

# ScottishPower Code of Conduct

(Extract of the ScottishPower Code of Conduct and  
Disciplinary Rules)

Prepared:

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Scottish Power Limited  
Board of Directors

# ScottishPower Code of Conduct and Disciplinary Rules

## ScottishPower's Code of Conduct

### A summary

#### What is the Code of Conduct?

The Code of Conduct is a set of principles, guidelines and rules that governs the conduct of any person working for or on behalf of ScottishPower. It is a core part of the Governance and Sustainability System of Scottish Power and is approved by the Board of Directors of Scottish Power Limited.

#### Who does it apply to?

It applies to all Directors and employees of ScottishPower, regardless of role or level in the organisation, and anyone who represents ScottishPower in their work.

#### What does it mean?

This Code of Conduct establishes our expectation that all Directors and employees must carry out their roles in an honest, ethical and transparent manner. It explains this expectation with reference to core principles and specific rules of relevance to ScottishPower. It also sets out what it means if you don't meet these requirements and the disciplinary rules which will apply if you breach this Code of Conduct or your terms of employment.

#### What do I need to do?

You should read this Code of Conduct and make sure that you understand what it means and how it applies to you. If you are a People Manager, you should also make sure that anyone who reports to you is familiar with this Code of Conduct and what it means.

#### How do I get more information?

For more information on how the Code of Conduct applies or about what it means, you can speak to your line manager or contact SP Compliance. If you have any questions about the disciplinary rules, or how they apply, you should contact People & Organisation.

## 1. Introduction

This Code of Conduct sets out the standards that we expect you to meet when you work for ScottishPower.

As part of the Iberdrola Group, we are committed to working sustainably, dynamically, and collaboratively. To help us do this, we have established this Code of Conduct to provide a guide for all Directors and employees of ScottishPower on the behaviours expected of them.

This Code of Conduct can be found on the Corporate Governance section of the ScottishPower.com website and on the Employee Portal. It has been formally approved by the ScottishPower Board and we expect all employees to meet the standards set in the Code.

The Code of Conduct won't cover all situations that you might face in your role, but it should help guide you on how to behave.

The ScottishPower Compliance Unit (SP Compliance) is responsible for interpreting and applying the Code of Conduct within ScottishPower and will work with People & Organisation and SP Legal, as appropriate, on any issues raised in relation to this Code. It is a requirement of your employment contract that you will comply with this Code of Conduct. A breach of this Code, or any other company Policy, could result in disciplinary action, so please do make sure that you understand what it means. A copy of this Code of Conduct incorporating the Disciplinary Rules is available to employees on the ScottishPower Employee Portal.

Who can I speak to? If you have any questions about this Code of Conduct, please contact a member of SP Compliance, who will be pleased to speak to you. Contact details are available on the ScottishPower Employee Portal.

## 2. A message from Keith Anderson, ScottishPower CEO

We're now at the point in the race to Net Zero, where anything other than full speed ahead threatens failure. As the UK's only integrated utility with touch points right across the energy value chain we have a critical role to play in delivering a green revolution, and there is much to do. Our employees have always been our best asset and are vital in our efforts to developing a better future, quicker. When we work together, we can achieve amazing things, but we need to do this by continuing to work in a compliant and ethical manner.

There is a strong link between ethics, compliance, and an organisation's reputation. Iberdrola is one of the World's Most Ethical Companies and ScottishPower has an important role to play in contributing to that.

Ethics is EVERYONE's business and our ethical behaviour, on an individual and collective basis, is crucial to ScottishPower's ongoing improvement and progress. One of your most important responsibilities as a ScottishPower employee is to make sure that our activities are carried out to the highest standards possible.

It is essential that you are aware of the standards that we expect of our employees, and what this means in terms of our behaviours. This Code of Conduct provides information on those standards and behaviours, along with sources of further information and advice. I would urge you to consider it carefully in your daily life at ScottishPower.

Thank you for your ongoing contribution to ScottishPower.  
Keith Anderson, CEO, ScottishPower

## 3. Our expectations

### Of our employees

We expect our people to share a commitment to our Values and behaviours, regardless of position, location, business unit or level of seniority.

As a ScottishPower employee, you have the responsibility to:

- Treat our colleagues, customers and third parties with respect, never discriminating against them, for any reason.
- Know what this Code means and keep up to date on policies and practices relevant to our roles.
- Speak up, ask questions, and act when you encounter any wrongdoing.
- Use good judgment in all business dealings.

### Of our Leaders

In addition, we expect our leaders to also:

- Model appropriate behaviours that are consistent with the Code and our Values.
- Encourage a positive work environment where positive behaviours and respect for others are the norm.
- Understand the link between the Code and the policies and practices that apply to the teams they lead.
- Promote open communication and trust in the workplace so that our people feel secure about raising concerns and identifying improvements & opportunities.
- Only ask people to do things they would feel comfortable doing themselves.

## 4. ScottishPower's Values and Behaviours

ScottishPower is fully committed to the [Purpose and Values of the Iberdrola Group and the Ethical and Basic Principles of Sustainability of the Iberdrola Group](#). These goals are reflected in our business values of Sustainable, Dynamic, and Collaborative and are central to everything we do at ScottishPower. They define what we stand for and set the tone for how we want to succeed as a business.

Our Sustainable Value means that we put safety first, respect the environment and act ethically and with integrity, in order to meet our commitments. It means that we actively develop and promote solutions for cleaner energy and transport and better air quality, all of which will help the UK to reduce its carbon emissions and achieve its Net Zero goals.

Our Dynamic Value means that we will challenge ourselves to do things more simply or effectively. We will do this through developing new ideas, leading innovation and trying to keep ahead of our customers' needs.

Our Collaborative Value means that we will work together where we can, to share information, knowledge and experiences, and encourage diversity across our communities. It means that we will not tolerate discrimination in our workplaces but will work together to promote positive behaviours for our employees.

Our success in delivering our Values can be measured by our supporting behaviours.

Our success depends on our collective commitment to these Values. If our Values set our direction of travel, this Code of Conduct helps us to get there. It helps to support the behaviours that make up our performance management framework and provides a guide for how our employees should act in the workplace. It also highlights some policies and company rules that you must comply with.

We want you to have the best working experience at ScottishPower, and the same for your colleagues – this Code of Conduct is designed to help you achieve that.

The Code of Conduct applies to all Directors and employees, regardless of position in the Company. It is an established part of the Governance and Sustainability System of the Company, as it has been approved by the ScottishPower Board.

## 5. Ethical decision making

We do more than just comply with laws and regulations – we expect ethical behaviour and that our employees will aim to do the right thing every day.

One of the key standards we expect of our people is that they should act ethically in all of their day-to-day activities, and in accordance with the Ethics and Basic Principles of the Iberdrola Group. This means acting with professionalism, integrity, and self-control in our decisions, promoting sustainable aims and creating value for our stakeholders.

Ethical decisions are not always easy or straightforward to resolve, however there are some questions that you should ask yourself before making a decision:

Am I behaving in a way that is ethically acceptable? Are my actions fair, honest, truthful, or otherwise right?

Are my actions legal? Will they comply with legislation or regulatory requirements, as well as ScottishPower Group policies and this Code of Conduct?

Are my actions in the best interests of the Company? Am I confident that ScottishPower would not be embarrassed or suffer damage (e.g., reputational, or financial) if my actions were made public? Am I putting the Company's interests ahead of my own?

Am I willing to take personal responsibility for my actions? Can I justify my behaviour myself and not just because my manager or someone else told me to? Would I be comfortable if my actions were published in the news?

This is what we call our ethical decision-making model, and it acts as a general guide to whether we are behaving in the right way. If you can answer 'yes' confidently to each of the points above, then you are more likely to be acting ethically.

Remember: You are responsible for your own actions – it is not a defence to say that someone told you to do it.

## 6. Speaking Out

We are only able to investigate and act on wrong or unethical conduct where we know about it. The main way to help us stop it, is to Speak Out about it. It is always better to raise your concerns and enable them to be investigated, than for something to get worse and cause more damage to the Company or its employees.

There are different options for you to raise your concerns, depending on the issue or what it relates to.

- If you have a grievance, you should raise this in the first instance with your line manager, or with People & Organisation. Generally speaking, a grievance is a concern about the way in which you are being treated personally or a concern about your personal employment contract.
- Alternatively, a Speaking Out report relates to wrong or unethical conduct which you might become aware of more generally in the course of your employment and which it is in the company's or public's interest to raise. In this case you would generally more be a witness to the behaviour than directly affected by it.

You have an obligation to report anything that you think is wrong or unethical conduct to SP Compliance. This includes any behaviour that conflicts with the standards set out in this Code of Conduct.

We know that it can be difficult to Speak Out and you might be nervous about doing so. The infographic below provides detail on what happens when a report is made:

#### CONTACT

**Make your report** via one of the SP Compliance channels. Anonymous options are available, however please **provide as much information as you can**, including names, dates, and any supporting documentation. We may be unable to fully investigate if there is not enough specific information provided.

#### REVIEW

**Any information reported will be kept confidential**, as far as possible, and we will aim to review and acknowledge the report within 24 hours of receipt. We will consider the subject of the report, potential offences involved, and any expertise needed, and **we will decide on the right team to carry out any investigation**.

#### INVESTIGATION

**We will carry out the investigation as promptly as possible**, however a full investigation can take from as little as one week to several months. **We take all allegations seriously**, will focus on gathering the facts, and will only draw conclusions based on the evidence available. **You may be contacted by the investigator**, where possible, so that more information can be gathered about your report.

#### CASE CLOSED

We will document our findings and **we will only share the report with the appropriate people**, to action any recommendations. We may not share these recommendations with you, but we will **try to let you know when our investigation has concluded**. Remember, all reports will be kept confidential as far as possible, so you might not see some, or any, of these stages.

**ScottishPower does not tolerate retaliation in any form. Where we identify that someone has been retaliated against for Speaking Out, this will be subject to disciplinary action, up to and including dismissal. If you believe you have experienced retaliation, report it immediately.**

There is more information for employees on Speaking Out, including contact details for the ScottishPower Compliance Unit, the Speaking Out Toolkit, and a guide on How To Report, on the Employee Portal.

## 7. Employee Responsibilities

As well as behaving in an ethical way in our working lives, the Code of Conduct requires us to comply with the policies approved as part of ScottishPower's Governance and Sustainability System. We won't set them out in full here but will explain what these mean in relation to the relevant principles, and where you can find more information. If you behave in a way that breaches these policies or procedures, you could face disciplinary action.

### I. INCLUSIVE AND RESPECTFUL WORKPLACE

We want to ensure a working environment that supports all of our employees and gives them the opportunity to succeed. All employees, contractors, third parties and customers should be treated with respect, fairness, and equality. We will not tolerate discrimination in our workplaces but will work together to promote positive behaviours for our employees. You must make sure that you do not discriminate against any individual or group of people, either directly (by treating them differently or unfairly) or indirectly (by putting in place conditions that could put certain people at a disadvantage, even if that is not the main aim of those conditions).

You should make sure that you are familiar with ScottishPower's Equality & Diversity Policy. If you or someone you know feels that they are being discriminated against, please raise this with your manager or with People & Organisation. It is important that any potential discrimination is identified and addressed.

In the same way, harassment of any kind is unacceptable. You must be aware of and comply with ScottishPower's Bullying & Harassment Policy. This Policy prohibits the harassment of any employee (current, former, or future), third party, customer, or member of the public and requires all ScottishPower employees to treat anyone they come into contact within the course of their employment with respect and dignity. Examples of conduct which is considered to be either bullying or harassment can be found in the Bullying & Harassment Policy on the Employee Portal.

People & Organisation can provide advice and support to anyone who feels that they are being harassed or bullied by another employee. Any employee found to have bullied or harassed a third party in the course of their employment with ScottishPower could be subject to action under ScottishPower's Disciplinary procedure.

Remember: Bullying, discrimination or harassment has no place in our Company. Your main responsibility is to always treat your colleagues, customers and others with respect and positivity.

## II. OUR VALUES = SUSTAINABLE

We put safety first, respect the environment and act ethically and with integrity, in order to meet our commitments. We will actively work on solutions that will help to decarbonise our economy and deliver a better future, quicker.

### Health and Safety

The health, safety and welfare of our employees, suppliers and communities are our priority. As an employee, you have a critical role to play in protecting our workforce. You must be proactive in your approach to health and safety, and make sure that you help to maintain safe working practices and behaviours in your work area. We never want to contribute to a situation that prevents an employee from going home safely. You should ensure that you are aware of the Health and Safety Essentials and what these mean in practice.

We must all lead by example and promote a positive health and safety culture throughout the business. This means making sure that we are all suitably and sufficiently trained and skilled for the work that we are required to do; challenge poor behaviours; unsafe acts or decisions and report any incidents or accidents as soon as possible.

You must also be aware of ScottishPower's Alcohol & Drugs Policy and make sure that you understand your obligations under this policy, including requirements to take part in random alcohol and drugs screening if required. Alcohol and drugs can contribute to unsafe working practices, and their misuse during working hours is a serious issue. If you need support with any issues associated with alcohol and drugs, support is available through our Occupational Health team.

### The Environment

We are committed to protecting and preserving our environment and will respect the environment in developing our policies and activities. We believe that we are all responsible for looking after our environment and developing strategies that promote and support good environmental performance.

You should make sure that your actions and behaviours in the workplace do not harm the environment. In particular, you must be aware of all relevant laws, regulations, permits, and standards in respect of the environment and comply with any requirements of environmental licences, permits or consents. You are responsible for keeping a fair and accurate record of any incidents that might affect the environment and you must not attempt to conceal any such incidents or their details.

You must always be alert to potential issues involving storage, transportation and disposal of waste, handling of toxic and dangerous materials and emissions into the land, water, and air. You should seek support from your business's specialist environmental teams if you are aware of, or concerned about, any such issues.

### Compliance with Laws

ScottishPower takes its legal obligations extremely seriously. We all have a responsibility to understand the laws and regulations that apply to our business and to comply with both the spirit and the letter of these. Not knowing or understanding legal requirements is not an excuse or defence.

You must make sure that you are aware of any laws or regulations relevant to your business area and to comply with them. You must not do anything that could result in a breach of law or relevant regulations. You should only act in line with the level of authority of your role. If you have any doubts, you must ask your local Legal team for advice.

This also extends to criminal activities. If you become aware of, or concerned about, any criminal activity in relation to ScottishPower's business, you must report this to SP Compliance or your local Legal team immediately. If you take part or are involved in any criminal activity, you could be subject to penalties or sanctions or even imprisonment. This will not be tolerated within ScottishPower and may be subject to action under ScottishPower's Disciplinary procedure.

If you are accused of, or involved in, a crime committed outside of work, it could impact ScottishPower's reputation or activities. Therefore, if you are formally accused or charged with involvement in an illegal activity, you must notify your local SP Compliance

contact, who will assess the circumstances and determine if any additional action or support is required. All contacts on this issue will be kept confidential, as far as possible.

## Anti-Bribery and Corruption

ScottishPower takes a zero-tolerance approach to Bribery and Corruption, and is committed to doing business in a fair, honest, and transparent manner. We have an Anti-Bribery and Corruption (ABC) Policy which sets out the key principles that we will adhere to in doing business.

You must make sure that you are aware of the ABC Policy and what this means for you. The Ethics & Compliance Manual sets out the procedures and practical requirements that we need to follow to comply with the Policy. You are responsible for following the appropriate procedures where required. In particular, you must be aware of any situation that could cause doubt over ScottishPower's independence or impartiality when doing business.

If you become aware of any suspicious, fraudulent, or corrupt behaviour, you should speak to SP Compliance. Please do not attempt to investigate yourself. Your line manager can support if appropriate.

Bribery and Corruption can take many forms and what might seem like standard business practice could still create an ABC risk. The ABC Policy and the Compliance & Ethics Manual will guide you in the practical requirements, but we'll also explore some of those risk areas further here:

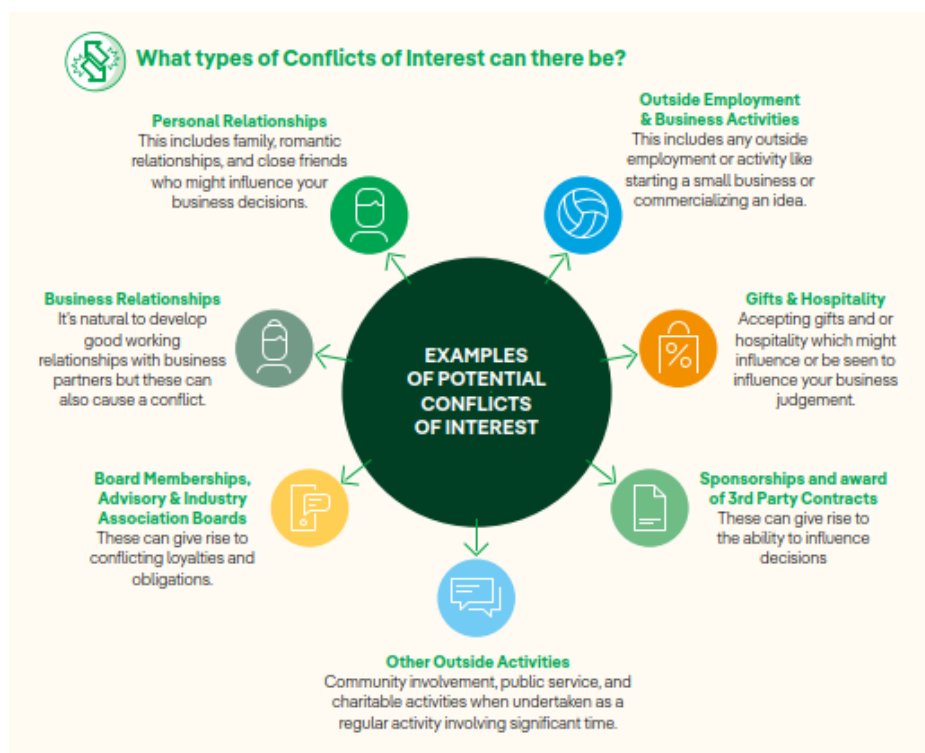
## Conflicts of Interest

### What is a Conflict of Interest:

A Conflict of Interest is any case in which your own circumstances could conflict with, or could have the potential to conflict with, ScottishPower's interests. They could be financial, professional, or personal and could be actual, perceived, current or future.

It is not wrong to have a Conflict of Interest, but it is wrong to let it influence your actions or decision-making. It is important to recognise and disclose them and seek advice. SP Compliance will support open discussion in a timely manner to enable any required mitigating actions to be implemented.

### What types can there be?



### How should I deal with a potential Conflict of Interest?

You should inform your Line Manager and report any potential conflict to SP Compliance. SP Compliance will record the circumstances of the conflict (in an appropriate way), recommend any appropriate action as needed, and inform People & Organisation as required. You must not take any action in relation to that matter until the conflict is resolved.



A conflict can cause reputational damage even if you do not act upon it. All conflicts should be declared to ensure full transparency, even if the conflict is mitigated or you do not act inappropriately.

### Gifts and Hospitality

The giving of gifts and hospitality can be a significant risk factor for Bribery and Corruption because they can influence the independent decision making of the recipient. Before giving or accepting gifts or hospitality in the course of your work you should consider whether it is appropriate. The G.I.F.T. rule can help you do that:

## THE G.I.F.T. RULE

When giving or accepting gifts or hospitality, you must consider the following:

**G**

**Have you been given the Green light?**  
You should be aware of the risks around gifts and hospitality. You should always notify your line manager and seek approval before giving or offering gifts or hospitality.

**I**

**Have you considered the Intent of the gift or offer?**  
Gifts and hospitality should only be given as a courtesy and be in line with normal business practice. You should ensure that the giving or acceptance of any gifts or hospitality could not be seen to improperly influence a decision for ScottishPower's benefit.

**F**

**How Frequent are gifts/hospitality exchanged and is the timing appropriate?**  
You should ensure that gifts and hospitality are offered / accepted occasionally and do not become too frequent that they could be perceived as excessive. You should also consider the appropriateness of timing of gifts and hospitality, for example just prior to contract award / renewal.

**T**

**Is the value of the gift / hospitality Too much?**  
The cost or value of the gift / hospitality should be reasonable, given the circumstances. Cash or cash equivalents (vouchers), should never be offered or accepted.

Every offer of gifts over £25 value or hospitality over £50 value must be reported promptly to SP Compliance for final review and approval, using the online form on the Employee Portal. This applies to gifts and hospitality given to SP employees, even if it is declined.

Remember: You must never seek or accept a gift or hospitality where it could influence (or be seen as an attempt to influence or affect) decision-making in any way. For employees who are unsure or need some further guidance, we've created a 'Can I offer or accept third party gifts and hospitality' decision tree to help guide you, which can be found on the Employee Portal.

### III. OUR VALUES = DYNAMIC

We will challenge ourselves to do things more simply or effectively. We will do this through developing new ideas, leading innovation and trying to keep ahead of our customers' needs.

#### Use of Company Resources

ScottishPower will aim to provide you with all of the resources needed to carry out your role and to innovate in our activities. You should make sure that you use the Company's resource in a responsible and ethical way. This includes making sure that you only use these resources for the purposes of your role and not for any personal or private purposes.

For example, you should not use any company email or IT equipment for non-work-related activities. And you must not use company credit cards, buying cards or expenses for personal or non-business use. You must be aware of the policies and allowances for expenses (including credit cards) and stick to these.

You should also not disclose any information about the systems, tools or resources owned or used by ScottishPower in its work or offer to loan or gift any company resources to a third party, unless this has been clearly approved by an appropriate ScottishPower senior manager.



ScottishPower has established a generous benefits package, which includes discounts and offers through the Employee Benefits scheme. You should only take advantage of discounts or offers that are available to all employees as a whole – you shouldn't use your role or employment to seek any discounts or offers that are not generally available to all employees.

## Fair Competition

ScottishPower fully supports free competition and rejects any actions that could distort free competition or limit trade in any way. Competition Law is a complex area, and we must all take care that we are complying with it at all times. We have a ScottishPower Competition Law Compliance Policy and associated Manual (applicable throughout ScottishPower), which aims to help employees understand their roles and responsibilities in this area.

You must make yourself aware of what anticompetitive behaviour means and what it might look like in practice. This is particularly important for any employee dealing with third parties or who is involved in sales, marketing, or trades. You must not accept any unsolicited confidential information about a competitor, take part in any meetings or activities with competitors that are not fully documented (with a clear agenda) or enter into any informal agreements with competitors.

If you have any doubts or questions, you should contact your local Legal department, who can advise on competition law matters.

## Insider Information

In our roles, we may get access to information that is not more widely available to the public and which could affect the value of stocks or securities. If this is the case, you must never use this to your advantage, for example by buying, selling, or holding stocks, shares, or other financial instruments.

In addition, certain roles within the organisation will be considered to be within the scope of the Internal Rules for Processing Inside Information. This means that those roles will have been identified as having particular access to the inside information of the Group, and therefore restrictions have been placed on when they can trade Group shares or communicate with third parties in relation to that information. This also applies to any employee who might gain access to inside information and could gain an unfair advantage from it.

You should take great care when buying or selling stocks, shares, or other financial instruments, that this is done properly, honestly and without influence from any information that you might have access to in your role (whether about ScottishPower, the wider Iberdrola Group or any related third party).

## Business Opportunities / Outside activities

### Activities External to ScottishPower

There may be cases where you are asked to or want to take on professional activities or roles outside of ScottishPower, in addition to your ScottishPower roles. This could include civic, charitable, or educational activities or a position as a Board Member for a third-party organisation. It might also include other employment opportunities for example, if you want to take on your own small business activity.

Your priority must be to your role with ScottishPower, and you should take care that this does not impact your ability to perform your role effectively. Such cases should be assessed by SP Compliance before you start the additional role, to consider whether any measures need to be put in place to manage any conflict.

You should not take on any work that is in competition with the Company, could damage the legitimate business interests of the Company or is likely to result in you becoming unfit for work.

### Social Media

When you take part in any activities outside of your employment, it should be clear that this is entirely personal and not connected with your role in ScottishPower. This includes your use of personal social media. You can refer to the SP Social Media Guidelines for more guidance on the use of social media in relation to your role.

## IV. OUR VALUES = COLLABORATIVE

We will work together where we can, to share information, knowledge, and experiences, and encourage diversity across our communities.

## Confidential Information

You may have access to confidential or sensitive information in the course of your work. You must make sure that you are aware of the sensitivity of any information that you use and protect it accordingly. This means taking care how and when you discuss or

disclose such information, and only using it for the purposes of your work. As a general rule, you should treat all information you deal with in role as confidential, unless it is information that you know to be public, or which needs to be disclosed.

For example, you must never give confidential information over the phone or to a third party without being sure who you are discussing this with and what they need it for. You must also never use confidential information for your own personal purposes or for purposes for anyone you know.

You must also make sure that you are aware of any intellectual property rights associated with any work, particularly in relation to third parties. This means the rights to use, change, share or otherwise publish material, photos, or audio. We must respect the intellectual property rights of ScottishPower and any third parties. Do not allow ScottishPower branding or logos to be used unless this has been expressly agreed by the Brand or Communications team.

You should seek advice from your local Legal team if you have any concerns about the use of Company or third-party information.

The protection of personal information (that is information that can be used to identify individuals, such as customers or employees) is of utmost importance. You must be aware of, and always comply with, the ScottishPower Data Protection Policy and also complete any requested training on this issue. You should never give out information on customers or employees without seeking advice from the Data Protection team.

### External collaboration

As experts in our field, ScottishPower employees may be asked to speak at external events, provide interviews or advice to related organisations or publish articles on relevant topics. While this can be an exciting opportunity to promote our positive work, we must also take care that the content of these communications is carefully designed, since it could be taken as representing ScottishPower in the external environment.

You should not start any form of external collaboration without clear agreement from your manager and (where relevant) the Corporate Affairs team. The content of your presentation should be clearly agreed, and you should make sure that you do not share any confidential information or do anything that could harm ScottishPower's interests. The Corporate Affairs team will also confirm whether any training or briefing is needed before the event.

You must also make sure that you do not respond to questions or requests for information from the media. All such requests should be referred directly to the Corporate Affairs media team.

You should take great care in any engagement with public bodies or government officials. Always refer to the Political Engagement Policy, to be sure that you are behaving appropriately in such cases. You should also inform the Government Affairs team as soon as possible after any engagement with government officials, so that this can be recorded correctly.

### Business Separation

As SP Energy Networks (SPEN) operates as a natural monopoly it has a regulatory obligation, under its Distribution and Transmission licences, to operate within the conditions of Business Separation. The ScottishPower Business Separation Policy, which is a Group-wide Policy and applies to all ScottishPower Businesses, provides more detail on the obligations and what they mean in practice.

We must ensure:

- Full Managerial and Operational separation of SPEN from other parts of the Group, and a separate brand for SPEN distinguishing it from the rest of the Group
- Non-disclosure of confidential SPEN information to any other parts of the Group
- Segregation of IT systems that contain Networks data from any other parts of the Group
- Restricted access to premises occupied by SPEN or shared between SPEN and other parts of the Group and control of staff transferring to other parts of the Group
- Prohibition of cross subsidies between SPEN and any other parts of the Group
- Non-discrimination of metering and connection services and charges across all suppliers and competitors.

Business Separation does not prevent collaboration as a Group, provided that we keep Business Separation requirements in mind. For example, you can talk with passion about the Group, both internally and externally, and attend cross-business events with colleagues, so long as no confidential Networks related information is shared. And Networks and non-Networks staff can still be represented at an external event, provided that there is clear separate branding for Networks activities.

## Security

It is important that we work together to keep ourselves and each other safe. ScottishPower has a series of security policies in place, that are designed to make sure that our security arrangements meet industry best practice and protect human rights principles.

We all have an important role to play in both the physical and IT security of the organisation. You should make yourself aware of the Strategic Emergency Procedures Guidance and be prepared to comply with them. You should make sure that you stay alert to potential threats to security and report any suspicious activity to your local Security team as soon as possible. Your access pass should be visible at all times when you move around a ScottishPower site, and you should challenge anyone who doesn't have an access pass. In particular, don't let anyone follow you through doors or gates without using their pass.

IT Security is also vital for our customers and employees, and we must all be aware of our role in protecting it. You must read and follow the requirements of the SP Cyber Rules, as updated from time to time, as these contain important requirements to protect our IT systems from threat. You must also be aware of the potential for phishing and how to report it.

## Record Keeping

ScottishPower is committed to maintaining accurate books and records, and to accurate financial and non-financial reporting. This is important as it will protect the integrity of our activities. We all have an important role to play in keeping accurate records of transactions and activities, in order to provide evidence of our behaviour as a company.

You must not destroy, spoil, or change any record or transaction for the purposes of concealing this from, or deceiving, anybody within the Group or externally. You must take the proper care to preserve all records and data safely and securely and keep them in accordance with the relevant Retention Policy in your area.

You must also take care that records of activities and transactions are correct and accurate. You must never sign or approve something without first confirming that the detail within the document is true and reflects the activity it relates to.

You must also remember your responsibilities in relation to data protection – see the section above on Confidential Information as a reminder.

## 8. Leaving the Company

You should make sure that you return everything in your possession that belongs to ScottishPower when you leave your employment. This includes information and data that you might have saved, and any technology or devices that might store information. Even after you have left ScottishPower's employment, you will have a contractual responsibility to maintain obligations in relation to competition and confidentiality.

You should make sure that you are aware of any terms in your employment contract that restricts the type of work you can do after leaving ScottishPower. Even if you don't have any such terms in your contract, you should be aware that a conflict of interest could arise if you, as an ex-employee, look to take employment with a business or organisation that has a contractual or other relationship with the Company. If you leave in such circumstances, you are advised to inform the Company of the nature of the proposed employment and your participation in it. You can do this through your manager or through the SP Compliance mailbox.

## 9. ScottishPower Disciplinary Rules

Gross Misconduct means behaviours which are sufficiently serious to require summary dismissal of the employee. There is not an exhaustive list of what makes up gross misconduct, but ScottishPower has established a set of rules as examples of what this will include. These rules have been developed in line with the Code of Conduct, as well as the ACAS Code on discipline and grievance.

A full copy of this Code of Conduct incorporating the Disciplinary Rules is available to employees on the Employee Portal