



The Code of Conduct sets high standards of integrity for Interswitch employees and business partners. It outlines our commitment to act compliantly and ethically in our business activities.

YOUR RESPONSIBILITIES UNDER THE INTERSWITCH CODE OF CONDUCT

The Code cannot possibly address every specific situation employees will face in our complex, global businesses. There will continue to be emerging areas, legal and regulatory uncertainties, risks and challenges going forward. This does not mean that we are relieved from our responsibilities to act in an ethical manner: in all cases, your obligations under the Code include:

- Read, understand and follow the Code of Conduct and its policies;
- Promptly raise any and all compliance concerns
- Know when to seek assistance or get more training;
- Do not retaliate against anyone for raising a compliance concern;
- Cooperate fully and transparently in all compliance investigations;
- Avoid any practices that may lead to unlawful conduct, an appearance of impropriety or harm Interswitch's reputation.

YOUR RESPONSIBILITIES UNDER THE INTERSWITCH CODE OF CONDUCT

Interswitch managers and Chiefs are compliance stewards for their Businesses: they own the culture of compliance. Thus, leaders and managers have additional responsibilities to engage actively with their teams and create an effective culture of compliance in their organizations. This means that managers must:

- Know and anticipate business compliance risk areas that would affect your team operations;
- Take proactive steps to mitigate risks that may affect team operations and ensure your team is trained to deal with them;
- Communicate regularly with your team about the importance of compliance;
- Emphasize the value of reporting potential compliance concerns promptly and foster an environment of open reporting;
- Ensure that employees feel comfortable raising concerns with no fear of retaliation;
- Reward and recognize employees who go above and beyond with respect to compliance;
- Allocate appropriate resources to ensure compliance, and set goals to track compliance;
- Hire and promote only those people who have high standards of integrity;
- Participate actively and meaningfully in the compliance process and governance for the company;
- Demonstrate visibly — through your own words and actions — your personal commitment to the Interswitch Code of Conduct and its policies.

RAISING CONCERNS

Violations of our Code of Conduct erodes the trust we have built with our shareholders, customers and other stakeholders.

In addition, a failure to follow the Code can put your colleagues and our business at risk. Thus, you are obligated to raise a concern promptly should you become aware of a potential or suspected violation of the Code. By quickly reporting potential violations, you are therefore helping the company maintain its reputation and address potential problems before they have an adverse impact — financial, reputational or legal — on the company.

Interswitch provides multiple ways to raise a confidential concern. You may talk to your line manager, or the Legal & Compliance team. You may also write to our GMD or our Board.

You may raise your concern anonymously. You are not required to provide your name or other identifying information, but you should provide sufficient detail on your concern so that Interswitch can follow up appropriately.

Interswitch will track your concern by number so that the investigation team can follow up with you on an anonymous basis.

Interswitch is committed to maintaining a culture in which our employees feel comfortable raising good faith concerns about potential violations of the Code of Conduct. Interswitch will not tolerate any adverse employment action against an employee who raises a compliance concern. Any employee who retaliates against another employee for raising a compliance concern will be subject to strict discipline, up to and including termination of employment.

REPORTING CONCERNS

Online: <https://interswitchlimited.ethicspoint.eu/case.aspx?caseid=16>

Toll Free Telephone Number : 0800REPORT2ISW

PROCESS

We take each concern seriously. The Compliance team will review and promptly address your concern for appropriate follow-up and resolution; this may involve assigning a neutral party or auditor to investigate and understand the concern.

The Compliance team will also assign a high-level “familiar manager” from the business to oversee the investigation. The team will track your concern from initiation to its resolution to ensure that it receives careful and thorough attention.

At the end of the investigation, if the Code of Conduct has been violated, the Compliance team will decide the appropriate corrective action or discipline. We will share feedback (respecting confidentiality) with the person who raised the concern and lessons learned with the business.

An important aspect of our compliance program is taking effective corrective action and, where appropriate, employee discipline. Subject to local law, discipline, up to and including termination of employment, will depend on a number of factors, including but not limited to the following examples:

- The conduct was intentional or deliberate, or involved a violation of law;
- The conduct involved dishonesty, theft, fraud, or personal gain;
- The conduct was repetitive or systemic or included efforts to conceal;
- The employee cooperated fully and openly with the investigation;
- The employee has set the right culture for compliance in the organization;
- The employee's level within the organization.

Employees will be provided an opportunity to present any additional relevant information that may not have been considered before a disciplinary decision is made.

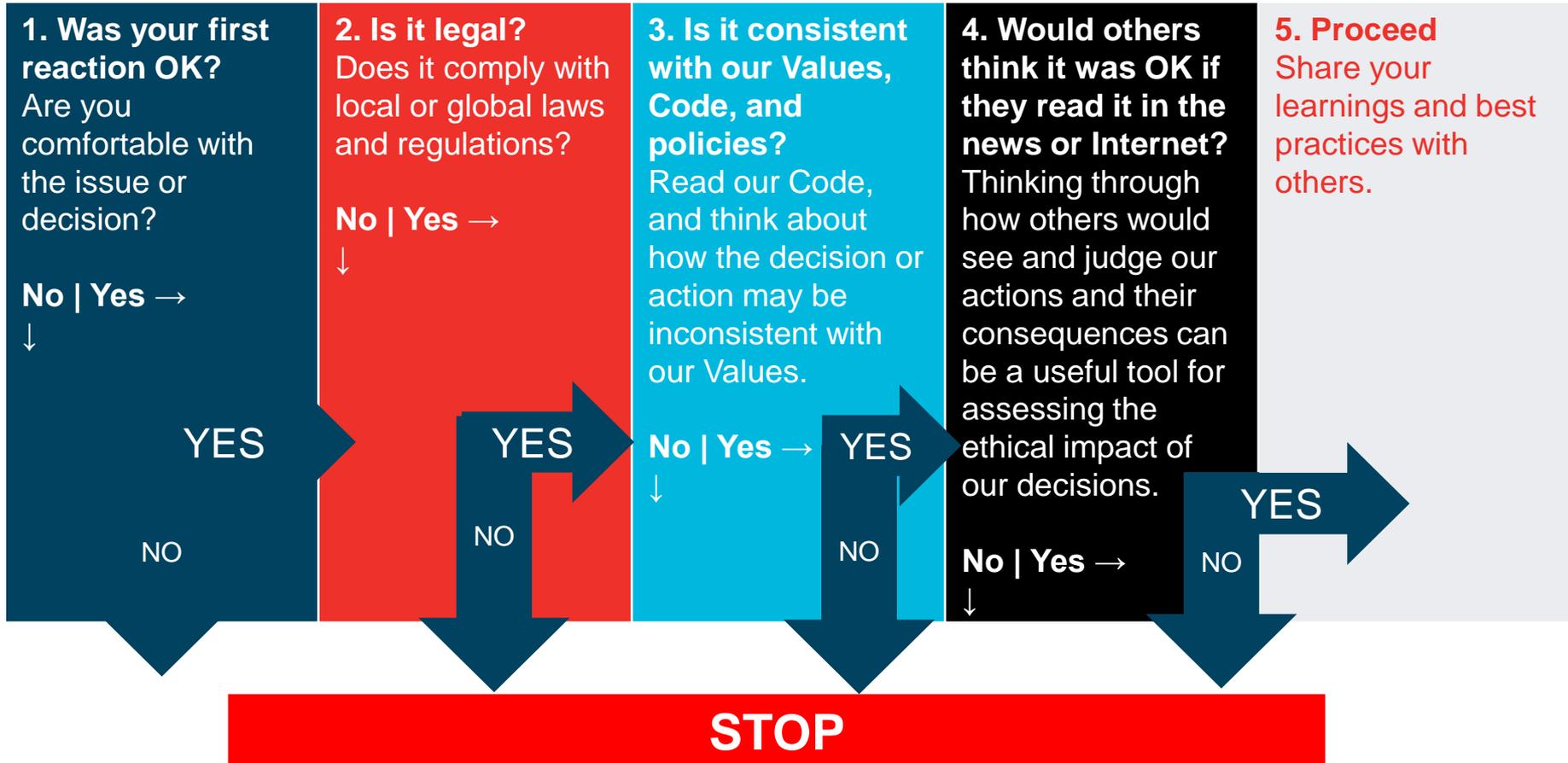
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Not sure?

Check with: A manager, HR, Legal and Compliance Office



Thank you

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