

VIA OUTLETS CODE OF ETHICS



Table of Contents

Purpose	3
Scope & Applicability	3
The Code of Ethics	4

Purpose

This Code of Ethics is issued by VIA Outlets, (hereinafter referred to as “VIA Outlets”, “the Company”, “we”, “us” or “our”) and brings together the most important principles and values which are geared towards preserving and building on the reputation, the credibility and the image of VIA Outlets.

VIA Outlets’ reputation is built on its core values:

- We place our people at the heart of what we do
- We do the right thing, always
- We like to work in a constantly changing, fast-paced environment
- We manage our centres with care and for a sustainable future
- We are decisive, transparent and always collaborative.

These five statements explain what is important to us, what we believe in and in many aspects, our behaviours and culture.

VIA expects its employees and partners to act with diligence, competence and in an ethical manner in all aspects of its business.

Scope & Applicability

This Code applies to:

- all VIA Outlets employees (whether permanent or temporary),
- temporary agency workers,
- Trainees or apprentices,
- Directors– together described as “you”.

Everyone has the responsibility to comply with the principles set out in this Code. No one should engage in any conduct that compromises the reputation or integrity of VIA Outlets, its business and its assets.

This Code of Ethics must be read in conjunction with the VIA Outlets Policies, available on ViaShare ([here](#)), in particular:

- VIA Outlets Anti-Bribery Policy
- VIA Outlets Gifts & Hospitality Policy
- VIA Outlets Whistleblowing Policy
- VIA Outlets Information & Cyber Security Policy

The VIA Outlets Code of Ethics does not replace labour law provisions or contractual agreements and is not intended as an exhaustive list of rules and principles but must support you in taking decisions in accordance with VIA Outlets Values, Principles and Policies. These take precedence in anything we do.

The Code of Ethics

1. Professionalism and Confidentiality

You should, at all times, conduct yourself in a professional manner that sustains and promotes the integrity of the business. This also means that you should adhere, at all times, to the laws and regulations applicable to our business in the countries in which we operate.

Accordingly, you:

- **must not** engage in any professional conduct involving dishonesty, fraud, or deceit or commit any act that reflects adversely on your professional reputation, integrity, or competence;
- **must** keep strictly confidential all business matters which come to your knowledge in the course of your work (preventing that it is disclosed to external parties), **not** discuss business matters in public places nor disclose confidential information on social media and take reasonable care in handling such data, even after the term of your relationship with us. Examples of Confidential Information can be found under the VIA Outlets' Information & Cyber Security Policy ([here](#)). This confidentiality obligation shall continue to apply after the termination of your employment without limit in time.

Please read the relevant policies ([here](#)) and understand how to comply with them.

2. Conflicts of Interest

Naturally, your business loyalty should be to VIA Outlets unless otherwise agreed by VIA Outlets and it is expected that you will act in the best interests of the business and in accordance with our values and the applicable laws. This ability may be adversely affected if you are asked to advise or act for VIA Outlets in a matter where your personal interests or those of a competitor are involved.

You must make full and fair disclosure of all matters that could reasonably be expected to impair your objectivity or interfere with your duties. You must ensure that such disclosure is clear and communicates the relevant information effectively.

You should observe the following restrictions – **do not**:

- request, agree to receive or receive (directly or indirectly) any discount, rebate or commission in relation to any project with which you are involved during the course of your relationship with us
- act as a director, officer, consultant, agent or employee for any supplier, Brand or competitor
- have a personal interest in any transaction involving VIA Outlets
- accept compensation, gifts, benefits or other consideration that competes with or might reasonably be expected to create a conflict of interest with VIA Outlets' business interest

unless you obtain written consent in line with the requirements under the VIA Outlets Gifts & Hospitality Policy

- extend VIA Outlets discounts (other than existing schemes) to local businesses or anyone with whom VIA Outlets does business without prior approval from the Regional Business Director.

VIA Outlets selects its suppliers, contractors and consultants in a non-discriminatory manner based on the quality, price, service, delivery, supply of goods and services and sustainable principles and practices. A decision to engage a specific supplier, contractor or consultant must never be based on personal interests or the interests of family members or friends. You are expected to conduct yourself in a professional manner that promotes equal opportunity and prohibits discriminatory practices.

You must inform your Line Manager, the Regional Business Director and Head of Legal if you believe that any relationships may create a conflict of interest.

3. Bribery and Corruption

VIA Outlets condemns bribery in all its forms. Do not bribe nor accept a bribe. This means you must not offer, solicit, or accept any gift, benefit, compensation, or consideration that reasonably could be expected to compromise your own or another's independence and objectivity. VIA Outlets is committed to maintaining an environment free of corruption and so we expect you to act ethically.

Further details are described in VIA Outlets' Anti-Bribery Policy ([here](#))

You must inform VIA's Compliance Manager Liliana Macedo (lmacedo@viaoutlets.com) or your VIA Responsible Lawyer, as set out in the Anti-Bribery Policy, if you believe that any circumstances exist that could potentially lead to a corrupt transaction or situation even if it concerns a colleague.

4. Whistleblowing

VIA Outlets is committed to prevent work malpractice and has established a clear procedure on how to deal with unlawful conduct and suspected wrongdoing.

In case you become aware of any practices or irregularities within VIA, concerning any employee, Brand, Supplier or any other stakeholder, and that you believe in good faith and on the basis of reasonable grounds, constitute wrongdoing, you can raise your concern, suspicion or incident:

- With your Line Manager or a member of the HR Team (depending on the violation you want to report);
- with VIA Outlets' Compliance Manager (Liliana Macedo), by email: lmacedo@viaoutlets.com or telephone: +351 755 93 81 or
- using our dedicated channel called Speak Up (speakup@viaoutlets.com), which allows you to raise a concern in confidence and anonymously if you wish to do so.

For further information please refer to the VIA Outlets Whistleblowing Policy ([here](#)).

5. Media and Investor Relations

Unless you are specifically authorised to represent VIA Outlets to the media or investors, you must not respond to inquiries or requests for information. This includes newspapers, magazines, trade publications, radio and television as well as any other external sources requesting information. If the media or any investor contacts you about any topic, please refer them to the Head of Marketing or Regional Business Director. You must be careful not to disclose confidential, personal or business information through public or casual discussions to the media or others.

6. Exclusive Employment

If you are a full-time employee, during your employment, you may not [without the written authorisation of your Line Manager and Centre Director (Centre employees) or of your Line Manager and HR and in accordance with applicable law] either on your own account or as the employer of others, be employed, engaged or concerned in any business other than that of VIA Outlets or accept any other engagement.

Staff members must inform their Line Managers of any public offices held. Public offices must not impair the staff members performance or compromise his or her impartiality, nor must they be detrimental to the interests of VIA Outlets.

VIA Outlets reserves the right to request that you forego such employment or other activity that would interfere with the proper completion and performance of your job requirements.

7. Sustainability

VIA Outlets is committed to sustainability and believes that sustainability is fundamental to be a successful organisation. We have developed a Sustainability Policy in view of incorporating sustainability into the core of our business model. Our goal is to find a balance between protecting the environment, creating social and economic value for our stakeholders and ensuring a healthy, profitable business.

8. Using Company Assets

You should use any assets belonging to VIA Outlets in an appropriate manner, for an appropriate business purpose, and never for criminal or immoral activities. Company assets include equipment, supplies, real estate, intellectual property, company cars, computers and mobile phones.

9. Consequences of failing to comply

VIA Outlets does not tolerate any practices that are not consistent with its policies and values and any infringements of this Code of Ethics or other VIA Outlets policies may lead to serious repercussions. Failure to comply may lead to disciplinary action or other financial or employment consequences (e.g. in relation to variable compensation components) in line with the applicable laws and VIA Disciplinary Policies in every VIA Outlets market.

10. Review

All employees (permanent or temporary) and directors will be informed of this Code of Ethics at the start of their employment.

This Code of Ethics and other policies that are enacted from time to time are monitored for compliance on a regular basis. We will inform you of any changes to this Code. A copy of this Code shall also be available on the VIA Outlets intranet ([ViaShare](#)) where it can be assessed for future reference.

11. Getting Help

If you have any questions or concerns about anything in this policy, do not hesitate to contact your VIA Responsible Lawyer or VIA Outlets Head of Legal.