



# CODE OF ETHICS & CONDUCT

Message from our Chief Executive  
Carolyn McCall



We are one of the UK's best-known brands and one of the longest established television companies, with roots in the regional broadcasting franchises first awarded over 60 years ago. We are also one of the largest independent producers in the world, creating, producing and distributing a broad range of programmes - in fact, we have over 50 labels in 13 different countries supplying over 200 channels or platforms. On top of this, our global formats and distribution business sells, commercialises and distributes our catalogue of over 46,000 hours of formats and finished programmes worldwide.

Our purpose is to be More than TV. We connect millions of people every day, make content they can't get enough of and reflect and shape the world we live in... and we do all this through the power of creativity. This is aligned to our strategic vision to be a digitally led media and entertainment company that creates and brings our brilliant content to audiences wherever, whenever and however they choose.

Our success depends on the highest standards of professionalism of all our colleagues, both in our external dealings and in how we conduct ourselves in relation to other individuals. Success means making it together, making it new, and making it brilliant. That's the ITV way.

Upholding our ethical principles and guidelines is completely dependent on everyone at ITV understanding and observing them, and it's all of our personal responsibilities to uphold those principles. That's what maintains our reputation and makes this a great place to work. It's about acting with integrity and trusting your judgement, and speaking up if something doesn't feel right. If we don't know about it, we can't fix it.

We foster creativity by championing diversity and embracing inclusion. ITV is for everyone, no matter their background, race, disability, sexuality, gender identity or expression. We are also committed to a working environment that is free from verbal, physical or online harassment and abuse. At ITV we treat one another with courtesy, fairness, dignity and respect and do not tolerate abusive behaviour of any form in the workplace.

Our Code of Ethics and Conduct demonstrates our commitment to ethical business conduct to make sure we're complying with laws and regulations. But it also demonstrates our values that help us to perform at our best and deliver our More than TV strategy. It's how we work together and what we strive for every day. It's doing the right thing, in the right way. The ITV way.

This code reflects many of the principles detailed in the policies and procedures that are already in place, or may be implemented in the future, but does not repeat all of the details. It is not intended to cover every eventuality that could arise but instead provides basic guidance as to how we should deal with a particular situation and where to go for guidance and support.

The Code of Ethics and Conduct is incorporated in your employment contract so it is vital that you understand it, and comply with it. A breach of the Code could result in disciplinary action, so familiarise yourself with it, ask any questions you may have and, most importantly, if there's anything you're concerned about - speak up.

Carolyn McCall



### **Speaking up and 'whistleblowing'**

We are committed to an open working environment in which colleagues feel able to voice any concerns. We can only live up to the commitments contained in this Code if we all act with integrity and if we speak up, as individuals, when we should.

Any colleague who suspects wrongdoing at work (including financial malpractice, fraud or bribery, modern slavery, tax evasion or facilitation of tax evasion, failure to comply with a legal, compliance or regulatory obligation, dangers to health and safety, the environment, child safeguarding and protection, or any criminal activity or breaches of this Code) should raise their concern. You may feel worried about raising such an issue, perhaps feeling that it is none of your business or that it is only a suspicion. However, if in doubt, raise it. Although the vast majority of employees are honest and act reasonably, no organisation is immune to acts of dishonesty and other misconduct.

Colleagues can speak directly to their manager or supervisor or to any other senior manager or to any of the contacts given in our Speaking Up Policy. If you are uncomfortable using these routes, or where you believe that your concern has not been adequately addressed, please use the independent confidential Speaking Up hotline. Full details on the policy and hotline are available on my.itv, Compass.itv or from Group Secretariat.

All genuine concerns raised by a colleague will be investigated properly and the identity of the colleague raising the concern will be kept confidential. Wherever possible, once the investigation has been completed, the colleague who raised the concern will be informed of the outcome.

Anyone raising a concern in good faith will not be criticised or penalised in any way even if it is shown, after investigation, that they were mistaken. Any form of reprisal or victimisation against anyone who has raised a concern will not be tolerated and will itself be treated as a serious disciplinary matter. If a concern was to be raised maliciously then that would also be a serious disciplinary matter.

Read our Speaking Up policy at [itvplc.com/investors/governance/policies](http://itvplc.com/investors/governance/policies)

Internal colleagues can [read our Speaking Up policy](#) on myITV.

The policy applies to ITV employees, apprentices, individuals on work experience, agency workers, contractors, freelancers, shareholders, programme-makers, producers, programme participants, and any others acting on behalf of, or working with, ITV (agents, representatives, volunteers, suppliers). It also applies to colleagues or relatives or other third parties connected with, or assisting, someone who is Speaking Up.

ITV is committed to addressing promptly, fairly and confidentially, all Speak Up concerns. Once you have raised your concern, ITV will assess it and consider: (i) which internal team should handle it; and (ii) what action is appropriate.

This may involve an informal review, an internal enquiry or a more formal investigation.



## **Ways of working as colleagues**

At ITV, we're building something incredible. It's where you can be yourself and be your best - whoever you are. A place where everyone can learn, develop, grow, and build a career that's just as incredible as our business. At the centre is the ITV Way. It's how we work and inspire our people. How we stay on track and get things done. It's all about making it together, making it new, and making it brilliant.



## **Equal opportunities, respect, dignity and understanding**

We foster creativity by championing diversity and embracing inclusion. ITV is for everyone, no matter their background, race, disability, sexuality, gender identity or expression.

All colleagues should always be treated fairly and with dignity and respect. We will fairly reward individual endeavour and value diversity of thought, perspective and experience. We make sure our organisation is accessible to all and provide the necessary encouragement and opportunity to develop careers.

All colleagues will have equal opportunities in their employment. People will be recruited for their aptitude, skills, experience and ability. Discrimination on any grounds including of race (including the traveller community), national origin, gender, gender identity or expression, age, disability, marital status, sexual orientation, pregnancy, maternity, socio-economic background, political opinion, religion or belief is not permitted and will not be tolerated.

We are all responsible for promoting and implementing equal opportunities in the workplace

and playing our part in creating an inclusive culture at ITV, where everyone feels welcome.

We're embracing differences, making new things happen and delivering creativity. The world is changing - and we're driving that change.

## **Harassment and abusive behaviour**

We are committed to a working environment that is free from verbal, physical or online harassment and abuse. At ITV we treat one another with courtesy, fairness, dignity and respect.

Any conduct that creates an intimidating, hostile, or offensive working environment or unreasonably interferes with an individual's work performance will not be tolerated and will be the subject of disciplinary action. We do not tolerate abusive behaviour of any form in the workplace.

Examples of such behaviour may include:

- threatening behaviour, intimidation, harassment, assaults or violence;
- sexual, transphobic or racial harassment; or
- abuse of position such as to cause distress to subordinates.

Any form of reprisal or victimisation against anyone who has raised a concern or participated in an investigation will not be tolerated and will itself be treated as a serious disciplinary matter.

## **Child safeguarding and protection**

ITV is committed to child safeguarding and protection and we take our legal and moral duty to children very seriously. Colleagues who work with children must follow ITV's Child Safeguarding Policy and Framework. All colleagues should respect children and conduct themselves appropriately when interacting with any child (under 18 years old), whether they are working with us, visiting our premises, or in contact with the business. If a colleague has any concerns regarding a child's welfare, they must follow the ITV Safeguarding policy and contact the Health and Safety team who act as Safeguarding Champions.

If for any reason, you feel unable to report something to the Health & Safety Team, you can use the independent confidential Speaking Up hotline. Full

details on the policy and hotline are available on my.itv, Compass.itv or from Group Secretariat.Speaking Up Policy.

### **Health and Safety**

At ITV we are committed to conducting our business with the utmost concern for the health and safety of our colleagues, customers and the general public. We will always strive to comply fully with all applicable and relevant laws and regulations relating to the workplace health and safety and environmental protection. We are committed to ensuring that our health and safety policies conform to best practice and encourage open dialogue and constructive feedback.

At ITV every colleague is responsible for checking and ensuring that their working environment is healthy and safe. As well as considering their own health and safety, every colleague is expected to also consider the health and safety of anyone who may be affected by their actions or behaviour.

All colleagues must always follow health and safety policies and guidelines and fully cooperate with the instructions of health and safety advisors.

### **Drugs and alcohol**

Colleagues must not use, distribute or possess illegal or unauthorised drugs on any of our premises.

Colleagues whose behaviour, judgement or performance of their work responsibilities is impaired by drugs or alcohol will be prohibited from entering our premises or engaging in company business and may be subject to disciplinary proceedings in appropriate circumstances.

### **Digital communications**

ITV supports a number of approved platforms to enable communication and collaboration between colleagues, partners and suppliers. Whilst our communications are intended for business purposes, we can also use those platforms for limited (and reasonable) non-business purposes, provided that such usage does not:

- interfere with our obligations to ITV;

- affect personal delivery or business performance;
- disturb other colleagues or the general affairs of the company;
- infringe anyone's intellectual property rights or terms and conditions of employment;
- bypass (intentionally or unintentionally) ITV security systems; or
- violate this Code or is illegal in any way.

All colleagues are expected to exercise care when using these platforms. Remember;

- Do not put anything in an email, message or social media that may damage your or our reputation. These are not private and may need to be disclosed to others, including third parties, regulators and courts.
- Rules apply to all personal data processed for ITV's purposes.
- Be sensible about what you communicate using these methods, and how you communicate it.
- Be aware that individuals have the right to access a copy of their personal data, however it is being processed by ITV. This includes WhatsApp messages between colleagues, or Instagram messenger exchanges with potential programme applicants.
- Before you send a message containing personal data, consider how it would appear if it had to be disclosed to the individual concerned.

### **Acceptable Use**

All colleagues are responsible for using our systems and technology (whether owned by ITV or provided by a third party on ITV's behalf) properly and in accordance with this Code.

All colleagues must familiarise themselves with all Cyber security policies which are available on my.ITV.com.

### **Keeping our data safe**

We are all personally responsible for the security of all equipment allocated to or used by us. When travelling with ITV equipment or information,

colleagues are expected to take care to prevent loss or theft.

We can only share information with those authorised to view it and must not store ITV sensitive information on non-ITV issued devices unless the data is encrypted and protected with a unique passphrase. Sensitive information should always be encrypted when sending it outside ITV by email or otherwise.

Keeping our data safe means we must always be vigilant. Malware (malicious software) is often sent by email (e.g. phishing) and these can cause significant damage to our information systems. Be particularly cautious in relation to unsolicited email from unknown sources or to urgent requests for personal information or payments to be processed.

Do not open such emails unless you are sure of the sender and the contents. In if doubt, please contact [cybersecurity@itv.com](mailto:cybersecurity@itv.com).

### **Use of ITV systems and data security**

At ITV we are each accountable for our actions on the systems we use. We must never use our systems or equipment to send or intentionally receive, retrieve, distribute, store or access:

- information that is defamatory, illegal, abusive, harassing, sexually explicit, discriminatory or offensive;
- copyrighted materials, trade secrets or similar materials without proper authority or in breach of the rights of third parties;
- messages, files or websites for any illegal or unethical purpose, or any purpose that violates our policies or may lead to liability or cause harm to ITV; or
- the “dark web”.

ITV monitors the security of issued devices to protect ITV data and systems from risk of a data breach. Colleagues should never attempt to evade or circumvent ITV security controls or policies.

Following the correct behaviour when using our systems is vital.

### **Cyber Security and Data Privacy Incident Procedure.**

We must all be vigilant against cyber threats and phishing attacks. Please inform [cybersecurity@itv.com](mailto:cybersecurity@itv.com) immediately if you notice or receive anything suspicious.



### **Privacy and data protection**

ITV is subject to a number of data protection regulations, including the General Data Protection Regulation which imposes high standards with regards to the handling of personal data relating to our viewers, customers, talent, contractors and colleagues. It is everybody’s responsibility to comply with these laws and regulations to protect the company from regulatory fines and reputational damage and also, to respect the rights of our viewers and the people we work with. Details about handling personal data and what to do in the event of a data breach, can be found in the ITV Data Protection and Privacy Policy.

### **Colleague monitoring**

Any usage of company systems, telephones, email and internet facilities may be subject to monitoring in compliance with law and best practice. For example, ITV may monitor colleagues’ usage:

- for legitimate business purposes;
- to prevent, detect or investigate suspected illegal conduct, wrongdoing or other misuse;
- to ensure that customers and other business contacts are being appropriately responded to;
- to comply with legal obligations; or to locate and retrieve lost messages or files.

Sometimes we may need to check colleagues' email accounts or voicemail during their absence from work (e.g. when a colleague is on holiday or sick leave). ITV's offices may use CCTV and you may be recorded when working from our premises.

Email, voicemail messages, recordings and internet usage are potentially subject to interception and to disclosure to third parties in the course of litigation or an investigation. We have a legitimate basis on which to access and protect company data stored or processed on a device, including the content of any communications sent or received from the device. However, we recognise the need to balance our obligation to process data for legitimate purposes, with your expectations of privacy in respect of your personal data. Therefore, when taking (or considering taking) action to access your device or delete data on a device (remotely or otherwise) in accordance with this policy, we will, where practicable:

- consider whether the action is proportionate in light of the potential damage to the company, our customers or other people impacted by company data;
- consider if there is an alternative method of dealing with the potential risks to the company's interests (recognising that such decisions often require urgent action).

Please ensure that you have read the Cyber Security Policy.

## **Ways of working as a business**

The ways we work with integrity, honesty and trust that keep us on track.



### **Honesty and fair dealing**

We should always be honest, fair and truthful in all of our dealings. Our stakeholders (including colleagues, customers, consumers, business partners, suppliers and governmental authorities) expect absolute integrity from us. We must never attempt to deceive or mislead others.

### **Conflict of Interest**

Acting with integrity means that our colleagues should actively avoid any obvious or implicit conflict between their personal interests and those of ITV. Any actual or potential conflict of interest must immediately be disclosed to your manager or supervisor and HR.

Examples of conflict of interest situations could be if any colleague:

- places a contract on behalf of ITV with a supplier managed by a close friend or family member;
- works as a consultant, paid or unpaid, in a private capacity for a supplier or customer of ITV;
- carries on a business in their own time of a similar nature to their work at ITV;
- has a personal or financial interest in a business that has transactions or dealings with ITV; or
- obtains a personal financial gain or advantage (other than normal

remuneration) in business transactions or dealings involving ITV.

No one should use any inside information they have gained through employment with ITV for his or her own advantage, for that of a friend or relative or for anyone else. "Advantage" in this context includes both positive benefit and avoiding what might otherwise result in a loss.

### **Confidential information and trade secrets**

We all have a responsibility for protecting ITV's confidential information both during and after our employment or time working with ITV. Confidential information and trade secrets include any of our information and technology, financial, operational or strategic plans or data and any financial, commercial or technical information that is valuable to us and has not yet been disclosed to the public and may be valuable to a third party if they had access to it.

Colleagues with access to confidential information and trade secrets, must be careful about its use and vigilantly protect it from disclosure.

Colleagues involved in acquisition and divestiture activities may be required to sign individual non-disclosure agreements. Where this is the case they are expected to comply with obligations to maintain the confidentiality of information received from third parties.

Keeping up to date with industry information is important but we must not use any unlawful or unethical means to obtain confidential information from competitors, suppliers, customers or other third parties. An example of acting ethically at ITV is that colleagues would not hire any person with the intent of that person providing confidential knowledge of their former employer.

### **Inside information and share dealing**

Our colleagues must not buy, sell or transfer stock or shares of ITV plc or any other companies, or buy or sell any property or assets, on the basis of inside information, i.e. information acquired through employment here which has not been made public and may be share price sensitive. Colleagues must not provide such information to others for the purpose of financial gain or avoiding a loss. To do so

could be a criminal offence. Inside information includes any facts that may affect the price of shares and/or which a reasonable investor would consider important in deciding whether to purchase or sell shares and which have not been made public. Inside information should not be communicated to any other person with the expectation that they would deal in the shares of the company concerned. Directors, senior managers and colleagues who are likely to be regularly in possession of material information about the company which has not been disclosed to the public are prohibited from dealing in ITV shares during certain periods.

### **Intellectual property**

Intellectual property rights underpin the content in our programmes, our programme formats and our brands. We value our own intellectual property rights and respect those of others. Proper management and protection of these assets is critical to our commercial success.

Colleagues must safeguard our confidential information, trade secrets and intellectual property (including copyrights, trademarks and patents) in the same way that they must protect all of our other corporate assets.

All documents, files, materials, records and reports acquired or created in the course of employment with us are the property of ITV or its affiliates. Colleagues may not register any ITV intellectual property rights, including trade marks, internet domain names or social media accounts in their own names. Colleagues may only remove originals or copies of such property from our offices for the sole purpose of performing their work duties, and they must return such records at any time upon request.

At ITV we sometimes use intellectual property, trade secrets and/or confidential information belonging to others under licence. Acting ethically at ITV means we expect colleagues to ensure that their use of any such assets or information is permitted by the owner and does not infringe anyone's intellectual property rights.

### **Gifts and entertainment**

Colleagues and their family members should not give or accept any gift, entertainment, transportation,

sponsorship, charitable donation or other benefit which might be intended or perceived as an attempt to improperly influence the business relationship between ITV and any current or prospective supplier, customer or other party doing business or connected with ITV.

This does not mean that customary and reasonable gifts or hospitality are not acceptable, such as token gifts, meals or transportation of modest value which are given or received in the normal course of business dealings.

To ensure we are acting with integrity, the test colleagues are expected to apply is whether in all the circumstances the gift or hospitality is reasonable and justifiable and not linked in any way to an improper act.

Gifts of cash must never be made or accepted.

You must seek prior approval for:

- any hospitality to be given to a third party or received by you which is in excess of a value of £500 per person (or equivalent sum in your local currency); and
- any gifts (i.e. tangible assets) to be given to a third party or received by you with a value in excess of £100 per person (or equivalent sum in your local currency).

If you are based in the UK, approval should be obtained from the Management Board member responsible for your area by submitting the online Gift/Hospitality Form. All notifications are recorded on ITV's Gift and Hospitality Register.

If you are outside the UK, approval should be obtained from the Managing Director of your office or CEO of your business, who must keep records of all approved gifts/hospitality.

All gifts or hospitality expenses for third parties on behalf of ITV (regardless of the amount) must be paid for with an ITV corporate card and/or claimed back in compliance with your local business expense policy.

ITV has a no receipt no pay policy.

If in any doubt about what to do to ensure you are acting in a way that is consistent with ITV's

expectations of ethical behaviour you should consult your manager or supervisor or contact Group Secretariat.

### **Theft or misuse of property**

We should always be honest, fair and truthful in all of our dealings and expect each other to act in this way at all times. Colleagues engaging in, or attempting, theft, fraud or misuse of any ITV property or the personal property of other colleagues will be subject to disciplinary action which may result in dismissal. Matters may also be referred to public authorities for possible criminal prosecution.

Theft, fraud or misuse of ITV property can take many forms. Examples may include: stealing supplies, equipment, documents, cash or other property; misusing corporate credit cards, telephones, mobile phones and devices, tablets, computers, printers or other equipment; submitting false timesheets or expense claims; using company information or other assets without authority; retaining any benefit from a customer or supplier that properly belongs to ITV.



### **Competition and competitor relationships**

The aim of all ITV's companies is to compete vigorously and fairly in the marketplace. All colleagues are required to comply fully with laws governing free and fair competition at all times.

Collusion with competitors is strictly prohibited and may contravene competition laws resulting in serious consequences for ITV including damage to our reputation, heavy financial penalties and in some cases criminal penalties for individuals. It is the responsibility of each ITV group company to ensure

that it complies fully with all competition laws and regulations governing its operations.

#### **Financial and accounting controls & records**

All financial and accounting information about us must be recorded and presented accurately, diligently and fairly, in accordance with good business practices, applicable accounting standards and local laws.

ITV has established reliable systems and controls to enable us to respond effectively to financial, compliance and other risks to achieve its objectives. This includes the safeguarding of our assets and ensuring that our liabilities are identified and managed.

The quality of our internal and external financial reporting requires our colleagues to maintain proper records, to follow timely processes and where applicable to provide relevant and reliable information from both internal and external sources.

#### **Tax evasion and facilitating tax evasion**

Tax evasion is an illegal activity in which a person or entity deliberately avoids paying a true tax liability. Those caught evading taxes are generally subject to criminal charges and substantial penalties. Colleagues must not commit any acts intended to result in tax evasion by ITV and must not facilitate tax evasion by third parties.

When choosing agents, contractors, suppliers or other intermediaries, colleagues are expected to carry out appropriate pre-contract enquiries to ensure that they do not condone tax evasion, and that they have procedures in place to prevent tax evasion and the facilitation of tax evasion.

If you need any help, please contact a member of your local Legal & Business Affairs or Tax teams who are there to help you. If you are concerned that you may have identified tax evasion within ITV or the facilitation of tax evasion by an associate of ITV, please report it to your manager or supervisor or to the contacts in our Speaking Up Policy. Full details on the policy and hotline are available on my.itv, Compass.itv or from Group Secretariat.Speaking Up Policy.

#### **Preservation and protection of corporate assets**

Everyone at ITV has a duty to preserve and protect our assets, including our property, equipment and monies. We expect everyone to use those assets properly and appropriately. If you suspect fraud, theft or abuse of ITV's assets by either a colleague or a third party please speak up. You can do this by raising your suspicions with your manager or supervisor.

If you feel you are unable to raise your suspicions with your manager or supervisor, you can use the independent confidential Speaking Up hotline. Full details on the policy and hotline are available on my.itv, Compass.itv or from Group Secretariat.Speaking Up Policy.

#### **Creating documents and retaining records**

All colleagues must ensure that any documents created (electronically or otherwise) are accurate, clear, detailed and timely. They must also be written in a polite tone. In order to comply with legal and regulatory requirements, we may be required to retain our business records for reasonable time periods before they can be destroyed. This relates particularly to contractual documentation, tax, finance, accounting, employee, health and safety and environment related documentation.

Records and documentation pertinent to a particular investigation or legal dispute must not be destroyed once we have received notice of pending litigation.

## **Ways of working with others**

The ways we maintain trust, that helps us connect with millions of people every day, make content they can't get enough of, and shape and reflect the world we live in.



### **Viewers and customers**

Our viewers and customers are the reason we exist and are at the heart of everything we do. We must act appropriately and quickly in relation to any complaints. We are committed to providing viewers and customers with accurate information on which they can make an informed decision and not to mislead them.

The trust of viewers, the wider public and our customers is central to everything we do. We will not hesitate to take appropriate disciplinary action against anyone who breaches that trust.

### **Shareholders**

ITV plc's shareholders are the owners of ITV's business and must be properly rewarded for their investment. We are fully committed to delivering value to shareholders.

We are clear, open and transparent in our financial reporting and in all communications with shareholders. We maintain high standards of corporate governance and expect every colleague at ITV to comply with all applicable laws, regulations, codes and recognised best practice and guidance.

## **Social Purpose**

ITV is More than TV. We connect with millions of people every day, make content people can't get enough of, and reflect and shape the world we live in... and we do all this through the power of creativity. Reflecting and shaping the world we live in gives us a great opportunity: to change ITV for the better, and to use our content and reach to inspire positive change in the wider world. That is our social purpose.

We have four focus areas: better mental and physical health, diversity and inclusion, climate action and giving back. We have set clear targets for each area for both on-screen and off-screen activity, and we report on those targets annually in the ITV Social Purpose Impact Report. All colleagues are encouraged to help us reach those goals. For more information, including our better health campaigns, the Diversity Acceleration Plan and our Climate Action initiatives, go to [itvplc.com/socialpurpose](http://itvplc.com/socialpurpose) <http://itvresponsibility.com/resources/>.

### **External suppliers and associated parties**

We work with thousands of suppliers and partners and they all play an integral role in the success of ITV. Our suppliers and partners should be treated with respect and fairness at all times and we will observe high ethical standards in all our dealings with them.

Our goals and standards not only apply to how we operate within ITV, but also to our entire sphere of influence. Therefore, it is important that we Procure with social purpose - this means working with suppliers that not only deliver a great service at the right costs, but also meet our high standards of professionalism and align with our Social Purpose.

Achieving our ambitious standards and goals may not be easy but we know it is important. We work in collaboration with our suppliers to help identify risks, share knowledge and continually work to improve the impact we all have on the wider world.

Our **Supplier Code of Conduct** sets out the minimum standards we expect from all our suppliers and you should be familiar with these standards. It is our intention to contract only with suppliers who satisfy our standards or who have given a commitment to achieve these standards within an agreed time-frame.

Our **Procurement Policy** sets out when you should involve the Procurement team if you are intending to contract for services with a supplier. The Procurement team can be contacted at [procurement@itv.com](mailto:procurement@itv.com).

### **Public officials and employees**

ITV colleagues are doing business around the world. In some countries, specific rules apply to business relationships, contract negotiations or contract terms with government agencies and officials.

If you are engaged in business with any governmental body, agency or official you must contact your local Legal and Business Affairs team who will be able to help you understand the rules and abide by them. This is vital because failure to do so could result in damage to the business and reputation of ITV, disciplinary action and even in extreme cases criminal prosecution.

Colleagues must avoid any dealings that might be perceived as attempts to improperly influence public officials in the performance of their official duties eg. we must not give or receive gifts from government employees or officials.

In the UK, there are laws restricting companies from hiring as an employee or retaining as a consultant a present or former government employee (other than secretarial, clerical, or other similar employees). These restrictions may also cover informal arrangements for prospective employment. Colleagues in the UK must obtain written clearance from our General Counsel before discussing proposed employment or retention with any current or any former government employee who left government employment within the past two years.

### **Official requests for information**

Colleagues who are contacted by government regulators or authorities, agents or investigators, lawyers who do not represent ITV or by other third parties seeking company information or documents concerning investigations or potential or actual litigation should immediately notify our Director of Group Legal Affairs. You must immediately notify our Director of Group Legal Affairs when requests are made in the form of a legal document requiring a response by a specified date.

### **Contact with the media**

All public disclosures including forecasts, press releases, speeches and other communications will be honest, accurate, timely and representative of the facts. The ITV plc Corporate Affairs department (or, if you are outside the UK, its nominated local communications contact) & ITV's programme publicity team handles all external communications concerning the company and its businesses. No statement should be made or opinion expressed to the press or any third party without the explicit supervision of the Corporate Affairs department (or its local nominee) or ITV's programme publicity team. All enquiries from the press and other media must be reported to the Corporate Affairs department or ITV's programme publicity department. You should alert the Corporate Affairs department (or its local nominee) or the ITV programme publicity department if you are aware of any story relating to ITV that might attract the interest of the press. Speaking to the press or any other media on behalf of the company without the express permission of the press officers within the Corporate Affairs department or the programme publicity department is prohibited.



### **Advertising and marketing**

All our advertising and marketing must be ethical and lawful. To achieve this, we need to be accurate and avoid misrepresenting ourselves, our programmes, products or our services, avoid defaming our competitors and respect the privacy rights of individuals to whom we may direct marketing materials.

All advertising for our services in the UK must be developed through the Marketing Department who will seek clearance from a member of our Legal team

where necessary or, if on air and programme-related, a member of the Programme Compliance team.

### **Bribery and corruption**

Bribery is a common form of corruption. Bribes (the giving or receiving of anything of value or advantage to try and make someone - whether a public official or not - do something improper or reward them for this) are illegal and the giving or receiving of them a criminal offence.

Any colleague who solicits, participates in or condones a bribe or other unlawful payment or benefit or attempts to participate in any such activity, will be subject to strict disciplinary action, including dismissal and may be the subject of criminal prosecution.

We could be liable even if one of our agents, suppliers or other intermediaries bribes someone without our knowledge for our benefit. When choosing agents, suppliers or other intermediaries please work with your local Legal and Business Affairs team to carry out pre- contract enquiries to ensure that they do not accept or give any bribes, and require contractual protection and commitments from them as to their compliance with anti-bribery laws and with our Anti-Bribery Policy.

You must be vigilant to anything you think may be a bribe and report this to your manager or supervisor immediately or via the Speaking Up Policy contacts. Full details on the policy and hotline are available on my.itv, Compass.itv or from Group Secretariat.Speaking Up Policy.

Detailed guidance and information about ITV's expectations on how you can recognise and deal with bribery and corruption issues are set out in our Anti-Bribery Policy.

### **Combatting illegal labour practices and modern slavery**

ITV is committed to ensuring that modern slavery is not a feature of our operations and supply chains. We know that such practices can be hidden and hard to uncover and can affect workers across the world in a wide range of sectors. We are also conscious that to tackle modern slavery, we need to address poor

labour practices wherever they occur as tolerating them can provide the conditions for exploitation.

At ITV we aim to identify and address the risks of modern slavery in our operations and supply chains by:

- Conducting human rights due diligence on our business activities and relationships
- Reviewing our own commissioning and purchasing practices to ensure they do not contribute to poor labour practices
- Engaging our suppliers, partners and peers to find ways of working together to reduce risks
- Enabling workers in our operations, productions and supply chains to raise concerns
- Listening to those potentially affected by poor labour practices and taking action to address the issues they flag
- Being victim-centric in our response

At ITV we expect you to:

- Think about your area of work and consider where there could be risks of labour exploitation
- Consider whether ITV's activities or approach make poor labour practices more likely
- Flag potential issues to your manager or supervisor.
- Raise awareness of labour issues among your contacts internally and externally.
- Be curious about the people involved in ITV's operations, business relationships and supply chains.

### **Money laundering**

Money laundering is the process of concealing the identity of illegally obtained money so that it can be transformed from "dirty" money into "respectable" money or other assets. Colleagues must not engage in any transaction which they know or suspect involves the proceeds of criminal activity and should carry out reasonable enquiries to validate sources of funding. Your local finance teams will be able to help you to validate sources of funding. Please report any suspicious activity to your manager or supervisor.

If you feel you are unable to raise your suspicions with your manager or supervisor, you can use the independent confidential Speaking Up hotline. Full details on the policy and hotline are available on my.itv, Compass.itv or from Group Secretariat.Speaking Up Policy.

If you have any questions arising from this Code, please contact our HR or Director of Group Legal Affairs.

### **Donations and political activities**

It is our policy not to make cash donations to political parties. We do, however, ensure our views are expressed to governments in an appropriate and effective manner on matters that affect our business through the ITV plc Public Affairs department. Any political activity and participation in electoral politics by our colleagues must occur strictly in an individual and private capacity and not on behalf of ITV. Colleagues may not use company time, property, equipment or funds to conduct or promote personal political activity.

We only make charitable donations that are legal and ethical under local laws and practices. Donations offered to charities should adhere to our [Social Impact and Charitable Causes guidance](#).

### **Compliance with laws, policies and contracts**

At ITV all colleagues are responsible for complying with the laws, regulations and codes of practice applicable to their areas of responsibility. Please comply with all policies that are brought to your attention by your manager, supervisor or Legal and Business Affairs team.

You should seek assistance from your local Legal and Business Affairs team for the creation, negotiation, amendment and/or termination of any contract. Except in exceptional circumstances approved by your manager or supervisor, you should not commit work or provide services before a contract is in place.

You should always use a standard form ITV contract if one is available and you must comply with the relevant Approvals Framework for your business. Please send original signed contracts to your local Legal and Business Affairs team, or for contracts of employment, to your local HR Business Partner. We are committed to complying with our contractual obligations and we take seriously any failure by another party to do the same.

