Client Code of Conduct

1. Background

This Client Code of Conduct (hereinafter referred to as the "Policy") sets out the minimum ethical expectations that we, Jodoa Properties Nigeria Ltd (hereinafter referred to as "Jodoa"), require from all current and potential clients seeking to engage in a contractual relationship with Jodoa (hereinafter referred to as "Clients").
Jodoa requires that Clients comply with these principles and ensure that all of their employees, agents, and subcontractors do the same.

2. Definitions

- **Books and Records:** Includes accounts, invoices, correspondence, papers, and other documents that record and reflect business transactions and other activities in written or any other form (including electronic).
- **Bribery (Bribe):** Any gift, payment, offer, promise to pay, or authorization for anything of value provided, directly or indirectly, to or for the benefit of any person to influence any act, decision, or omission to improperly obtain, retain, or direct business or secure any improper benefit or advantage. Examples include kickbacks, influence payments, and facilitation payments.
- **Corruption:** An act committed with intent to gain an improper advantage inconsistent with official duty and the rights of others; misuse of authority to benefit personally or for others.
- **Facilitation Payment:** Unofficial payment to a public official or other employee to expedite a routine function they are otherwise obligated to perform (e.g., visa processing, licenses, inspections). It is considered a form of Bribe.
- **Fraud:** Any deliberate act involving deception or dishonesty, including misrepresentation intended to mislead and cause losses (financial or otherwise) to Jodoa or Clients.
- **Gift:** Anything of value, such as "courtesy gifts," payments (cash, checks, vouchers, gift cards, transfers, rebates), jewelry, food/beverages, flowers, travel (excluding Sponsored Travel), and/or employment.
- **Intellectual Property:** Includes all copyrights, patents, trade secrets, trademarks (registered or unregistered), applications for registration, and equivalent rights globally.
- **Money Laundering:** The process by which criminals disguise proceeds from illegal activity through lawful businesses to hide the source and ownership.
- **Public International Organization:** A multinational institution performing governmental or quasi-governmental functions, such as the UN, EU, or World Bank.
- **Public Official:** Includes:
  - Employees/agents of a government entity or public international organization
  - Political party officials/candidates
  - Elected or appointed officials at any level
  - Persons exercising public functions for public enterprises/agencies

  These individuals may be referred to as Politically Exposed Persons (PEPs), including their family, friends, and business associates.
- **Terrorist Financing:** The act of raising or providing money to support terrorist organizations and activities.

3. Purpose

- This Policy defines the main rules and standards to:
  - Observe the highest ethical standards
  - Create a culture of honesty, transparency, and accountability
  - Ensure compliance with laws, regulations, and contracts

4. Scope
This Policy applies to all Jodoa Clients.
Clients engaging with Jodoa are expected to have read and agreed to abide by it. Non-compliance may lead to relationship termination.

Key Principles

5. Compliance with Laws, Code, and Regulations
Clients must comply with all relevant laws and regulations, including this, Policy.

6. Human Rights
Clients must support and uphold international human rights standards.

7. Hiring and Employment Practices
Clients must verify workers' legal right to work and comply with labor laws, including valid documentation.

8. Diversity and No Discrimination
Jodoa values diversity and expects Clients to fight discrimination and promote equal opportunities, fairness, dignity, and respect.

9. Anti-Harassment
Clients must prevent harassment, bullying, discrimination, and victimization in the workplace.

10. Conflict of Interest
Clients must avoid conflicts of interest and cooperate with Jodoa in related investigations.

11. Declaration of Interest
Clients must provide accurate information and promptly declare any relevant changes that may affect Jodoa.

12. Anti-Money Laundering and Counter-Terrorist Financing
Clients must not engage in or facilitate such activities. Suspicious transactions must be reported to Jodoa.

13. Fraud, Anti-Counterfeit, and Transparency
Clients must promote integrity and maintain accurate records. Records must be kept beyond the end of a contract when required.

14. Fair Competition Laws
Clients must not participate in collusive bidding, price discrimination, or other unfair practices. All dealings must align with competition laws.

15. Bribery, Gifts, and Gratuities
Clients must avoid offering or accepting bribes or gifts that influence decisions. They must have policies to manage these risks.

16. Books and Records
Clients must maintain accurate and transparent records and report suspicious payments.

17. Audits and Assessments
Clients must notify Jodoa of any investigations or audits related to Jodoa, unless prohibited by law.

18. Confidential Information
Clients must comply with data protection laws and safeguard Jodoa's confidential information under the terms of signed agreements.

19. Intellectual Property
Clients may not use Jodoa's intellectual property without written permission and must not register such IP under their name.

20. Relationships and Communications
Clients must not use current or former Jodoa employees to gain confidential information or commercial advantage.

21. Monitoring and Compliance
Clients are responsible for ensuring their employees and agents comply with this Policy and act with integrity.

22. Non-Compliance
Jodoa may terminate its relationship with Clients who:
- Violate the Policy or relevant laws
- Repeat breaches without corrective action
- Engage in illegal activity
- Fail to address third-party violations

23. This policy covers all Jodoa activities and will be reviewed to ensure its effectiveness and continual improvement.