



dunnhumby Code of Business Conduct

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A message from our executive team.

dunnhumby's Code of Business Conduct ('Code') is at the heart of how we run our business and is designed to help and protect us. It is important that we all understand the rules that we must follow, and the conduct that is expected of us, to look after our colleagues, do a great job for clients and stakeholders, protect our reputation and do the right thing.

Whether you are new to dunnhumby or have worked for our business for years, please take the time to understand our Code and how it applies to you. Our Code means more than just following the law and our policies. It's about using our Values & Behaviours, guiding our conduct and decision-making so that we are always doing the right thing for each other and the business.

If you ever have concerns about your own conduct or that of another person, you must speak up straight away and talk to someone you trust, starting with your line manager. Alternatively, speak to the HR or Business Integrity. If you need to raise your concern anonymously, you can do so through Speak Up, and in complete confidence.

We should all be proud of our business and the contribution that we make. By living our Code, we can build an even stronger business for the future.

Living the Code.

We expect all colleagues to:

- Know the Code and how to access it
- Follow the guidance and advice contained in the Code
- Complete all training on an annual basis, and any other training as required, so that you are confident in how to handle complex issues
- Ask for help if you're not sure what to do
- Always consider 'how' you do something as much as 'what' you do
- Speak up if you ever think that the Code has been broken or our Values have been undermined

If you manage other people, you have extra responsibilities:

- Protect team members by ensuring that they have the skills and training they need in their roles including Safe, Legal, and Secure training
- Manage risk effectively and never take, or require others to take unnecessary risks, including those that may be illegal, unethical, or cause harm or injury to any of our stakeholders or our brand
- Provide visible and consistent leadership on Code issues
- Reward Values-led behaviour and nurture a culture of inclusion, respect and integrity
- Do not allow unethical conduct to pass unchallenged and take action if you identify wrongdoing or it is brought to your attention by others

Code Guidance.

1. Always comply with the law

Trust in our brand depends on our reputation as a law-abiding business and the Code and policies set out how the law is applied in practice. Where local laws or policies are stricter than the Code, the local rules prevail.

2. Be guided by our Values & Behaviours

Our Values help us do the right thing when faced with difficult decisions. They are supported through a set of repeatable behaviours we live and breathe to be a high- performing business.

3. Always do the right thing.

Business integrity means doing the right thing, even when it's hard. The following pages provide you with advice and help in dealing with the main risks you may face in your work. Each section includes a Q&A, a list of relevant policies, and which teams to contact for help.

Curiosity | Listen. Ask questions. Explore.

Be an active listener, ask the right questions to understand our clients and to explore, look for opportunities to improve what we do and how we do things to achieve our strategy.

Courage | Be ambitious and decisive.

Understand our strategy and prioritise what you can do to deliver it. Be bold to do things differently, identify quickly if things don't work and learn from them. Constructively challenge each other and our clients in a data-led way.

Collaboration | Together, we grow one dunnhumby.

Share your knowledge and best practice. Understand the goals other teams are working towards and see how you can connect your work. Actively resolve issues and celebrate our collective success. Be trustworthy and respectful of people and processes. Constructively voice your opinions, understand decisions made and follow them.

Passion | It all starts with the customer.

Bring our purpose to redefine Customer First to life in your work. Care about our clients and deliver exceptional work to them. Take pride in what we do and encourage one another to be the best we can be.

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Speak Up.

If you suspect that the law, our Code, or any of our global policies or values are not being followed, you should report it. All concerns will be taken seriously and investigated as appropriate, with confidentiality respected.

In the first instance, you should contact your Line Manager. If you cannot or do not want to speak to your Line Manager, you can contact a member of the HR, Business Integrity, Legal, or Information Security teams.

Alternatively, visit our independent, third-party, Speak Up website.

dunnhumby.ethicspoint.com

Submit your concerns in a secure online form or select your country and follow the instructions to speak to an independent person, in your own language, about your concerns.

All calls and emails logged via the website are issued with a unique username and password. This is simple to use, confidential, and, if you wish, anonymous. Access to Speak Up extends to our clients and other stakeholders.

dunnhumby does not tolerate retaliation in any form, and if you feel you are being retaliated against for speaking up, please escalate your concerns to Employee Relations, or Business Integrity.

Reports will be investigated in a respectful, professional manner as promptly and confidentially as possible. If you are asked to participate in an investigation, you are required to cooperate fully.

In line with the UK Public Interest Disclosure Act 1998 (and its foreign law equivalents), we will protect the confidentiality of complaints.

This means that, if you have acted lawfully and in good faith, and your concerns are genuine, you are legally protected from victimisation and will not be at risk of losing your job or suffering any form of retaliation as a result of raising a concern, even if you are mistaken.

Further Information.

- [dunnhumby's Speak Up Policy](#)

Accounting & Money-Laundering.

To meet our legal obligations and to retain the trust of our clients and shareholders, all our financial information must be accurately reported in the dunnhumby Group accounts. Income and cost data must always be recorded correctly and at the right time.

We are committed to complying with local and international financial reporting rules and other internal reporting policies. We must all ensure that we are honest, and act with integrity in recording financial and non-financial information.

We are committed to complying with anti-money laundering laws and regulations. We will not knowingly accept any object, including payment, that is the proceed of an unlawful act as governed by applicable anti-money laundering laws.

Q: I have almost agreed a client project. Can I account for the income in an earlier period since the work will definitely take place? No. According to normal accounting practice, income must be recorded in the financial period in which the activity takes place.

Q: A potential supplier is refusing to disclose the identity of its owners because they claim this is confidential information. All the background checks show that they are owned by an entity in an off-shore jurisdiction. What do I do? This is a red flag and you must seek advice and guidance from Business Integrity. Complex ownership structures that conceal the identity of the ultimate owners of a company are a way of disguising the source of funds and can be used to enable money laundering.

What does it mean for you?

- If you are involved in recording income or costs, ensure you are aware of internal financial policies and how they apply to your role.
- **Only submit financial information that is accurate and relates to the correct financial reporting period.**
- Maintain accurate records, and accounts to support all financial information.
- Work closely with Finance and seek help if you're unsure how to record income or expenditure.
- Be aware of, and follow, our travel and expense policy and ensure that members of your team do the same.
- Co-operate with our internal and external auditors by providing them with the information and documents that they may require.
- **Be alert to the risks around unexpected changes to supplier arrangements**, for example, the supplier is moving their bank account to a known tax haven as this could be a red flag.
- **Speak Up** if you have reason to believe that inaccurate or falsified records are being kept by other employees, they are misappropriating funds, or if you have any other related concerns.

Further Information.

- [The Finance Hub](#)

Bribery & Corruption.

Bribery is offering, giving, or receiving – directly or indirectly – something of value to someone in exchange for an improper advantage. **dunnhumby has zero tolerance for bribery and corruption and is committed to maintaining the highest standards of ethics and integrity in the conduct of its business throughout the world.**

Bribery and corruption are illegal in all the countries in which we operate, damaging markets and communities and transferring resources into the wrong hands. **Be especially mindful of the bribery risks posed by engaging with public officials**, and ensure our engagements are always open, honest, and transparent.

The UK has some of the strictest bribery laws in the world, and they apply to everyone who works for us anywhere in the world, including contractors and agents. **We expect everyone who works with us to adopt the same zero-tolerance approach.** UK citizens may also be prosecuted no matter where the offence was committed, and this principle will apply in all other jurisdictions in which we operate.

What does it mean for you?

- Never offer bribes, payments, gifts such as cash, or other benefits to win contracts or persuade someone to act in your favour.
- Never seek or accept bribes, such as gifts or entertainment, to give or receive business to or from a new or existing client or supplier.
- Ensure you complete anti-bribery training as part of our 'Do the Right Thing' series.
- **Know and understand the third parties we engage with by conducting due diligence on them** as part of the appointment of a new supplier, investment in a new business, or partnering to work with a new company.
- Cooperate fully with law enforcement agencies and investigators, and support prosecution or disciplinary action where enough evidence exists.
- Use legitimate fast-track processes to expedite routine decisions, but **never make payments directly to public officials to secure a permit or licence.**
- **Be alert to the possibility that bribery and corruption can occur** and regularly review our policies and guidance on the Business Integrity Hub.

Q: Who is considered a Public Official?

A Public Official includes any employee, officer, director, agent, consultant or board member, of any agency or branch of national, regional, provincial, state or local government; employees of state-owned enterprises; civilians working for a government; military officers; diplomats; members of parliament, candidates for office or members of political parties; employees of public international organisations, such as the EU, Commonwealth of Nations, or World Bank. Contact Business Integrity if you have a question about whether someone is a Public Official.

Q: I often engage with consultants who get permits and meetings I need. A consultant has offered to reduce the waiting time by half but isn't clear how they will do this. Should I be concerned how they do it if they can deliver what I need? *Yes. The actions of those who act on our behalf pose significant risks of bribery for us. It is important we are clear on exactly what they are doing, and how they are acting on our behalf. Our reputation is too important to risk being damaged by an act of bribery, and we can be liable even if we were unaware of it. Speak to Business Integrity and make sure appropriate due diligence on all third parties before they act on behalf of dunnhumby.*

Q: A colleague has said the meals and travel expenses a supplier has been paying for are part of his "special relationship" with them. I am not sure, but it sounds suspicious. What should I do?

It is a breach of our [Global Gifts and Entertainment Policy](#) to solicit entertainment or other benefits in return for buying goods or services from a supplier. You should speak to your line manager, Business Integrity or use the Speak Up process. Even if you are not sure, being part of a culture where we are able to speak up when we are uncomfortable or unclear about the things that do not feel right is important. Your concerns will be investigated and taken seriously

Further Information.

- [Business Integrity Hub](#)
- [Procurement Hub](#)
- [Global Anti-Bribery Policy](#)
- [Global Gifts & Entertainment Policy](#)
- [dunnhumby Conflicts of Interest Policy](#)

Charitable Donations.

dunnhumby has a history of supporting local and national charities, providing money, time, products and services that make a real difference to our communities. When offering our support, it's important we check that the organisations we support are appropriate, legitimate and are helping our communities in the way we would expect.

This helps us to make sure that any donations we make do not cause harm to our reputation and protects all employees from legal or financial challenges.

Q: A number of us have been invited to a charity golf day by a charity who is not a dunnhumby charity partner. We are donating money to the charity to take part. Is this permitted? Yes, however you will need approval from Business Integrity as the money is being donated to a charity that is not a dunnhumby charity partner. You should ensure that relevant due diligence checks are completed. You must also report this donation to your local Helping Hands committee as they maintain a log of charitable donations.

Q: A supplier has invited me to a charity awards dinner. Can I accept? This situation is covered by our Global Gifts and Entertainment policy. You will need to find out the total value of the entertainment, get line manager approval if the value is more than £100 (or local threshold) and request Business Integrity approval via the [GEMA Tool](#).

What does it mean for you?

- **Support our established charity partners.**
- Never pressure a stakeholder to make donations (money, goods or services) to charities we support.
- Never allow dunnhumby funds to be given to charities that may harm our reputation.
- Carry out the necessary due diligence checks through the Procurement process, on any charity we are planning to support, if the charity is not an established partner.
- **Only make charitable donations with the appropriate authority and approval.** Declare your requested charitable donation through the Gifts, Entertainment & Meals [\(GEMA\) Tool](#). Any donation (including to charities other than company nominated charity partners) of more than £500, or local currency equivalent, may require pre-approval by a member of the executive team.

Further Information.

- [Your Helping Hands Committee](#)
- [The Business Integrity Hub](#)
- [Global Gifts & Entertainment Policy](#)
- [Procurement Hub](#)

Communications & Social Media.

Social media is a part of our daily lives, enabling us as a business to communicate what we are doing to our colleagues, clients and other interested parties

If incorrect or confidential information becomes public by whatever means, it can damage our reputation, our competitiveness and the trust placed in us by our clients. Misinformation can also put the dunnhumby brand and colleagues at risk of legal action. Our social media policy provides a framework by which we can utilise social media for its benefits, whilst protecting dunnhumby information.

What does it mean for you?

- You represent the dunnhumby brand. **Your external communications and how you conduct yourself on social media may be the first thing people know about dunnhumby**, so use common sense at all times and never make remarks or post comments, images or links that are incorrect or offensive. Please see our full social media policy for more detail.
- Live the Values of our business and be authentic. The nature of social media means that you are often identifiable as a dunnhumby employee. Therefore, **don't use an alias or mislead people about your connection to the company.**
- **Communicate with care.** Remember that everything you post online is public, will live forever and your audience can often be wider than the one intended.
- **Be responsible with the content you share.** Ensure your posts are accurate, not misleading or damaging and be careful not to reveal confidential company information.
- Respect copyright and give credit where it is due. Don't post text, images or videos that were created by someone else without their approval or crediting them.

If you see dunnhumby employees posting content not in line with this Policy, please tell the Communications team

Q: I see lots of interesting LinkedIn articles, tweets, and Facebook posts about dunnhumby. Can I post these online externally or send them to friends and family? Yes, but make sure the information comes from a reliable or known source to avoid 'fake news'. Only share information that is intended for the general public and remember the golden rule: post positively. We encourage employees to reshare content that has been posted on the official dunnhumby external social channels.

Q: Can I post or share news or announcements that were published on the dunnhumby intranet? Most of the information published on our intranet is intended for internal use only. If the information you are interested in has already been shared on the official dunnhumby external social channels like LinkedIn, Twitter, and Facebook, or on dunnhumby.com, then you are allowed to re-post or re-share externally.

Q: I made a funny video of myself messing around in the office. Is it OK for me to post it to a website like YouTube? Unless the video has been authorised by the dunnhumby Internal Comms team, this wouldn't be appropriate to share either internally or externally.

Q: What should I do if a journalist asks me for information or to comment on something? If contacted by a journalist do not provide comment or share information – refer them to the PR Team (press@dunnhumby.com), who will determine whether to respond. Only nominated people should speak to the media; if in doubt, check with the PR team.

Q: I have been asked to speak publicly about dunnhumby on a panel. Is it ok to accept the invitation? Before accepting any invitation, you should discuss with, and gain approval from your line manager. Once approved, please complete the [Speaking Opportunities form](#) to let the PR & Marketing team know further details, and share any supporting materials you've already prepared. They will look at the request in more detail, advise you on communicating the right messages to your audience and avoiding any reputational risks. Presentations should not contain any confidential or commercially sensitive news.

Further Information.

- The Communications Team
- Marketing Team
- [Social Media Policy](#)

Competition Law.

Competition law – also known as antitrust law - applies to nearly everything we do. Breaching the law could have a serious impact on our reputation and client trust and may lead to sanctions. It's important that you understand how dunnhumby competes fairly, to protect the company and yourself.

dunnhumby is committed to fair competition. Growing our business in competitive markets, and helping our clients to do the same, is the lifeblood of our business. We do not sign agreements (formal or informal) that lead to illegal restriction or distortion of competition.

Q: Can I ask my client a question about one of our competitor's future prices? No, we should not have advance warning of a competitor's future prices. If a competitor or client gives you such information, you must inform the Legal team as soon as possible.

Q: I have received commercially sensitive information about a competitor from a friend. Should I ignore it? No, ignoring such information, even if received in an informal context, is not enough. Inform Business Integrity to ensure that such information is visibly disregarded, and an audit trail is available to demonstrate.

Q: Can I invite more than one client to a meeting?

From time to time, it may be sensible to invite clients to a joint meeting, for example, to brief them on key changes to our business or to discuss a best practice issue. However, remember these meetings can be sensitive because they often involve clients who are each other's closest competitors. Business Integrity will be able to provide more guidelines to help ensure that no inappropriate activity takes place.

What does it mean for you?

- When dealing with competitors, **we do not exchange information about current or future purchase or selling prices of our services and products.** We do not discuss margins, sales practices, geographical markets, market shares, certain customers, or sources of supply.
- When dealing with clients – and particularly agencies – we do not expect them to resell our services at specified prices. We do not take any action to unfairly favour a client against another client who competes with them.
- Do not ask for, receive, or share confidential or **commercially sensitive information** with competitors, clients or dunnhumby employees who do not need to see that information.
- Use information available in the public domain to help make decisions.
- Ensure that you attend training on competition law where applicable to your role.
- If you receive confidential information, or have any other **contact with competitors, clients or other stakeholders** that raises concerns, you must contact Business Integrity. It is not enough to simply ignore the information, even if you have not actively participated or have received the information in error.
- Take care when referring to our business, clients, or competitors in documents. All external and internal documentation, including emails, board papers, research reports, and text messages can be viewed by regulators during an investigation.

Further Information.

- [Business Integrity Hub](#)

Conflicts of Interest.

A conflict of interest typically happens whenever your personal interests can influence, or appear to influence, the decisions you make at work or on behalf of the business. You should always avoid even the appearance of a potential conflict of interest because it may impair your ability to make decisions that are solely in dunnhumby's best interests, damage the business and harm our reputation.

We should not do business on behalf of dunnhumby from which we, or **a family member or close friend**, might benefit unfairly. We don't compete with dunnhumby business.

Conflicts may harm our reputation, and in the worst cases, may result in fraud, discrimination or other serious issues. To protect against this, there are safeguards in place that we must all follow. Directors of any of our group of companies have additional statutory duties in relation to conflicts of interests and will be informed of these.

Examples of conflicts of interest include:

- Managing someone with whom you have a close personal relationship, such as a friend or family member
- **You or your family have a significant interest in a supplier**
- You are offered free or discounted services from a supplier because of your business relationship, or a supplier sends you a lavish gift and it influences your judgement
- A family member works for a competitor or supplier
- You use dunnhumby resources (including intellectual property or confidential information) for your personal benefit or the benefit of someone outside dunnhumby
- **You want to use, or you appear to use, your position at dunnhumby for your own personal benefit or gain, or the benefit or gain of a friend or family member**
- **You engage in any paid or unpaid business outside of dunnhumby** that could interfere with your performance at dunnhumby or require you to use our confidential information, property or systems.

What does it mean for you?

- Review the [Conflicts of Interest Policy](#) and report any potential conflicts you may have, early, via the [Declarations Tool](#).
- Be aware of any personal interests that may influence your decision-making on behalf of the business. **For example, a partner or family member is a supplier, or when introducing a supplier to dunnhumby, known through prior or existing personal or professional relationship.**
- Remove yourself from all situations where the appearance of a conflict might exist and ask yourself how an outsider would view it i.e., it's best not to work in the same team as a family member or remove yourself from decision making when shares are owned in a business we're working with.
- If you can't avoid the situation, discuss it with your Line Manager and Business Integrity and agree a plan to manage the conflict.

Q: Who is a friend or family member? This can include your spouse or domestic partner; boyfriend/girlfriend; parents/grandparents; children/grandchildren; siblings; in-laws; aunts/uncles; cousins; spouses of such relatives; any adoptive and step relationships. Examples of people we classify as 'friends' include social acquaintances, current classmates, housemates. [Email Business Integrity](#) for further clarification.

Q: A close friend of mine is the point of contact for a supplier. What should I do? If a friend or family member becomes our point of contact at a supplier, you should contact Business Integrity. Your relationship with that person could look like a conflict of interest, as other colleagues may think that someone is receiving a more favourable treatment because of the personal relationship.

Q: We are looking for a new service provider and my wife runs a company that could do the job. Can I share the details of the tender with her? No. The details of the tender are confidential. You should never use your position at dunnhumby to give a commercial advantage to a partner, friend or relative. If your wife's company is going to bid for the business, you must disclose your relationship to your Line Manager and Business Integrity and you should not be involved in the tendering process.

Further Information.

- [Business Integrity Hub](#)
- [Conflicts of Interest Policy](#)
- [Conflicts of Interest Declarations Tool](#)

Data Protection.

Data is at the heart of our business, enabling us to put our clients first. We collect, process, use and analyse information ranging from client data to employee contact details.

We have an important duty to protect the information we receive and hold about our business, our clients, our clients' customers, and our employees. **We treat data responsibly, lawfully, and in line with our Global Privacy Policy and other related policies and guidance.**

The trust of our people, our clients, and our clients' customers is very important, so we take our obligations under relevant data protection and privacy laws very seriously. We should also regard all information concerning our business as an asset, which, like other important assets, has a value and needs to be suitably protected.

We only use data for the purpose it was collected, and nothing else. We are open, honest, and transparent about what data we hold, why we use it and provide choices on how we use data. We have policies and procedures in place and understand why we are using the data and how long we can keep it for.

Q: What triggers a privacy issue? *Privacy is triggered where we handle any data relating to identified or identifiable people. See our Global Privacy Policy for further information.*

Q: Where might I face a privacy issue? *Many teams within dunnhumby interact with identifiable data. See our Global Privacy Policy for a fuller explanation.*

Q: Can I access our Payroll system to create a list of birthdays in our team? *No. You are not allowed to access Payroll data unless you are authorised to do so and it relates to a work matter, such as making changes to their salary or their personal details such as their name and address. A better solution would be to ask your team to provide you with this information.*

Q: I'm working on a new marketing campaign in my business area. Can I contact customers who have already provided their e-mail address? *We can only use our customers' personal data for the reason it was provided. Customers must have agreed to receive marketing communications from us at the time of providing their details for us to use that information to contact them. We must also consider the customers' marketing preferences: if they have opted out of marketing contact from us, then we must respect their choices. You can contact the Legal team for guidance.*

What does it mean for you?

- Most of the information that we hold is confidential to dunnhumby, to our clients, or both. If you believe that any type of data might have been misused, lost, or be the subject of unauthorised disclosure, you should immediately report it to your line manager, Global Security or Legal teams, or use the Speak Up process.
- Ensure you remain up-to-date with the latest Global Privacy Policy, Security Policies, and other relevant policies and procedures available on iSite.
- Consider "privacy rights" when developing a product or service. If you have any concerns, contact the Legal team.
- Be clear with clients, colleagues, and other stakeholders on what data we hold, and what we do with it.
- **Only share data with people who 'need to know' it for a legitimate business purpose.**
- Remember that your confidentiality obligations apply during the course of your employment, notice period, and after leaving dunnhumby.
- **Do not release information without making sure that you are authorised to do so, and that the person you are providing it to is rightfully allowed to receive it.** Where necessary, ensure that the information has been encrypted in accordance with Information Security Policies before sending it externally.

Further Information.

- [The Legal team](#)
- [The Global Security team](#)
- [Global Privacy Policy](#)
- [Global Security policies on iSite](#)
- [Privacy Hub on iSite](#)

Equal Opportunity, Diversity & Inclusion.

We strive to create a globally diverse and inclusive culture where everyone is welcome, and where our business reflects the diverse nature of society. We make employment decisions on the basis of job-related skills, achievements, and performance using clearly defined and fair criteria. We do not accept any discriminatory practices or behaviours that could make employees feel unwelcome or excluded.

We must treat everyone fairly, equally and without discrimination; irrespective of age, sex, disability, sexual orientation, pregnancy, gender reassignment, race, caste, religion, political belief or other protected status.

Where appropriate we offer opportunities to employees to work in a way that suits their circumstances to help everyone achieve the work/life balance that is right for them. This includes part-time roles, flexible working, and job-sharing opportunities.

Our intention is to create an environment of equality, respect and inclusion where you feel your contribution is valued, and you are encouraged to fulfil your potential.

What does it mean for you?

- Act with integrity and in good faith to support your colleagues and the wider business.
- Respect everyone you work alongside regardless of any social or cultural differences.
- Be mindful of discrimination when recruiting new colleagues and promoting or developing existing colleagues, based on merit and business considerations alone.
- **Model inclusive behaviour in your team to ensure an environment of openness and collaboration where we can draw from the diversity, knowledge, and experience of our colleagues.**
- Voice your views and concerns through the right channels so that we can all work together to make dunnhumby a great place to work.

Q: I need to make a promotion decision between two colleagues. One colleague is 55 and the other is 40. Should I promote the younger colleague since they may work for us for more years? No. We only make employment decisions based on job-related skills, achievements and performance. We never make decisions based on age or any other non-job-related characteristics.

Q: An interview candidate, who has a disability, has requested that their interview is held near the accessible facilities. Should I make the adjustment? Yes. Candidates who have disabilities should be supported with reasonable adjustments, as far as is reasonably practical, to ensure they aren't disadvantaged.

Q: A colleague is recruiting a new team member. They have made a number of remarks that I am concerned may mean they could discriminate against certain candidates. What should I do? You should always raise your concern in the manner you feel most comfortable with, because we will not tolerate any form of discrimination. If you don't feel you can speak to your colleague directly, speak with your line manager, the HR team or use the Speak Up process.

Further Information.

- The HR Team

Ethical Trading.

We contribute positively not only to our industry, but also to the wider society and the environment.

We fully support the UN's Declaration of Human Rights and the Core Conventions of the International Labour Organisation. **Any breach of a person's human rights is wrong.**

We support community organisations and employee development. We maintain the highest standard of marketing ethics, consider the potential impact our work may have on other people, and will not undertake work that is intended or designed to mislead, discredit, or harass.

We should only work with clients and suppliers who share similar values and respect local labour and environmental laws.

Q: My client has been found to be paying their workers below the legal minimum wage. What should I do? We always seek to remedy any concern we identify. Please contact the Legal team.

Q: What do we do if a breach of rights is found in our workplaces or supply chain? We always seek to remedy any concern we identify. If the issue involves dunnhumby colleagues, contact your local HR team. If the issue is in our supply chain, contact the Procurement or Legal teams.

What does it mean for you?

- Choose clients and suppliers based on their values as well as prices and quality, and build strong, trusted partnerships.
- **Follow our due diligence processes when appointing a new supplier as this may help to flag possible concerns which can then be addressed.**
- Make sure our clients and suppliers are aware of our commitment to human rights, the environment, and trading responsibly, and that they are committed to making improvements if appropriate.
- **Where problems are identified, work with the stakeholder to deliver a clear improvement plan.**

Further Information.

- [The Legal team](#)
- [Procurement Hub](#)
- The HR team

Fraud.

Fraud is a serious crime that harms our business and can have a significant impact on our assets, profits, costs, and reputation. The term fraud is commonly used to describe theft through a variety of dishonest behaviours such as deception, forgery, lying, and concealment of material facts. Tax evasion is another type of fraud; dunnhumby can be prosecuted and face unlimited fines if we or others we work with are found to have knowingly facilitated tax evasion.

We all have a responsibility to protect our business from fraudulent activity – whoever commits it.

dunnhumby will make every effort to reduce the likelihood and minimise the impact of fraud on the business by identifying fraud risk and mitigating it through the implementation of proportionate and appropriate financial and non-financial controls.

We always trust our employees to act honestly. However, we will always investigate and take action when fraud is committed against our business by employees, contractors or those that work on behalf of dunnhumby.

What does it mean for you?

- **Remain alert to the possibility of fraud, bribery and corruption. If you suspect that theft or other fraudulent activity is taking place, have noticed inconsistency with invoices, or any other potential control weakness, please report this to your line manager or use the [Speak Up](#) process.**
- Always make sure that due diligence has been conducted for new suppliers before you work with them. Please contact [Procurement](#) if you have any questions as we should not work with companies that have a reputation for fraudulent activity.
- Always follow our travel and expenses policies.

Q: A colleague was travelling for work recently and took some friends out for dinner and submitted the meal for reimbursement as an expense. She says this is fine as she often forgets to submit other expenses so ultimately everything “balances out” and I should do the same. Is this acceptable?

No. By submitting these expenses, she is committing fraud. Personal expenses should reflect only those charges incurred while working.

Q: A colleague has been submitting invoices from a supplier where the amounts do not match the supporting documents. He claims the difference was agreed in a different contract, that they are ‘always done this way’ and that I can amend the documents so they match. What should I do?

You should refuse to amend the documents and ask your colleague to obtain correct ones. Inconsistent invoices and documents are a ‘red flag’ for fraud or fraudulent activity. We reduce risks by keeping accurate records and invoices. If you are still unsure what to do raise your concern with your line manager or contact the [Speak Up line](#).

Further Information.

- [The Finance Hub](#)
- [Procurement Hub](#)

Gifts, Entertainment, & Meals

The giving and receiving of modest gifts or entertainment is an important part of building relationships with suppliers and other parties.

Gifts, entertainment and meals, given or received in the course of your work, should be modest in nature and only ever an infrequent or occasional activity. They should never influence – or appear to influence – our business decisions in any way. We will never seek or apply any influence in exchange for promises, gifts or any other inducements, no matter what the local business practice may be in the countries where we operate.

Any gift, entertainment or meal given or received must be appropriate, be approved in accordance with our Global Gifts and Entertainment Policy and must be pre-approved by your Line Manager and Business Integrity where required.

Q: I won a raffle held by my supplier last week. My prize was an Apple Watch. May I accept the prize?

The prize is deemed a gift, and assuming the value is over £100, you will need the approval of your Line Manager and Business Integrity to accept the gift. Get that Business Integrity pre-approval via the GEMA Tool.

Q: I'm meeting my client for a business dinner. I want to take him to a nice restaurant, but I don't know how much the meal will cost. What do I do?

Contact Business Integrity: if you feel the cost will exceed £100 per person, you can estimate your spend when you submit the meal through the GEMA Tool. Also, you could select a restaurant that is interesting but not so expensive.

Q: I'd like to give five employees at our supplier Tesco gift cards as a holiday gift. Is this allowed?

No: gift cards are prohibited unless you get approval in advance. Contact Business Integrity to discuss, or else consider a different type of gift.

Q: A supplier has offered me gift vouchers worth £250 if I ensure that we book them for an event. May I accept the gift?

No. The gift is a cash equivalent, and the policy does not permit the receipt of cash or cash-equivalent gifts. More importantly, it is inappropriate to accept any gift in these circumstances, even if they are from a preferred supplier.

Q: A supplier I have worked with before is participating in a tender process for new business. They would like to take me out one night to dinner to discuss the potential contract. Can I accept their offer?

No. Our Policy prohibits all colleagues from accepting or offering any gifts or entertainment during a tendering process. This ensures our decisions are made without any personal influences impacting the outcome.

What does it mean for you?

- Follow the [Global Gifts and Entertainment Policy](#), which provides guidance on what constitutes a gift, entertainment or meal and information on the pre-approval process.
- **Before you accept or offer a gift, entertainment or meal worth more than £100 per person, seek approval from your Line Manager and Business Integrity via the [GEMA Tool](#).** All gifts, entertainment or meals involving a public official must be pre-approved by Business Integrity in the [GEMA Tool](#) to ensure we comply with public ethics laws.
- **Never accept or give a gift of cash or cash equivalent like gift cards or vouchers.**
- The receipt of expensive gifts or entertainment is generally not appropriate unless you have a clear business justification.
- **Never accept any gift or entertainment that might influence your decisions on behalf of the business or be construed as a bribe.**
- Never give or accept inappropriate gifts and entertainment, including those that are indecent, pornographic, or otherwise offensive.

Further Information.

- [Business Integrity Hub](#)
- [Global Anti-Bribery Policy](#)
- [Global Gifts & Entertainment Policy](#)
- [Travel & Expense Policy](#)

Health & Safety.

We are all responsible for making dunnhumby a safe place to work, and to ensure everyone can do their job in a safe working environment.

By working safely, effectively managing our risks, and creating a culture of care, we can prevent the distress and impact caused by injuries to all our employees and stakeholders. We can also minimise the disruption to our business caused by absence from work, accident investigation, medical treatment, compensation, and legal action.

We are committed to ensuring that everyone feels their safety is taken seriously. Our promise is to always be legally compliant, understand the causes of accidents so we can prevent them from reoccurring, and always seek to reduce any risk of harm to anyone impacted by our activities.

What does it mean for you?

- Follow safety instructions, Health & Safety policies, and procedures that apply to each role.
- **Complete your annual Health & Safety training as part of the 'Do The Right Thing' series.**
- Ensure risks are understood and have proper plans to minimise potential harm from them.
- Set an example of safety and encourage others to do the right thing.
- Safety is everyone's responsibility. **If you think something is unsafe or could cause an accident**, take action to deal with it, if safe to do so, and report it immediately to your line manager.
- Never agree to do anything if you don't have the appropriate knowledge or training to do it safely.

Q: Who looks after the health, safety and physical security at my office?

We have a team who work across all offices, and who can deal with technical questions, manage the process of risk assessment, or find local representatives. These colleagues all possess safety qualifications and considerable experience that together make them competent in their own field. Their details should be listed on the health and safety notice board, or you can contact the [Health & Safety Team](#) for all things relating to health, safety and physical security

Q: I have just joined dunnhumby. Colleagues have told me that health, safety and security training takes a while to complete, and is just "common sense". Do I really need to do the training?

Yes. All new starters must be familiar with safety precautions necessary in their workplace and know what to do in an emergency. Not all workplaces are the same, and we all have different levels of experience. Our safety training makes sure that we all work together to stay safe.

Q: I had an accident at work. What do I do?

All accidents at work must be reported immediately to your line manager so they can provide support and follow local injury reporting requirements. Reporting accidents helps us to better understand the risks our employees face so we can create a safer place to work.

Further Information.

- [Health and Safety Policy](#)
- [Email the Global Health & Safety team](#)

Insider Trading.

As part of your role, you may become aware of material **'inside information'** about dunnhumby, the Tesco Group, or other companies we do business with. This includes information that has not been made public for our own benefit, or for the benefit of others we know.

It is against the law and against company policy to use inside information for your own benefit, or on behalf of others. **This includes selling or buying shares or other securities such as listed bonds based on inside information, which is known as "insider trading", and is a serious criminal offence.** It is also an offence to share inside information with any other person if they might use it to make a trading decision.

We all have a responsibility to ensure that we know and abide by both the law and our internal policy. These rules apply even after employment at dunnhumby.

Q: What is "inside information"?

Inside information is information about a company that is not in the public domain and that a reasonable investor would consider important when deciding whether to buy, sell, or hold shares or other securities. As our parent company, Tesco, and some of our clients are listed public companies, this is relevant to us.

Q: Can I encourage a friend to buy shares in the supplier company instead? No. This is known as "tipping". You are not allowed to pass inside information to anyone else or encourage others to deal based on such information, even if you will not profit from it.

Q: I hear that dunnhumby is about to award a big contract to a publicly traded supplier company. Can I buy shares in the supplier before the contract is signed and made public?

No. Buying or selling shares in a company based on inside information is considered insider dealing and is illegal.

Q: My friend is thinking about selling some Tesco shares. I know that Tesco is due to announce something about dunnhumby that will cause the share price to increase. Can I tell my friend to wait to sell? No. You must never disclose information about Tesco and/or about dunnhumby that is not publicly available, and you must never use inside information to inform the investment decision of others.

What does it mean for you?

- Where your role requires access to material, non-public, price-sensitive information, you will be added to an Insider List, managed by the Legal team. You will not be able to deal in the applicable company's shares until removed from the list.
- **Do not pass on material, non-public, or price-sensitive information to other people, or encourage others to deal in our clients' shares or securities based on such information, even if you do not deal yourself or otherwise profit from passing on the information.**
- Do not engage in market abuse by spreading false information or engaging in other activities designed to manipulate the price of a company's securities.

Further Information.

- [Contact the Legal Team](#)

Intellectual Property.

At dunnhumby we pride ourselves on innovation and on using data science to create world class products and services – these give us a competitive edge in an increasingly crowded marketplace.

We must always take care to protect our intellectual property, from patents, designs and copyright, to trademarks and trade secrets. Protecting what is ours helps us to ensure that it isn't copied or sold by others without our agreement.

We respect the intellectual property rights of others. Stealing an idea reflects badly on a business, damages customer trust, and may result in legal action being taken.

What does it mean for you?

- **When you're developing new products or services, keep them confidential, and speak with the Legal team as early as possible.** They will help you on all the issues involved, including about how to protect them.
- Always create or source original ideas or products for our clients.
- Consult with the Legal team before allowing third parties to use our brand, tools, software code, algorithms, or other intellectual property. Make sure you have a written contract in place before you share anything.
- Consult with Marketing before you decide on any proposed product or service name. Follow the dunnhumby Brand Design Guidelines.
- Promptly report any known or suspected theft or unauthorised use of dunnhumby intellectual property rights.

Q: I'm designing a new dunnhumby product. How do I ensure I'm not infringing anyone else's IP?

Know your market and what products and designs are already out there. You are free to take some inspiration from existing ideas, but don't copy another product, re-use our client data or use third-party components like proprietary software or open-source code unless you are clear you have the legal rights to do so. The Legal team is here to advise you on how best to proceed

Q: I'm developing some new technology that could really help dunnhumby's business. What steps should I take?

Consider whether there is already any similar technology on the market. Keep your idea confidential and contact the Legal team as early as possible so they can help protect your new idea or invention. The Legal team can advise if the new technology can be protected by a patent or any other form of intellectual property rights. If you are thinking about using a third party to help develop your idea, make sure you have a written contract in place in advance, that sets out who will own the resulting IP.

Further Information.

- [The Legal Team](#)
- [The Marketing team](#)
- [FOSS policy](#)
- [Intellectual Property Policy](#)
- [Acceptable Use Policy](#)
- [Brand Design Guidelines](#)

Political Activity.

As part of doing business, we may occasionally engage with governments, regulators, public interest groups, industry associations, and other similar bodies on issues that are vital to business. We always ensure that we comply with all laws governing political engagement.

As a business, we are politically neutral. We have no political affiliations and we do not make political donations to parties or candidates.

All employees have the right, like any other citizen, to be politically active, if this is kept separate from our work duties, and doesn't influence how we behave with clients, colleagues, or anyone else.

Q: Who is considered a Public Official?

A Public Official includes any employee, officer, director, agent, consultant or board member, of any agency or branch of national, regional, provincial, state or local government; employees of state-owned enterprises; civilians working for a government; military officers; diplomats; members of parliament, candidates for office or members of political parties; employees of public international organisations, such as the EU, Commonwealth of Nations, or World Bank. Contact Business Integrity if you have a question about whether someone is a Public Official.

Q: Can dunnhumby sponsor a political event that is charitable? *Discuss such requests with your line manager and Business Integrity. You will need to ensure that the sponsorship of the event does not give rise to bribery or other reputational concerns and is not partisan. Remember that dunnhumby is a politically neutral organisation.*

Q: Can I make a political donation on behalf of dunnhumby? No. We do not make donations to political parties or candidates.

Q: Can I take time off work to help a local candidate campaign for a seat in parliament? *This should be fine. However, discuss this request with your HR team who will explain the process for taking unpaid leave from work. Whatever the outcome, make sure that your political beliefs do not interfere with your work.*

What does it mean for you?

- [Contact Business Integrity](#) if you receive any correspondence or requests for information from government departments, politicians, or political action groups.
- Contact Business Integrity if you receive any requests for political donations, including the sponsorship of events organised by politicians or political parties.
- **Take care with the giving of gifts and entertainment to any public officials and ensure you have read the [Global Gifts and Entertainment Policy](#) and [Anti-Bribery Policy](#).**
- You are of course free to become involved in the democratic process – a community gets stronger when people are engaged in making it a better place. But always be clear you are acting on your own behalf and not for dunnhumby.
- **Any personal political activity must take place in your own time and not affect your work.**
- Your point of view must not influence how you behave towards your colleagues, clients, or anyone else.
- If you attend a political event, take care not to wear dunnhumby branded clothing. You may not use dunnhumby property, such as laptops, mobile phones, or printers, for political engagement.

Further Information.

- [The Business Integrity Hub](#)
- The HR team
- [Global Gifts and Entertainment Policy](#)
- [Anti-Bribery Policy](#)

Respect & Dignity at Work.

We all share in the responsibility for ensuring that dunnhumby offers a safe and open environment to work in. We do not tolerate abuse or unacceptable behaviour in any form from employees, clients, suppliers or anyone else.

To make sure that dunnhumby offers a great place to work for all people, we must be sensitive to actions or behaviours that may be acceptable in one culture, but not in another. Some of these behaviours may even be illegal in other countries where we operate.

Bullying and harassment are unacceptable at dunnhumby. These actions go against our values and can have an impact on a colleague's ability to perform their duties at work.

Employees found to have engaged in unacceptable behaviour can face serious consequences such as disciplinary action, including dismissal, and potentially legal action.

What does it mean for you?

- **Create a welcoming and inclusive work environment and encourage those who you work with to do so by treating everyone as you would like to be treated.**
- Don't engage in behaviour that would be considered by others in the team as creating a hostile or intimidating work environment, including making crude / inappropriate jokes or comments.
- Don't spread malicious rumours or use company resources to transmit communications that might be considered derogatory, defamatory, harassing, pornographic or otherwise offensive.
- Take responsibility for your performance by working in a safe manner, free from the influence from drugs or alcohol. Working while under the influence of drugs or alcohol is dangerous to yourself and others, poses safety risks that will not be tolerated, and may be illegal.
- **Remember that the principles of respect, dignity, and fair treatment apply equally when attending off-site company related events, including social events such as Christmas parties, team events, and social outings.**

Q: My line manager can be intimidating or rude to members of our team. It makes work unenjoyable and difficult. I'm worried that if I speak up it could become worse. What should I do? Abusive or bullying behaviour is never acceptable no matter who is doing it. Our culture is one of respect and inclusion, and any unacceptable behaviour should be reported immediately to your line manager, your HR business partner, or through the Speak Up process. We will always support employees who raise concerns in good faith.

Q: I am worried that a manager is acting inappropriately with a colleague. They stand very close to them when they are talking, and I know the manager has been sending inappropriate messages on WhatsApp. What should I do? You should make your manager aware of your concerns in the first instance. If you don't feel comfortable raising your concerns to your manager, you can contact HR team or raise this through Speak Up. All concerns regarding harassment will be taken seriously and will be investigated.

Q: A friend sent me an email with some rude jokes, but I think they are very funny. Can I email them to my team? No. We treat employees with dignity and respect, and what you consider funny might be considered abusive or offensive by others. Always ask yourself whether your actions might be offensive, abusive or intimidating to others. This includes viewing inappropriate material while you are at work.

Q: I know a colleague has been having some difficult times at home. Lately, they have been turning up at work very late and sometimes appear intoxicated, but they are still getting their work done. Should I speak up? Yes. For the good of your colleague you should always raise your concerns if you believe that they are engaging in behaviours that might be dangerous to themselves or others. If you can't talk to them directly, speak with your line manager, HR team, or use the Speak Up process.

Further Information.

- The HR team
- Global ER Manager

Responsible use of dunnhumby's IT.

Information is key to our success and being able to share it quickly and confidentially enables us to analyse, and respond, and keep our employees, clients, and stakeholders updated.

We each have a duty to use company IT resources responsibly and appropriately. We should protect dunnhumby's assets from misuse, theft, and waste. We have a responsibility to understand how to use dunnhumby devices correctly and securely, including when accessing information via personal devices or when connected to public Wi-Fi networks.

Q: I was sent an email including links that I believe may contain a virus. What should I do if I accidentally clicked on the link? You should only open emails from known sources and never click on links or open attachments you are unfamiliar with, or which seem suspicious. If you believe that you have infected your computer with a virus, you should contact the Global Security team immediately.

Q: I received a call from a colleague working from home. They asked me to send several files to their non-work email? Can I do this? No. You should never send any confidential information to a personal email address. Our information is valuable and you should always take care and think before sending to prevent information

Q: In a rush to get home, I left my laptop on a train and it has not been found. What should I do? You should report the loss immediately to the Service Desk and let your line manager know. Please also notify the Global Security team for any lost or stolen devices, including laptops, tablets, and phones too.

Q: How should I respond to a caller who says they are from the IT helpdesk, that my computer has picked up a virus, and they need to apply a fix immediately? They ask me to confirm my email address, user id, and password in order to apply the fix remotely. You should not share your password with anyone, not even the help desk. Also, before providing any information to someone, make sure that you can verify who is asking for it. Be aware of social engineering attacks – these are ways of tricking people into giving out information they shouldn't. Social engineers use different ways to do this, such as phone calls, in person, and electronic methods (e.g. email/text).

What does it mean for you?

- **Use all company resources appropriately and in line with our corporate security policies.**
- Ensure laptops, phones and other hardware are never left in public or unsecured places.
- Lock your screen and any electronic devices when you leave your desk or remote working space.
- **Use strong passwords and encrypt highly confidential documents in line with our corporate standards.**
- Be aware of requirements for retaining or deleting information and manage sensitive data with care, keeping it protected, and dispose of it securely and in line with the Global Privacy Policy.
- **Report any lost or stolen devices and other information on security breaches immediately to the IT Helpdesk or your line manager, and the Global Security team.**
- Do not misuse company resources for excessive personal use, including telephone, email, mobile and internet access.
- **Never share user IDs or passwords** or install any software on your allocated devices or download, store, or pass on inappropriate material without the approval from the Global Security team.
- **Do not connect any non-dunnhumby or unauthorised devices to your computer or to the network or use file sharing websites** without the approval of the Global Security team.

Further Information.

- [The Legal team](#)
- [The Global Security team](#)
- [Global Privacy Policy](#)
- [Global Security policies on iSite](#)
- [Privacy Hub on iSite](#)
- [Acceptable Use Policy](#)

Trade & Sanctions.

From time to time, governments impose restrictions which may impact our ability to do business in any given country, or with certain named individuals or companies.

We need to be aware of sanctions or restrictions when doing business around the world. **If we break trade restrictions, it could damage the trust our clients have in us, damage our reputation, and might result in penalties for the business and our employees.**

What does it mean for you?

If you are involved with buying or selling products or services internationally:

- Consider whether it is appropriate to buy from or sell to a company in any given country.
- **Do not buy from or sell to countries subject to sanctions or travel conditions.**
- Do not work with companies or individuals that appear on UN or other sanction watchlists.
- Speak to Business Integrity if you are unclear whether any restrictions or sanctions apply to your activities.
- **Make sure that your new suppliers have been properly vetted and approved before you start doing business with them. This means the satisfactory completion of due diligence.**

Q: I have found a client I want to start working with. Does it matter that the owner of the company is in a sanctioned country if his business is not? Yes. Sanctions laws are often very broad and include the country at issue plus all nationals or individuals of the country under sanction. Always know who you are doing business with and seek advice before acting. Please contact Business Integrity or Procurement teams for information on our due diligence process.

Q: Are there countries where we cannot do business? Yes. In the first instance, talk to Business Integrity. Political and diplomatic developments mean that the list of sanctioned countries and individuals changes regularly, and it is important to check if you are unsure. This is particularly important when we are doing business in a country for the first time.

Q: I would like to set up a deal to provide our services in a new country for the first time. As long as the business looks good, do I need to consider anything else? Yes. The Business Integrity or Procurement teams can help to conduct due diligence on the client to ensure you know enough about them and the country before we start a business relationship with them. The Sales Governance process is also likely to apply.

Further Information.

- [Procurement Hub](#)
- [Business Integrity Hub](#)

Got a question about something not covered in this Code of Business Conduct?

Visit the [Business Integrity Hub](#), or email integrity@dunnhumby.com

