



# Code of Conduct

# Foreword from our Board Chair

This Code of Conduct (the 'Code') sets out the principles by which we will do business and how we engage with all our stakeholders, customers, employees, local communities, suppliers and all our colleagues.

We will of course always obey the law wherever we operate but quite often go beyond the law in pursuit of what is right. We will act with honesty and integrity and be respectful of those with whom we do business.

Observance of this Code is essential to the long-term success and sustainability of **ofi**. It is important that you read and acknowledge your understanding of the Code. We cannot tolerate operating outside the Code of Conduct.

I am very proud to be part of a Team committed to these principles.



**Niall FitzGerald KBE DSA**  
Chair of the Board



# Foreword from Executive Director and CEO

Our new company and brand stand for all the ways we are transforming our business, not only to serve our customers better but to deliver our purpose to **be the change for good food and a healthy future**. We do that by staying true to our principles, respecting people and the planet by doing things the right way, not the easy way. We cannot do this without you.

Each of us has a responsibility to make sure that doing business in an ethical, socially responsible and environmentally sustainable way is at the heart of every decision and action we take. That is why this Code of Conduct is one of the most important documents we have here at **ofi**. It clearly sets out the standards everyone in our business should live by.

This Code is a guide to help you put our values into practice if you are ever faced with an ethical dilemma, and to give you the knowledge and courage to speak out should you ever feel that others are not operating to the same standards. It is a commitment that together we will continue to make **ofi** a company we are proud of, where we do the right thing, and where we have a positive impact on the world around us. Use it well.

Yours sincerely



**A. Shekhar**  
Executive Director and CEO



# Our framework

**No document could possibly cover all situations, but as a trusted employee you must avoid any action that is illegal, unethical or could damage our business's reputation anywhere in the world.**

**It is a condition of your employment that you comply with this Code of Conduct (the 'Code'). Any breach of the Code may result in disciplinary action being taken against you. Consequently, it is critical that you read and follow our Code and ofi policies and bring it to life in your role.**

This Code applies to everyone working for, or on behalf of, the ofi Group. Whether you are a director or employee, temporary or permanent, work in a subsidiary, affiliate business or you are an external service provider working on our behalf, this Code applies to you.

You should also seek to engage with our agents and third parties on the basis that they do business in line with similar principles to those set out in the Code.

If you are ever unclear on what to do, consult the Legal, Compliance & Company Secretary function ('LEGAL') via this [link](#).

## Our purpose and values

Our business practices are informed and inspired by our purpose to be the change for good food and a healthy future. That means having a positive impact on people, places and planet, from plant right through to palate. It means using our deep-rooted presence in the countries where our ingredients are grown to help create fairer and more transparent supply chains. And it means helping our customers by creating food and beverages that are good for farmers, our planet and the environment. Every one of our employees has an important role to play in making this purpose real every day.

Our values and everyday behaviors build our culture. They shape how we work and set the standard for what it means to be part of ofi. We encourage you to be driven and curious, but your actions cannot be at the expense of the planet, the places where we live, other people or doing business the right way. That's why we expect our people to also be open and fair.

We should always remember that trust is placed in us by our leaders, colleagues, suppliers, customers, and the local and international communities in which we operate. There are no extenuating circumstances for breach of that trust.

## Our commitments

We uphold the law, this Code and ofi policies and put integrity at the heart of all relationships.

## Your responsibilities

As well as understanding the laws relevant to your role, you must follow ofi's internal policies and procedures. Our Code is specific to ofi and what we believe is right, so our Code, policies and procedures may sometimes go beyond what is required by local rules and regulations.

### You must

- Behave ethically and honestly.
- Comply with this Code, ofi policies and all other applicable laws at all times.
- Speak out if you are made aware of, suspect or see any serious wrongdoing or violation of this Code, ofi policies and applicable laws.
- Seek guidance from your manager or LEGAL if you are ever unsure about the interpretation of this Code.

## Our guiding principles

This Code cannot cover every situation. If you are facing an ethical dilemma or are unsure what to do, consider the following questions to help guide your choices.

- Is the action illegal?
- Does it breach the ofi Code or policies?
- Could it damage others or harm the environment?
- Could it hurt ofi's reputation?
- Does it feel right?

If still in doubt, discuss it with LEGAL.



# Contents

## 1. We uphold the law and the Code

- Legal consultation
- Securities law
- Intellectual property
- Know your counterparty
- Law enforcement and regulatory bodies

## 2. We put integrity and fair play at the heart of all relationships

- Fairness in dealing
- Conflicts of interest
- Anti-bribery and corruption
- Gifts and entertainments
- Tax evasion
- Engaging government, officials and NGOs
- Political donations
- Responsible marketing and communications

## 3. We respect the rights of individuals, communities, and the environment

- Protecting the rights of our people
- Ensuring employee health and safety
- Protecting the rights of people and communities
- Protecting the environment
- Ensuring food safety and quality
- Responsible innovation

## 4. We protect ofi's reputation and assets

- Protecting our reputation
- Control of ofi's information
- Using social media
- Protecting ofi's information
- Financial and other business information
- Personal data and privacy
- Use of information technology

## 5. Reporting your concerns (speak out!)



## 1

# We uphold the law and Code

ofi operates in many different countries. Where local law and regulations conflict with the Code, you must comply with whichever sets the highest standard i.e., if the Code sets a higher standard, you must apply the Code and vice versa. Where local law is stricter than the Code, ofi's local policies and procedures must comply with these enhanced local standards.

**If, by following the Code, you believe you have to breach local law or you are unclear on what to do, consult with LEGAL.**

## Legal consultation

Employees must always comply with the applicable laws and regulations. Ignorance of the law is no excuse.

Timely legal consultation is essential to protecting ofi's legitimate business interests and opportunities. LEGAL will provide guidance to anyone in the Group on an ongoing basis, and you should follow that guidance.

To protect ofi we will:

Promptly seek advice from LEGAL, particularly in the following situations:

- handling material commercial contracts (such as Master Sales Agreements, high value contracts, and bespoke arrangements) unless LEGAL has delegated its authority to the business, or set up a route for direct consultation of an external legal adviser;
- where any litigation and/or regulatory action occurs;
- working on new or proposed M&A, divestments, joint ventures or other similar transactions;
- a government or regulatory body communicates with us about potential investigations or regulatory actions;
- compliance issues involving competition/antitrust laws, such as trade terms, distribution agreements, exclusivity arrangements, pricing (see section on Fair Dealing) occur;
- external communications occur that could impact ofi's reputation or create legal liability or contain 'inside' or 'price sensitive' information (see section on Securities Law and Competition Law Policy);
- use of, or proposed changes to, our Intellectual property occur (see section on Intellectual Property);
- issues related to product quality and safety occur (see section on Food Quality and Safety);
- bribery or corruption issues arise (see section on Anti-bribery and Corruption);
- sanctions related matters (see section on Know Your Counterparty).

It is important that we all use common sense and judgement in situations that are not covered above. If you are unsure, err on the side of caution and consult with LEGAL.

To protect ofi we will not:

- do anything that LEGAL has advised is illegal and/or impermissible;
- proceed without express senior line management approval where legal advice highlights significant risks for ofi, such as the risk of litigation;
- appoint, manage or remove external legal counsel without first consulting with LEGAL;
- pay any legal fees that differ from the fee structures agreed with external legal counsel by LEGAL.

## Securities law

Employees must obey relevant securities laws. These make it illegal to buy or sell securities while in possession of 'Inside Information', which means information that is not publicly available and that a reasonable investor may consider important in deciding whether to purchase or sell a security. If in doubt on this matter, check with LEGAL.

Examples can include:

- significant financial information about ofi;
- a potential merger, acquisition or divestment of company assets;
- information on ongoing legal matters;
- material changes to leadership or organization;
- research breakthroughs and innovation launches.

To protect ofi we will:

- read and understand ofi's Securities Dealing Code and Policy Documents and Inside Information Disclosure Policy;
- contact LEGAL if we have access to Inside Information or own ofi securities and it is unclear how to act;
- alert the LEGAL function if suspected or actual Inside Information is not being managed as Inside Information.

To protect ofi we will not:

- use Inside Information to buy or sell securities of any listed company, including shares, equities, related derivatives, options or spread bets;
- encourage anyone else to buy or sell securities when in possession of Inside Information, even if there is no personal profit from it;
- pass Inside Information about ofi to anyone outside the business, including friends and family (see section on Protecting ofi's Information below).

## Intellectual property

Employees are responsible for protecting **ofi**'s intellectual property (IP), and for respecting the IP rights of third parties.

IP includes trademarks, copyright, patents, trade secrets and other proprietary information. These are valuable assets to be handled with care.

LEGAL must always be consulted in relation to the protection of our IP and its use or commercialization and can direct you to functions including Brand, Tax and Finance that would also need to be notified.

To protect **ofi** we will:

- always consult LEGAL whenever there is a plan to create a new brand or register, license, amend or transfer any trademark, patent or other IP right or enter into any agreement concerning **ofi** intellectual property, whether owned or licensed;
- only use the intellectual property of another company in a way that ensures the use of that company's intellectual property is consistent with the rights granted to us;
- ensure any know-how or trade secrets are kept securely and subject to strict confidentiality arrangements internally and with external parties.

To protect **ofi** we will not:

- use **ofi**'s intellectual property for personal or non-company purposes;
- use or distribute third-party copyrighted software and materials without approval from LEGAL.

## Know your counterparty

To protect **ofi**'s reputation, it is important to ensure that we are in compliance with all applicable sanctions and do not conduct business with those associated with criminal activities

In particular, **ofi** and its employees must make sure **ofi** does not breach applicable international sanctions or receive funds which are the proceeds of criminal activities, as this can amount to the criminal offence of money laundering and/or sanctions violations.

If you are planning to do business with anyone, you are responsible for ensuring counterparty screening is carried out and the counterparty is approved before conducting any business.

To protect **ofi** we will:

- read and become familiar with the **ofi** Trade Sanctions and Counterparty Screening Policy;
- screen all counterparties before doing business to assess their identity and legitimacy, and to make sure they are not subject to sanctions;
  - to screen, determine, with guidance from your regional Compliance Manager, which tools and processes should be used to ensure appropriate screening and record-keeping;
  - where required, carefully consider, in consultation with your regional Compliance Manager or regional General Counsel, the outcomes of the screening before deciding whether to do business with the third party;
- look out for signs of unusual financial or payment activity which may be an indication of money laundering, such as:
  - supplier requests to:
    - pay funds to a bank account in the name of a different third party or outside the country of their operation;
    - take payments in a form outside the normal terms of business;
    - split payments across several bank accounts;
  - customer payments to **ofi**:
    - made from multiple bank accounts to settle one payment;
    - made from bank accounts overseas when not a foreign customer;
    - made by third parties you have not contracted with;
    - made in cash when normally made electronically or by cheque;
    - made in advance when not part of normal terms of business;
    - immediately notify LEGAL where suspicions about actual or potential money laundering or other suspicious payment activity is noticed.

To protect **ofi** we will not:

- assume relevant third-party screening has already taken place. Failure to check or update screenings may put **ofi** and its employees at risk.

## Law enforcement and regulatory bodies

ofi is open and honest with all law enforcement and regulatory bodies.

To protect ofi we will:

- be honest in all dealings with any government official and comply with the requirements set out in the Government Interaction Policy;
- notify LEGAL promptly when contacted by a government agency about an investigation, request for information, statutory action, or other such matter, so that they can provide you with advice before replying to the request.

### Policies referenced in this section:

- [ofi Securities Dealing Codes and Policy](#)
- [ofi Inside Information Disclosure Policy](#)
- [ofi Trade Sanctions and Counterparty Screening Policy](#)





## 2

# We put integrity and fair play at the heart of all relationships

## Fairness in dealing

**ofi** opposes the unlawful restriction of competition, including formal or informal cartels. Examples of non-competitive behavior include discussing prices, volumes, business strategy, anticipated crop yields etc. with third party suppliers, customers, and competitors in the context of industry association participation, sales and distribution relationships and pre-M&A due diligence, as this can lead to accusations of price fixing and unfair competition.

Investigations by competition authorities may result in significant fines, costs, and compensation claims by our customers and competitors. It can also seriously damage our reputation and commercial relationships. Criminal sanctions for individuals, including imprisonment may also apply.

To protect **ofi** we will:

- comply with all applicable competition laws;
- read and understand **ofi**'s Competition Law Policy;
- attend and complete all relevant training, especially where involved in marketing, sales and purchasing, M&A or are in regular contact with our competitors;
- follow four key rules:
  - Set our own prices: do not agree or dictate resale prices at which our own customers and distributors can resell products to their end users.
  - No price fixing: do not enter into arrangements with competitors to fix prices, whether directly or through a third party.
  - No market rigging: do not 'carve up' markets or allocate customers between us and our competitors, nor enter into agreements that have the effect of restricting sales or bid entries to certain customers only.
  - Protect commercially sensitive information: do not exchange in price sensitive, strategic, or confidential information with competitors nor ask our customers or distributors to provide us with price sensitive or confidential information about our competitors.

Breaches of competition and anti-trust laws can occur inadvertently so when in doubt, consult LEGAL immediately.

## Conflicts of interest

Should you ever be faced with a potential conflict of interest at work, you must place **ofi**'s interest above your own personal interests.

Examples can include:

- hiring (final decision on hiring) friends or relations;
- offering a contract (final decision on offering) to friends or family;
- procurement of goods and services from a firm you have a financial interest in;
- sponsoring/awarding services or collaboration driven by personal interests;
- pursuing a business opportunity that is in competition with **ofi**'s business interests;
- using business information for personal use.

To protect **ofi** we will:

- at the earliest opportunity, advise our immediate manager, or make a formal declaration, of any personal interest that could inappropriately influence our judgement when we are acting for **ofi**;
- for further information, read the Conflicts of Interest Policy and consult LEGAL should you need any further guidance.



## Anti-bribery and corruption

**ofi** has a zero-tolerance stance when it comes to bribery, facilitation payments, and any form of corruption. We operate in some countries where it may be common practice to request or pay bribes in order to do business. Paying any bribes, no matter how small, only allows this unethical practice to continue.

Bribery or a bribe includes, directly or indirectly:

- promising;
- offering;
- agreeing to pay;
- authorizing payment of;
- paying;
- giving;
- accepting;
- requesting;
- soliciting;

anything of value to or from a third party intending that a person performs (or is rewarded for performing) their role improperly.

Being bribed is also prohibited. No employee may accept, request, or solicit a bribe.

Facilitation Payments - or 'grease money' - are one of the most common forms of corruption. These are small bribes to ensure speedy processes, queue-jumping, inspections approvals and the like. The payment of Facilitation Payments are strictly prohibited in **ofi**.

To protect **ofi** we will:

- act professionally, honesty and fairly in all our business dealings and relationships;
- read and become familiar with the **ofi** Anti-Bribery and Corruption Policy;
- report to LEGAL where a third party suggests or offers, a bribe. (This can also be done directly via the **ofi** Whistleblowing line);
- implement appropriate Anti-bribery wording in contracts;
- contact LEGAL with any concerns or questions.

To protect **ofi** we will not:

- offer or give bribes to any Government Official or other third party;
- request or receive bribes from any third party;
- agree to pay a facilitation payment unless we believe our safety, or the safety of others is at stake. Records of all such unavoidable payments must be fully documented.

## Gifts and entertainments

Gifts and entertainments can play a positive role in building relationships with stakeholders. However, these should be reasonable, proportionate, given in good faith and appropriate in the circumstances and not disguised or given in secret.

Gifts and/or entertainments (G&E) are anything that has commercial or personal value e.g., discounts, loans, sponsorships, favorable terms on any product or service, transportation, use of **ofi**'s assets, subsidizing of expenses, tickets to a sporting or theatrical event, accommodation, client entertainment, dinner, or drinks.

To protect **ofi** we will:

- ensure that all G&E provided is not excessive in value, reasonable and proportionate and is not prohibited as defined in the **ofi** Anti-Bribery and Corruption Policy;
- wherever possible, avoid providing G&E in excess of the threshold level set out in the **ofi** Anti-Bribery and Corruption Policy;
- Where any G&E exceeds the threshold levels set out in the **ofi** Anti-Bribery and Corruption Policy, further approval will be required and a full explanation should be provided.

To protect **ofi** we will not:

- provide or accept G&E to/from a Government Official without the prior approval of LEGAL;
- receive or provide gifts or entertainment that may give rise to a conflict of interest.

## Tax evasion

We do not evade tax or facilitate the evasion of tax by others, in any jurisdiction.

ofi operates in some jurisdictions that are higher risk from a tax evasion perspective. We must be alert to suspicious behaviors and situations that may suggest parties are involved in tax evasion or facilitation of tax evasion.

For example:

- a counterparty intends to make or receive payments from multiple bank accounts, or submits invoices addressed to a different entity, or other unusual payment methods;
- a counterparty has made a false statement relating to tax or income or has not been transparent with a tax authority in some way;
- a counterparty requests payment in cash or fails to provide invoices or contractual documentation relating to dealings with ofi;
- a counterparty seeks to include an intermediary in its dealings with ofi, particularly where the justification for using the intermediary, and their identity, is unclear;
- a counterparty seeks to make payment in currencies different to the invoice currency.

To protect ofi we will:

- ensure all third parties that we deal with are aware of ofi's zero tolerance approach to tax evasion and facilitation of tax evasion before entering into a relationship with them;
- include anti-tax evasion wording in contracts entered into with third parties;
- read and understand the ofi Non-Facilitation of Tax Evasion Policy.

## Engaging government, officials and Non-Government Organizations ('NGOs')

ofi routinely works with government, officials and NGOs on matters that concern our business. We expect employees to act with the highest level of integrity and in a fair and professional manner, following laws around the world which regulate interaction with Government Officials.

To protect ofi we will:

- deal honestly with governments, officials and NGOs and are open, transparent and accurate about the purpose of the interaction;
- disclose our identity and relationship with ofi, the purpose of the representation and ofi's position or standpoint;
- be open and transparent about the nature of the organization, its position and connection with ofi when acting as a formal representative on behalf of a trade association or industry alliance;
- only approach public authorities with a clear mandate from the industry organization;
- read and understand the ofi Government Interaction Policy.

## Political donations

ofi is strictly against making any political contributions, monetary or otherwise, to political candidates, political parties and political associations (or similar).

To protect ofi we will:

- ensure any contributions towards, and support for, political parties are clearly personal and do not affect our personal performance or objectivity at work;
- read and understand the ofi Government Interaction Policy.

To protect ofi we will not:

- directly or indirectly offer, pay or promise any donations or anything else of value to public authorities or Government Officials for the purpose of obtaining any business advantage for ofi.



## Responsible marketing and communications

ofi is committed to responsible marketing and external communications. Our approach aligns with our high standard of business ethics and our ambitious mission to drive transformation in the agriculture and food sectors, in an ethical, responsible and sustainable way.

To protect **ofi** we will:

- only make claims of nutritional and health benefits when a sound scientific basis exists, and in compliance with all applicable regulations in countries where we operate;
- create communications that show positive, diverse and unbiased portrayals, which are not discriminatory or offensive to any group or person based on social, racial, ethnic, religious, gender, age or physical traits.

To protect **ofi** we will not:

- provide communications that contain false or misleading information or terminology;
- aim marketing communications directly at children under the age of 12 years.

### Policies referenced in this section:

- [ofi Government Interaction Policy](#)
- [ofi Anti-Bribery and Corruption Policy](#)
- [ofi Conflicts of Interest Policy](#)
- [ofi Non-Facilitation of Tax Evasion Policy](#)
- [ofi Responsible Marketing Policy](#)



## 3

# We respect the rights of individuals, communities, and the environment

## Protecting the rights of our people

ofi makes sure its workplaces are built around well-being, equality, inclusion, and trust. That means we must take a proactive approach to protect the rights of people in all our workplaces.

### Freedom of association

All employees have the right to join, or refrain from joining, representative associations of their choice and to bargain collectively. Anyone's choice to form or join an association will not compromise their equal treatment at work.

### Equal opportunity

We do not make any distinction between people based on their: social or ethnic origin, sex, age, marital status, sexual orientation, genetic characteristics, nationality, surname, political opinion, trade union involvement, religious convictions, physical appearance, health, disability, or pregnancy.

We shall provide all our employees with remuneration that is fair and competitive in comparison to local market practices that we assess through regular studies and benchmarks.

We encourage the professional development of our employees.

### Harassment, discrimination and bullying

Harassment, discrimination and bullying is unacceptable in ofi i.e., any behavior that creates an offensive, indecent, hostile or intimidating environment.

To protect ofi we will:

- demonstrate and promote professional behavior at all times which is respectful of each other;
- provide equal opportunities strictly based on merit and performance;
- attend training provided by ofi to promote understanding and compliance with the ofi Anti-Harassment Policy.

To protect ofi we will not:

- behave in a way that is offensive, indecent, hostile, or intimidating or discriminates in any way on the basis of race, color, religion, sex, age, nationality, sexual orientation, disability, citizen status or marital status.

## Health and safety

ofi provides safe and healthy workplaces. Our companies must comply with all health and safety laws and regulations.

To protect ofi we will:

- be aware and comply with all applicable health and safety requirements, and make sure non-ofi personnel working on our premises do the same;
- immediately report any unsafe or unhealthy work practices you see to your supervisor or via the ofi Whistleblowing Link.

To protect ofi we will not:

- consume alcohol or illegal drugs at work premises, except for alcoholic beverages served at company sponsored or hosted social functions.

## Protecting the rights of people and communities

ofi respects the customary and legal tenure and access rights of indigenous people and observes the principle of free, prior, and informed consent. We respect and listen to the communities where we operate, and always learn from, and are considerate of, their views.

### Child and forced labor

ofi strives to ensure all forms of child exploitation and the use of forced labor have no place in our operations or supply chain. We respect and abide by the ILO Conventions.

We are committed to working with others, including suppliers, interest groups and Governments to eliminate abuses in the labor markets where we operate or have influence.

We will not tolerate any form of forced labor, including prison labor, indentured labor, trafficked labor, labor enforced by debt, threats of violence or withholding identification documentation and any form of modern slavery.

ofi prohibits the hiring of individuals under the age of 18 in positions where hazardous work is required. We also proactively work with our suppliers to monitor for and help eliminate child labor.

We expect our suppliers, contractors and any third parties we work with, to uphold the same standards and values as set out in ofi's Supplier Principles. If we become aware of counterparties deliberately falling short of these, we reserve the right to discontinue our business relationship.

Our commitment to Human Rights is set out in our **ofi** Fair Employment Policy which is in full compliance with the Conventions of the International Labor Organization (ILO) and the United Nations Global Compact's (UNGC) guiding principles on human rights and labor.

### Community engagement

Even if we have the legal right to operate, we always ensure we secure a 'social license to operate' through open communications, continuing dialogue, and fair dealings with communities.

Where appropriate, we undertake meaningful community engagement through the recognized approach of free, prior informed consent, which is outlined in the **ofi** Living Landscapes Policy.

To protect **ofi** we will:

- uphold and promote our standards of respect and dignity to the communities in which we operate;
- confirm any suppliers, contractors or other third parties we work with do the same;
- read and become familiar with the **ofi** Supplier Principles and Fair Employment Policy.

### Protecting the environment

**ofi**'s Living Landscapes Policy sets out our approach to sustainable development in agricultural supply chains and landscape management. The Living Landscapes Policy focuses on putting more back into food and farming systems than is taken out by creating and sustaining living landscapes where farmers, rural communities and ecosystems can flourish.

To protect **ofi** we will:

- follow all applicable national environmental laws, regulations, requirements, and corporate commitments;
- follow all **ofi** environmental and social policies, especially as these may be more stringent than local law;
- implement responsible sourcing, including by eliminating unacceptable practices in land management and implementing sustainable practices where feasible;
- look for ways we can drive positive environmental impact and be aware of the environmental consequences of your actions;
- follow procedures, notify management of potential environmental concerns, and promote continuous improvement in all relevant processes.

### Ensuring food safety and quality

**ofi**'s reputation and success is founded upon providing safe high-quality products and services that meet all applicable standards and regulations, as well as accurate and appropriate information about these products and services, within the end-to-end value chain.

All employees have a role to play in ensuring the products and services we provide, meet, and often exceed, the expectations of our customers. We will take prompt action to address products or services that do not meet our own high standards or those required by the marketplace including, when required, recalling such products.

To protect **ofi** we will:

- apply effective processes to measure and record product and process performance and, where appropriate, take effective corrective and preventive actions to assure great product quality experiences for our customers;
- promptly and proactively report all product safety or product quality concerns to Line Management, the Quality & Food Safety Team (QFS Team), LEGAL or via the **ofi** Whistleblowing Line.

To protect **ofi** we will not:

- knowingly produce or distribute products, that could adversely impact employees' or consumers' health, endanger customers, damage communities, or adversely impact **ofi**'s brand reputation;
- knowingly provide inaccurate, untimely, or misleading information on food or food related services;
- take decisions about product safety or quality without the authority or knowledge to do so;
- respond to customers about product quality or safety of products without gathering all the facts and consulting with the relevant internal experts and resources;
- take independent action on food safety issues without engaging the QFS Team and LEGAL (this includes product tampering or counterfeiting; consumer complaints that may lead to legal disputes; potential product recalls);
- engage with external regulatory bodies on food safety issues without engaging the QFS Team and LEGAL.

## Responsible innovation

Innovation is fundamental to **ofi**'s business success and a core part of our global strategy. The integrity and objectivity of our science are a key foundation for our approach to responsible innovation.

Safety is non-negotiable. **ofi** conducts responsible, safe research and innovation, respectful of the concerns of our consumers and society. In meeting consumer needs, **ofi**'s innovations are based on sound science and technology, and reflect ethical principles.

To protect **ofi** all employees involved in scientific research and innovation activity will:

- ensure that risks for consumer safety, occupational safety and the environment are suitably assessed and managed;
- ensure appropriate specifications of raw materials, products and packaging and labelling are compliant with the regulations;
- ensure effective management of allergen risk to address consumer safety risks;
- ensure research on human subjects is conducted in compliance with national and international regulations and relevant codes;
- ensure the integrity, robustness, objectivity and transparency of all scientific research and collaborations with external partners;
- maintain and make accessible, to the extent it is appropriate, records of all research, including study protocols and data, and their interpretation and decisions made;
- raise any concerns about actual or potential non-compliance with this section with Line Manager or the Legal function.

To protect **ofi** we will not:

- deliver presentations or publications that have not been approved by the Innovation Function;
- collaborate with third parties on innovation projects outside a structured and approved contractual framework.

## Policies referenced in this section:

- [ofi Fair Employment Policy](#)
- [ofi Anti-Harassment Policy](#)
- [ofi Supplier Principles](#)
- [ofi Whistleblowing Policy](#)
- [ofi Living Landscapes Policy](#)
- [ofi Health and Safety Policy](#)



## 4

# We protect ofi's reputation and assets

**We commit to protecting ofi's reputation and other tangible and intangible assets. We do so to better serve our customers and preserve value for our investors and other stakeholders. Consequently, all we do in this regard will be in full compliance with the applicable law.**

## Protecting our reputation

Everything we say and do can affect our reputation therefore it is essential that you read, understand, and comply with the ofi Code of Conduct and ofi's policies.

If you are ever in doubt as to what the right thing to do is, you should contact LEGAL for advice.

## Control of ofi information

Shareholders, financial analysts, the press, and others rely on us to provide them with reliable information regarding the Group's operations, performance and outlook.

The only individuals authorized to communicate on these matters are members of the ofi Group Board, the Investor Relations team, and Group Communications team.

To protect ofi we will:

- promptly forward all enquiries on these matters to the Investor Relations & Group Communications teams;
- not personally provide information or respond to any external enquiries.

## Using social media

We use social media to raise awareness of the business, engage with our target audiences and increase traffic to our global websites. See ofi Social Media Policy.

To protect ofi we will:

- only post on behalf of the Group after receiving support and guidance from the Group Comms team.

To protect ofi we will not:

- open any social media account in the name of the Group or using any of its brands, without the express permission of the Group Communications team;
- use any private social media accounts and/or channels to damage ofi's name and reputation.

## Protecting ofi's information

Information is held in many different formats, including on paper, electronically in documents, or in IT applications and systems. ofi is committed to only collecting, storing, and using information in compliance with the law and without any violation of another person's or legal entity's confidential or proprietary information.

To protect ofi we will:

- treat ofi information with the appropriate care to ensure its confidentiality, while also adhering to the local law or regulations of each country and cooperating with authorities;
- only share ofi information with employees or others working for ofi, or authorized third parties, with a genuine business need to access it and with a suitable non-disclosure agreement in place taking care to tailor any templates provided by LEGAL (see section on Legal Consultation);
- take all necessary steps to protect information in documents and on IT devices away from the workplace and in public places (see section on Intellectual Property);
- report any concern or suspicion of inappropriate disclosure of ofi information to LEGAL or the ofi Whistleblowing Line.

If in doubt about how to treat certain information, contact LEGAL.

## Financial and other business information

The recording of any business information must be accurate, complete, and timely.

To protect ofi we will:

- follow all laws, external accounting requirements and ofi procedures for the reporting of all business information;
- ensure full transparency of financial or other required information and fully cooperate with our internal and external auditors.

To protect ofi we will not:

- falsify or destroy ofi accounting or business records; or
- deliberately report, create, record, or generate false or misleading information.



## Personal data & privacy

ofi respects the privacy and personal data of all individuals, including employees and customers. We collect and use personal data in accordance with our values, applicable laws and with respect for privacy as a human right.

To protect **ofi** we will:

- only collect data that is adequate and relevant and store it solely for the purpose it was collected for;
- be transparent with individuals about the collection, use, storage, sharing, and maintenance of personal information;
- explain the authority which permits the collection of personal information and the specific purpose for which it is intended;
- as far as is practical, seek individual consent to collect, use, store, share or maintain personal information and provide mechanisms for appropriate access, correction, and redress;
- as far as is practical, make sure personal information is accurate, relevant, timely and complete, every time it is used;
- keep personal data confidential and secure, and act responsibly and ethically, in line with our core values;
- read and make yourself familiar with the **ofi** Data Privacy Policy.

To protect **ofi** we will not:

- retain personal data for longer than necessary to achieve the business objective or meet minimum legal requirements;
- transfer personal information across borders, without checking with the Legal & Information Security teams to make sure that no laws are violated (for any personal information being transferred between entities or with a third party, a Data Processing Agreement or Data Transfer Agreement should be part of the contract or an addendum to the contract);
- collect and use personal data for purposes that are not reasonably expected by our customers and employees.

## Use of information technology

Employees are provided with **ofi** systems and equipment to carry out their role and these should be used responsibly.

To protect **ofi** we will:

- make sure **ofi** equipment is used appropriately, protected from damage, and locked away or put out of sight when left attended for a prolonged period of time or overnight;

- use a password or PIN to lock unattended **ofi** equipment or any personal device used to access **ofi** information;
- immediately report the loss or theft of any **ofi** equipment, or personal device used to access **ofi** information, to the Central IT Service Desk;
- adhere to all software copyrights and licensing agreements;
- follow the IT request process to install any software or applications on **ofi** equipment.

To protect **ofi** we will not:

- use computer software, equipment, and telecommunication services (e.g., internet or email) for illegal or immoral purposes;
- try to disable, defeat or circumvent **ofi** security controls, such as firewalls, browser configuration, privileged access, anti-virus and system logs;
- use **ofi** systems or equipment to intentionally access, store, send, post or publish material that is pornographic, sexually explicit, indecent or obscene, or promotes violence, hatred, terrorism or intolerance, or breach local, national or international laws;
- use **ofi** systems or equipment to intentionally defame, slander or lower the reputation of any person or entity or their goods or services;
- intentionally write, generate, compile, copy, collect, propagate, execute, or attempt to introduce any computer code designed to self-replicate, damage, or otherwise hinder the performance of or access to any IT assets;
- forward emails containing non-public **ofi** information to personal email accounts;
- share **ofi** access credentials with anyone else, including work colleagues, friends, and family;
- use our **ofi** email address for online activity not related to **ofi** business or engage in any form of private business using **ofi** equipment;
- intentionally access **ofi** systems or information that is not intended for them, or access **ofi** systems or information after leaving **ofi** employment.

**Policies referenced in this section:**

- [ofi Data Privacy Policy](#)
- [Social Media Policy](#)

## 5

# Reporting your concerns (speak out!)

## We encourage all employees and anyone outside of the company who suspects wrongdoing to **speak out!**

The **ofi** Whistleblowing Policy sets out what you should do if you:

- believe another employee or someone acting on behalf of **ofi** has, or is about to, do something potentially illegal or in breach of the **ofi** Code of Conduct and any **ofi** Policies;
- suspect some form of wrongdoing and are unsure of the proper course of action and need advice.

Anyone can report a concern in good faith without fear of retaliation, either openly or anonymously. All reports are treated seriously, investigated properly, dealt with promptly, fairly and confidentially.

## How to report a concern of wrongdoing

The **ofi** Whistleblower Policy maintains a simple online communication channel that can be used to report your concern, openly or anonymously.

If you prefer you may report your concerns directly to your manager however your anonymity will be lost in doing so.

The most effective and secure way to **speak out** is using the external fully anonymous online reporting system which **ofi** have set up.

## Online reporting

To do this you should:

1. Click on the link on the **ofi** Ethics and Compliance page [www.ofi.com/about-us/ethics-and-compliance](http://www.ofi.com/about-us/ethics-and-compliance) and select the Whistleblowing tab.
2. Click on the Whistleblowing Channel link and follow instructions to provide all the information requested in the fullest detail possible.
3. Upload any supporting documentation.
4. Where you are contacted for further information, please make every effort to provide this to the best of your ability as quickly as you are able.

Your report will then be reviewed, responded to where possible and investigated where appropriate.

## No retaliation

We will not tolerate any threats or acts of retaliation against individuals who raise a concern of wrongdoing in good faith.

If you suspect that you are being targeted, have been threatened or have actions taken against you in possible retaliation for reporting a concern you should report it immediately via the channels set out in the **ofi** Whistleblowing Policy.





November 2022

**ofi**  
make it real