

# Code of Conduct



Operated by EDLP Nigeria Limited

for all JARA employees and business partners



## FOREWORD

Based on our Corporate Responsibility Principles, we formulated our **Code of Conduct**. In other words; our ethical policy. As you know, JARA<sup>1</sup> is a discount food retailer with a clear **Mission & Vision**. In everything we do we try to meet the customer's expectation of good quality at a low price. One of the core values in our business is therefore respect. Respect for our customers. But, also for our employees, our business partners and for the authorities.

Working in food retail is not so easy. It is an industry in which the market is tough, negotiations are often complex, and customer demands are high. There are many challenges we face daily. It is therefore important that we work together for a business that is of high ethical standards and legally compliant.

Our Code of Conduct has been developed from the Corporate Responsibility Principles and is meant to explain what we mean by ethical, compliant behaviour. As an organization, we can differentiate ourselves by showing our values, in the way we do business, and in the way we treat people; with respect and integrity. Our Code of Conduct is meant to help you understand the values, and also to guide you during your work on how to behave in an ethically and legally compliant manner.

The JARA Code of Conduct summarizes the significant principles and rules which apply to all our activities. It states the company's expectations and all employees are expected to adhere to these principles in their daily activities.

I'm sure it will be of great help to you.

**William Snollaerts**  
CEO  
EDLP Nigeria Limited

Lagos, 01.03.2019

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<sup>1</sup> JARA is a trademark of EDLP Nigeria Limited

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## 1. GENERAL PRINCIPLES

Our business ethics and values are defined in the Corporate Responsibility (CR) Principles. These CR Principles define the overarching commitment to business ethics and values throughout the EDLP company.

The Code of Conduct (CoC) has been developed from the CR Principles to define the basic standards of ethical behaviour we expect of our employees and these basic standards are explained on the following pages. Simply said, the CoC says how we should behave and communicate in general.

JARA Management Principles (JMP) describes the leadership behavior we expect of our managers regarding our employees and how our managers should act as responsible leaders in our JARA organization in general.

The order of our CoC and other principles, and the relation between these, are illustrated in the diagram below.



### 1.1. Compliance with Laws

JARA will comply with the respective laws of all states in which we conduct business. Our company intends to always be committed to this rule, irrespective of any potential commercial disadvantages this may cause. We expect the same commitment from our business partners.

We would rather abandon any objective we can achieve than violate the law.



## 1.2. Responsibility

All employees and our business partners are personally responsible for complying with the law and the JARA CoC. Each person's attitude, behaviour and actions will contribute to the image of JARA.

Management must act as role models for their employees by complying fully with the high standards specified in the CoC. They demonstrate how the standards in the CoC should be put into practice and ensure that their employees know and adhere to the CoC.

## 1.3. Reporting Violations

Employees are required to report any breaches of law or violation of the CoC or other applicable policies to their direct leader, or, if not appropriate, to the next management level.

Employees reporting an offence in good faith must not be discriminated against. Any investigation of reported violations will be conducted with utmost confidentiality. Details of the informant will only be forwarded if the informant agrees, or if absolutely necessary to clarify the situation.

## 1.4. Consequences

Violation of the CoC may result in severe consequences, not only for the relevant person, but for JARA as a whole. Disciplinary action up to and including termination of employment will be taken against any employee who violates the CoC.

Actions for damages and criminal charges may also be pursued.

## 2. **EMPLOYEE WELFARE AND HUMAN RIGHTS**

Based on our training & development (T&D) programs we train our employees that each employee understands our mission, vision and values, that each employee is able to do the job right with responsibility and that each employee can do the job with pleasure.

Next to that, our JARA Management Principles provides the guidelines for the management and development of employees ensuring a fair, respectful and cooperative work environment.

Employees must follow our safe work arrangements at all times and immediately report and/or fix any failings within their area of responsibility. Managerial staff need to support their employees in complying with these requirements.

We commit to fair working conditions and to safeguarding the rights of our employees. Our way of working is the binding framework that regulates the essential aspects of the cooperative internal work environment as well as the management and development of employees.

### 2.1. Work Health and Safety

The health and safety of our employees is of immense importance. We therefore invest in creating safe working conditions and have work health and safety integrated into all areas of our operations. A hygienic work environment is also part of this. Please, refer to our JARA Food Safety Plan (HACCP).



All employees must adhere to our safe working arrangements at all times, and must immediately report and/or fix any deficiencies within their respective area of responsibility. All managerial staff must support their employees in complying with these obligations.

## 2.2. Equal Treatment

Based on the Charter of the United Nations and the Constitution of Nigeria, all human rights are considered fundamental values to be respected by all employees. We will not tolerate any form of unlawful discrimination and harassment. Such actions are illegal and contrary to our CoC.

## 2.3. Sexual Impropriety

Treating people in a respectful way means also there is no place for sexual impropriety. Subtle sexual remarks can be received as disrespectful and even as a threat. All employees must be aware of this. Such behavior doesn't fit in our moral standards and is contrary to our Code of Conduct. All employees must also know that we will not tolerate any form of sexual harassment. Such actions will be considered as a violation of our CoC.

## 2.4. Freedom of Association

All employees may choose to be represented by any person or organisation they wish in any matters associated with their employment, and may, consistent with national law, reach agreement with JARA about the terms and conditions to apply to their employment.

# 3. **ABSOLUTE CUSTOMER ORIENTATION**

## 3.1. Quality of our Products

We always aim to provide our customers the best value; high quality products at the lowest prices. We monitor the quality of our products, as quality assurance is key to our business and our product safety and quality standards. Where we need to either remove a product from sale or to recall a product, employees responsible must take the greatest care to ensure our procedures are followed correctly to protect our customers. Please, refer to our JARA Food Safety Plan/ HACCP rules

## 3.2. Customer Approach

We respect our customer and we are aware we need to listen to our customers to hold the right balance between price and quality.

As friendliness is one of our core values, we serve our customer correctly and friendly with a smile. We should respond to any customer enquiries in a positive manner and always aim to find a solution acceptable to our customers. Please, refer to our business process for Customer Orientation.

## 3.3. Quality & Excellence

Everything we do, we do for the customer. Quality is not only connected to our assortment and its articles, but also connected to the things we do. First, we start with doing the right things and then secondly, strive to do the right things well.

We strive for quality in our thinking, quality in our approach and quality in what we do. This should lead to operational excellence as well as cause our customer can feel and see our good work. And for that, the customer will reward us by coming back.

#### 3.4. Hygiene & Cleanliness

Hygiene and cleanliness are a part of Work Health and Safety (see 2.1.), and a part of operational excellence (see 3.3.). Hygiene and cleanliness give us a positive ambience. We also understand the customer demands a clean and hygienic shopping environment and we are aware that this is a part of our customer orientation, as we want to sell our quality goods not only for low prices, but also in a clean store. Please, refer to our JARA Food Safety Plan/ HACCP rules.

#### 3.5. Convenience

Offering good quality for a low price and to enable our clients to save money are our main pillars. Next to this, we want to offer our clients a basic, but modern and convenient store. We try to reach this by a clear routing & grouping of the assortment, by wide aisles, by a service oriented friendly approach, by a balanced assortment, by offering short decision moments, by a clear presentation of the goods, and by a well-organized store.

Each employee must understand that our customers demand such convenience from our food retail store concept without frills and luxury.

### 4. **PROTECTION OF BUSINESS AND TRADE SECRETS**

Business and trade secrets must be handled as confidential information. Sensitive information may neither be used to pursue personal interests nor be disclosed to third parties. Company information must be secured at all times, including using technical means.

#### 4.1. Non-disclosed information

All employees should take all reasonable steps to minimize the risk of disclosure of sensitive information, such as sales figures, growth figures, customer traffic, basket sizes, promo's and other commercial actions, purchase prices, margins, recipes, good losses, staff information, salaries, contract & supplier information, financial results, organizational charts, IT-software, construction materials, equipment and constructors, consultants, special projects and other confidential company information, etc.

#### 4.2. Public communication

Public communication and media requests are managed exclusively by designated employees.

#### 4.3. Information from Business partners

Information received from our business partners will also be handled with the same level of confidentiality. Likewise, our suppliers and other business partners are contractually obliged to handle information confidentially.



## 5. SUPPLIERS

We aim for long term relationships with our suppliers by considering them as our business partner in order to realise our mission. We want to deal with our suppliers in a fair and professional manner, and we want to explain our MVV clearly to make them enthusiastic for contributing to our mission.

To this effect, we offer our suppliers distribution channels, selling points, scale and high volumes per article.

## 6. CONFLICT OF INTERESTS AND ACCEPTANCE OF BENEFIT

Conflict of interest arise whenever commercial decisions are influenced by personal interest. To prevent any such conflicts, employees must keep their private dealings separate from any company dealings so that unbiased decisions in the company's best interest are not compromised. Employees must advise their supervisor immediately on becoming aware of any actual, potential, and/or perceived conflict of interest.

### 6.1. Business Partners and Competitors

Employees are not permitted to have any personal interests or business relationships with JARA business partners or competitors, if there is a risk of any conflict of interest.

Employees must not establish business relationships with any business partner that can be indirectly or directly influenced by the employee to a significant extent.

### 6.2. Private Benefits derived from Business Relationships

Employees must not use their role with JARA to gain private benefits from business partners or competitors. Personal favours or private benefits from a business partner or competitor may bias any decisions to be made by the employee in the context of a business relationship or the initiation of a business relationship. These must therefore be avoided.

Any private commissioning of business partners with which an employee is in direct or indirect contact with during their daily work must be subject to the corresponding corporate principles.

### 6.3. Invitations to Lunch/ Dinner and Gifts

Invitations to lunch or dinner may only be accepted if they are considered reasonable within the normal course of business and cannot be interpreted as an attempt to influence the employee in their corporate decision-making.

Gifts should not be accepted by employees. Gifts of token value may be exempt from this rule if they are of low value and if not accepting would be considered offensive by the respective local culture and/or provided that these gifts are not likely to affect business decisions of the accepting party.

However, it is not allowed under any circumstances to accept cash or equivalents (e.g. vouchers and other value papers).

#### 6.4. Disclosing Conflicts of Interests

Employees must disclose any potential conflicts of interests to their superior and discuss how such conflicts are to be avoided. Employees should document any of such discussions and agreements in their own interest.

### 7. **ANTI CORRUPTION**

JARA does not under any circumstances tolerate acts of bribery. Relationships between JARA and public officials, suppliers, other business partners and private parties must be established in a manner in which any suspicion of corruption is avoided. We therefore do not permit the offering or granting of any form of favour that may be interpreted as an attempt to exert influence.

#### 7.1. Suppliers and other Business Partners

Business partners of JARA will not be offered, promised or granted free benefits. Business meals constitute the only exceptions to this rule.

Naturally, these rules may not be bypassed by utilising third parties (e.g. consultants, brokers or middlemen).

#### 7.2. Public Officials

It is especially important to exercise utmost restraint when dealing with public officials.

In this context, the term 'public official' is to be understood in the broader sense and irrespective of any definition provided by the relevant national legal system. In any case, this definition always includes public servants and employees of any authorities, public bodies, state-owned companies and international organisations as well as candidates, representatives and employees of political parties.

### 8. **ANTI FRAUD**

In law, fraud is a deliberate deception to secure unfair or unlawful gain, or to deprive a victim of a legal right. Fraud itself can be civil or criminally wrong. We see fraud as dishonesty calculated for advantage (monetary gain or other benefits, such as goods) and something which doesn't fit in our CR principles and ethics.

#### 8.1. Checks & Balances

As we daily work with money and goods, we need to protect our company, but also our employees.

JARA defined a series of procedures and rules, and programmed checks & balances to avoid frauds or fraudulent acts. For a good understanding of these company rules, and especially to avoid any misunderstandings, employees sign documents concerning money and goods for "read and understand".



## 8.2. Consequences

In case we come to the conclusion of fraud, whatever the backgrounds, the trust is unrepairable damage. Termination of employment will be taken against any employee who acts fraudulently (see also paragraph 1.4. of the CoC).

## 9. **DATA PROTECTION**

Protecting the personal data of our employees, customers and business partners is of paramount importance to us. Therefore, personal data is only collected, stored or processed if required for predefined, unambiguous purposes, compliant with the law.

Data is secured by both technical and organisational measures. Employees must follow any data protection rules that apply to their area of responsibility to the best of their ability.

## 10. **COMPANY PROPERTY**

All JARA employees are to treat the property of our company with care. Company resources must be used economically, carefully and appropriately, and in accordance with national policies and guidelines.

## 11. **ACCOUNTABILITY & OWNERSHIP**

As a part of our HR strategy, we believe in the principle of delegating responsibilities as low as possible in the organization in order to provide our employees a challenging job and to give the customer their best. We are convinced that well trained employees embrace responsibility.

Delegating responsibilities means also accountability. The management monitors the execution of the tasks by applying "checks & balances". A good performance deserves a compliment; a non-satisfying execution means that the management should guide and coach the employee for this part of the job.

We expect each employee to have an understanding of our JARA Mission, Vision & Values, be hardworking and ambitious, to meet the work agreements, to be open, honest and transparent, and more.

**Work smart and good luck.**

JARA EDLP management,  
Lagos, 03.2019