

Resonance Business Partner Code of Ethics and Conduct

Message from Resonance's President & Chief Executive Officer

Dear Resonance Business Partners:

Igniting Opportunity. Advancing Global Good.

Resonance believes that local stakeholders and partners should be the ultimate decision-makers, actors, and drivers of change. They understand what is best for them and their communities. At Resonance, we see our role as catalysts and implementers, and we seek to ignite opportunities that can initiate a chain reaction for impact.

In our work, we aim to support local entrepreneurs to build successful businesses, change-makers to improve their communities, NGOs to fulfill their missions, and businesses to create better outcomes in a climate impacted world. We believe that real change will happen when these groups come together around the big global challenges, and we seek opportunities to ignite that spark.

Our mission and values inform everything we do in our company. We empower people, markets, and communities to tackle the great challenges facing the world today. We all must be committed to doing this work in an ethical and compliant manner to ensure the highest level of integrity in all that we do.

With this Business Partner Code of Ethics and Conduct (herein the "Code for Business Partners") Resonance defines the fundamental principles that our business partners will follow to provide ethical and appropriate business conduct in providing supplies and services to Resonance for our clients across the world. The Code for Business Partners applies to all Resonance partners, suppliers, consultants, subcontractors, and grantees in their interactions with Resonance clients, business partners, suppliers, competitors, and public officials in addition to dealing with their own employees.

Thank you for following Resonance's Code for Business Partners every day in your work and your actions.

Nazgul Abdrazakova
President & CEO

Employment Practices and Workplace

Resonance values a diverse and inclusive workforce where everyone is treated with dignity, understanding, and respect. Resonance is committed to an environment where every individual can thrive and be empowered by a sense of belonging, respect, and equity.

Resonance expects that business partners are firmly committed to prohibiting discrimination against individuals because of race, color, sex, sexual orientation, age, religion, crime victim status, national origin, ancestry, or place of birth, gender identity and expression, or against qualified individuals with disabilities or any other legally protected status. Resonance business partners are committed to observing all applicable labor and employment laws wherever they operate. That includes observing laws that pertain to freedom of association; privacy; recognition of the right to engage in collective bargaining; the prohibition of forced, compulsory, and child labor; and those laws that pertain to the elimination of improper employment discrimination.

Resonance business partners offer fair and equal employment opportunity to every person, regardless of age, race, color, religion, disability, marital status, sex, sexual orientation, crime victim status, national or ethnic origin, citizenship, veteran status, gender identity and expression, or other legally protected status, as required by law. They provide a work environment that is free from intimidation and harassment (including sexual harassment) based on any of these characteristics and specifically prohibits such intimidation and harassment.

Human Rights and Equity

Human Trafficking Prohibited

Resonance has zero tolerance for trafficking in persons in any form and operates in total compliance with client laws and regulations, as well as our global partner policies. All individuals and companies working with Resonance are prohibited from engaging or supporting any forms of trafficking in persons as defined below.

“Trafficking in Persons” (as defined in the Protocol to Prevent, Suppress, and Punish Trafficking in Persons, especially Women and Children) shall mean the recruitment, transportation, transfer, harboring or receipt of persons, by means of the threat or use of force or other forms of coercion, of abduction, of fraud, of deception, of the abuse of power or of a position of vulnerability or of the giving or receiving of payments or benefits to achieve the consent of a person having control over another person, for the purpose of exploitation.

Under US government (USG) acquisition regulations and US Agency for International Development (USAID) regulations “trafficking in persons” also includes the:

- Procurement of a commercial sex act
- Use of forced labor
- Acts that directly support or advance trafficking in persons, including the following acts:
 - Destroying, concealing, confiscating, or otherwise denying an employee access to that employee's identity or immigration documents;
 - Failing to provide return transportation or pay for return transportation costs to an employee from a country outside of the country from which the employee was recruited upon the end of employment if requested by the employee, unless exempted from the requirement to provide or pay for such return transportation by USAID or its prime contractor; or if the employee is a victim of human trafficking seeking victim services or legal redress in the country of employment or a witness in a human trafficking enforcement action;
 - Soliciting a person for the purpose of employment, or offering employment, by means of materially false or fraudulent pretenses, representations, or promises regarding that employment;
 - Charging employees recruitment fees; or
 - Providing or arranging housing that fails to meet the country of performance housing and safety standards.

Resonance business partners are required to comply with all modern slavery, and anti-trafficking laws, and regulations. Business partners will ensure that any of their employees or anyone in their supply chain may report suspected violations to the 24-hour Global Human Trafficking Hotline at: Phone: 1-844-888-FREE Or Email: help@befree.org.

Safeguarding Children

Resonance strictly follows U.S. federal law, as well as local and international laws and standards for the protection of child welfare. Resonance is committed to preventing child abuse, exploitation, or neglect. Resonance contractors, subcontractors, vendors (or employees or agents thereof) shall not engage in, support, or promote child abuse, exploitation, or neglect in any country where they do business. Resonance ensures that its projects incorporate child safeguarding in planning and implementation to prevent child abuse, exploitation, and neglect. All Resonance business partners are directed to report any violations of this child safeguarding policy immediately to Resonance. Resonance requires those who work on our projects to comply with the following child safeguarding principles:

- Ensure compliance with host country and local child welfare and protection legislation or international standards, whichever gives greater protection, and with US law, where applicable;
- Prohibit all personnel from engaging in child abuse, exploitation, or neglect;
- Consider child safeguarding in project planning and implementation to determine potential risks to children that are associated with project activities and operations;
- Apply measures to reduce the risk of child abuse, exploitation, or neglect, including, but not limited to, limiting unsupervised interactions with children; prohibiting exposure to pornography; and complying with applicable laws, regulations, or customs regarding the photographing, filming, or other image-generating activities with children;
- Promote child-safe screening procedures for personnel, particularly personnel whose work brings them in direct contact with children;
- Have a procedure for ensuring that personnel and others recognize child abuse, exploitation, or neglect;
- Mandate that personnel and others report allegations; investigate and manage allegations; and take appropriate action in response to such allegations, including, but not limited to, dismissal of personnel.

Conducting Business Ethically and with Integrity

Trust and honesty are central to Resonance’s business philosophy and to our way of working together. Resonance encourages a friendly, respectful, cooperative, collaborative working environment, and it enables us to build positive relationships with clients, and vendors. We expect all Resonance business partners to act with integrity, respect, dignity, and professionalism.

Resonance is committed to honesty, transparency, and fairness in all business conduct. There is zero tolerance for any form of corruption in our business dealings, including but not limited to, paying, or taking bribes and graft, making facilitation payments, or money-laundering. Business partners will not offer, directly or indirectly through a third party, anything of value to improperly obtain or retain business, get an unfair business advantage over a competitor, or expedite award of business. Payment can be in any form, cash, gifts, meals, donations, sponsorships, or anything that could be of value to the recipient. Resonance agents, contractors, subcontractors, and grantees must comply with all laws and regulations prohibiting bribery, graft, facilitation payments, and money laundering, such as for example the U.S. *Foreign Corrupt Practices Act* (15 U.S.C. § 78dd-1, et seq.) Under certain limited circumstances, Resonance business partners may pay for the commercial services of an expeditor to process goods through customs.

Resonance business partners will not participate in illegal customer or supplier financial transactions used to launder money. Resonance business partners will foster compliance with the spirit and letter of all applicable anticorruption laws and regulations.

Resonance does not tolerate fraudulent activity, waste of company or client resources or abuse of authority by any Resonance representative, agent, contractor, subcontractor, vendor, or grantee. Business partners must all do their best to prevent, detect and report fraud, waste, and abuse in our workplace and to establish the means within their companies for the immediate reporting of any violations through reporting channels outlined in this Code. Such reports may also be made anonymously on the Resonance hotline provided. Those with knowledge of the activities that constitute fraud, waste, or abuse shall cooperate if an investigation is undertaken based on the report received.

In conducting Resonance business fairly and openly our partners must be mindful that they are making business decisions objectively and not with any organizational conflict of interest or personal conflicts of interest.

Ensuring Fair Competition and Good-Faith Dealings

Resonance promotes compliance with all laws and regulations that prohibit unfair competition and promote good-faith dealings in contracting in the countries in which we deliver services. Resonance business partners must always conduct themselves in line with Resonance's commitment to compete on a fair business field in all their dealings whether it be with competitors, partners, subcontractors, or vendors. Resonance partners will not enter into agreements or understandings with competitors or businesses where they agree to allocate or divide markets by bidding on or not bidding on opportunities, thereby "fixing" markets and bids. Resonance business partners will compete fairly for all business opportunities and ensure that those bidding on work with Resonance are doing the same. In soliciting supplies, goods, and services our business partners promote fair competition from their suppliers and vendors to guarantee that the prices received and passed on to Resonance are reasonable and obtain the best value for the company and for our clients.

Resonance's business partners comply with all provisions for importing and exporting goods, services, and information including the requirements of customs and foreign trade regulations in all countries where they conduct business.

Resonance business partners have internal policies governing employee acceptance of gifts and gratuities to prevent corruption. They do not offer or accept gifts, entertainment, or other business courtesies of more than a modest value. No business partner shall make facilitation payments to any public official on behalf of Resonance or for its intended benefit, even where legal.

Maintaining Accurate Business and Financial Records

Resonance business partners shall maintain financial books, records, and accounts that accurately reflect transactions, and conform both to generally accepted accounting principles, as well as applicable laws, regulations, and contractual terms and conditions. These records shall accurately reflect the business conducted for Resonance. Business partners shall never make false, overstated, artificial or misleading entries or omissions in any systems, books or records that generate invoices or business records presented to Resonance. Business partners shall permit Resonance the right to audit and access all relevant books, records and documents to assess compliance with this Business Partner Code upon reasonable notice, for a minimum of six years after the end of the period of performance unless otherwise specified by the contractual agreement entered between Resonance and the business partner.

Safeguarding Information

Protecting Confidential Information and Data

Resonance is committed to ensuring the security and privacy of the information of our employees, clients, and business partners. Resonance expects that business partners will comply with the confidentiality and information security policies, procedures, laws and regulations agreed to in our contractual agreements. Business partners will use their best efforts to protect Confidential Information as defined in our contractual agreements. Business partners will comply with applicable data privacy and data protection laws and regulations.

Not Infringing on Intellectual Property Rights of Others

Resonance recognizes and protects the intellectual property (creations of the mind) of others, such as inventions, literary and artistic works, designs, writings, symbols, names, and images created by others. Resonance strictly adheres to all laws and regulations related to copyright, trademark, and patents.

Reporting Misconduct

Resonance business partners are obligated to report reasonable suspicions of potential violations related to Resonance Business Partner Code to Resonance's Director of Contracts, Compliance & Operations (ECCO) kpages@resonanceglobal.com, the Point of Contact identified in your contractual agreement, or the Resonance Hotline (see below).

The Resonance Business Partner Code supports and encourages everyone to report any misconduct or violation of our principles. Resonance protects reporters of misconduct and maintains policies and processes to enable you to raise any matters of concern without fear of disciplinary action being taken against you for making reports. Resonance will review any report made and investigate appropriately. Resonance prohibits retaliation, in any form, against anyone who reasonably believes there has been a violation or suspected violation of this Code or applicable laws. Retaliation actions that are prohibited include: adverse employment actions, acts or attempted acts of interference, reprisal, threats, coercion, or intimidation against anyone who reports, participates in an investigation, or is responsible for investigating possible improper or illegal activities. If Resonance and its business partner find retaliation is taken in any form, it will result in discipline against the retaliator up to and including termination of employment. These whistleblower protections encompass Resonance employees, consultants, contractors, subcontractors, grantees, suppliers, and vendors.

Hotline Reporting:

1. Via internet at <https://www.integritycounts.ca/org/Resonance>
2. Via email to Resonance@integritycounts.ca
3. By calling 1-866-921-6714 (Toll Free in USA)

Business Partner Obligations

Resonance business partners are obligated to comply with the principles set forth in the Code. Resonance values its business partnerships and will assist compliance with the Business Partnership Code in any way it can. Business partners will provide a copy of this Business Partner Code to employees working on Resonance projects and ensure that they are aware of and adhere to it. They support their employees in conducting business legally, honestly and with integrity in performing work for Resonance. Resonance considers adherence to the guidelines set forth in the Business Code of Conduct as essential for each contractual agreement with Resonance. Failure to comply may result in termination of Resonance's business relationship with its business partner.

Resonance requires all business partners to acknowledge and adhere to its Business Partner Code of Ethics and Conduct as a condition in every contractual agreement. By signing the contract and conducting business with Resonance, partners affirm that their operations comply with the Code's requirements, which automatically becomes a part of the agreement.