

VisionSpring **Code of Conduct**



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Introduction

This document explains the basic expectations of a VisionSpring employee – to deliver on our mission with the highest regard for customer experience, compliance with the laws, abundance of ethical standards in the markets we operate in and serve, respect for the reliability and quality of our products and services, and a commitment to VisionSpring’s core values.

Throughout this document “employee” is defined as anyone engaged by VisionSpring as an at-will employee, through an employment contract, as a contracted consultant, or through a third-party payroll provider for deployment on VisionSpring work. The Code of Conduct applies to all employees, be they full-time or part-time.

VisionSpring’s Code of Conduct defines the values and desired behaviors that VisionSpring aims to cultivate among its employee members. It outlines a set of guidelines for each employee to ensure compliance with local laws, regulations and international norms.

Additionally, the Code of Conduct serves as a guide and point of reference for making decisions when employees encounter situations where the course of action or right is not obvious.

As VisionSpring representatives, each of us is expected to understand and abide by the Code of Conduct and act in a manner that maintains VisionSpring’s reputation as an innovative, caring, effective and efficient social enterprise that helps low-income people to see well and do well around the world.

Every circumstance that we encounter may not be covered or defined in this Code of Conduct. We trust employees to use their best judgment and act in a manner that embodies VisionSpring’s core values:

- help others do well
- advance social equity
- default to transparency and reveal hard truths
- constantly adapt and relentlessly improve
- learn together

The Code of Conduct outlines and summarizes key policies. Where applicable, at the end of each section, you will find a reference and link to the full and detailed policy. In signing the Code of Conduct, it is understood that employees have read and understand the full policies noted herein.

Employees will be asked to review and sign the Code of Conduct annually. If and when policies are updated and/or added between annual signings, Human Resources will inform employees of any additional action that may be required.

Our Values

Help others do well

- At the core of our mission, we help people see well to do well. Helping others do well – our customers, clients, and colleagues – also lies at the center of our values. We foster a spirit of teamwork, collaboration, responsiveness, and mutual respect. We support each other in our work and ambition for ever more people to experience the wonder of clear vision.

Advance Social Equity

- VisionSpring's work is rooted in principles of social justice and a commitment to reduce social and economic inequalities. Each of us works to hear all voices, remove barriers to participation and create opportunity, particularly for women and girls and traditionally marginalized groups. We maintain an inclusive working environment, creating a sense of belonging among all colleagues and customers, respecting and celebrating differences, and understanding diversity as an organizational strength.

Learn Together

- We help people to see clearly, and each day we come to this task with a beginner's mindset, not as experts with a narrow view, but open to learn and to new ideas. We are students of our customers, markets, and ecosystems. We share what we are learning so that others may build on our experience, both within the organization and in our extended networks. Our learnings inform our practices and serve as a basis for continual improvement and adaptation.

Constantly Adapt, Relentlessly Improve

- We work in environments characterized by a high pace of change and fluidity. In that context, we seek opportunities to continuously better our processes, practices, and mission outcomes. When we encounter challenges, we face them with a positive attitude, seek solutions and are determined in doing so. We understand that innovation comes from constant iteration and taking calculated risks. As such, we encourage experimentation and build upon evidence, learnings and failures.

Default to Transparency, Reveal Hard Truths

- Things do not always go as planned. When something goes wrong, we seek to understand why. We are open, courageous and proactive in sharing bad news and mistakes. In doing so, we earn trust and build confidence among our teammates, customers, clients and philanthropic investors. We always report ethical, financial, and/or legal violations so that they may be handled in a timely and appropriate manner.

Decision Making and the Code of Conduct

VisionSpring works in many countries and regions across the world. As VisionSpring employees, each one of us is responsible for understanding and following the laws and regulations that apply to us. To help you stay on course and be in compliance, we have defined comprehensive policies and procedures detailed in this document. As an employee at VisionSpring you are expected to abide by the organization's rules and procedures.

When making a decision, ask yourself the following:

- Is it legal?
- Does it comply with the code?
- Does it reflect our VisionSpring values?
- Does it respect the rights of others?
- If you are unsure about any of the answers, ask.

Reporting/Speaking Up/No Retaliation

If you are in a situation or are aware of a situation that you believe may violate or lead to a violation within the Code of Conduct, organization policies or the law, you should report such violation to the Human Resource Department.

VisionSpring encourages all employees to ask questions and raise issues without fear of retaliation and is committed to treating reports seriously and investigating them thoroughly.

Employees must report suspected unethical, illegal or suspicious behavior immediately. VisionSpring does not tolerate retaliation against anyone who makes a good faith report of suspected misconduct or otherwise assists with an investigation or audit.

To report a concern, follow any of the below actions:

- Talk to your manager
- Contact your local Human Resources representative
- Contact the Global Human Resources Director

Employees who report a concern in good faith cannot be subjected to any adverse employment action including:

- Unfair dismissal, demotion or suspension
- Unfair denial of a promotion, transfer or other employment benefit
- Bullying and harassment, either in person or online
- Exclusionary behavior
- Any other behavior that singles out the person unfairly

For more information, refer to HR-00008_WhistleBlower and Grievance Resolution Policy.

Equal Opportunity and Harassment

VisionSpring will not tolerate discrimination based on race, color, religion, gender, age, national origin, sexual orientation, marital status, disability or any other protected class.

Employees will be treated fairly and be respected for their contributions. VisionSpring's anti-discriminatory and anti-harassment policy requires that all employees treat colleagues, customers, contractors, suppliers, applicants for employment, and all external interactions where employees represent VisionSpring in the same manner, without prejudice or favoritism.

Employees are expected to treat all fellow employees, customers, business partners and other stakeholders with dignity and respect at all times. Any type of harassment, including physical, sexual, verbal or other, is prohibited and can result in disciplinary action up to, and including, termination.

Harassment can include actions, language, written words or objects that create an intimidating or hostile work environment, such as:

- Yelling at or humiliating someone
- Physical violence or intimidation
- Unwanted sexual advances, invitations or comments
- Visual displays such as derogatory or sexually oriented pictures or gestures
- Physical conduct including assault or unwanted touching
- Threats or demands to submit to sexual requests as a condition of employment or to avoid negative consequences

All employees are expected to comply with VisionSpring's anti-discriminatory and anti-harassment policy. This policy requires non-discrimination on the basis of race, color, national origin or ancestry, religion or creed, sex (including pregnancy, childbirth, and related medical conditions), disability (physical or mental), citizenship status, marital status, genetic information, age, sexual orientation, gender identity or expression, medical condition, military service and/or veteran status, or any other characteristic protected by applicable law.

Discrimination or harassment of any nature should be reported to the Human Resources Representative and/or the employee's supervisor.

For more information, refer HR-00006_Anti-Discrimination and Harassment Policy.

Bullying

We are committed to ensuring that all VisionSpring employees, contractors and customers work in a safe and respectful environment that is free of bullying. Bullying behavior will not be tolerated and is subject to disciplinary action that can result in termination of employment.

Bullying can include:

- Spreading malicious rumors or gossip
- Excluding or isolating someone socially
- Establishing impossible deliverables
- Withholding necessary information or purposefully giving the wrong information
- Intimidating someone
- Impeding someone's work
- Unfairly denying training, leave or promotion
- Constantly changing work guidelines
- Sending offensive jokes or emails
- Criticizing or belittling someone
- Tampering with a person's personal belongings or work equipment

Conflicts of Interest

A conflict of interest can occur when an employee's personal activities, investments or associations compromise their judgment or ability to act on behalf of VisionSpring's best interests. Employees should avoid situations that can give rise to conflicts of interest.

It's important for employees to disclose any relationships, associations or activities that could create actual, potential, or perceived conflicts of interest to their manager or the Human Resources Department.

If the employees faces a situation or circumstance in which they believe their personal interests are - or may appear to be - in conflict with the organization's interests, they should seek to avoid such situations and ensure that they:

- Always act in the best interest of the organization and ensure any business or personal association they may have does not involve a conflict of interest with the operations of the organization and their role therein.
- Any actions that would deprive time or attention required to perform the employee's duties properly or create an obligation or distraction that would affect their judgment or ability to act in the best interest of VisionSpring must be avoided.
- Employees should not engage in any business, relationships or activities which would, or may appear to, conflict with the interests of VisionSpring or take on any opportunities that rightfully belong to VisionSpring.
- Employees must disclose any potential conflict of interest as soon as they become aware of the conflict and always before any actions involving the potential conflict are taken.

For more information on Conflict-of-Interest refer to HR-00003_Conflict of Interest Policy.

Confidentiality and Privacy

VisionSpring and its employees maintain the confidentiality of all proprietary information. Proprietary information includes all non-public information that might be harmful to VisionSpring and/or its customers and business partners if disclosed. Confidentiality is essential to building trusting relationships. VisionSpring is committed to maintaining privacy and protecting the intellectual property and confidential information of every employee and the organization.

Confidential information can include:

- Customer lists
- Supplier lists
- Pricing information
- Terms of contracts
- Organization policies and procedures
- Financial statements
- Marketing plans and strategies
- Trade secrets
- Any other information that could damage VisionSpring or its customers or suppliers if it was disclosed

VisionSpring complies with all requirements within the countries we work, and international privacy laws. All employees must sign an agreement that contains provisions for information confidentiality and non-disclosure.

VisionSpring and its employees do not disclose any private, personal information of:

- Employees
- Customers
- Suppliers
- Competitors
- Third parties

Employees store all personal information securely, mark it as confidential and maintain it only as long as it is needed for the purpose for which it was collected. When providing personal information, employees should limit access to only those with a clear business need for the information. Employees are required to report any breaches of privacy, including loss, theft of or unauthorized access to personal information, to their manager.

Confidentiality and Privacy Continued

VisionSpring is committed to maintaining the privacy and protecting personal and the Organization's information and intellectual property. Intellectual property includes patents, copyrights, trademarks, product and package designs, and logos, inventions and trade secrets. Employees should take all necessary precautions to protect intellectual property and confidential information.

While conducting business, VisionSpring employees may be required to collect and store personal information about other employees, partners, beneficiaries, consumers or others as part of your job responsibilities. While collecting, using or processing personal information, employees must ensure that they comply with applicable laws and VisionSpring privacy policies. Employees should follow the below guidelines to protect all information they have access to:

- Ensure that personal information is collected only for legitimate business purposes
- Share personal information only with those who are allowed access
- Protect all personal information in accordance with security policies and retain it only for as long as it is necessary
- Ensure that third parties who are provided access to personal information are contractually obligated to protect it in accordance with applicable laws
- Maintain the confidentiality of information shared, unless there is a legal requirement to disclose this information or if the information is previously published in the public domain. DO NOT reveal, reproduce, process or use any information shared without proper authorization
- If the employee suspects theft of intellectual property or unauthorized disclosure of, or access to, VisionSpring's organization information, immediately report the incident to a manager or a country Human Resources representative. In the case that there is no country Human Resources representative, contact the Global Human Resources director.
- All intellectual property is a valuable organization asset. VisionSpring owns all work produced, developed and/or designed (such as ideas, processes and inventions) by employees while working at the organization, to the extent permitted by law. This ownership of work produced continues after the employee leaves VisionSpring

Competition, Fair Dealings and Antitrust

VisionSpring believes in free and fair competition, (i.e., a free market in which all the companies compete on a level playing field). Relationships with business partners are built upon trust and mutual benefit, and compliant with competition/antitrust laws.

Employees are required to:

- Communicate VisionSpring's products and services in a manner that is fair and accurate, and that discloses all relevant information
- Familiarize themselves with VisionSpring's fair competition policies and remain aware of the consequences of any violation of policies or laws governing fair competition
- Refrain from price fixing, bid rigging, and all other anti-competitive activities
- Use only publicly available information to understand business, customers, competitors, business partners, technology trends, and regulatory proposals and developments
- Employees must advise their manager immediately of possible violations of fair competition practices
- Employees should never attempt to obtain a competitor's confidential information by improper means

Bribery and Facilitation Payments

VisionSpring will never attempt to influence the judgement or behavior of a person by paying a bribe or kickback. This applies to all persons we conduct business with.

We do not permit facilitation payments to government officials or private business in order to secure or speed up routine actions.

Employees are expected to:

- Select third parties carefully and monitor them continuously to ensure they comply with the organization's anti-bribery policies.
- Keep accurate books and records at all times and monitor funds to ensure they are not being used for bribery or facilitation payments.
- Refuse any offer or request for an unlawful payment and report the incident to your manager immediately.
- Acts of bribery and corruption are subject to strict disciplinary action, including dismissal, and possible civil and/or criminal action against the concerned employee. Some examples of fraudulent conduct and bribery include, but is not limited to:
 - ▷ Submitting false expense reports
 - ▷ Unauthorized handling or reporting of transactions
 - ▷ Inflating sales numbers by shipping inventory known to be defective or non-conforming
 - ▷ Making an entry in organization records or financial statements that is not accurate and not in accordance with the accounting standards
 - ▷ Giving, offering to give, or authorizing the giving of any money or anything else of value to any person for the purpose of obtaining, retaining, or directing business.

For more information, refer to HR-00005_Anti-Bribery Policy.

Health and Safety

VisionSpring conducts business in accordance with applicable health and safety requirements and strives for continuous improvement in its health and safety policies and procedures.

All employees are expected to perform their work in compliance with applicable health and safety laws, regulations, policies and procedures and apply safe work practices at all times, in all locations.

Applicable safety and health requirements must be communicated to visitors, customers or contractors at any of our office or supply chain locations or vision outreach camps.

Employees are required to immediately report workplace injuries, illnesses or unsafe conditions, including “near-misses” to their direct supervisors.

- Adhere to any organization-wide programs related to environment, health and safety.
- Comply with laws related to environment, health and safety as applicable to your location that relate to your work-specific activities.

VisionSpring is a drug free workplace. VisionSpring recognizes alcohol and drug abuse as potential health, safety and security problems. To eliminate any risk to the health, welfare, and safety of the public and VisionSpring employees, and to increase productivity in the workplace, it is the policy of VisionSpring that the use of illegal drugs, on or off duty, will not be tolerated.

For more information, refer HR-00007_Drug-Free Workplace Policy.

Human Trafficking

VisionSpring has zero-tolerance for human trafficking and forced labor. Child labor, human trafficking, and illegal, abusive or forced labor are prohibited in VisionSpring, and this also applies to VisionSpring suppliers or other third-party vendors.

VisionSpring complies with applicable U.S. Government and other international applicable laws, regulations and policies prohibiting trafficking.

All VisionSpring Staff and Suppliers are required to report any trafficking-in-persons related activities or violations of this Policy to Global HR Director.

For more information, refer HR-00004_Anti-Trafficking policy.

Protection and Proper Use of Organization Assets

VisionSpring requires all employees to protect its assets. All assets should be used for legitimate purposes, efficiently, and for VisionSpring business use only.

Assets include facilities, equipment, computers and information systems, telephones, employee time, confidential and proprietary information, business opportunities and organization funds.

Suspected incidents of fraud, theft, negligence, and waste should be reported to the Global Director of IT.

Information Technology

VisionSpring expects its employees to help safeguard all computer equipment and data against intentional malicious acts by individuals inside or outside the organization. Cyber-security training is provided to all employees to ensure compliance with computer security policies through VisionLink.

VisionSpring does not use software for which it does not have a license.

Internet Use

VisionSpring understands that occasional personal use of the Internet during work hours is a reasonable request and allows this, within reason. Employees can ask for clarification from their managers if in doubt.

However, VisionSpring does not allow Internet use to support a personal business, political venture, or embarrass the organization and its customers.

Protection and Proper Use of Organization Assets Continued

Use of Social Media

VisionSpring respects the right of employees to use social media for personal and professional purposes.

Employees are responsible for complying with VisionSpring policies and procedures when communicating on social media. Employees are accountable to all information they publish online.

Employees are required to:

- Reveal their relationship with VisionSpring when commenting online on issues related to the organization
- Respect the privacy of other employees and refrain from publishing photos of them without their consent
- Ensure any information they post related to VisionSpring is accurate
- Comply with the rules of the social media sites they use

Employees must not:

- Use “pretext”, or pretend to be someone they are not online
- Speak on behalf of VisionSpring if they are not expressly authorized to do so
- Share confidential information about VisionSpring, its clients, stakeholders or suppliers
- Post comments or pictures that could harm the VisionSpring brand, reputation or commercial interests

Corporate Social Responsibility

At VisionSpring our social responsibilities and support for communities extends through the organization to our entire supply chain. This encompasses the human rights, ethics and social practices of our organization, suppliers and vendors, and sub-contracted service providers.

One goal of our socially responsible procurement process is to build partnerships with like-minded organizations by actively seeking out business partners who are the most environmentally and workforce friendly.

Forced Labor: VisionSpring and its suppliers shall employ all employees under their own free will with no one being subjected to bonded or forced labor. This policy applies to the supplier's business operations, and also those within their supplier network.

Child Labor: VisionSpring and its suppliers shall not employ any people under the minimum legal working age of the country in which they work.

VisionSpring encourages and supports social and economic advancement of communities through our procurement and contracting processes. This includes supporting local business and talent by sourcing local products and services where appropriate; proactively engaging suppliers, vendors and other service providers from minority and/or traditionally marginalized groups; and showcasing the work of local artists in the organization's publicly facing physical and digital spaces.

Anti-Terrorism

VisionSpring is firmly committed to achieving its humanitarian aid objectives in compliance with anti-terrorism laws and sanctions laws applicable to its activities.

VisionSpring will not provide support or resources to any individual or entity that it knows, or has reason to believe advocates, plans, sponsors, engages or has engaged in terrorism, weapons proliferation, human rights violations, narcotics trafficking, or any other prohibition instituted by a jurisdiction applicable to VisionSpring's activities, or acts as agent of any individual or entity involved in any such activities, or that has been so designated by the United Nations, the United States, the European Union (or any of its member countries including the United Kingdom), Switzerland, Canada or any other State which has legislation applicable to VisionSpring's donors or activities. VisionSpring implements due diligence, monitoring and reporting procedures appropriate to each of its country programs.

VisionSpring employees need to be aware of the rules applicable to the territories where they operate to anticipate and minimize the impact of these requirements on VisionSpring's ability to provide effective, timely relief under the principles of international humanitarian law (humanity, impartiality, neutrality and independence), and to avoid violations that could harm VisionSpring's reputation and affect its ability to obtain resources from donors.

For more information, refer HR-00009_Anti-Terrorism policy.

Code of Conduct Acknowledgment

By certifying to the VisionSpring code of conduct, you acknowledge that:

- You have read the entire code of conduct and understand your responsibilities related to it.
- You agree to report to VisionSpring any violations of the code.
- You agree to cooperate in any investigations of violations of the code.
- You have read all referred policies for more information.
- You have read, understood and will abide to our VisionSpring values.

I have read and understood the VisionSpring's Code of Conduct. I agree to abide by all the rules described and understand that I may undergo disciplinary procedures or termination if I violate any of these rules.

Name: _____

Signature _____

Date _____