



Third-Party Code of Conduct

Owner: Sourcing & Procurement

Contents

1. Definitions	3
2. Introduction	3
3. Objective	3
4. Scope	4
5. Statement of Commitment	4
6. Roles & Responsibilities	4
7. Requirements	4
8. Monitoring & Reporting	11
9. Consequences of Non-Compliance	12
10. Review Frequency	12
11. Queries	13
12. Acknowledgment	13
13. Document Rights	14

1. Definitions

For this Code, the following terms shall have the meanings set out below:

Affiliate	Any entity that directly or indirectly controls, is controlled by, or is under common control with Omantel.
Third party	Any individual or entity, other than Omantel and its direct employees, engaged in business activities with Omantel, including suppliers, resellers, outsourcing partners, franchisees, licensees, infrastructure partners, subcontractors, agents, consultants, service providers, and any other third parties engaged directly or indirectly in Omantel's operations, business dealings, whether governed through a formal contract or other forms of collaborations.
ESG	Environmental, Social, and Governance; a framework used to assess a company's performance and impact in these three areas.
Code	This Third-Party Code of Conduct.
Applicable Laws	All relevant laws, regulations, and standards in force in the Sultanate of Oman and the jurisdictions where the Third Party operates and/or conducts business with Omantel.

2. Introduction

This Third-Party Code of Conduct (hereinafter referred to as "**Code**") serves as a policy for Third Parties and their respective representatives when working with and/or representing Omantel. It outlines the behaviors, practices, and standards Omantel expects in all business interactions, to ensure that Omantel's partnerships operate with integrity, respect for people and communities, and care for the environment. By following this Code, Third Parties contribute to Omantel's shared goal of responsible and sustainable business conduct.

3.Objective

The objective of this Code is to define the principles and expectations that guide Omantel's relationships with all Third Parties. It aims to promote fair, transparent, and sustainable practices across Omantel's supply chain,

strengthen compliance with ESG priorities, and foster mutually beneficial, long-term partnerships.

4. Scope

This code applies to all Third Parties, as defined in Clause 1, providing goods or services to Omantel or acting on Omantel's behalf.

5. Statement of Commitment

Omantel is committed to upholding the highest standards of ethics, integrity, and corporate responsibility in all of its business relationships. This means ensuring responsible sourcing, complying with Applicable Laws, and fostering transparent, fair, and sustainable practices. Every Third Party covered by this Code shares the responsibility to uphold these principles and contribute to Omantel's ESG objectives.

6. Roles & Responsibilities

Third Parties shall fully comply with the principles and requirements outlined in this Code, maintain necessary controls within their operations and supply chains, cascade requirements to indirect suppliers and promptly report any concerns or violations to Omantel.

7. Requirements

Third Parties must adhere to the following rules, which set clear expectations for legal compliance, ethical behavior, social responsibility, and environmental stewardship.

7.1 Legal and Regulatory Compliance

- I. Third Parties shall comply with all applicable local and international laws and regulations and standards governing their operations, including those related to labor, anti-corruption, data protection, health and safety, environmental protection, sanctions, telecommunications regulatory authority regulations, export controls, trade secrets, trade controls and fair competition.

- II. Third Parties shall ensure they obtain, maintain, and upon request provide evidence of all valid business licenses and permits at all times.
- III. Third Parties shall maintain accurate and transparent business and financial records to demonstrate compliance with this Code and Applicable Laws. Records shall be made available to Omantel for inspection or audit upon reasonable notice.
- IV. Third Parties shall promptly inform Omantel of any actual or potential legal, regulatory, or licensing violation, investigation, or sanction that could affect their performance of contractual obligations.
- V. Third Parties shall uphold Omantel's ESG framework by integrating ethical, social, and environmental responsibility into their compliance practices and cascading these requirements to their subcontractors and suppliers.

7.2 Labor and Human Rights

- I. Third Parties shall respect, protect, and promote human rights and fair working conditions in line with the Applicable Laws and international conventions.
- II. Third Parties shall prohibit all forms of forced, bonded, indentured and child labor, as well as human trafficking in any form.
- III. Third Parties shall provide a workplace free from harassment, abuse, and discrimination on the basis of race, color, gender, age, nationality, religion, disability, or other status protected by law.
- IV. Third Parties shall respect employees' lawful right to freedom of association and collective representation in accordance with Applicable Laws.
- V. Third Parties shall ensure fair employment terms, including:
 - Providing fair and legal wages and benefits.
 - Complying with legal limits on working hours, rest breaks, and overtime.
 - Maintaining clear and transparent employment terms and avoiding exploitative contracts.
- VI. Third Parties shall comply with internationally recognized human rights standards. Omantel maintains zero tolerance for modern slavery or human trafficking in any part of its supply chain.
- VII. Third Parties shall support Omantel's ESG priorities by embedding social responsibility and respect for human rights into their employment and procurement practices.

7.3 Health and Safety

- I. Third Parties shall establish, maintain, and continuously improve a safe and secure workplace in compliance with the Applicable Laws, its implementing regulations, and any other applicable health, safety, and environmental standards.
- II. Third Parties shall identify, assess and mitigate workplace health, safety and security risks within their operations and supply chains, and implement appropriate controls and safeguards.
- III. Third Parties shall ensure that their workers and subcontractors are provided with:
 - safe and clean facilities, adequate ventilation, lighting, and sanitation;
 - emergency exits, fire protection, and access to clean drinking water;
 - appropriate Personal Protective Equipment (PPE) meeting applicable legal and industry standards, provided free of charge; and
 - regular, role-specific health and safety training.
- IV. For high-risk activities, Third Parties shall implement advanced safety measures and protocols.
- V. Third Parties shall develop and implement documented procedures for reporting and addressing incidents, injuries, near-misses, and unsafe conditions, including measures to prevent recurrence.
- VI. Third Parties shall ensure workers are not under the influence of alcohol, illegal drugs, or any substances that could impair judgment or performance while performing work for Omantel.
- VII. When operating on Omantel premises or project sites, Third Parties shall comply with Omantel's health, safety, and security policies, site-specific standards, and permit-to-work systems.
- VIII. Third Parties shall cooperate with Omantel in inspections, audits, or incident investigations related to health, safety, or security performance, and shall provide relevant records upon request.
- IX. Third Parties shall support Omantel's ESG commitments by embedding a proactive safety culture, ensuring employee well-being, and striving for continuous improvement toward zero-incident performance.

7.4 Environmental Responsibility

- I. Third Parties shall handle hazardous and non-hazardous waste in compliance with Applicable Laws.
- II. Third Parties shall identify and manage environmental risks arising from their operations and promote waste reduction, reusing, recycling, and responsible disposal.
- III. Third Parties shall monitor and reduce energy and water consumption.

- IV. Third Parties shall promote circular economy practices, sustainable sourcing and eco-friendly packaging.
- V. Third Parties shall work to minimise greenhouse gas (GHG) emissions.
- VI. Third Parties shall maintain and provide accurate environmental performance data upon request.
- VII. Third Parties shall support Omantel's ESG framework by promoting environmentally responsible practices throughout their supply chains and business operations.

7.5 Conflicts of Interest

- I. Third Parties shall avoid any situations or perceived conflicts where personal, financial, or other interests could conflict, or appear to conflict, with obligations to Omantel. Third Parties shall conduct their business with integrity and transparency to maintain Omantel's trust.
- II. Third Parties shall disclose promptly in writing any actual or potential conflicts using the relevant section of the supplier's registration portal or tender questionnaire.
- III. Third Parties shall ensure that all disclosures are accurate, signed by an authorized representative and submitted to the relevant Omantel department for review, assessment and record-keeping.
- IV. Third Parties shall co-operate with Omantel's periodic reviews or monitoring processes established by Omantel to ensure ongoing compliance and to update disclosures when circumstances change.

7.6 Anti-Bribery, Economic Crime and Corruption

- I. Third Parties shall maintain a zero-tolerance approach to all forms of bribery, corruption, facilitation payments, and kickbacks.
- II. Third Parties shall not offer, authorize, or make any political donations, sponsorships, or charitable contributions on Omantel's behalf without prior written approval.
- III. Third Parties shall establish and maintain adequate anti-bribery and corruption policies, procedures, and internal controls, and shall provide regular training to employees, agents and subcontractors on such practices.
- IV. Third Parties shall operate transparently and avoid fraudulent or unethical behavior, maintain accurate financial and business records, and ensure all transactions are properly documented and auditable.
- V. Third Parties shall ensure that their employees, subcontractors, or representatives do not offer, promise, solicit, receive or grant any illegal benefits, favors, inappropriate gifts, entertainment and hospitality or facilitation payments to an individual, company (including Omantel) or

Public Official with the intention to unduly influence or facilitate a business decision or an official act.

- VI. Third Parties shall not engage in or facilitate any form of economic crime, including money laundering, fraud, terrorist financing, or tax evasion. All transactions with Omantel must be legitimate, transparent, and properly documented.
- VII. Third Parties shall promptly report to Omantel any suspicion or knowledge of bribery, corruption, or economic crime related to their dealings with Omantel or its representatives. Reports may be submitted confidentially through whistleblowing@omantel.om.
- VIII. Third Parties shall cooperate with Omantel and relevant authorities in any investigation or audit concerning alleged corruption or financial misconduct.
- IX. Third Parties shall support Omantel's ESG framework by upholding high standards of corporate governance, transparency, and ethical business practices.
- X. Third Parties shall not offer or accept gifts, hospitality, entertainment, or other benefits that could improperly influence, or appear to influence, business decisions. Any exchange of modest courtesies must be lawful, infrequent, transparent, and in line with Omantel's internal policies. Political or charitable contributions on Omantel's behalf require Omantel's prior written approval.

7.7 Data Privacy, IP & Information Security

- I. Third Parties shall implement appropriate security measures to prevent unauthorized access, loss, or misuse of data, which are consistent with Omantel's standards, including protection of systems, networks and information from unauthorized access.
- II. Third Parties shall respect Omantel's intellectual property rights and confidential materials and shall not copy, use, disclose, or transfer such information for any unauthorized purpose or outside the scope of engagement.
- III. Third Parties shall collect, use, store and process personal data only for agreed and legitimate purposes and in accordance with Applicable Laws.
- IV. Third Parties shall promptly notify Omantel in case of any actual or suspected data breach or security incident.
- V. Third Parties shall ensure that all employees, contractors and subcontractors with access to Omantel data are trained in confidentiality and data protection.
- VI. Third Parties shall return or securely dispose of Omantel's data when no longer required and shall certify secure destruction when applicable.

- VII. Third Parties shall implement controls to protect against cyber-security threats and shall immediately report any suspected malicious activity affecting Omantel's systems or information.
- VIII. Third Parties shall use Omantel's assets, systems, and facilities solely for authorized purposes and protect them from misuse, damage, or loss.

7.8 Responsible Sourcing

- I. Third Parties shall exercise due diligence across their supply chains to identify, prevent and mitigate any risks of human rights violations, unethical labor practices, or environmental harm.
- II. Third Parties shall avoid sourcing from conflict regions or third parties engaged in unethical labor practices or third parties involved in the trade of conflict minerals that contribute to human rights violations. Where applicable, they shall maintain traceability of the origin of materials used.
- III. Third Parties shall maintain transparency and effective traceability systems within their supply chain, including disclosure of mineral or material origins where required by Applicable Law or upon Omantel's request.
- IV. Third Parties are encouraged to select and engage suppliers with recognized ESG certifications or demonstrate positive social/environmental impact.
- V. Third Parties shall respect and promote human rights in their supply chain and workplace by taking appropriate measures to prevent, mitigate and remedy violations of Applicable Laws and this Code.
- VI. Third Parties are encouraged to contribute to Oman's In-Country Value objectives by engaging local suppliers, developing Omani capabilities, supporting R&D, and facilitating knowledge transfer wherever feasible.

7.9 Communication and Representation

- I. Third Parties shall accurately and honestly represent the business, capabilities, and relationship with Omantel in all communications, ensuring that any external messaging referencing Omantel is shared with and approved by Omantel in advance.
- II. Third Parties shall not issue public statements, media releases or make any representations on behalf of Omantel, nor use Omantel's name, logo, trademarks or other brand elements without written consent.
- III. Third Parties shall avoid any false, misleading, unauthorized or exaggerated claims about Omantel, its products, services or relationship with the Third Party.
- IV. Third Parties shall ensure all records, reports, and information submitted to Omantel or public authorities are complete, accurate, and not

misleading. Fabrication or omission of material information is strictly prohibited. Third Parties shall promptly inform Omantel if they become aware of any inaccurate or misleading information previously provided regarding Omantel or any project involving Omantel.

- V. Third Parties shall not post, publish, or share any content related to Omantel, its employees, or business activities on social media or public platforms without prior written consent from Omantel.

7.10 Training and Awareness

- I. Third parties shall ensure that all employees, agents and subcontractors are aware of and receive adequate training on this Code and Applicable Laws.
- II. Omantel may, at its discretion, offer Third Parties, including small and medium enterprises (SMEs), opportunities to participate in seminars, workshops, or access training materials to enhance understanding and effective implementation of the Code.
- III. Third Parties shall maintain records of training and awareness activities conducted for their employees and make such records available to Omantel upon request for audit or compliance verification.

7.11 Reporting Violations

- I. Third Parties shall ensure safe, confidential and accessible channels for reporting concerns on any suspected misconduct, violations of this Code, or Applicable Laws.
- II. Third Parties shall adopt equivalent protections within their own organizations and supply chains. Report suspected violations directly to Omantel's designated whistleblowing channel: whistleblowing@omantel.om.
- III. Third Parties shall cooperate with Omantel during any investigations or review of a reported violation and shall provide all relevant information and documentation when requested.
- IV. Reports may be made anonymously where permitted by Applicable Laws. Omantel strictly prohibits retaliation against any individual who, in good faith, reports a concern or participates in an investigation.
- V. Third Parties shall encourage a culture of transparency and ethical reporting within their organizations and supply chains, ensuring employees feel safe to speak up without fear of reprisal.

7.12 Compliance and Enforcement

- I. Omantel may verify Third Party compliance with this Code at any time through documentation requests, audits, and risk assessments and may require corrective actions where gaps are identified. Third Parties shall cooperate fully and provide complete and accurate information when requested.
- II. Non-compliance with this Code may result in corrective action, suspension, or termination of the contract as further provided in clause 9 below.
- III. Third Parties shall ensure their subcontractors comply with this Code.

7.13 Due Diligence & Cooperation

Prior to engagement and periodically thereafter, Omantel may conduct risk-based due diligence to verify the integrity, compliance record, and ESG performance of Third parties. Third parties shall cooperate fully with Omantel's due diligence and provide accurate information and documentation when requested.

7.14 Use of Non-Public Information

Third Parties shall not use or share any non-public or confidential information obtained through their engagement with Omantel for personal gain, securities trading, or any other unauthorized purpose.

8. Monitoring & Reporting

This Code shall be monitored on an ongoing basis to ensure effective implementation, continued improvement, and compliance with Omantel's ESG and governance standards.

Monitoring Responsibility: Omantel's Sourcing & Procurement, and Enterprise Risk Management Departments shall jointly oversee compliance through vendor pre-screening, risk-based assessments, and periodic audits. Monitoring may include Third-Party self-assessments, on-site inspections, document reviews, and due diligence checks using Omantel's approved tools and processes. Third Parties shall cooperate fully and provide accurate, up-to-date information as requested

Reporting Mechanisms: Third parties shall submit all compliance documentation requested by Omantel and shall promptly report any breach or suspected breach of this Code through Omantel's designated

channel: whistleblowing@omantel.om. Reports may be submitted confidentially or anonymously in accordance with Clause 7.11.

Frequency: Monitoring activities shall be conducted, with frequency determined through Third Party pre-screening and risk assessments. High-risk, critical or non-compliant Third Parties may be subject to more frequent audits or assessments until compliance is demonstrated.

9. Consequences of Non-Compliance

Omantel reserves the right to take appropriate and proportionate action in response to any breach or suspected breach of this Code, depending on the severity, impact, and recurrence of the violation.

Consequences may include, but are not limited to:

- I. Requiring Third Parties to implement corrective action plans with specified timelines and provide evidence of compliance.
- II. Suspension of orders, services, or other business activities until non-compliance is resolved.
- III. Removal from Omantel's approved supplier list or vendor registration system.
- IV. Termination of the applicable contract or business relationship, where warranted.
- V. Initiating legal action where applicable, including claims for damages or recovery of losses.
- VI. Notifications to relevant authorities or impacted parties, where required under Applicable Law.
- VII. Any other remedy or measure permitted under Applicable Law or the terms of the relevant contract with Omantel.

10. Review Frequency

This Code shall be:

- I. Reviewed annually by Omantel's relevant Departments to ensure its continued relevance, accuracy, and alignment with Omantel's internal requirements, Applicable Laws, and industry best practices.
- II. Updated every two years or earlier in the event of significant regulatory, operational, or market changes or upon recommendation from Omantel's Procurement or Enterprise Risk Management Departments.

11. Queries

For additional information or queries related to this Code, please contact the Sourcing & Procurement team on supplier_support@omantel.om.

12. Acknowledgment

All Third Parties are required to acknowledge receipt of this Code and confirm their commitment to comply with its principles. Omantel may request written confirmation or certification of compliance as part of Third Party onboarding or renewal. By engaging in business activities with Omantel, the Third Party confirms that it has read, understood, and agrees to comply with this Code and its principles.

13. Document Rights

Rights

Rights	Assign To
Read/View	All Employees, Third Parties, Contractors, Sub-Contractors and Relevant Stakeholders
Edit/Revision	Sourcing & Procurement, Enterprise Risk Management
Review	Legal, Internal Audit, Relevant Functions
Approve	GM – Sourcing & Procurement

Revision History

Date	Author	Version	VP/CMT/ Board Approval	Change Reference

Review & Approval History

Name	Version	VP/CMT/Board Resolution No.	Designation	Date

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