

VIVO

Working with



March 2022

Code of Conduct



Production, Review & Authorisation

| | Name | Position | Date |
|----------------|-----------------------|------------------------|------------|
| Prepared by: | Hayley Chandler-Edney | VIVO General Counsel | 25.02.2022 |
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Ownership & Review

Person responsible for ownership and review Hayley Chandler-Edney

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| Issue | Date | Comments/Amendment(s) |
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| 01 | 14.03.2022 | Code of Conduct issued |
| 02 | | |
| 03 | | |
| 04 | | |

Welcome



VIVO is engaged by the DIO to provide services, modernising the lived experience to better enable our Armed Forces to achieve, grow and thrive. These services are vital, and it is therefore essential that we maintain the highest standards of behaviour in delivering them.

Our business values really matter, and service-users have to be able to trust that we will deliver our work with care and pride. We will constantly try and improve what we do, which is why you will see on the walls of many VIVO offices our four values of Open, Caring, Agile and Collaborative.

Open means that we work openly and with integrity, harnessing an empowered culture of trust.

Caring means that we care about our customer, our people and that we work within a sustainable environment.

Agile means that we are flexible and can adapt to our customers changing needs.

Collaborative means that we work together to share insight, solve problems, and innovate.

To help bring our values to life in a tangible way, we have written a Code of Conduct, which describes the standards and behaviours we expect of people who work for VIVO. It does not cover all situations, but I hope you will find it useful as a description of the standards you must meet and the types of behaviour we expect to see in our interactions with colleagues, with service users, with suppliers and with the wider community.

Please read the Code of Conduct and abide by it. We will be robust in our support of people who follow it and enforcement of consequences for those who don't.

A handwritten signature in dark ink that reads "Jerry Moloney". The signature is written in a cursive, flowing style.

Jerry Moloney
Managing Director
VIVO Defence Services

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1. What is our Code for?

We all face situations at work when we're not sure what's the right thing to do...



...that's why we have a Code of Conduct. It makes it easy for us to understand what really matters, and act accordingly.

It defines the behaviours VIVO expects from all of us, and what we can expect from VIVO; how we treat each other; the kind of workplace we all have a right to enjoy; and the treatment those we work amongst have a right to expect from us.

It gives us guidance to do our business honestly, fairly, and openly, and outlines the things we should always do, and the things we must never do.

It gives us clear advice about how to ask questions when we're not sure what to do, and where to go for help and advice. When we see or hear about something that's wrong, it explains how to report it so we all make the right decisions and do what's right, and VIVO is a place and a name that people trust.

2. Our Code and the VIVO Management System

Wherever we operate we must follow laws and regulations. But we also set ourselves our own standards of behaviour that we must all meet, and we have policies for different issues that we must all follow.

Our standards and policies are defined in the VIVO Management System, which sets out the framework in which all parts of VIVO must operate. You can find all these policies and standards online on our intranet, MyVIVO. Our Code often refers to them so if you're not sure about what our policy is on something, always check out the details here, or ask your manager.

3. VIVO's Responsibilities

Wherever VIVO operates, we must comply with laws, regulations and respect human rights and dignity. We also set ourselves standards of behaviour and insist that they are met.

We should always act with integrity and honesty, and with consideration for the environments and communities we work among.

Here is a list of the things you can expect from us. They are things we should always do; but we also need everyone's help to make sure they are always being done.

We should always:

- > Provide a working environment where our Code and our values are actively supported.
- > Make sure everyone who works for us or with us understands our Code and knows how to apply it.
- > Do our best to make sure everyone is complying with our Code.
- > Encourage everyone to seek help and advice if they are unsure about what to do or concerned that our Code is being violated.
- > Provide confidential resources for everyone to get advice or report Code violations.
- > Support and protect anyone who reports a violation or helps an investigation and make certain there is no retaliation of any kind against them.
- > Deal effectively with any concerns about conduct.
- > Only work with partners, third parties and customers who share our ethical standards.
- > Put improvements in place quickly after we have identified them and remedy any wrongdoing we have identified as soon as possible.

4. Your Responsibilities

Whatever your position within VIVO, you are responsible for your own actions and behaviours, and for reporting violations of our Code.

If you work for us, or with us, we expect you to always:

- > Know, Use and Live our Code.
- > Attend all the training sessions we ask you to attend, so you learn how to live our Code, and comply with all the laws, policies and regulations that apply to your job.
- > Apply your good judgement to every situation and ask if you're not sure what to do.
- > Report any concern when you think there may be a violation of our Code, and never knowingly allow or encourage anyone to do anything that violates our Code.
- > And co-operate fully if we ask you to help us investigate alleged violations.

5. Our Values

First, foremost and without exception, VIVO will live by its values and commitments.

Our values are:

Open

We work **openly** and with integrity, harnessing an empowered culture of trust.

Agile

We are **flexible** and can **adapt** to our customers changing needs.



Caring

We **care** about our customer, our people and that we work within a sustainable environment.

Collaborative

We **work together** to share insight, solve problems and innovate.

Our 'Commit to Enable' Culture

Our '**Commit to Enable**' culture is based on the **commitments** we make everyday to **enable** Defence Capability.

Why we exist: To enable Defence capability

Our Purpose:

We're modernising the lived experience for our Armed Forces to achieve, grow and thrive.

Our Culture: 'Commit to Enable' Pillars

Courage to create with care



Lived wisdom at the heart



One force for real change

Our Promise: Built for Change

Our everyday commitments

Our Culture: 'Commit to Enable' Pillars

Courage To Create With Care



Lived Wisdom At The Heart



One Force For Real Change


- We empower locally to meet our customers changing needs
- We prioritise the important and challenge the unnecessary.
- We constantly improve the lived experience of our Armed Forces.

- We are dedicated to Defence, with no distractions.
- We use our knowledge as a catalyst to innovate.
- We own our successes and mistakes, knowing both make us better.

- We are united by our shared purpose to enable Defence capability.
- We move at pace and with energy to create collaborative agile ways of working.
- We respond as One Force and as partners.

6. Our People

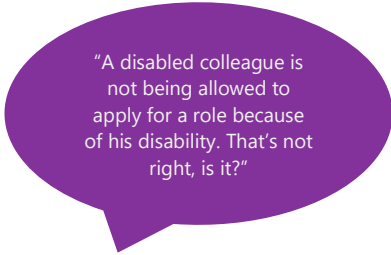
VIVO is all of us - who we are and what we do. We want it to be a great place to work; a place where we all feel valued and there's equal opportunity to grow and develop.



"I know a supplier is using illegal labour. Should I report it?"

Human Rights


Our business can have a positive or negative impact on the humanrights of all those that are involved with us. These are the basic rights every person has to be treated with respect and dignity. We always seek to respect and protect people's rights and not work with anyone who we know is abusing them.



"A disabled colleague is not being allowed to apply for a role because of his disability. That's not right, is it?"

Fair Treatment


We want to work in a place we all trust, where everyone's talents get the best chance. So we treat everyone fairly and equally, and value difference and diversity. We employ, promote and reward people based on their talent and merit – nothing else. We won't tolerate any form of discrimination.



"They're bullying a colleague. Should I report it?"

Bullying, Harassment and Violence

There's no room for any kind of bullying, harassment, or violence. No one should ever feel threatened or intimidated here. So if you see it or experience it– report it. We'll support you and take action if we need to.



"I don't think what we're doing is safe. But what can I do?"

A Safe Workplace

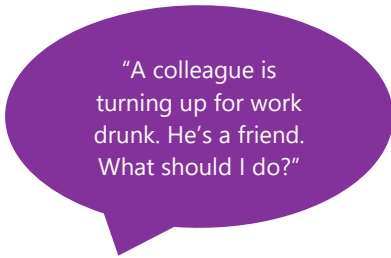
VIVO should also be safe. None of us should come to any harm because of the work we do.

That's why we all need to follow the programmes that are there to keep everyone safe and well.

And take personal responsibility for the things we must each do for our own safety, and the safety of those around us:

- Like wearing the right equipment.

- Always working within any method statement or risk assessment that applies to our job.
- Only operating equipment if we're fully qualified.
- Never fooling around when there are risks.
- Reporting any accident or dangerous occurrence.
- Reporting any conditions or work practices that aren't safe.
- Always asking if we're not sure how to do something safely.



Substance Abuse

Staying safe also includes protecting our workplace from the risks created by those who abuse drugs, alcohol, and other substances.

They can have serious impacts on safety and health at work and we want to protect everyone from that.

7. Our Business

We provide essential services to our Armed Forces and we want our impact to be positive and beneficial. That means living our values and living by our standards. Our business integrity depends on your integrity. We rely on you to do what's right and protect our reputation.



Fair Markets

We want everyone to trust that we will compete fairly, openly, and honestly. So we never fix prices or try to control supplies.

And we never boycott customers or suppliers or enter into any other anti-competitive agreements.

Working with Partners and Competitors

We always provide accurate information, and never try to cheat anyone, whether we're working on our own, or with partners and competitors.

Working with Others

We deal fairly, honestly, and transparently with suppliers and third parties, and expect them to be fair and honest too. We won't work with anyone who tries to cheat.

Hiring Employees

When employees from customers or competitors come to work for us, we don't turn what they know into an unfair competitive advantage.

"It's just a small facilitation payment. Everyone does it in order to get the job done, right?"

"A supplier has given me a generous gift. Can I accept it?"

"One of our suppliers is overbilling the customer but only slightly. Should I just keep quiet?"

Bribery and Corruption

No matter what "local custom" might be, we never give or take any kind of bribe. That includes even the smallest facilitation payment.

It may seem minor, and it may seem like there are good reasons to pay. But there never are. Even on the smallest scale, corruption is corrosive and can severely damage our reputation.

Gifts and Hospitality

Exchanging gifts and hospitality can build goodwill. But unless we're careful, they can look like a bribe. That's why we have clear procedures we all need to follow and must all register any gift or hospitality we intend to offer or receive via Ethics@vivodefence.com.

Fraud

Even if it's unproven, fraud can destroy our reputation.

So we leave no room for doubt and make sure our books, records and financial reporting are always accurate and honest. That includes all our claims, our expenses, and our time.

Conflicts of Interest

When your own interests could interfere with VIVO's, it's a conflict of interest. For example, if you employed your partner as a supplier.

Conflicts of interest can improperly influence our judgement and may lead us or someone we know to try to benefit at the expense of VIVO.

In the same way, if VIVO ends up with an unfair competitive advantage, for example by employing someone who might influence government decisions, that's an organisational Conflict of Interest.

We never want to be accused of trying to gain an unfair advantage. So whenever you think there may be a conflict, you should raise it at once.

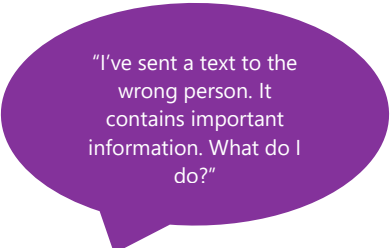
Respecting the Environment

We want to help build a better world for future generations. So we treat the environments we work in and the people we work among with care, respect, and thoughtfulness.

And we do all we can to prevent environmental damage and minimise our use of energy and resources.

8. Our Information

It's the job of every one of us to protect the information and ideas that give us our competitive advantage.

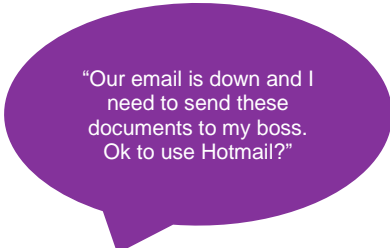


"I've sent a text to the wrong person. It contains important information. What do I do?"

Confidential Information

We make sure confidential information about VIVO, our people, our customers, or our partners and suppliers never falls into the wrong hands.

And because it's so easy to say something or reveal information we didn't mean to get out, we take particular care when we're online or using mobile devices.

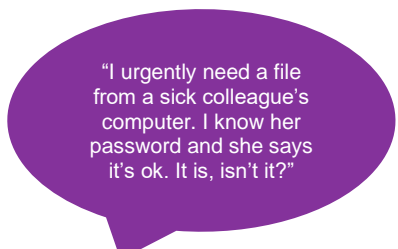


"Our email is down and I need to send these documents to my boss. Ok to use Hotmail?"

Securing Information and Using Our Systems

We use VIVO's computer systems and printed archives responsibly. And we follow all the procedures – like those for passwords, log-ins and how we use the Cloud.

So valuable information stays secure, and isn't accidentally disclosed, changed, or deleted.




"I urgently need a file from a sick colleague's computer. I know her password and she says it's ok. It is, isn't it?"

Personal Information

We handle personal information about those we employ, our customers, partners, and users of our services. We all have a duty to respect this information and ensure it is protected and handled responsibly and only used for the purpose for which it was provided.

Always respect the privacy of individuals and never disclose personal information to anyone who doesn't have the right to see it or the need to know it.



"A colleague is bad mouthing team members on social media. Should I get involved?"

Social Media

Social media give us lots of new opportunities to communicate and collaborate.

But we also need to take care to protect our people and reputation. We are each responsible for what we say online.

External Communications

Our reputation is affected by what people hear about us, either directly or through the media. So what any of us say really matters.

That's why we don't start rumours or talk idly. And we never speak on behalf of VIVO if we're not authorised to.

You have certain legal rights in relation to your personal information. For further details about these rights and how you may exercise them, or if you would like further information about the way we handle your Personal Data please contact DPO@vivodefence.com.

We would be happy to address any concerns you have about your data privacy directly, and we encourage you to contact us in the first instance with your queries. However, you have a right to lodge a complaint with the Information Commissioner's Office (<https://ico.org.uk/concerns/> or telephone: 0303 123 1113) or other relevant supervisory authority who will then investigate your complaint accordingly.


9. Living Our Code

We need everyone to do what is right and speak up when they believe our Code is being broken. But sometimes that's a hard thing to do.


You can feel under intense pressure. Frightened. Lonely. Unprotected.

We want you to know you are not alone. We will listen. We will help. We will advise. We will protect you.


And we absolutely will not allow any retaliation against you.




"I want to report something but will I really be protected?"



"I'm worried my manager will retaliate. And what about my colleagues?"



"Will my job be in jeopardy if I report an issue?"



"I want to report something but will I really be protected?"

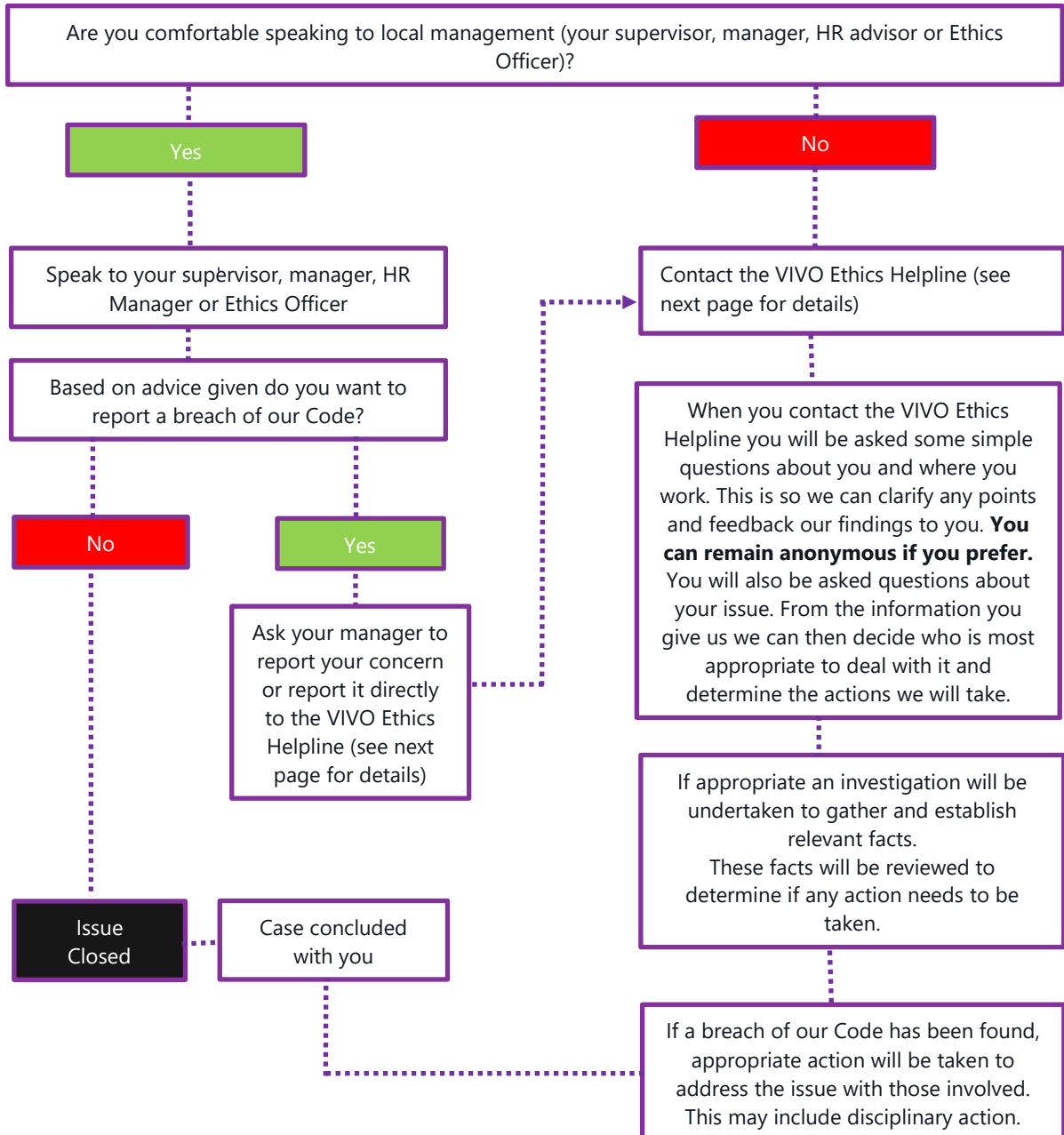
If you're not sure what to do, ask yourself:

| STOP | THINK | SELECT A SOLUTION & TEST IT | ACT | REVIEW |
|---|---|---|---|---|
| <p>Stop when you recognise an issue or dilemma:</p> <p>Be vigilant and recognise ethical issues - situations where there is not a clear 'right' or 'wrong' answer or where you find a decision difficult or you are hesitant to act.</p> | <p>Get the facts, ask yourself:</p> <p>Are you clear on what precisely needs to be decided?</p> <p>What are the relevant facts?</p> <p>Do you have all the information you need?</p> <p>Do you understand the risks involved?</p> <p>Talk to others, ask yourself:</p> <p>Have you consulted those with a stake in the outcome?</p> <p>Who needs to support your decision?</p> <p>Consider your options, ask yourself:</p> <p>What are the options available to you?</p> <p>Are any factors influencing your decision?</p> | <p>Rules, ask yourself:</p> <p>Legal test – is it legal?</p> <p>Compliance test – does it comply with Company policy?</p> <p>Values, ask yourself:</p> <p>Values test – does the decision live our Values?</p> <p>Personal, ask yourself:</p> <p>Family test – would you be proud to tell your family?</p> <p>Public test – will it positively improve our reputation if it was public knowledge or tomorrow's headlines?</p> <p>Gut feel test – does it feel the right thing to do?</p> | <p>Act with confidence and transparency</p> <p>Communicate your decision and rationale for it.</p> | <p>Review its delivery and monitor its impact</p> <p>Seek feedback on the impact of your decision.</p> <p>Ask yourself:</p> <p>Has it addressed the issue? Has it had the expected results?</p> |

10. I have a question or concern.....

If you have a question, ask your manager, human resources, or ethics lead. Or you can ask a question online by going to Ethics@vivodefence.com.

If you have a concern there are a number of paths you can follow:



11. Reporting Issues

No matter where you work in VIVO, if you believe our Code is being broken, then you should speak up.

Sometimes it's not easy, but it's always right.

We absolutely prohibit retaliation towards anyone who reports a violation or helps an investigation, and we will protect you and respect you for having the courage to live our Code.

There are multiple ways to report:

- First you can speak to local management (your supervisor, line manager or Human Resources).
- If you're not comfortable doing that, you can contact the company in confidence through the VIVO Ethics Helpline in a number of ways:

To call toll free use the following number:

0800 046 5695

You can report online by going to: vivoethicshelpline.ethicspoint.com

You are also able to report via your mobile device at: vivoethicshelplinemobile.ethicspoint.com

- Alternatively you can email a report, or problems with the helpline number, to Ethics@vivodefence.com
- Finally you can write to:

General Counsel

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Neon Q10 Quorum Business Park

Benton Lane

Newcastle Upon Tyne NE12 8BU