HUMAN RIGHTS POLICY
- DECEMBER 2022

1. Introduction

At Bytes Technology Group ('BTG' of 'group') we believe that business can only flourish in societies where human rights are protected and respected. We recognise that business has the responsibility to respect human rights and the ability to contribute to positive human rights impacts. This is an area of growing importance to our employees, customers, partners, investors and the communities where we operate in. There is therefore both a business and a moral case for ensuring that human rights are upheld across our operations and our value chain. This human rights policy statement contains over-arching principles which we embed into our group.

This policy applies to Bytes Technology Group plc and all its subsidiaries and operating companies, including Bytes Software Services Limited and Phoenix Software Limited. The group also expects its suppliers, vendors, partners and customers to uphold these principles and expect them to adopt similar policies within their businesses.

2. Our policy

In line with the UN Guiding Principles on Business and Human Rights, we base our human rights policy commitment on the International Bill of Human Rights (consisting of the Universal Declaration of Human Rights, the International Covenant on Civil and Political Rights and the International Covenant on Economic, Social and Cultural Rights) and the principles concerning fundamental rights set out in the International Labour Organization's ('ILO') Declaration on Fundamental Principles and Rights at Work. We support the OECD Guidelines for Multinational Enterprises and the vision of the United Nations Global Compact. We are committed to respecting internationally recognised human rights as relevant to our operations.

Our principle is that where national law and international human rights standards differ, we will follow the higher standard; where they are in conflict, we will adhere to national law, while seeking ways to respect international human rights to the greatest extent possible.

3. Our vision

BTG's purpose and vision are to empower and inspire our people to fulfill their potential, so they can help our customers make smarter buying decisions and meet their business objectives through technology – whilst reducing our environmental footprint and increasing our positive social impact.

We are committed to promoting and protecting as far as reasonably possible the human rights of everyone who works for BTG and all those who have dealings with the group. This includes conducting our operations with honesty, integrity and openness, and with respect for the human rights and interests of our employees and that we shall similarly respect the legitimate interests of those with whom we have relationships.

In our business dealings and associated policies, we expect our suppliers, partners and customers to adhere to business principles consistent with our own. We prohibit discrimination, forced, trafficked and child labour and are committed to safe and healthy working conditions and the dignity of the individual, including the right to privacy and freedom of expression. Furthermore, we support the right to freedom of association and collective bargaining and effective information and consultation procedures.

4. Commitment

a) We conduct our business in a manner that respects the rights and dignity of all people, complying with all applicable legal requirements.

b) We respect internationally recognised human rights as set out in the International Bill of Human Rights and the core labour standards recognised by the ILO, as set out in the ILO Declaration on Fundamental Principles and Rights at Work.

c) In meeting our responsibility to respect human rights, we consider relevant international human rights standards, including UN instruments establishing or elaborating on the rights of specific groups. We respect the rights of individuals belonging to minority groups or populations which may be particularly vulnerable to adverse impacts, including indigenous people, women (including women's rights), national or ethnic, religious and linguistic minorities, children, LGBTQ+ people, people with disabilities, and migrant workers and their families.

d) We recognise our responsibility to respect human rights and avoid complicity in human rights abuses, as stated in the UN Guiding Principles on Business and Human Rights (UNGPs) and reiterated in the human rights chapter of the OECD Guidelines for Multinational Enterprises.

e) Consistent with our commitment to respect ILO core labour standards, we recognise the freedom of workers to associate or not associate with a labour union, and to collectively bargain when represented by a legally recognised labor union.

f) We support the elimination of all forms of forced or compulsory labour, the effective abolition of child labour and the elimination of discrimination in respect of employment and occupation.

g) We treat everyone who works for BTG fairly and without discrimination (including within our recruitment and remuneration practices). Our employees, consultants and suppliers are entitled to work in an environment and under conditions that respect their rights and dignity.

h) We respect the human rights of people in communities that may be affected by our activities.

i) We support the Voluntary Principles on Security and Human Rights (Voluntary Principles) and are committed to implementing them, as the global standard for the provision of responsible security in our industry.

j) We seek to make contractual agreements with our suppliers that require them to respect internationally recognised human rights in their work for the group, consistent with the commitments in this policy, as appropriate to the nature of their work for us. We undertake to include standard contract clauses to support this as far as possible.

5. Delivery

a) We meet our responsibility to respect human rights by implementing the UNGPs and incorporating these principles into the internal processes, policies or guidelines that support our business activities. This includes training and awareness modules, conducting human rights assessments through our risk and impact management processes where required, and grievance management. By doing this, we aim to enable our businesses to identify potential impacts on the rights of individuals in local communities and workers affected by our activities.

b) Our Supplier Code of Conduct and the expectations of suppliers, vendors, partners and customers reinforce and support our commitment to respecting human rights.

Our Supplier Code of Conduct supports our commitment to respect human rights, including setting out our expectations on diversity and inclusion, equal opportunity and freedom from abuse or harassment in the workplace, and commitment to fair business practices. We want to create and maintain a workplace that is free of harassment, intimidation, inhumane treatment and discrimination based on race, colour, national origin, religion, gender, age, sexual orientation, gender identity, marital status, disability, or any other characteristic protected by applicable laws. We have zero tolerance for retaliation, which includes threats, intimidation, exclusion, humiliation and raising issues maliciously or in bad faith. We want to work with business partners who share our commitments to safety, ethics and compliance and we communicate our expectations of suppliers and business partners, agreeing contractual obligations where appropriate. We will take appropriate measures where they do not meet those expectations or obligations. This includes appropriately disclosing our human rights policy and our expectations concerning the responsibility to respect human rights.

i. Our expectations of suppliers, vendors, partners and customers are a tool for communicating the expectations in the code, and the expectation that our business partners should respect human rights and meet the responsibilities set out in the UNGPs. The expectations also ask that our business partners communicate those expectations to their employees, suppliers and business partners who may provide goods or services to us.

ii. We expect the same high standards from all our suppliers. As part of our contracting processes, we seek confirmation from our suppliers of their compliance with the Modern Slavery Act 2015, including specific prohibitions against modern slavery and we expect that our suppliers will hold their suppliers to the same high standards.

iii. In line with our values of diversity and inclusion, as part of our selection criteria, we give due consideration to the promotion of economic inclusion across a diverse scope of suppliers, partners and related entities.

c) The rights of our workforce

Respect for our employees' human rights is integral to our recruitment, management and diversity and inclusion processes. We provide guidance to our businesses and projects on respecting the rights of workers and screen our material partners and projects in the initial stages, including with respect to aspects such as human rights, labour practices and environmental footprint, to help identify and prevent potential impacts.

In respect of our activities, we will not tolerate or contribute to attacks, or physical or legal threats, against those safely and lawfully exercising their human right to freedom of expression, peaceful protest or assembly, including where they are acting as human rights defenders, or against workers seeking to exercise their right to freedom of association. We respect the human rights of human

rights defenders and recognise the important role they can play in advancing the fulfillment of universally recognised human rights in the societies, where we operate.

d) Human rights and communities

Where people in local communities may be affected by our activities, we seek to identify adverse human rights impacts and take appropriate steps to avoid, minimise and/or mitigate them. To support this, we provide guidance within the group on engaging with local stakeholders and managing the process of receiving and responding to community complaints.

e) Water

We respect the right to water and sanitation as a fundamental human right for people who could potentially be affected by our activities, including our employees, contractors and communities. While our impact on the availability, quantity and quality of water is minimal, we continue to take account of this aspect during the normal course of our business dealings.

f) Assessment of human rights impacts

We work to embed human rights into environmental and social impact assessments, as appropriate. In identifying, assessing and addressing the human rights impacts of our operations and relationships, we are committed to consulting with those who may be affected.

As part of our risk management process, we would consider the risk of modern slavery and human trafficking, both for our business activities and certain activities of our contractors and suppliers, in areas we this could be relevant. On this basis, as and when pertinent, we would apply our labour rights due diligence process to suppliers and, should our risk-based criteria warrant it, conduct on-site assessments.

As and when this may be required, we will obtain independent third-party assessments of our business activities on a risk-focused basis to assess adherence to this policy.

6. Grievance mechanisms and remediation

a) We seek to make grievance mechanisms available to our workforce and local communities. We do not impede access to judicial processes and do not require individuals or external stakeholders to permanently waive their legal right to bring a claim through a judicial process as a precondition of raising a grievance through a BTG grievance mechanism. Our processes provide for internal grievance channels, or, if more appropriate, confidential and anonymous lines available to employees, customers, suppliers and other third parties, including communities. Our grievance mechanisms are available to relevant all parties.

b) In line with this policy and the requirements of our Supplier Code of Conduct and internal processes, our grievance mechanisms include recording and reporting grievances raised, including in relation to human rights, and actions taken to address them.

c) Should the group identify that we have caused or contributed to adverse impacts on the human rights of others, we will provide for or co-operate in the remediation of the adverse impacts through legitimate processes intended to deliver effective remedy while not preventing access to other forms of remedy if justified. This may include co-operating in good faith in the provision of remedy. Where adverse impacts are directly linked to our activities through our business relationships, we will support our business partners in the remediation of those impacts through their own grievance

management processes, or support collaboration to provide for non-judicial remediation through third parties.

7. Governance

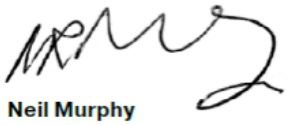
a) Our work in this area is overseen by the Chief Executive Officer, supported by our leadership and management teams. This ensures that every part of our business is clear about the responsibility to respect human rights. Board-level oversight is provided by the BTG directors, including the Chief Executive Officer.

b) The responsibility and accountability for the management of human rights issues extend across the group. This includes executive-level oversight of enterprise risk management, including the review of our performance in managing human rights and modern slavery risks, and would consider current and emerging human rights risks of potential group significance. At a senior level, our social (ESG-related) committee reviews progress on various initiatives, including those related to the promotion and protection of human rights, as and when this may be required. Finally, business functions and operating entities are responsible for implementing actions to help meet the commitments in this policy and all relevant group requirements.

c) We know that, through the conduct of their activities, our business partners can have direct adverse impacts on human rights. For this reason, we elect to work with business partners that share our commitments to human rights, safety and ethics, and compliance and we seek to use our leverage, consistent with the UNGPs, to encourage them to act in a manner consistent with the principles underlying the commitments set out in this policy.

d) In reviewing and updating this policy, we are committed to considering the views of our stakeholders and taking account of their expectations as part of the implementation of the policy, and/or the evaluation of effective outcomes of its implementation.

e) We report annually to stakeholders on the implementation of this policy in relevant disclosures, including our annual report and sustainability disclosures.



Neil Murphy
Chief Executive Officer

8 December 2022