



CODE OF CONDUCT FOR VENDORS

PURPOSE

Mastercard Foundation (“**Foundation**”) is committed to conducting its affairs in a manner consistent with, and follows workplace and operational standards, that adhere to this Code of Conduct for Vendors (“**Code of Conduct**”). “**Vendors**” means persons and entities (and its agents and subcontractors) that the Foundation engages to purchase goods and/or services. The goal of this Code of Conduct is to ensure safe and healthy workplaces and operations for the people who work to deliver goods and/or services to the Foundation. The Foundation will apply this Code of Conduct as one of the criteria used in its selection of Vendors. Failure of a Vendor to comply with this Code of Conduct is grounds for the Foundation to immediately terminate its relationship with the Vendor.

APPLICATION OF OTHER POLICIES

Vendors are also required to comply with provisions contained in the contractual agreement between the Foundation and the Vendors. Vendors may also be required to comply with such other policies of the Foundation that may be agreed to between the parties from time to time.

GENERAL POLICY

1. Legal and Ethical Requirements

Vendors will comply with national and other applicable law of the country of manufacture of goods and/or provision of services, including those laws relating to labor, health and safety, anti-misappropriation of funds, and the environment. Where the provisions of law and this Code of Conduct address the same issue, the provision that is most stringent will apply. Vendors are expected to establish and maintain a management system or program that encourages continual improvement in these areas.

2. Child Labor

Vendors must not directly or indirectly engage in or support the use of child labor. No person shall be employed at an age younger than 15 (or 14 where, consistent with International Labor Organization practices for developing countries, the law of the country of manufacture of goods or provision of services allows such exception). Where the age for completing compulsory education is higher than the standard for the minimum age of employment stated above, the higher age for completing compulsory education shall apply. Where children are found to be currently working in situations that constitute child labor, the Vendor will provide remediation to the child workers as appropriate.

3. Forced Labor

Vendors will not directly or indirectly use or be involved with any form of forced labor, whether in the form of prison labor, indentured labor, bonded labor or otherwise.

4. Harassment or Abuse

Vendors will treat workers with respect and dignity and ensure staff, volunteers, and project participants are not subjected to any form of physical, sexual, psychological, or verbal harassment or abuse; as well as to ensure they are free to express their concerns about workplace and operational conditions without fear of retribution of losing their jobs or positions. Vendors will not use or tolerate any form of corporal punishment.

5. Anti-Bribery and Anti-Corruption

Vendors must have zero tolerance towards bribery and corruption in all their forms. Vendors will under no circumstances solicit or accept bribes or other undue advantage of any kind. Vendors will implement appropriate measures to prevent funds and assets from being used (directly or indirectly) for bribes or to confer undue advantage of any kind for any person or entity.

6. Anti-Money Laundering and Counter-Terrorism Financing

Vendors must stand firmly against money laundering and terrorist financing in any form they may take. Vendors will implement appropriate controls and measures to prevent funds and assets from being used (directly or indirectly) in money laundering schemes, to propagate terrorist groups and activities, and other related illicit purposes.

7. Environment, Health, and Safety

Vendors will be committed to be environmentally responsible and be responsible stewards of our planet's natural resources, and to providing a healthy and safe work environment for their staff, volunteers, and project participants. Vendors will manage their operations to minimize impact to the environment and community.