

ANTI-BRIBERY AND CORRUPTION POLICY

INCLUDING GIFTS AND HOSPITALITY

TABLE OF CONTENTS

- 1. Objective**
- 2. Policy Statement**
- 3. Bribery and Corruption**
- 4. Political, and Charitable Donations**
- 5. Receiving and Giving of Gifts and Hospitality**
- 6. The following provides additional guidance when providing Gifts and Hospitality to any Third-Parties including Government officials**
- 7. Record Keeping**
- 8. Reporting Breaches and Whistleblowing**
- 9. Queries**
- 10. Consequences of Non-Compliance**

1. OBJECTIVE

At Oman Telecommunication Company SAOG ("Omantel"), we are committed to conducting business in accordance with the highest ethical standards and adopt a strict zero-tolerance stance on corruption and bribery. This policy is designed to close any potential gaps that may lead to such misconduct, as well as provide clear guidelines to mitigate the risk of corruption and bribery, including reporting and monitoring of suspected activities.

The objective of this Policy is to ensure that robust anti-corruption and bribery measures are integrated throughout our operations, thereby preventing any violations, or breaches of relevant laws and regulations. This policy is part of our comprehensive anti-fraud, measures that includes the Code of Conduct and Whistleblowing Policy and should be read in conjunction with these documents.

This policy is applicable to all employees, contractors, and trainees at Omantel premises or under Omantel's direction. This document serves as the guiding framework for the effective implementation of Anti-bribery and corruption practice within Omantel.

2. POLICY STATEMENT

We are committed to complying with all applicable anti-bribery and anti-corruption laws, regulations, and rules anywhere we operate. Accordingly, we expect all our employees, directors, officers to always act with the highest standards of honesty and integrity, while working on company premises, and at any other time or place where you are representing the company.

3. BRIBERY AND CORRUPTION

3.1 DEFINITIONS

3.1.1 Bribery is a form of corruption that involves offering, paying, seeking, or accepting something of value, usually money, with the intent to influence someone's action or non-action to enable or authorize an illicit transaction.

3.1.2 Corruption is an abuse of a position of trust it also includes bribes, blackmail, facilitation payments, and money laundering of such practices.

3.2 BRIBERY EXTENDS TO:

3.2.1 Promising, offering, giving, or accepting something valuable to improperly obtain, retain, or award business or reward a public official to influence their actions or decisions.

3.3 PROHIBITION AND CONSEQUENCES

3.3.1 It is prohibited to give or receive a bribe, whether directly or indirectly. The effectiveness of the bribe is irrelevant; merely offering, promising, or accepting a bribe constitutes a criminal offense.

3.3.2 Individuals found guilty of bribery and corruption may face criminal charges, including imprisonment and significant monetary fines. Additionally, disciplinary actions, including dismissal from the company, may be imposed.

3.3.3 If Omantel is found to have engaged in corruption, the company could face unlimited fines, damage to its corporate brand and reputation, loss of the ability to trade in certain jurisdictions, debarment from bidding for government contracts, loss of business, cancellation of contracts, legal action by competitors, litigation, and substantial investigation and remediation expenses.

4. POLITICAL, AND CHARITABLE DONATIONS

4.1 Charitable or political donations may be misused for bribery or corruption, particularly, if a government entity, government official or family member of a government official would directly or indirectly benefit from a charitable or political demand or expectation of business in return. Donations must not be made to improperly influence the recipient or in exchange for any business advantage.

4.2 Any donations must be made in line with the Omantel Manual of Authority (MoA), before providing, requesting, or authorizing, any donations. The company will not be responsible for any charitable activities that are carried out by employees or third parties that are not initiated or approved by Omantel.

4.3 No charitable or political donation will be approved if it is:

4.3.1 Promised or made with the purpose of influencing an individual or entity with the authority to make decisions affecting Omantel's business.

4.3.2 Promised or made to organizations that are not established and recognized charitable institutions and inconsistent with Omantel's corporate social responsibility strategy.

4.4 Employees are permitted to make donations to any political, religious, or non-for-profit organization, at a personal capacity, and provided that such actions are in compliance with applicable laws and regulations. However, employees are strictly prohibited from associating Omantel's name, image, or reputation with any personal political or religious donations. Omantel does not endorse, nor encourage employees to associate Omantel's company name with any donations, particularly on social media platforms such as LinkedIn, Facebook, etc.

5. RECEIVING AND GIVING OF GIFTS AND HOSPITALITY

5.1 GENERAL GUIDELINES

Omantel's best interests are served when business and commercial decisions remain free from external influences such as gifts or hospitality. This approach ensures that Omantel maintains professional and transparent business relations with its vendors, partners, and other third parties such as Government officials – be it existing or seeking to engage with. Omantel's commitment on preventing bribery and corruption means that regardless of local customs, we never give or accept improper gifts or hospitality or any other benefit to gain an undue business advantage.

5.2 ACCEPTABLE BUSINESS COURTESIES

We understand that, in the course of business, it is possible that employees may interact with other parties in manners that involve common courtesies, and this can include the exchange of some common courtesies, and/or hospitality. Omantel recognizes that there are times when refusing to accept gifts or hospitality from a business partner or declining to provide them would be considered discourteous. Giving and receiving gifts and hospitality without any mala-fide intentions where nothing is expected in return helps form positive relationships with third parties provided that it is proportionate and properly recorded. This policy is not meant to stop employees from building relationships with outside partners or from competing successfully in the market. Instead, it explains what is considered acceptable in business gifts and hospitality and gives guidelines to reduce the risk of improper exchange. As part of our commitment to ethical business practices, Omantel permits the limited provision of telecommunications products and services as promotional gifts or business courtesies, provided they are offered transparently and in good faith, without any intention to improperly influence a business decision or secure an unfair business advantage. Such gifts must be recorded through the internal approval processes within ERP.

5.3 GUIDELINES FOR GIFTS AND HOSPITALITY

5.3.1 Employees are not permitted to request Gifts, or Hospitality from any person or entity. As part of common business courtesies, the following scenarios can be deemed acceptable when giving or receiving gifts and hospitality:

- Corporate branded gifts or gifts that do not exceed OMR 150 in value combined or divided, with a cumulative value limit not exceeding OMR 1,000 per year per employee.
- Reasonable, non-lavish invitations for lunch/dinner, in the context of business meetings or professional and technical seminars that are beneficial to the performance of the employee's job.
- Gifts and invitations are freely offered and not in exchange for any decision or action.
- There is no risk that they may be perceived as a bribe.

5.3.2 For gifts or hospitality that exceed OMR 150 in value, the following process should be followed by the employee who is receiving or giving the gift:

- Completion of the Gift & Hospitality declaration form found on ERP.
- Total value of gifts received per employee may not exceed OMR 1,000 per year. Gifts declared and received will be sent to line managers for approval and to the GRC Department for information.

6. THE FOLLOWING PROVIDES ADDITIONAL GUIDANCE WHEN PROVIDING GIFTS AND HOSPITALITY TO ANY THIRD PARTIES INCLUDING GOVERNMENT OFFICIALS.

6.1 Gifts and Hospitality involving third parties may be customary and appropriate for Omantel's business but can also be misunderstood for bribery or corruption. Consequently, whenever an Omantel employee is proposing to provide gifts, meals and/or hospitality to a third-party, particular care, attention and detailed information based on adequate due diligence should be used in the submission and approval process.

6.2 Pre-approval is not required for Gifts and Hospitality that are reasonable in value, as defined in Section 5 above, and proportionate to the level of the person extending the gift and hospitality or the recipient, and which:

- Business tools forming part of the commercial arrangement with the recipient entity.
- Relate to the conduct of Omantel's business and efforts to improve Omantel's image; promote, demonstrate, or explain Omantel products or services; or establish or cement cordial business relationships.
- Enhance knowledge of Omantel's industry.
- Are made openly and transparently.
- Cannot be perceived, or interpreted as creating an obligation for the recipient, creating the appearance of an inducement to improperly influence or reward a business decision, or securing a business or personal advantage.
- Are not provided in circumstances where it might impair objective judgment on the part of the receiver, such as before the award of any project or before a contract is signed; and
- Are permitted by and compliant with the recipient's Code of Ethics or purchasing terms or the applicable contract, and
- Are permitted under applicable laws, regulations, and Omantel's Code of Conduct.

6.3 Facilitation Payments

Facilitation Payments or "grease" payments are payments made to expedite a routine government action that a Government Official is obligated to perform such as processing licenses, permits, or other official documents. Under no circumstances may any employee or anyone acting on Omantel's behalf make facilitation payments to any government official.

7. RECORD KEEPING

7.1 Any transactions and payments made or received by Omantel should be accurately recorded in Omantel's financial statements, books, and records in accordance with the company's policies, controls, and procedures, and all applicable laws, rules, and regulations.

7.2 The integrity of Omantel's financial transactions and records is vital to the operation of our business and a key factor in maintaining the confidence and trust of our employees, anyone acting on behalf of Omantel, shareholders, and other stakeholders.

7.3 It is prohibited to intentionally misrepresent Omantel's financial performance or otherwise compromise the integrity of the company reports, records, policies, and procedures.

8. REPORTING BREACHES AND WHISTLEBLOWING

8.1 If you suspect or are offered or asked to pay a bribe or give anything of value or advantage as part of Omantel's business, you must immediately report these payments, requests or offers to your Manager, GRC, Human Resources, or do so anonymously by sending an email to Whistleblowing@omantel.om.

8.2 We expect all staff to report any wrongdoing that falls short of our fundamental principles and to report any circumstances that are in breach of our policies. The company is committed to investigating disclosures fully, fairly, quickly, and confidentially where circumstances permit.

8.3 You can report any instances of suspected corruption or bribery in line with the Whistleblowing Policy, available on Tawasul at this link, and by emailing Whistleblowing@omantel.om.

9. QUERIES

For additional information or queries related to this policy, please contact the Enterprise Risk Management department at AskERM@omantel.om

10. CONSEQUENCES OF NON-COMPLIANCE

10.1 Non-compliance with this policy will expose the company to significant regulatory sanctions, fines, criminal and civil liability. The reputational damage arising from such non-compliance will negatively affect the company's ability to attract and maintain customers.

10.2 Employees who fail to comply with this policy may be subject to strict disciplinary action including dismissal and personal liability such as significant fines and/or imprisonment under the relevant laws.