



مؤسسة قطر  
Qatar Foundation  
لإطلاق قدرات الإنسان  
Unlocking human potential

# Business Code of Ethics

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## 1 Introduction

This Business Code of Ethics, (hereinafter referred as “Code”) is intended to govern the conduct of Qatar Foundation and all of its subsidiaries’ Suppliers when doing business with or on behalf of Qatar Foundation.

For the purpose of this code, reference to the "QF" shall mean Qatar Foundation and/or any of its subsidiaries; "Suppliers" shall mean any commercial company that may provide goods and/or services or engage in business affairs for any other commercial purpose, and receive payments, for any aspect of QF’s business and excluded from this definition of “Suppliers” are all transactions involving land purchases or leases, government agencies, utilities, financial institutions and charitable organizations; “Code” means this Business Code of Ethics for Suppliers, as amended from time to time.

## 2 Scope

The Business Code of Ethics is applicable at all times, without exception to all members of the QF Board of Directors, all QF employees, QF centers, suppliers and partners.

## 3 Commitment

QF expects all members of the QF Board of Directors, all QF employees, QF centers, suppliers and partners adhere to all applicable laws and regulations, the requirements set out in this Code.

## 4 Compliance with Laws and Regulations

QF reserves the right to verify compliance to this Code by continuously monitoring suppliers’ compliance with the standards set out in this Code.

Additionally, for suppliers, the standards of this Code are in addition to, and not in lieu of, provisions of any legal agreement or contract between Suppliers and QF.

## 5 Responsibilities

The key responsibilities associated with this Code are understanding and compliance. The Code makes QF’s expectations of supplier clear and explicit.

### 5.1 Suppliers

- It is the supplier’s responsibility to communicate, educate and exercise diligence in verifying compliance of this Code to its employees, agents and sub-contractors.
- Suppliers shall maintain records of all relevant documentation necessary to demonstrate compliance with the Code and related laws and regulations.

## 6 Code of Ethics and Business Conduct

This Code addresses ethical conduct in relation to the work environment, business practices and relationships with external stakeholders.

## 6.1 Work environment

### Employment Practices

Suppliers of products or services produced in or provided from the State of Qatar shall comply with all applicable laws and regulations in every jurisdiction in which the Supplier conducts business with, or on behalf of, QF. Suppliers of products or services produced or provided from outside the State of Qatar shall comply with applicable laws and regulations of relevant countries. However, regardless of applicable laws and regulations, Suppliers must uphold the human rights of all workers by treating them with dignity and respect. Local laws may in some instances be less restrictive than the guidelines set forth in this Code. Suppliers are expected to comply with this Code, even if the conduct would otherwise be legal under applicable local laws. If local laws are more restrictive than this Code, Suppliers are expected to, at a minimum, comply with applicable local laws.

Suppliers retained by QF and their agents and permitted subcontractors, are fully responsible for the quality, performance, behaviour, supervision and protection of their personnel. QF retains the right in its absolute discretion to require the removal of any personnel of a contractor or subcontractor from a job site in appropriate circumstances, for example: (a) if there is reasonable cause to believe a person is under the influence of alcohol, drugs or other substances that adversely affect that person's work or create a safety risk, (b) for commission of an illegal act, (c) for threatening or harassing the public or a Company employee, or otherwise engaging in abusive or disruptive conduct, or (d) for performing an unsafe act.

#### *Non-Discrimination*

Suppliers are expected to judge their employees and subcontractors based upon their ability to do their jobs and not upon their physical and/or personal characteristics or beliefs, affirming the principle of no unlawful discrimination based on race, colour, gender, religion national origin or sexual orientation.

#### *No Harassment*

Suppliers shall treat every employee with respect and dignity and shall not subject any employee to physical, sexual, psychological or verbal harassment or abuse.

#### *Wages and Benefits*

Suppliers are expected to compensate their employees fairly and competitively relative to their industry in full compliance with applicable local laws.

### Health, Safety, Security and Environment

Safety is always QF's first consideration. Suppliers must apply safe work practices (including regulatory and contract specific requirements) and hold high regard for the quality of the environment in its conduct of all activities and exercise good judgment in work decisions. Suppliers performing work on our property or on our behalf must instil health, safety and environmental regard in every aspect of their work processes and in the attitude and behaviour of all their employees.

Adverse effects on the community, environment, and natural resources are to be minimized while safeguarding the health and safety of the public. Suppliers are required to complete all requisite health and safety training, or the equivalent thereof, upon entry and prior to any visit or conducting any business on any site. Suppliers must comply with all applicable health, safety and environmental laws and regulations when conducting business with QF. By way of example and not limitation, Suppliers performing work on our property or on our behalf must:

- Obtain and keep current all required environmental permits and registrations;
- Reduce, control and/or eliminate wastewater, waste and pollution at the source;
- Reduce, control and/or eliminate air emissions of volatile chemicals, corrosives, particulates, aerosols and combustion products;
- Conform to applicable labelling and warning requirements;
- Timely report unsafe working conditions;
- Recycle as appropriate; and
- Identify, manage, store, move and handle hazardous substances in accordance with law.

## **6.2 Business practices**

### **Ethics**

Suppliers must be committed to the highest standards of ethical conduct when dealing with workers, suppliers, government and regulatory authorities and QF. Any and all forms of illegal or inappropriate activity, including, but not limited to, corruption, misrepresentation, extortion, embezzlement or bribery, are strictly prohibited and may result in termination of any or all agreements with QF and possible legal action. Records prepared for QF, including records of work time and expenses, shall be accurate, truthful and complete, and shall meet applicable standards and requirements. QF prohibits making payments or giving anything of value to improperly influence QF Employees. All Suppliers are expected to comply with the anti-corruption terms, which prohibits offering, promising, paying or providing, or authorizing the payment or providing of anything of value, directly or indirectly, to a QF Employee to improperly influence the recipient to misuse his or her official position for the purpose of obtaining or retaining business for or with, or directing business to, any person, or obtaining any improper business advantage.

Each Supplier should endeavour to deal fairly with QF and its employees, directors, officers and external advisers. None should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair-dealing practice and uphold fair business standards in advertising, sales and competition. Employees, subcontractors, agents or affiliates of Suppliers must act in a fair impartial manner and should avoid both real and perceived conflicts of interest in the business they conduct with or on behalf of QF.

Suppliers must disclose information regarding their business activities, structure, financial situation, and performance in accordance with applicable law and prevailing industry practices.

### **Property**

QF property should only be used for legitimate business purposes. Suppliers are expected to take good care of QF property and not expose it to loss, damage, misuse or theft.

### **Intellectual Property**

Intellectual property is considered confidential information. Therefore, it is covered by the non-disclosure guidelines set out in the “Confidential Information” section of this Code.

### **Books and Records**

QF's books and records are complete, fair and accurate and comply with all legal reporting requirements. Supported by QF's systems of internal controls, they reflect all assets, liabilities, transactions and events and conform to the required accounting principles.

Suppliers are expected to manage, store, archive and dispose of books and records according to established policies and legal requirements.

### **Communications**

All the Suppliers should be truthful and straightforward in their dealings and not intentionally mislead colleagues, customers or suppliers. Use appropriate, professional language, both in written documents and public conversations.

Communications with the media and regulators are the responsibility of designated QF spokespersons. Inquiries received by any Supplier must be referred to an authorized spokesperson.

### **Electronic Mail and Internet Usage**

QF's electronic mail and Internet systems are provided for business use. When using electronic mail, the Suppliers should remember that it is susceptible to interception, creates a permanent record, can be printed or forwarded to others by the recipient and will likely be retained on the recipient's computer for a long time. Therefore, the Suppliers should exercise the same care in sending electronic mail as in other written business communications. Never use QF's Internet connection or computer equipment to access, transmit or download content that is inappropriate and does not meet business requirements.

### **Gifts and Entertainment**

Gifts, entertainment, travel, per diem reimbursements, or any other form of gratuity may not be given or received by Supplier as a reward, encouragement or improper influence for preferential treatment. Sometimes in business, for example, in certain cultures, an exchange of gifts is appropriate. In such instances, the gifts should be reasonable, in good taste, and have token or nominal value and may only be given outside of any actual or anticipated bidding/tendering process.

### **Confidential Information**

Confidential information is information belonging to QF that is not subject to public disclosure. Confidential information encompasses information produced by QF or obtained in confidence from a third party and covered by a non-disclosure agreement.

Examples of confidential information are financial data, strategic plans, intellectual property, information on bids, personal employee information, legal documents and information on customers and suppliers. Do not divulge confidential information to anyone other than the person or persons for whom it is intended, unless authorized or legally required to do so. This includes confidential information provided by QF and its customers. Suppliers agree to maintain such confidentiality at all times, even after leaving QF employment.

Suppliers should also exercise caution to avoid misusing or inadvertently disclosing confidential information. This includes:

- Keeping electronic and paper documents and files containing confidential information in a safe place.
- Not discussing confidential matters where they could be overheard, for example, in public places such as elevators, hallways, restaurants, airplanes and taxis.
- Exercising caution when discussing confidential matters on wireless telephones or other wireless devices.
- Transmitting confidential documents by electronic devices, such as by fax or e-mail, only when it is reasonable to believe this can be done under secure conditions.
- Avoiding unnecessary copying of confidential documents.

### **Conflicts of Interest**

The employees should avoid conflicts of interest, whether real or perceived, while performing their duties. A conflict of interest is considered to be any situation or arrangement where employee personal activities or interests conflict with employee responsibilities to QF.

The employees should not put themselves in a position where there is or could be an obligation to any third party who might benefit from such situation at the expense of QF. The employee actions must never lead to personal gain to the detriment of QF's stated business interests.

Situations of conflict of interest can also arise when the employee take on outside work or conduct business that could compromise the diligent performance of the employees' duties for QF. In the event, such a situation arises, the employees are encouraged to discuss it with their respective supervisor to assess the impact the outside work could have on employees' duties for QF.

### **Illegal and Improper Payments**

QF suppliers, partners and other third parties are strictly prohibited from offering or taking any form of illegal or improper payment. QF funds and assets must never be used for any unlawful purpose.

The suppliers must never approve, authorize or make any payment, gift or favour to any person in a position of authority, such as a government or corporate official, in order to obtain favourable treatment in negotiations or the awarding of contracts, or any other dealings.

## **6.3 Relationships with External Stakeholders**

### **Customers**

QF is committed to meeting the needs of its customers and strives to provide high-quality services. In customer relationships, employees behave in an ethical fashion. Sensitive, private or confidential customer information is safeguarded according to QF's standards, with access restricted to those who have a need to know.

### **Suppliers, Partners and Third Parties**

QF suppliers, partners and other third parties must know and agree to comply with the Code. All agreements with suppliers, partners and third parties must be in writing and must specify the goods and services to be provided and the fees to be paid. Such agreements must be in line with reasonable competitive and market practices, the principles established in this Code.

**Non-retaliation**

QF and suppliers shall not interfere with worker’s freedom of association. Employees of the suppliers shall not be subject to discrimination or termination of contract in retaliation for exercising employee rights, submitting grievances or reporting suspected legal violations.

**Competition**

QF employees and suppliers, partners and third parties must never employ unethical or illegal practices to collect competitive intelligence. In general, we must guard against:

- Price-fixing or arranged market segmentation or
- Monopolistic behaviour that aims to reduce competition.

**Preferential Treatment**

QF shall not provide any preferential treatment or consideration to the suppliers, however QF reserves the right to promote Qatari small and medium enterprises (SME) and Qatari organizations for the economic development of Qatar.

**Governments**

QF and its employees and partners comply with all legal and contractual obligations in dealing with the various governments and regulatory agencies with which they are in contact. Employees and partners of QF who deal with government officials and negotiate contracts are responsible for knowing and complying with all applicable laws and regulations.

**7 Conclusion**

This Code does not confer, nor shall it be interpreted, construed or deemed to confer, any rights on the part of third-parties, including any third-party beneficiary rights. For example, no employees of any Supplier shall have any rights against QF by virtue of this Code, nor shall such employees have any rights to cause QF to enforce any provisions of this Code, the decision with respect to any such actions being reserved by QF in its sole discretion.

We thank you for your compliance with this important Code and look forward to a mutually beneficial relationship with all of our Suppliers based on the highest levels of ethical behaviour.

<p>Name:</p>  <p>Job Title:</p>  <p>Signature:</p>	<p>Company Stamp</p>
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