



الوطنية القابضة
NATIONAL HOLDING

NH & Our Suppliers working together

NH Supplier Code of Ethics & Business Conduct

December 2023

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Introduction

In the Emirati business community, National Holding (NH) is unique. With exponential scale and global reach, we are well-positioned to take the risks necessary to innovate in every industry we invest and operate. We anticipate needs by listening, learning and anticipating challenges and opportunities. We also respond with new models and frameworks that not only satisfy customer demand but build a lifelong and trusted partnerships.

However, as we continue to adapt and embrace change, we never lose sight of the foundational elements of our Group. That is because, we take ownership of who we are. We are a team with incredible Impact. Our values are embedded in **Ethics, Accountability, Proactive Behavior, Customer Service, Commitment and Ambition** are in our beliefs and are central to our success.



This Supplier Code of Ethics & Business Conduct outlines the expectations we have for all our suppliers to ensure alignment with our values and to promote sustainable and responsible business practices across our diverse range of businesses.

If you have any questions about our Supplier Code of Ethics & Business Conduct or suspect that it has been violated, we encourage you to speak up, with confidence and anonymously, through our third party administered, anonymous hotline SAWTAK (Your Voice).

Your voice and your commitment to our Values are critically important. Working together, with an adherence to the highest ethical standards, we'll go beyond simply leading our industry. We'll lead it with unparalleled integrity.



NH values

At National Holding, it's not just about what we do, **it's about how we do it**, which is our competitive advantage. We are leaders in the MENA region investment landscape, and we want to do so while making an Ethical Impact...

1

Ethics

Ethics is the cornerstone of every action we take. Our word is our bond. We strive to demonstrate a consistency of character that is transparent, genuine, trustworthy and respectful.

4

Accountability

We are all **accountable** to each other, our customers and to our investors. Individual accountability is critical to achieving the overall goals and objectives of the Company.

2

Customer Service

We prioritize exceptional **customer service** as the cornerstone of our business. We believe that providing an outstanding customer experience is not just a goal but a fundamental commitment we make to each and every individual who interacts with our brand.

5

Proactive Behavior

We live in a constantly changing world. What was good enough yesterday will not be enough tomorrow. We embrace change, and we have the **proactive behavior** to take calculated risks to drive change and exceed our business objectives.

3

Ambition

We are passionate about our work. We have the **ambition** to go above and beyond what is expected of us. We are Decisive, nimble and results-driven, we endeavor to be thoughtful and thorough in everything we do.

6

Commitment




Commitment is the backbone of our Group. It fuels our pursuit of excellence, guides our decisions, and shapes our interactions. We are dedicated to delivering on our promises, acting with integrity, and making a positive impact in every investment and decision.

Our commitment is not just a statement; it is the driving force that propels us forward every day.

Applicability

NH considers its suppliers and partners to be a critical component for achieving our objectives and to adhere to our values. We expect our suppliers and partners to uphold the highest level of ethics and to ensure alignment with our values and to promote sustainable and responsible business practices across our diverse range of businesses.

Expectations

- We expect our suppliers to sign and return the supplier declaration appended to this document in the section named Declaration acknowledging that you have read and fully understood the guidelines and principles set out in this supplier code of ethics & business conduct document. Any supplier / partner that provides services or goods to the NH group entities is deemed to have accepted the supplier code of ethics and business conduct and any amendments within it. 
- Any third-party contractors, subcontractors and downstream suppliers are also expected to be made aware of the requirements of the supplier code of conduct by the supplier / partner directly contracted with NH group entities and will be governed by the guidelines and principles defined within the supplier code of conduct. 
- NH may exercise its right to audit or request audit reports and 3rd party certifications from the supplier / partner, defined within this document, with or without reason at any time. 

Consequences of Non-Compliance

Failure to comply with this Supplier Code of Ethics & Business Conduct may result in corrective actions, including the evaluation of the supplier relationship and potential termination of the business relationship and blacklisting of the entity for all NH group entities.

General Principles & Guidelines

Legal and Regulatory Compliance

Suppliers must comply with all applicable laws, regulations, and industry standards in the countries where they operate and provide products or services to NH group entities.

Ethical Business Practices

Suppliers are expected to uphold the highest ethical standards in all business interactions. This includes but is not limited to, avoiding conflicts of interest, bribery, corruption, and engaging in fair competition.

Collaboration and Partnership

We believe in cultivating strong, long-term partnerships with our suppliers based on mutual respect, open communication, and shared values.

Labor and Human Rights

Suppliers must not use child labor as defined by applicable laws and conventions.

Suppliers shall not use any form of forced or involuntary labor.

Suppliers should provide a workplace free from discrimination and harassment based on race, color, gender, religion, age, national origin, disability, or other protected characteristics.

Working Conditions

Suppliers are expected to provide safe and healthy working conditions for their employees. This includes proper ventilation, lighting, sanitation, and adherence to health and safety regulations.

Environmental Sustainability

Suppliers should minimize their environmental impact by promoting responsible resource use, waste reduction, pollution prevention, and sustainable practices in their operations.

Transparency and Accountability

Suppliers are encouraged to communicate openly about their practices, policies, and performance related to labor, human rights, environment, and business ethics.

Conflict of Interest

Suppliers must avoid any situation or relationship that may involve an actual or perceived conflict of interest with NH group entities. Any conflict of interest that might be present or is expected to be present should be discussed and formally disclosed in writing requesting a formal approval from the NH group before proceeding with any business interactions with any of the NH group entities.

Data Protection and Privacy

Suppliers that handle personal data as part of their engagement with NH group entities must ensure compliance with relevant data protection laws and industry standards.

Product Quality and Safety

Suppliers are responsible for delivering products and services that meet agreed-upon quality and safety standards and adhere to any applicable regulations.

Intellectual Property

Suppliers shall respect the intellectual property rights of others, including NH group entities. Suppliers must comply with all applicable laws governing intellectual property rights, including intellectual property designated as a trade secret, as confidential, or that is subject to patents, copyrights, or trademarks restrictions.

Continuous Improvement

Suppliers should strive for continuous improvement in their business practices, focusing on areas such as social responsibility, sustainability, and ethical behavior.

General Principles & Guidelines

Gifts and Entertainment

Suppliers and partners are required to refrain from offering, receiving and / or giving NH group entity personnel gifts, services, discounts, gratuities, payment of fees, bribes, entertainment or other benefits or items of value or other favors that infringe or appear to influence the performance of the duties of the respective personnel.

Accepting and offering gifts requires a judgment call from the personnel involved in the activity and seek guidance if in doubt.

Anti Bribery and Corruption

Any form of bribery or corruption is not tolerated by National Holding.

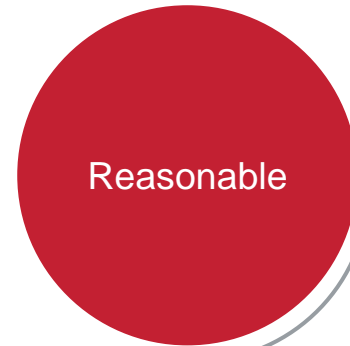
Bribery, is the activity of giving, receiving, promising, or agreeing to receive money or anything of value with the aim of influencing the decision in the favor of any entity whether it be National Holding or any other party. Such favors may include awarding of contracts, obtaining a permit unlawfully, affecting the results of an investigation, review or an audit.

Anything of value is a broad term that may include any form of gifts, money and its equivalent, or any other item that may have a considerable value and may or might appear to influence the objectivity of the personnel involved raising concerns over their integrity. National Holding encourages all stake holders and partner to speak up and reach out to the SAWTAK Hotline to report any such instance or behavior.

Facilitation payments are payments that are included in routine matters that are not officially part of the agreement which are paid in return for execution of the activity, however, National Holding does not allow any such payments to be made on its behalf or to its officials. For any further clarity please feel free to reach out to the SAWTAK Hotline.

Gifts & Entertainment Guidelines

Is it perceived to be of a high value for the giver and receiver, as per policy a threshold of AED 500 is defined as a reasonable amount.



- Is it private or common knowledge?
- Is it offered to multiple team members?
- Is it in leu of performing an official duty?
- Is it legal and in accordance with the code of ethics?
- Is it perceived to be inappropriate?
- Does it create a conflict of interest?

Receiving: If value is above AED 500 or difficult to determine, approval is mandatory to be obtained from the compliance function



Giving: Anything perceived to be of value above AED 500 requires approval from compliance

Right to Audit

NH will be performing a due diligence including but not limited to the verification of the supplier / partner registration documentation, relationships, etc. prior to execution of the contract / agreement to align the expectations and to ensure that the supplier / partner meets the requirements of the NH group entities.

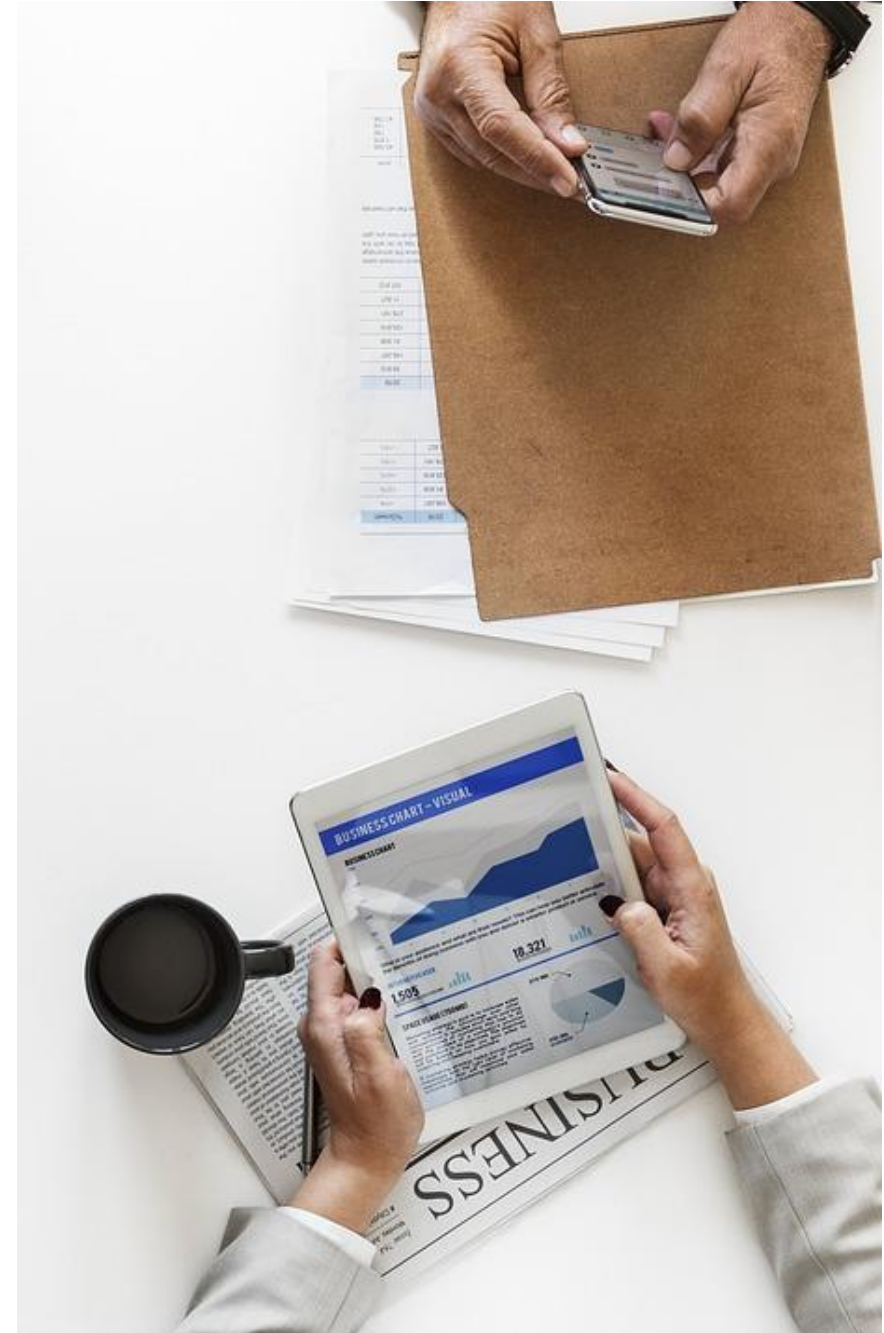
Additionally, NH will have the right to perform an audit or review of operations or assessment as it deems necessary to ensure that the operations and activities related to NH and its group entities are in adherence to the values and principles set out in the supplier code of conduct and any information being handled related to NH and its group entities is being managed in alignment with the standards of controls that NH adheres to.

Further, NH group might request audit reports, certificates, 3rd party control assessments along with working documents and detailed results to gain comfort over the design and operational effectiveness of controls in place over the information / data being managed by the supplier / partner related to NH and its group entities.

Non-compliance with this requirement shall constitute a violation of the supplier code of conduct and any related agreement entered amongst the parties and might result in a termination of all current and future business relations.

Should there be any non-compliance to the requirements set out by NH and its group entities relating to the supplier code of conduct or other controls relating to information being managed for NH and its group entities are to be addressed and remediation plans are to be shared within a two-week period and should be mutually agreed between the parties. If the nonconformities are considered significant, NH reserves the right to assess the relationship with the supplier / partner and proceed with suggesting remedial actions and / or termination.

The right to request audit reports, certifications and / or perform an audit shall be available for up to two years post completion of the agreement between the parties. The supplier / partner is expected to make available all required resources, documentation and personnel for the audit exercise.



SAWTAK Hotline (Whistleblower)

Violations of the Supplier Code of Ethics & Business Conduct, related policies, agreements or the law can hurt us all. To protect each other, we speak up whenever we become aware of or suspect that something is wrong. Even if we are unsure, we know that speaking up is always the right thing to do.

When do we speak up?

When we know of or suspect a violation of:



NH Values or the Supplier Code of Ethics & Business Conduct



Related Policies, Procedures, Agreements and Contracts



Any applicable law or regulation

How do we speak up?

When you have an ethics-related question or concern, and feel comfortable enough to do so, you can reach out to the SAWTAK Hotline.

Your communication with the SAWTAK hotline can be **Anonymous**, **Confidential** or **Open**, depending on your personal preferences. You can access the hotline as follows:

- + Contacting the **SAWTAK Helpline**
 - » By using the **SAWTAK Helpline**, all communications will be **anonymous** unless **YOU** choose to provide identifying information.

There are several ways to access the **SAWTAK Helpline**:

- Making a web-based **report**
- Utilizing our simplified **mobile site**

What happens after you speak up?

Your concerns are promptly addressed and investigated, and the information you provide is shared only with the people who need to know in order to help investigate and resolve the issue.

Can you speak up without fear of retaliation?

Absolutely. National Holding doesn't allow any form of retaliation against anyone who reports a genuine and bonafide concern, makes a complaint in good faith or cooperates in an investigation.

Declaration

I, the undersigned, authorized signatory (POA) for _____, acknowledge that I have carefully read and understood the NH Supplier Code of Ethics & Business Conduct and confirm that _____ agrees to abide by and adhere to all its terms and conditions.

Entity Name:

Name of Authorized Signatory /
Legal Representative (POA):

Job Title of Authorized Signatory /
Legal Representative (POA) :

Date of Signature:

Signature:

Our final thoughts

As leaders in the UAE and MENA region's investment community, we understand that our stakeholders especially suppliers and partners are the key to our success.

We depend on you. We depend on your dedication to our Values to set us apart. Help us stay true to our culture by working with impact and upholding our Values.

Start with understanding and following the Supplier Code of Ethics & Business Conduct but know that the guidance and support we provide doesn't end there. We have policies with additional details as well as resources dedicated to addressing any remaining questions or concerns you may have.

Help us protect the business, people and communities we serve, if you know, or are suspicious about something, don't hesitate to **Speak Up** through the [SAWTAK Helpline](#) which is administered through a global compliance company EthicsPoint that guarantees Anonymity and Confidentiality.

By using the [SAWTAK Helpline](#), all communications will be anonymous unless **YOU** choose to provide identifying information.

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