

# Code of Conduct and Business Ethics

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**Zarina Zeynalova**  
CEO of "Azercell Telecom" LLC

Easing connectivity empowering lives. To ensure delivering our purpose we must act ethically and with the highest dignity and integrity. Azercell's new brand slogan - "Future's close to you" - embodies the ideas of improving people's quality of life, increasing safety and integration into the world through innovative digital solutions. This Code of Conduct and Business Ethics sets forth the policies and practices governing how we should conduct ourselves and conduct our business. This is also your guide to ethical and legal responsibilities, as well as your interactions with our customers, competitors, business partners, suppliers and to each other.

Continuing to conduct our business in an ethical manner will ensure long-term success of our people, our company, our clients and our shareholders.

You have my personal commitment to ensure that this Code is observed and honored.

Thank you for your continued dedication and commitment to our culture of integrity and ethical behavior.

# 02

## Our Vision and Core Values <sup>1</sup>

<sup>1</sup>This part will be releasing in the coming months.

Code of Conduct and Business Ethics

03

# Basics of Code of Conduct and Business Ethics



### What is the Code of Conduct and Business Ethics?

Code of Conduct and Business Ethics is the main policy document, outlining the requirements that each employee and outsourced service provided (together referred to as “employee”) working for Azercell (the “Company”) must comply with. The content of this Code respects human rights and is developed in full compliance with the legislation of the Republic of Azerbaijan.

### What is the aim of the Code of Conduct and Business Ethics?

This Code aims to:

- Establish general conduct and behavior guidelines;
- Define an ethical framework of reference, which must be complied with and shall govern the working and professional behavior of those subject to it;
- Create a code of conduct for those stakeholders that come into any interaction with the Company.



### Why do we have the Code of Conduct and Business Ethics?

This Code of Conduct is intended to provide you with an understanding of Azercell’s expectations and standards for ethical behaviour and responsible business practices. Each chapter contains Do’s and Don’ts as well as real-life examples that allow this document to serve as a reference guide when you have questions about how we conduct business.

Although this Code of Conduct provides practical examples on issues that arise frequently, it is impossible to anticipate every situation that may arise. When in doubt, we encourage you to seek advice and to Speak Up to disclose any situation that may violate laws or our internal policies and standards. If you are a team leader or manager, you have a particular responsibility to create an environment in which members of your team feel confident and able to raise concerns, to listen carefully to their concerns, and to take all appropriate action in response.

#### Who is the Code of Conduct and Business Ethics for?

Code of Conduct and Business Ethics is for everyone working for and with the Company: employees, Board of Directors, business partners, including those of our subsidiaries and joint ventures, where the Company has the majority interest. In joint ventures where Azercell does not have control, best efforts must be made to influence the adoption of equivalent practices and high standards of integrity prior to, and during, the operation of the joint venture. We expect our suppliers and business partners to uphold the same standards and to abide by our 3rd Party Code of Conduct.





## What is expected of me as an employee?

- Act in accordance with laws and regulations under all circumstances;
- Read this Code, learn, understand, internalize, and act in accordance with the codes, principles, and values therein;
- Learn the general and business policies and procedures valid for the Company;
- Consult your manager or Human Capital Management Department or Ethics and Compliance Officer about potential violations concerning self or others;
- Report potential violations (with supporting evidences to the extent possible) to your manager or Human Capital Management Department or Ethics and Compliance Officer verbally or in writing either by disclosing your identity or keeping it confidential;
- Cooperate with the Ethics and Compliance team during investigations, keep confidential information specific to the investigation.





### What is expected of our business partners?

We act respectfully and fairly as expected from a good business partner and ensure to fulfil our liabilities on time. Our expectations are envisaged in the 3rd Party Code of Conduct.

### What are the consequences of not complying?

There are serious consequences for not complying with our Code of Conduct, including disciplinary action and termination of the employment agreement.

## What is additional expected of managers?

Managers have a specific duty to uphold the Company's reputation for integrity, honesty and ethical conduct. In addition to their responsibilities as employees, they must also:

- Be a role model in practicing this Code at all times;
- Ensure that all their subordinates comply with the annual review process described in this Code;
- Create and preserve the Company culture and working environment that promotes this Code;
- Support their subordinates in expressing their questions and in filing their complaints/proposals concerning this Code;
- Offer guidance regarding what should be done when consulted, diligently consider all ethical concerns raised, and forward them to the Ethics and Compliance Forum at the shortest possible time when deemed necessary,
- Structure all work processes under his/her responsibility in a way as to minimize ethical risks and implement necessary methods and approaches to ensure compliance with this Code.

# 04

## Compliance with Laws, Rules and Regulations

Employees are required to comply with the applicable laws, Company rules, internal policies and regulations. They are expected to promptly consult the Ethics and Compliance team in case of any question with regards to a law, regulation or standard application and interpretation in terms of ethical behaviour, conduct and compliance.

## Anti-Bribery and Corruption

The Company is committed to the highest standard of ethical business conduct with zero tolerance for any form of bribery or corruption.

## Protection of Fair Competition

Each employee of the Company shall respect the principles and rules of fair competition and shall not break the corresponding laws on the protection of fair competition.

The following will therefore be considered unethical and will be prohibited:

- Unauthorized access to the confidential information of other companies, industrial espionage;

- The disclosure of business secrets;
- The use of inside information belonging to the Company itself or another entity for any kind of transaction or business, false advertising, scams, fraud and deception of any kind;
- The dissemination of false rumors about products, services and market conditions, actions to alter the price of third party products or to alter the share price or value of a legal entity;
- The manipulation of tenders;
- The counterfeiting of means of payment or actions to cause the Company to become insolvent for the purpose of defrauding the creditors thereof.

## Protection of Data

The processing of data shall be carried out in a manner that guarantees its privacy, while at all times complying with the substantive and applicable legislation.

**Do**

- Collect data only to the extent it is strictly necessary to fulfill a lawful or legitimate purpose of your job functions.
- Seek advice from the Information Security unit before transferring data outside of the Company.
- Report immediately any data breach.

**Don't**

- Collect proprietary data if not required by law and internal rules/job function or agreed/permitted to by the data subject.
- Transmit proprietary data (commercial secret) to unauthorized receptions or by unauthorized channels.

**Questions & Answers**

**I have access to customer data. My brother called me and asked to look to outgoing calls of her wife number. Should I do it?**

No. Data privacy – customer privacy is essential for us. You should ask your brother to apply to customer service of the Company.

**One of newspaper reporter has contacted me through a mutual friend to ask me about this year's annual report. Can I comment?**

No. You should explain your friend that you are not allowed to comment publicly the Company's business. Instead, offer to put the reporter in touch with Corporate Communication team.

**I'm working from home and have a technical issue with accessing to Azercell network. Can I ask my colleague to send it to my personal e-mail?**

No. Information sent to personal e-mail accounts is not protected in the same way as the information on the Azercell network. You should never use personal e-mail and personal computer or other devices for uploading Company information.



I need to leave for vacation immediately and my colleague will cover my role for my absence. S/he will need access to the system. It's a lot of hassle to get necessary approvals for it. Can I give her mine?

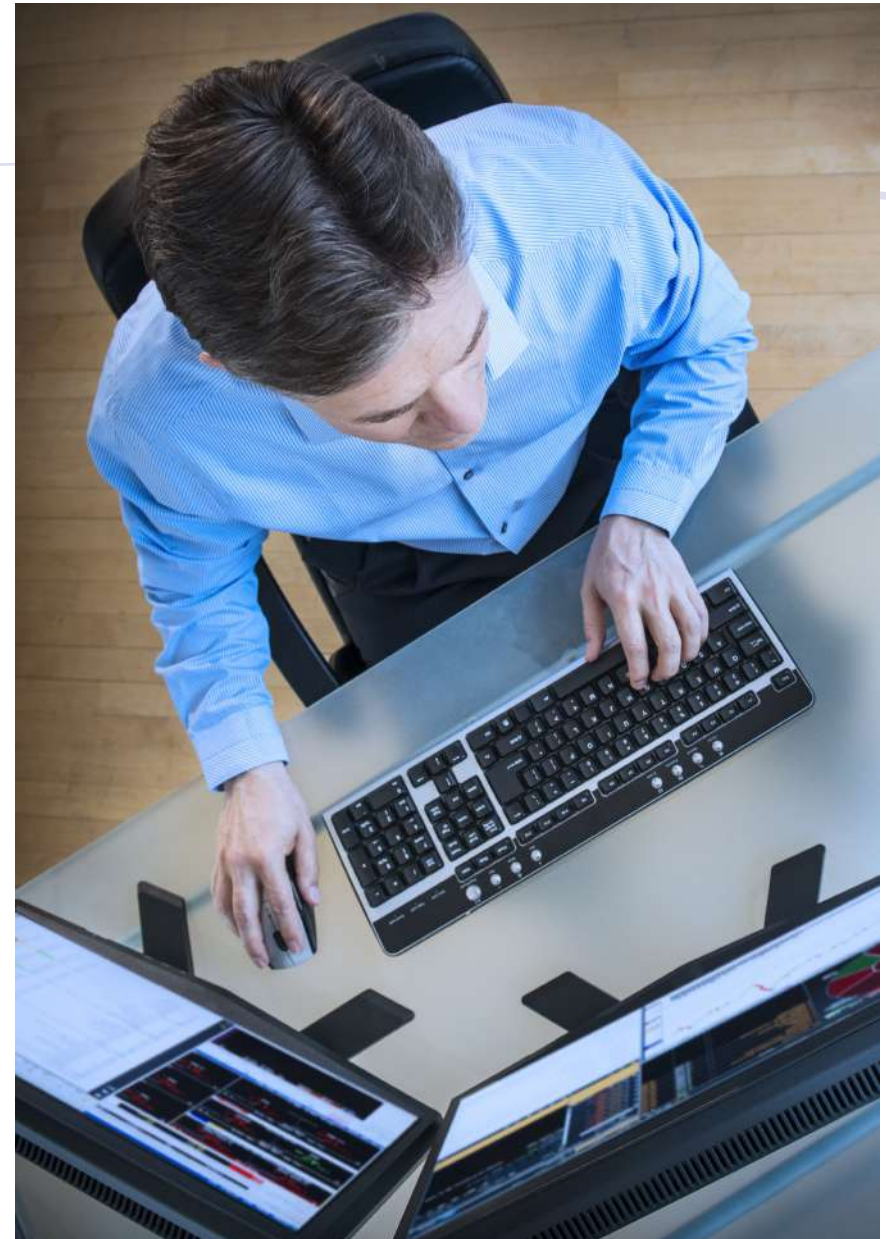
No. You should never give your login details to other people. Azercell needs to keep accurate records of who has access to our systems. Everyone who has access to our systems must be authorized.

#### Key Documents to Reference and Helpful Resources

- Information Protection Policy
- Ethics and Compliance Portal – Intracell

#### Contacts

- Security Department
- Ethics and Compliance Section



## Insider Trading

The Company does not communicate regarding non-public or non-disclosed inside information to others who might trade based on such information, tip the information to others, or otherwise misuse the information, whether verbally or by any other means.

### Do

- Maintain the confidentiality of any inside information to which you have access in order to avoid any accidental disclosure or abuse.
- Contact Ethics and Compliance Section or disclose it via available Speak-up channels if you have questions regarding with any potential inside information.

### Don't

- Discuss inside information with anyone outside the Company, including friends and family.
- Disclose inside information to anyone else within the Company unless you are authorized to do so.

## Anti-money Laundering and Combating Terrorism Financing

The Company shall comply with the national and international provisions set forth to prevent money laundering. Business relations will not be established with people or entities that do not comply with the applicable regulations or that do not provide relevant information as regards their compliance.

The Company must particularly watch out for attempts to use the dealers and distributors network in operations for laundering money derived from criminal activities. Under no circumstances will operations be conducted that could serve as operational or financial cover for terrorist activities.

## Sanctions

The Company is committed to adhering to applicable economic and trade sanctions of the Republic of Azerbaijan, including the US, UK and European Union sanctions regimes. If you find yourself involved in the Company activity that appears to raise sanctions concerns, you should promptly escalate the issue to Ethics and Compliance Section.

**Do**

- Comply with international and national sanctions and embargoes and contact the Ethics and Compliance function when you are considering new projects that are in or involve entities from sensitive jurisdictions.

**Don't**

- Assume that only military sales are subject to sanctions.

**Customs, Trade and Export Controls**

The Company is committed to upholding all applicable laws and regulations, and the Company's internal rules and regulations the export and import of goods. The Company also complies with export/import (including re-export) laws and regulations, licensing requirements, embargoes and other restrictions that have been approved by recognized national and international authorities.

**Do**

- Comply with international and national sanctions and embargoes and contact the SCM and Ethics and Compliance when you are considering new projects that are in or involve entities from sensitive jurisdictions.
- Contact the SCM function for guidance if you are dealing with exports, re-exports or transfer of controlled items (including goods, services, software and technology)
- Contact the SCM function as early as possible about new projects to avoid delivery showstoppers.

**Don't**

- Assume that only military sales are subject to export/import control restrictions.
- Assume that all information provided by vendors/business partners is accurate without verifying key information.





**05**

# Compliance with International Standards & Worldwide Practices

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05

The Company aims to comply with the worldwide practices and international standards. With this in mind, the Company implements the following ISO standards as a part of internal policies and procedures:

## ISO standards

### ISO 27001:2013

Information Security Management

### ISO 14001:2015

Environmental Management

### ISO 37001:2016

Anti-Bribery Management Systems

### ISO 18295-1:2017

Customer Contact Centers

### ISO 9001:2018

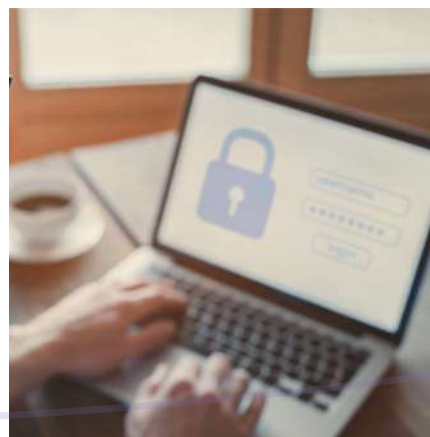
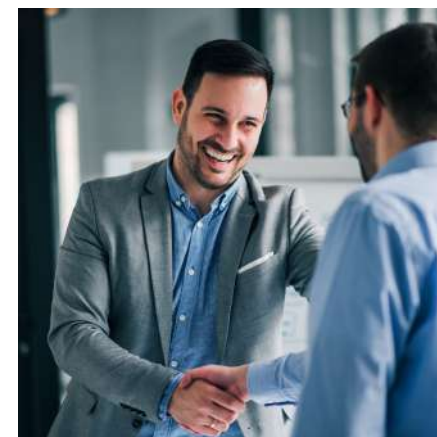
Quality Management

### ISO 45001:2018

Occupational Health and Safety

### ISO 10004:2018

Quality Management - Customer Satisfaction/  
Guidelines for Complaint Management in Organization/  
Monitoring and Measurements



06

## Workplace standards

## Human Rights and Fair Employment Practices

Human rights are the fundamental rights, freedoms and standards of treatment to which all people are entitled. Respect to human rights is rooted in our values and applies wherever we do business. The Company is committed to respecting human rights in our operations, our supply chain, our business partnerships and our products. The Company does not support or tolerate the Company's products being used to violate human rights. The Company expects our suppliers and business partners to make the same commitment to respect human rights.

All employees seek and deserve a workplace where they shall feel respected and appreciated. The Company's policies are designed to ensure that employees are treated fairly and with respect by the Company and each other.





All employees must be treated in a fair and equal manner. We aim at creating a business environment where people are respected regardless of their personal characteristics.

No employee or candidate shall be subject to discrimination based on age, race, sex, religion, physical disability, nationality, sexual orientation, marital status or political position.

#### Do

- Treat everyone with dignity and respect.
- Ensure that you know how to identify and report all forms of human rights abuse.
- If you think anybody is in immediate danger as you are performing your job, make a report directly to Human Capital Management Department or Ethics and Compliance officer.

#### Don't

- Turn a blind eye or be afraid to report anything that you think violates someone's human rights, even if they are working for the Company's suppliers.
- Attempt to address an issue yourself outside of the appropriate reporting channels.

## Questions & Answers

06

**We are hiring new member to our team. During selection process there was a very smart woman among candidates who was most successful candidate for the position. She wasn't selected due to the reason that she has a little baby and management decided that it can cause problems for fulfilment of job duties. What should I do?**

You need to challenge them and raise your concern as Azercell will not tolerate any form of discrimination.

**A group of employees are always humiliating one of our employee. I'm feeling very uncomfortable about this. I want to raise this issue but I'm afraid that it will splash on me next. What should I do?**

Don't allow to discriminate someone. Be brave and raise your voice. Your confidentiality is guaranteed. Azercell aims to create workplace where everyone respected.

**I'm in the project team with one of our vendor and during our visit to their office I saw a boy nearly 13-15 six year old in their office who was serving a tea. Should I report about it?**

Yes. You need to talk\report to your line manager and E&C representative. We select our vendors due to our 3rd Party Code of Contact principles and due to these principles child labor violates the legislation and human rights.

### Key Documents to Reference and Helpful Resources

Human Rights Protection Provisions as an integral part of this Code:

- 3rd Party Code of Contact
- Supplier Selection and Purchasing Ethics Principles
- Ethics and Compliance Portal – Intracell

### Contacts

- Human Capital Management Department
- Ethics and Compliance Section

## Zero Tolerance to Harassment at Workplace

The Company commits to providing a workplace free of any harassment including but not limited to cases regarding age, gender, disability, gender identity, sexual orientation, cultural background, or belief. The Company shall develop relationship with and between the employees based on respect for individuals and their human rights. The Company does not tolerate harassment of employees by manager and/or co-workers.

### Do

- Treat everyone you meet in the course of business with fairness, respect, and dignity.
- Speak Up if you witness or are aware of any behavior that you believe constitutes bullying, harassment, or discrimination.
- Challenge inappropriate behavior and report improper conduct.

### Don't

- Discourage or prevent others from growing professionally, or concentrate only on employees viewed as high potential - development is for all.
- Be engaged in any form of harassment, including unwelcome expressions gestures, comments, or physical contact.
- Ignore evidence of discrimination around you.





### Contacts

- Human Capital Management
- Ethics & Compliance
- Speak-up Line

## Questions & Answers

One of our male colleague always making a compliment to newly appointed assistant. She feels shy about this. Yesterday I heard that he proposed her to have a dinner at restaurant. He is in managerial position and she didn't know how to slip out and reject him. What should I do?

Azercell is not tolerating sexual harassment in workplace and is aiming to create workplace where every person is respected and valued. So, you need to report this case to HCM or Ethics&Compliance team.

A colleague has a habit of telling offensive jokes – intimate jokes, racial jokes, denigrating jokes about everyone. He has sent them internally and externally using the corporate e-mail system. How to prevent it?

You need to talk to him first and explain him what is not ethical. If this conversation has no results, please apply to HCM and Ethics&Compliance team.



## Workplace health & safety

The Company is committed to having a healthy and safe environment at work and it is expected for all employees of the Company to have the same commitment. The Company complies with the safety laws, standards and guidelines that apply to our business. Sound safety practices are important in all of our workplaces. The Company communicates the Company's expectations and safety protocols to employees. The Company expects our suppliers and business partners to make the same commitment to comply with the safety laws, standards and guidelines.

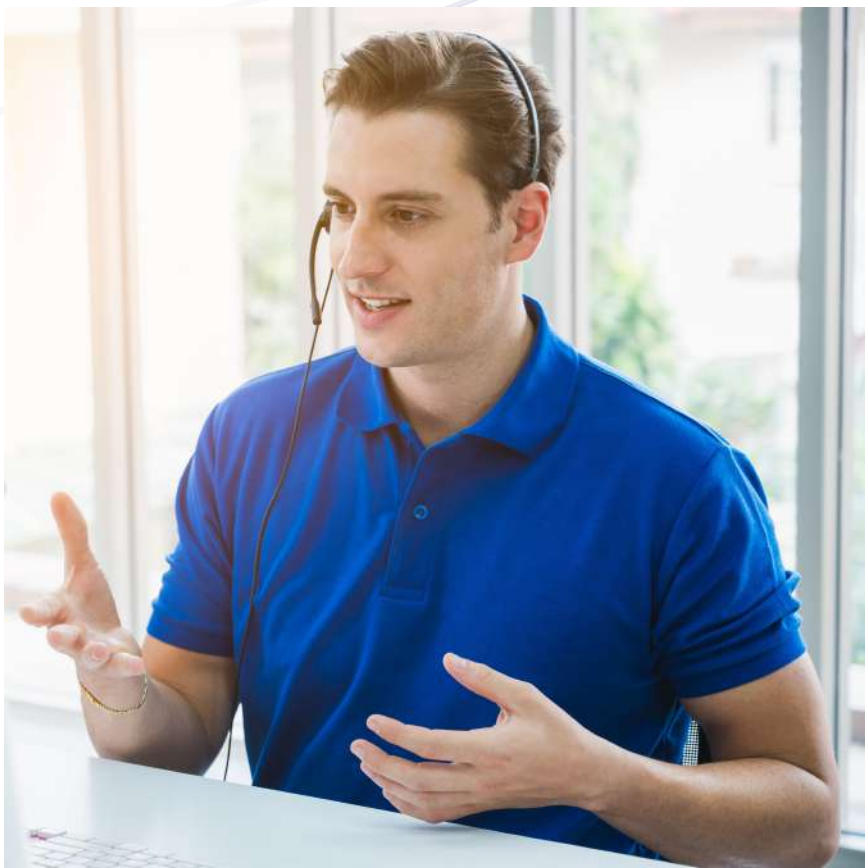
### Do

- To be a role model for safety.
- Stop work if you consider it unsafe.
- Learn the emergency procedures that apply at the Company.

### Don't

- Ignore health and safety rules and procedures.
- Ignore when others work unsafely.
- Forget to report any accidents to your line manager or HSE team at the Company.





### Key Documents to Reference and Helpful Resources

- Health and Safety Policy

### Contacts

- HCM/Employee Wellbeing & Occupational Safety

## Questions & Answers

I travel in a car with my colleague during business trip. When we started driving, he didn't wear his belt. What should I do?

You need to remind your colleague that safety is first, and he should wear the belt.

Sometimes while walking in the office, I see some employees joking in unsafety way (pull each other's chair, through pen or paper clips to each other, push the colleague when she/he is near window or stairs). These things that are potential dangerous. I don't know my reminding about safety will be right manner.

Everybody working in Azercell is responsible for safety, your reminding will be considered right.

During site visit I saw one of vendor employee violating environmental safety issue (not wearing gloves while working with electricity, smoking when filling generator fuel, not wearing helmet when visiting construction places) while doing his job. What should I do?

First you need to stop him doing it and immediately inform Azercell HSE team about it.

07

## Safeguarding Company Assets (Protection of Intellectual Property)

## Safeguarding Company Assets (Protection of Intellectual Property)

07

The Company's assets, including its facilities, materials, information technology, equipment, computers, telephones, and other resources, are for sole use in connection with the Company's business needs. In addition, an employee or agent may not sell, dispose or donate any Company's asset unless specifically and duly authorized by the respective governing body of the Company or executive. The Company's employees, officers and dealers/distributors/vendors are prohibited from using Company assets for any purpose beyond the performance of their duties on behalf of the Company. The Company's employees, officers and dealers/distributors/vendors shall not use Company systems (such as email, instant messaging, or internal communication network) to engage in activities that are unlawful, violate Company policies or result in material or reputational damage to the Company.

Intellectual property created by the Company's employees will be owned by the Company.

Each employee is committed to complying with all applicable intellectual property laws, rules and regulations. All employees must strive to protect patents, trademarks, copyright, trade secrets and all other information covered by intellectual property rights owned by the Company. The Company respect the legitimate intellectual property rights of third parties. The Company does not use others' intellectual property and confidential business information without authorization or an appropriate license.

### Do

- Protect all the Company's assets including documents, confidential information, intellectual property, and physical assets (computers, telephones, office furniture, etc.);
- Seek advice from appropriate team regarding any transaction involving the Company's intellectual property;
- Be conscientious and act appropriately to ensure Company assets are not damaged, misused, or lost.

### Don't

- Use open-source software without checking the license conditions.



### Key Documents to Reference and Helpful Resources

- Information Protection Policy
- Company Asset Procedure
- Acceptable use of assets Procedure

### Contacts

- Information Security Unit
- Administrative Unit or Finance Department

## Questions & Answers

**My colleague has outside business activity. He is working as consultant remotely for one company abroad. He uses Azercell computers for doing job for that company. Is it right?** ?

No. It's not right. The Company equipment should be used only for business activity of Azercell. !

**In some shops I see Azercell logo usage. It seems like counterfeit. What should I do?** ?

You need to report to Sales and B2B Block and give them exact information (such as photo evidence) to ensure protection of Azercell's reputation and trademark. !

**My friend started work in a new company and they are currently updating their policies. He asked me to send him some Azercell policies. Can I send them?** ?

No. Azercell policies are intellectual property of the Company and can't be shared with third parties unless publicly disclosed by the Company on its web-site or other public resources. !



08

# Gift/Entertainment/ Hospitality



The Company supports the reasonable and proportionate giving and receiving of gifts, entertainment and hospitality requests as part of a healthy business relationships. The Company prohibits giving or receiving of any gifts or hospitality that are excessive or improper. The Company shall ensure that employees are never influenced by, or seek influenced through, the provision of gifts and hospitality.

### Do

- Learn the Company's Gift/Entertainment/Hospitality Policy
- Before offering or accepting any courtesy evaluate:
  - *whether giving or receiving of gifts has a reasonable and moderate nature;*
  - *whether it is offered or accepted with a wrongful purpose;*
  - *whether the frequency or the moment it takes place generates a potential influence.*
- Ensure there is a legitimate business reason;
- Record gifts/hospitality and seek approval under the internal rules of the Company

Don't

- Give or accept any gifts or hospitality of inappropriate value.
- Give or accept any cash or cash equivalent.
- Give or accept gifts or hospitality which is not intended for a legitimate business interest.
- Ask for gifts or hospitality.

Key Documents to Reference and Helpful Resources

- Gift/Entertainment/Hospitality Policy
- Ethics and Compliance Portal/Intracell

Contacts

- Ethics and Compliance Section

Answers & Questions

Due to hybrid work situation, I work mainly at home. When I came to office, I saw a gift which was received on my behalf. I opened it and saw that the gift does not comply with the requirements of Azercell Gift, Hospitality and Entertainment policy, i.e there is a gift card which can be changed to money. What should I do?

You need to return the gift with polite message if appropriate. If returning will damage business, please register the gift and wait for Line Manager and E&C decision related this gift.

I got an invitation to hunting trip from vendor which is currently in bidding process for a new contract. Can I accept it?

You can't accept this invitation as it is inappropriate to accept any gift, entertainment and hospitality offer from vendor where there is no business justification and there is a risk of potential influence to business decision and negotiations process.

I received a gift from the vendor containing alcohol. What should I do?

You should return such kind of gift with polite refusal message.

09

# Charitable Donations/ Sponsorship

The Company may sponsor events or activities hosted, coordinated, or supported by Third Parties. Sponsorships include any financial contribution or contribution in-kind towards an event organized by a Third Party, in return for the opportunity to advertise the Company's brand, including, without limitation, displaying Company-registered logos or publicizing our trademark during an event (i.e., mentioning Azercell's support during the opening or closing of a conference).

The Company Sponsorship and Donation Policy sets forth a consistent process on Sponsorships and Donations to ensure such activities are transparent and consistent with Azercell's Code of Business Ethics and Conduct. The intention to sponsor or donate shall always be thoroughly analyzed. Sponsorship and donations shall be in line with the Company's social responsibility vision and implemented upon the following:

- Revealing honesty and connection with political figures;
- In case a connection is found with a political figure, conducting analyses to ensure that the sponsorship or donation is not a payment for corruption or is not used for corrupt purposes;
- Analysis of the financial statements of the recipient when corruption indicators are detected. Applications for sponsorship and donations, legal review, approval, execution, and control work shall be documented.







### Do

- Charitable donations or sponsorships aimed at advertising the Company, displaying the Company-registered logos or publicizing the Company's trademarks during an event are not prohibited.

### Don't's

- Charitable donations or sponsorships aimed at casting a shadow over corruption are prohibited.

### Key Documents to Reference and Helpful Resources

- Sponsorship and Donations Policy

### Contacts

- Corporate Communications Department
- Ethics and Compliance Section



10

## Third Party relationship

## Third Party relationship

10

Azercell sets its business relationship in an honest, respectful and responsible way. We choose our business partners carefully and thoughtfully under strict due diligence procedures.

### Do

- Necessary due-diligence compliance checks shall be carried out when establishing business relationships with third parties, such as suppliers, consultants, subcontractors, dealers and others.
- All risk indicators, such as related structures, company documents, types of services, etc., shall be checked during the required due-diligence compliance check and appropriate mitigation measures shall be taken.

### Don't

- Corruption and bribery through third parties, including offering gifts and hospitality, are prohibited.



### Key Documents to Reference and Helpful Resources

- Third Parties Due Diligence Process

### Contacts

- Ethics and Compliance Section
- Supply Chain Management Department

# 11

## Fraud

# Fraud

10

Intentional acts of fraud are subject to strict disciplinary action including termination of the employment agreement and possible civil or criminal prosecution. All employees are obliged to report known or suspected fraud.

Azercell has established necessary policy and procedure for detecting fraud and facilitating development of controls in order to prevent fraudulent activities.





# 12

# Conflict of Interest



A conflict of interest occurs when an individual's private interests interfere with the interests of the Company. Each employee of the company is expected to avoid engaging in any activity or conduct, or entering into agreements or arrangements, which would give rise to an actual conflict of interest, a potential conflict of interest or the appearance of a conflict of interest.

Each employee of the Company has a duty of loyalty to the Company and is expected to make business decisions with the Company's best interests in mind and to exercise business judgment independent of external influences such as personal financial interests, external business relationships, outside employment or business activity and family relationships. Avoiding conflict of interest is critical to maintaining integrity in the way the Company conducts its business.

## Do

- Act in Azercell's best interests, by recognizing potential conflict of interest
- Discuss concerns with your line manager and register any potential conflict of interest
- Remove yourself from business areas (within Azercell) where you have a personal interest
- Review the law and Azercell requirements before making any personal investments

### Don't

- Conduct any outside business activity that detracts from your ability to devote appropriate time and attention to your responsibilities within Azercell
- A personal interest in a supplier, customer or competitor which influence your decisions at work



#### Key Documents to Reference and Helpful Resources

- Conflict of Interest Policy

#### Contacts

- Ethics and Compliance Section
- HCM

## Questions & Answers

My family has own business and I need to take part time work in this business parallel to my job in Azercell. Which process I need to pass in Azercell?

You should declare about it in company declaration system and get approval from HCM, Line Manager and E&C team.

My friend's company applied to the tender for the project in which I'm project owner. Should I declare about it?

Yes. You should declare about it as soon as you become aware about it and ensure that you're not involved in the tender winner selection, evaluation and approval processes.

I got an invitation form one of the Universities as lecturer. The scope of lectures is close to the work I do in Azercell. It was my passion to teach in University as second work. Can I accept this offer?

Yes, you can, but first you need to declare about it and get necessary approvals as per COI policy and ensure that Azercell data will not be used as reference in your lectures.

# 13

## Whistleblowing Mechanism/ Speak Up

Each employee shall raise all concerns to possible violations of laws, rules, regulations, policies and the provisions of this Code. These violations can also involve third parties , including Azercell's subscribers. Regardless of business or other pressures, you are expected to raise concerns promptly.

Managers are required to foster an environment where employees feel free to speak up, which means to express their views, raise concerns and escalate any issues that could negatively affect our business, our clients or our people, confident that they will be heard, acknowledged, and addressed appropriately.

In addition, no one, at any level, has the authority to ask you to do something that is a breach of this Code or our existing policies or that is unethical or illegal. If you have any questions or concerns about a potential course of action, you should promptly escalate your questions or concerns.

<sup>2</sup> The 3rd Parties are construed as suppliers (as well as strategic suppliers), partners, individual entrepreneurs and legal entities of "Azercell Telekom" LLC

## Questions & Answers

**I am anxious that my colleagues may be informed if I raise concern on his/her behaviour via Speak Up. Will it be confidential?**

Protecting the identity of reporter is a priority for us. Azercell commits zero tolerance against retaliation against an employee who raises concern. We will keep information received and your identity private and confidential throughout investigation process. Anonymous reporting is also available through the Speak Up Channel.

**What if the case I reported as suspicious turns out not to be a compliance breach?**

This is fine as long as your report was made with goodwill as you had a concern.



I'm an outsource employee of a third party working for Azercell's project, and I have a concern to report. Can I speak-up and how should I do it?

Yes. You can raise your voice through our speak-up channels.

Should I raise my concern if it is related to my manager?

Yes. All reported concerns are confidential and Azercell commits zero tolerance against retaliation of reporters.

#### Key Documents to Reference and Helpful Resources

- Speak-up Policy

#### Contacts

- Speak-up channels

E-mail: [speak-up@azercell.com](mailto:speak-up@azercell.com)

#### Web page:

<https://www.azercell.com/en/about-us/sustainability.html#contact-us-section>

Mobile: +994 50 2310696



# 14

## Implementation & Enforcement of the Code of Conduct & Business Ethics

# Implementation & Enforcement of the Code of Conduct & Business Ethics

14

## Ethics and Compliance Forum

ECF is established as a consultative and decision-making body reporting to the President of the Company.

The ECF shall review the status of the Company's ethics and compliance program execution, review and advise the Company's management and President on any open cases and trends that may impact the business and recommend future initiatives to improve compliance performance and effectiveness.

## Key Documents to Reference and Helpful Resources

- Terms of Reference of Ethics and Compliance Forum

## Contacts

- Ethics and Compliance Section





## Ethics and Compliance Section is responsible to:

- Manage development and implementation of the Company's compliance policies, code of Conduct and Business Ethics;
- Communicate ethics and compliance standards and procedures to all employees (and contractors / partners as required by management) through training programs and publications;
- Ensuring reporting on compliance policy violations, investigations and remedial actions;
- Analysis of the Company's commercial projects and sponsorship initiatives to identify and reduce compliance risks;
- Establishing standards for third-party due diligence and providing the necessary support to the process;
- Management of the "Speak-up" communication channel, ensuring the analysis and response to the information included in the channel in terms of compliance policy and ethical requirements;
- Participate in internal fraud management processes and provide necessary support to other structural units of the Company in connection with internal investigations;
- Managing the preparation and application of internal documents governing conflicts of interest in the Company and respective reporting.

### Ethics Ambassadors:

Ethics Ambassadors are supporting Ethics and Compliance Function and senior management in promoting an ethical culture based on the shared values within the Company. They are not part of the ethics and compliance function – they are employees who take up this role in addition to their day-to-day job. Their role includes:

- Stimulate ethics talk in the organisation (i.e., speaking formally and informally about ethics, doing the right thing, and getting other employees to do the same);
- Ensure that ethics remains on the agenda of both formal and informal meetings (where possible);
- Act as an Ethics Ambassador for employees (their most immediate colleagues) who are aware of their advisory, facilitative, and influencing capacities;
- Consistently communicate the business case for ethics and sell ethics even to hardcore sceptics;
- Act as a link between the Ethics&Compliance function and the function they are responsible directly.

## Procedures and Methods to be Followed While Making an Ethical Decision

When faced with tough choices, doing what is right can sometimes be difficult. You can use the decision-making process below to assist you or your team when facing difficult decisions.

To help you decide if you are doing what is right, you should ask yourself the following:

- Is this legal?
- Is this in line with the Code of Conduct and Business Ethics?
- Would you be proud to tell others about your action?

If your answer is “no” to any of these questions, or are unsure, you should stop, and ask for advice or consult with Ethics and Compliance team on treatment of the respective section of the Code and our policies.



## Breach of the Code

Violations of this Code of the Company by an employee may lead to:

- Disciplinary proceedings against the employee and termination of employment;
- Referral to and actions being taken by external bodies (such as relevant state authorities);
- Legal action by the Company against the individuals concerned.

## Revision

This Code enters into legal force from the date of its approval by the Company's President.

The Company has the right to revise and amend this Code as it deems necessary or appropriate.





