

SUBJECT:	Code of Conduct	EFFECTIVE DATE:	January 2025	
TITLE:	DDBUK Code of Conduct MSA APPENDIX	VERSION:	V4 PUBLISHED	
FILENAME:	DDBUK Code of Conduct MSA APPENDIX	SUPERCEDES:	DDBUK Code of Conduct MSA APPENDIX November 2022	PAGE:
MARKING:	Confidential	OWNER:	DDB UK HR & Legal	0

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# DDBUK Code of Conduct

STATUS – NOT YET PUBLISHED

VERSION – 2025

CONFIDENTIAL

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## **Introduction**

This Code of Conduct applies to everyone working in or with our agency, including employees, consultants, contractors, casual and agency workers, directors and officeholders.

It is a collection of our own policies and industry wide campaigns, and our commitment to foster a safe and inclusive working environment whether you are working inside or outside of the agency.

For DDB UK employees, this is an extension to what's currently in our Employee Handbook, it is a reminder that a number of our policies are even more critical when away from the office.

We aim to empower those working at our workplace to raise any breaches of these policies or concerns they might have to us. If you feel that you are being asked to do something that you don't agree with, and feel is in breach of these policies or feel compromised in raising your concern, please contact a member of senior management, the DDB UK Legal Team or Christiana Coker, Group Head of People, immediately.

## **Standards of Behaviour**

We are committed to providing a highly professional and proficient service and believe that the most fundamental way in which this can be achieved is through the actions and behaviour of our people and the people we work with.

Our reputation is paramount, and we expect everyone to carry out their work, communicate and conduct themselves respectfully and professionally, whether working on our premises or elsewhere.

## **Confidentiality**

You may have access to, and be entrusted with, information that is confidential to DDB UK. This information must not be passed on to anyone internally or externally unless it is in the proper course of your duties. If you are unsure of specific confidentiality obligations on certain client accounts, please check with Legal to ensure that you have an appropriate NDA in place.

You continue to be bound by the contractual terms that you signed with DDB UK regarding confidentiality.

## **Zero Retaliation**

Whether accusations are found to be true or false, we want to prevent victimisation and other retaliatory behaviour that can arise from raising any concerns that fall under any of the policies in this code. We believe it is important for you to voice any of the concerns you have and want you to know that there are procedures in place to allow you to do so without any retaliation.

## **Breach of this Policy**

Breaches of these policies are potentially extremely serious. If you are our employee and you breach this policy, it may be regarded as gross misconduct and may result in your immediate dismissal without any notice or payment in lieu of notice.

If you are not our employee and you breach this policy, we may require that you stop doing any work for us and leave the premises immediately.

## **CONFLICTS OF INTEREST**

An actual or potential conflict of interest occurs when an individual is in a position to influence a decision that may result in a personal gain for that individual or a relative as a result of business dealings. For the purposes of this policy, a relative is any person who is related by blood or marriage, or whose relationship with you is similar to that of persons who are related by blood or marriage.

If you have any influence on a transaction that involves DDB UK and may result in a personal gain for you or a relative, it is imperative that you disclose to a member of senior management as soon as possible the existence of any such actual or potential conflict of interest so that safeguards can be established to protect all parties.

You must disclose whether you own, either directly or indirectly (e.g. through a relative), a financial interest in another advertising company, a competitor of any client, a supplier of goods or services to the Company or its clients, or any other business organization engaged in a transaction with the Company; however, ownership of less than 1% of the outstanding shares of a publicly held corporation need not be disclosed.

You will not conduct business on behalf of the Company with any supplier for which a relative acts as an owner, officer or representative, unless the Company approves the business transaction.

You will not accept employment by, freelance for or hold a position of responsibility (such as a consultant or director) with any business organisation during the course of your employment with the Company, except with written permission from the Company. You may not, without prior disclosure, act as an agent or broker of any third party in selling property or services to the Company, a client or a supplier. You may not directly or indirectly sell the Company's property or services to a client or a supplier without the Company's formal approval.

You will not use the Company's name in connection with any outside venture without the prior written approval of a member of senior management. Employees may not enter into contracts on behalf of the Company unless their position is granted the authority to do so by senior management.

You may not use the Company's name, property, services or resources for your personal benefit without prior approval from a member of senior management.

If you have any questions concerning this Conflicts of Interest Policy, please ask your line manager, the Chief Financial Officer or the General Counsel. Similarly, any violation of this policy must be reported to your line manager, the Chief Financial Officer, or the General Counsel.

## **ANTI-CORRUPTION AND BRIBERY**

It is our policy to conduct all our business in an honest and ethical manner. We take a zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever we operate. We are committed to implementing and enforcing effective systems to counter bribery and corruption.

We will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate.

The purpose of this policy is to:

- set out our responsibilities, and of those working for us or with us, in observing and upholding our position on bribery and corruption; and
- provide information and guidance to those working for us or with us on how to recognise and deal with bribery and corruption issues.

Under the UK Bribery Act 2010, it is a criminal offence to offer, promise, give, request, or accept a bribe. Individuals found guilty can be punished by up to ten years' imprisonment and/or a fine. As an employer, if we fail to prevent bribery, we can face an unlimited fine, exclusion from tendering for public contracts, and damage to our reputation. We therefore take our legal responsibilities very seriously.

We have identified that the following are particular risks for our business:

- associate relationships with agencies in territories where we would not otherwise have a presence.
- clients and external suppliers giving and receiving hospitality.
- subsidiary and affiliate agencies in countries with relatively high perceived levels of public sector corruption.
- participation or procurement for public entity clients.
- third parties providing services on our behalf; and
- production permits and licences.

In this policy, third party means any individual or organisation you come into contact with during the course of your work for us, and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

## **What are bribery and corruption?**

- Bribery is offering, promising, giving or accepting any financial or other advantage, to induce the recipient or any other person to act improperly in the performance of their functions, or to reward them for acting improperly, or where the recipient would act improperly by accepting the advantage.
- An advantage includes money, gifts, loans, fees, hospitality, services, discounts, the award of a contract or anything else of value.
- A person acts improperly where they act illegally, unethically, or contrary to an expectation of good faith or impartiality, or where they abuse a position of trust. The improper acts may be in relation to any business or professional activities, public functions, acts in the course of employment, or other activities by or on behalf of any organisation of any kind.
- Corruption is the abuse of entrusted power or position for private gain.

## **What you must not do:**

- It is not acceptable for you (or someone on your behalf) to:
  - give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that a business advantage will be received, or to reward a business advantage already given;
  - give or accept a gift or hospitality during any commercial negotiations or tender process, if this could be perceived as intended or likely to influence the outcome;

- offer or accept a payment, gift or hospitality from a third party that you know or suspect is offered with the expectation that it we will provide a business advantage for them or anyone else in return;
- offer or accept hospitality from a third party that is unduly lavish or extravagant under the circumstances;
- offer or accept a gift to or from government officials or representatives, or politicians or political parties;
- threaten or retaliate against another individual who has refused to commit a bribery offence or who has raised concerns under this policy;
- abuse your position and/or power for private gain; or
- engage in any other activity that might lead to a breach of this policy.

### **Facilitation payments and kickbacks**

- We do not make, and will not accept, facilitation payments or "kickbacks" of any kind.
- Facilitation payments, also known as "back-handers" or "grease payments", are typically small, unofficial payments made to secure or expedite a routine or necessary action (for example by a government official). They are not common in the UK but are common in some other jurisdictions in which we operate.
- Kickbacks are typically payments made in return for a business favour or advantage.
- You must avoid any activity that might lead to a facilitation payment or kickback being made or accepted by us or on our behalf, or that might suggest that such a payment will be made or accepted. If you are asked to make a payment on our behalf, you should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. You should always ask for a receipt which details the reason for the payment. If you have any suspicions, concerns or queries regarding a payment, you should raise these with the Chief Financial Officer.

### **Gifts, Hospitality and Expenses**

This policy allows reasonable and appropriate hospitality or entertainment given to or received from third parties, for the purposes of:

- establishing or maintaining good business relationships;
- improving or maintaining our image or reputation; or
- marketing or presenting our products and/or services effectively.
- The giving and accepting of gifts is allowed if the following requirements are met:
- it is not made with the intention of influencing a third party to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favours or benefits;
- it is given in our name, not in your name;
- it does not include cash or a cash equivalent (such as gift certificates or vouchers);
- it is appropriate in the circumstances, taking account of the reason for the gift, its timing and value. For example, in the UK it is customary for small gifts to be given at Christmas;
- it is given openly, not secretly; and
- it complies with any applicable local law.
- Promotional gifts of low value such as branded stationery to or from existing customers, suppliers and business partners will usually be acceptable.
- Reimbursing a third party's expenses or accepting an offer to reimburse our expenses (for example, the costs of attending a business meeting) would not usually amount to bribery. However, a payment in excess of genuine and reasonable business expenses

(such as the cost of an extended hotel stay) is not acceptable.

- We appreciate that practice varies between countries and regions and what may be normal and acceptable in one region may not be in another. The test to be applied is whether in all the circumstances the gift, hospitality or payment is reasonable and justifiable. The intention behind it should always be considered.

## Record-keeping

- We must keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties for legal, client and independent audit purposes.
- You must declare and keep a written record of all hospitality or gifts given or received, which will be subject to managerial review.
- You must submit all expenses claims relating to hospitality, gifts or payments to third parties in accordance with our expenses policy and record the reason for expenditure.
- All accounts, invoices, and other records relating to dealings with third parties including suppliers and customers should be prepared with strict accuracy and completeness. Accounts must not be kept "off- book" to facilitate or conceal improper payments.

## Your responsibilities

- You must ensure that you read, understand and comply with this Code of Conduct and comply with it at all times.
- The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working with us, for us or under our control. You are required to avoid any activity that might lead to, or suggest, a breach of this policy.
- You are encouraged to raise concerns about any issue or suspicion of bribery or corruption at the earliest possible stage.
- If you are offered a bribe, or are asked to make one, or if you believe or suspect that any bribery, corruption or other breach of this policy has occurred or may occur, you must notify a member of senior management or report it in accordance with our whistleblowing policy as soon as possible.
- If you are unsure about whether a particular act constitutes bribery or corruption, raise it with a member of the senior management team.
- You must notify senior management as soon as possible if you believe or suspect that a conflict with this policy has occurred or may occur in the future. For example, if you are offered something to gain a business advantage with us or indicates to you that a gift or payment is required to secure their business.
- Further "red flags" that may indicate bribery or corruption are set out at the end of this policy.

## Protection

- Individuals who refuse to accept or offer a bribe, or who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. We aim to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.
- We are committed to ensuring no one suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or other corruption offence has taken place, or may take place in the future. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform the Chief Financial Officer



immediately. If the matter is not remedied, and you are an employee, you should raise it formally using our Grievance Procedure.

### **Potential risk scenarios: "red flags"**

- The following is a list of possible red flags that may arise during the course of you working for us and which may raise concerns under various anti-bribery and anti-corruption laws. The list is not intended to be exhaustive and is for illustrative purposes only.
- If you encounter any of these red flags while working for us, you must report them promptly to the Chief Financial Officer or using the procedure set out in our whistleblowing policy:
  - you become aware that a third party engages in, or has been accused of engaging in, improper business practices;
  - you learn that a third party has a reputation for paying bribes, or requiring that bribes are paid to them, or has a reputation for having a "special relationship" with foreign government officials;
  - a third party insists on receiving a commission or fee payment before committing to sign up to a contract with us, or carrying out a government function or process for us;
  - a third-party requests payment in cash and/or refuses to sign a formal commission or fee agreement, or to provide an invoice or receipt for a payment made;
  - a third-party requests that payment is made to a country or geographic location different from where the third party resides or conducts business;
  - a third party requests an unexpected additional fee or commission to "facilitate" a service;
  - a third party demands lavish entertainment or gifts before commencing or continuing contractual negotiations or provision of services;
  - a third-party requests that a payment is made to "overlook" potential legal violations;
  - a third-party requests that you provide employment or some other advantage to a friend or relative;
  - you receive an invoice from a third party that appears to be non-standard or customised;
  - a third party insists on the use of side letters or refuses to put terms agreed in writing;
  - you notice that we have been invoiced for a commission or fee payment that appears large given the service stated to have been provided;
  - a third party requests or requires the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to us; or
  - you are offered an unusually generous gift or offered lavish hospitality by a third party.

### **DIVERSITY POLICY**

We aim to apply this policy to all those working at our workplace, including agency, casual and freelance contractors as well as employees. Aspects of this policy may need to be applied in different ways to cater for those who are not employees (for example the sections on recruitment are likely to apply mainly to employees).

This sets out our policy on diversity and explains the law and our commitment in relation to equality of opportunity. We are committed to being an equal opportunities employer and oppose all forms of unlawful discrimination.

We believe that individuals should be treated on their merits and that employment-related decisions should be based on objective job-related criteria such as aptitude and skills. For these reasons, all employees, and particularly managers with responsibility for employment-related decisions, must comply with the policies described below.



This policy explains the law and how it relates to certain employment practices. We then explain some specific legal issues relating to disability and go on to set out our policy on the following areas:

- recruitment;
- pay and benefits;
- promotion and training; and
- disciplinary, performance improvement and redundancy procedures.

## The law

- It is unlawful to discriminate against employees and other workers because of sex, marriage or civil partnership, gender reassignment, pregnancy or maternity, sexual orientation, race (including national origin and nationality), religion or belief, disability and age. This includes gender identify and protecting non-binary employees from bullying and harassment. These are known as “protected characteristics”.
- The law divides discrimination into four broad categories – direct discrimination, indirect discrimination, harassment and victimisation. There is also specific legislation that applies to disability discrimination that is outlined below.

**Direct discrimination** involves treating a person less favourably because of a protected characteristic (for example not promoting an individual because of their race or sexual orientation). It includes discrimination because of perceptions or assumptions about a person's characteristics, even if these are incorrect (for example, not promoting an individual because they are assumed to be gay). It also includes discrimination because a person associates with someone who has a protected characteristic (for example, not promoting an individual because they has a disabled child). Direct discrimination cannot be justified (with the exception of age discrimination).

**Indirect discrimination** occurs when an apparently neutral provision, criterion or practice is applied across all groups, but this would put those with a particular protected characteristic at a particular disadvantage when compared with others who do not share this characteristic (for example imposing a requirement that candidates for promotion be over six-foot-tall, which would particularly disadvantage women). Indirect discrimination will not be unlawful if it can be justified.

**Harassment** is unwanted conduct related to a protected characteristic or of a sexual nature which has the purpose or effect of:

- violating an individual's dignity; or
- creating an intimidating, hostile, degrading, humiliating or offensive environment for that individual.
- 'Unwanted' does not mean that express objection must be made to the conduct before it is deemed to be unwanted. In certain circumstances, a single incident can still amount to harassment. Harassment may include, for example:
  - unwanted physical conduct, including touching, pinching, pushing and grabbing;
  - continued suggestions for social activity after it has been made clear that such suggestions are unwelcome;
  - sending or displaying material (including e-mails, text messages, pictures, calendars, video clips and images sent by mobile phone or posted on the internet) that is pornographic or that some people may find offensive for different reasons, including that they objectify anyone. It is irrelevant if the perpetrator doesn't intend to upset others with these images. They may just think they are having a laugh. If, however, the effect of this

- is to create a hostile and humiliating environment for another/other member(s) of staff, then those people will be able to bring a claim for harassment;
- unwelcome sexual advances or suggestive behaviour (which the harasser may perceive as harmless);
  - questions or conjecture about an individual's sexual orientation or identity;
  - racist, sexist, homophobic or ageist jokes, or derogatory or stereotypical remarks about a particular ethnic or religious group or gender. This could include comments about someone's looks, attire, physique or the way they speak. For example, commenting on or rating how someone looks whilst giving a presentation, rather than on what they actually say. Such comments or actions can be termed 'objectification'. Objectification in its broadest sense means treating someone as a commodity or object, without any regard to their personality or dignity. The most common understanding of objectification is 'sexual objectification'- treating a person as a mere object of sexual desire. This can, of course, occur both inside and outside the agency environment. Sexual objectification can be manifested in films, TV shows and in broadcast and non-broadcast advertisements;
  - outing or threatening to out someone as bi, gay, lesbian or transgender;
  - offensive e-mails, text messages or social media content whether via work or personal devices or platforms. Remember that comments made on a personal page such as Facebook, can still count as harassment;
  - mocking, mimicking or belittling a person's disability; or
  - mocking, mimicking or belittling a person's accent or if, for example, they are not British, their use/grasp of English language.
- A person may be harassed even if they were not the intended "target". For example, a person may be harassed by racist jokes about a different ethnic group if the jokes create an offensive environment. Similarly, a person could be harassed about homophobic, biphobic or transphobic jokes if they are heterosexual.
  - A person can be harassed where they are associated with someone who has a protected characteristic. For example, if an employee has a child with a severe disfigurement and work colleagues make offensive remarks to them about their child's disability.
  - A person can also be harassed where they are wrongly perceived as having a particular protected characteristic. For example, a Sikh employee wears a turban to work. Their manager wrongly assumes they are Muslim and subjects them to Islamophobic abuse. This would be harassment related to religion or belief because of the manager's perception of the employee's religion.
  - Protection from harassment also applies where a person is generally abusive to a group of people but, in relation to a particular person, the form the unwanted conduct is determined by that individual's protected characteristic. For example, during a training session attended by both male and female employees, a male trainer directs a number of remarks of a sexual nature to the group as a whole. A female employee finds the comments offensive and humiliating to her as a woman. She would be able to make a claim for harassment, even though the remarks were not specifically directed at her.
  - Victimisation has a particular legal meaning and involves subjecting a person to a detriment because they have complained about discrimination or assisted somebody else in doing so:
    - it is not normally an answer to an allegation of discrimination to say that the discrimination was not intentional or deliberate;
    - the law makes it unlawful to discriminate against job applicants (in recruitment arrangements and decisions), employees and other workers (in relation to terms and conditions of employment/work, opportunities for training and promotion, dismissal and other matters) and to certain ex-employees (e.g. in relation to references).

## Disability discrimination

- The legislation covering disability discrimination is complex. As well as the types of discrimination explained above, the law also makes it unlawful to treat a disabled person unfavourably because of something arising in consequence of their disability, unless this is justifiable. This is a broad test and includes, for example, treating someone unfavourably because they need to take time off work for medical treatment due to a disability. The law also imposes a duty to make reasonable adjustments to accommodate the needs of the disabled person, which could include alterations to work stations, duties, hours or working practices.
- The group of people protected as “disabled” within the legislation is wider than you might think. It covers not just those with physical disabilities, such as people in wheelchairs, but also people with mental impairments and less obvious physical impairments (such as, for example, some forms of RSI and clinical depression). Depending on the circumstances, lack of knowledge that someone is disabled may not be a defence. You should always consider that an individual might have an impairment that counts as a disability without you knowing this.

## Your responsibilities

- Whilst overall responsibility for this policy rests with the Group Head of People and agency leadership team, all managers are responsible for ensuring that this policy is applied within their own area. Managers are given training in order that they may do so.
- You have a personal responsibility to comply with this policy and do your best to ensure that it is adhered to in your day-to-day work. You must not discriminate or help others to do so in contravention of this policy. Breaches of this policy will be taken seriously and are likely to result in disciplinary action, up to and including dismissal. You may also be personally liable towards anyone you unlawfully discriminate against and may have to pay compensation on top of any compensation we might be ordered to pay.
- Questions about this policy and requests for training or information on dealing with bullying or harassment should be directed to the HR department.
- This policy is reviewed frequently by the Group Head of People. Recommendations for any amendments should be reported to the People department.

## BULLYING AND HARASSMENT

This policy sets out DDB’s policy on harassment and bullying and explains its procedures for dealing with harassment or bullying if it occurs.

### Introduction

- Everyone working in or with our agency – should be treated with dignity and respect – onsite or off- site. Bullying and harassment are unacceptable and will not be tolerated. Individuals who are subjected to bullying and harassment related to “protected characteristics” have special protection. The protected characteristics are age, disability, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex, sexual orientation, and gender reassignment. This includes gender identity and protecting non-binary employees from bullying and harassment. Both we, as employer, and the person carrying out the bullying or harassment can be liable. If you bully or harass colleagues or anyone working with or for the agency, further action, which may involve legal action, will be taken.

- We require everyone to treat each other with respect and dignity regardless of privately held views.
- We do not tolerate bullying or harassment whether it is related to protected characteristics or not. This applies not only in the workplace but outside work where there is a work connection – for example at a social event.
- In this policy, where we use the expression “harassment”, it includes bullying.

## **What is bullying and harassment?**

- Bullying and harassment include conduct that has the purpose or effect of creating an intimidating, degrading or offensive environment.
- Bullying is offensive, intimidating, malicious or insulting behaviour involving the misuse of power that can make a person feel vulnerable, upset, humiliated, undermined or threatened. Power does not always mean being in a position of authority but can include both personal strength and the power to coerce through fear or intimidation.
- Bullying can take the form of physical, verbal and non-verbal conduct. It might include:
  - physical or psychological threats, for example, making threats or comments about job security without foundation;
  - ignoring or excluding an individual from the team/ group;
  - “picking on” or ostracising someone, or setting them up to fail;
  - criticising or making degrading comments about a colleague in public;
  - whispering or gossiping campaigns;
  - shouting at a colleague;
  - conduct related to protected characteristics
  - inappropriate derogatory remarks about someone’s performance
- Legitimate, reasonable and constructive criticism of an individual’s performance or behaviour, or reasonable instructions given will not amount to bullying on their own.
- Bullying or harassment related to protected characteristics has a broad meaning. It is unlawful even though it may be unintended and the person doing it was unaware that they might cause offence, and regardless of if the person complaining does not have the protected characteristic.

## **Your responsibilities**

- We all have a responsibility to ensure that bullying and harassment do not occur. You must demonstrate respect for others and must not harass or bully anyone.
- Our responsibilities also include to ensuring this policy is implemented and, if harassment or bullying occurs, that it is dealt with effectively.

## **What to do if you are harassed or bullied**

If you feel you are being harassed or bullied, we encourage you to report it to:

- any manager (preferably senior to the alleged harasser/bully); or
- the HR department.

If a client or other third party (someone who is not employed by us) subjects you to harassment or bullying, you should tell us. We will do what we reasonably can to prevent it from happening again. If you see this happening to a colleague, you should also tell us.

## What will happen if I make a complaint of bullying or harassment?

If you make a complaint, we will normally hold an initial meeting with you to:

- find out the details; and
- discuss whether you want the matter to be dealt with informally (initially) or by using a formal procedure.

At the initial meeting, you may be accompanied by a work colleague or trade union representative.

## ANTI-SEXUAL HARASSMENT POLICY

### 1. Our Commitment

While some may fear that adhering to this policy could create formal or overly cautious workplaces, on the contrary, when adopted in the spirit intended, this policy fosters a happier, healthier work environment where everyone feels respected and confident to escalate unacceptable behaviour. Our priority is to create a workplace culture that is both enjoyable and respectful for all.

### 2. Purpose and Scope

No one should have to put up with sexual harassment. Everyone working in or with our agency – regardless of age, gender, ethnicity, sexual orientation, religious beliefs, marital status, socioeconomic background, role, or level – should be free to work within a safe environment without fear of harassment, whether onsite, off-site, or in virtual communications.

As required by the Employment Rights Bill 2024, the agency is committed to preventing, addressing, and resolving sexual harassment, including harassment by third parties such as clients or contractors.

This policy applies to all employees, contractors, clients, and third parties across any location locally or globally where the agency operates, including offices, shoots, and off-site events. No one should have to work in an environment that breeds or allows unwanted sexual attention, behaviour, or an abuse of power.

### 3. What is sexual harassment?

Sexual harassment is defined as ‘unwanted’ conduct of a sexual nature, which has the purpose or effect of violating the dignity of a worker or creating an intimidating, hostile degrading, humiliating or offensive environment for them.

The crucial word in the definition is **‘unwanted’**. Examples include, but are not limited to:

- Sexual comments which could be about a person’s appearance or body parts
- Sexual jokes or questions about a person’s sex life
- Suggestion that the professional position a person holds or achieves is the result of sexual attractiveness or activity
- Sexualising a person's gender, physical appearance, ethnicity, religion, disability or sexuality
- Sharing sexually inappropriate images or videos such as pornography or obscene images
- Sending emails, texts, apps or social media messages, notes or letters with material of a sexual nature
- Promises or rewards in return for sexual favours
- Threats (of any type e.g. career damage) if sexual favours are not granted

- Unwelcome physical contact including inappropriate touching such as patting, running, or purposefully brushing up against another person
- Sexual assault

#### **4. Sexual Harassment – Taking Action**

##### **If you have been sexually harassed**

- Sexual harassment can cover a range of unwelcome behaviours from the seemingly trivial, to the criminal. By confronting appropriately and safely – a way that is right for you We as an agency can deal with these instances and you will give confidence to others to speak up too. If you feel like you're being harassed or have witnessed any type of harassment, be confident in your voice. If you feel comfortable to, tell the person their behaviour is not acceptable. Use language that makes it clear you do not accept their actions. Explicitly point out to them what they are doing and cite this policy if necessary.
- If the moment moves quickly and you are in shock, it's okay to draw their attention back to their unacceptable behaviour, whether that be a week or more after it happened and tell them it was unwanted and unwelcome.
- It may be that the person who is behaving in this way is in a position of power and so speaking up may not always seem easy. Likewise, you may not feel safe enough to speak up. If this is the case, please note that it is perfectly okay to remove yourself as quickly and safely from the situation and report it to a senior member of staff if there's one available, or to the local authorities in more serious instances. Prioritising your wellbeing and safety is the priority.
- In all instances, please make a detailed note of what happened, including how it made you feel, what was said, and any witnesses. It's important to talk to someone about it – this could be your line manager, the People team, or another senior leader in the business. Please rest assured that until a complaint is made official, details of the incident will remain confidential and shared only on a need-to-know basis.
- We understand that some individuals may hesitate to file a formal complaint due to fear of repercussions or discomfort. If you're not ready to make a formal complaint, we encourage you to document the details privately and keep a copy for yourself. This record could be helpful if you decide to take action in the future or if the behaviour continues.
- We also want to stress that reporting inappropriate behaviour – whether you are directly affected, a witness, or simply wish to discuss the matter with a member of the People team – helps us create a respectful and supportive environment. By speaking up, you enable us to fulfil our duty of care to all employees, as others may have faced similar issues.
- In some instances, the individual may not be aware of how their actions may be impacting others, and whilst it is not the responsibility of others to check their conduct/behaviour, this can be a great step in helping to foster a positive workplace and preventing others from experiencing the same behaviour.
- You need to be aware that, once you have made an official complaint, we are obliged to investigate it and deal with it per our Disciplinary and Grievance Procedures.
- You need to be prepared that an investigation may fail to substantiate your allegation.
- This doesn't mean you are wrong to come forward. Anyone who makes a complaint
- or who participates in good faith in any investigation, must not suffer any form of
- retaliation or victimisation as a result.
- We take our duty of care to keep you safe, as an employer very seriously. It is our responsibility to address and deal with complaints of harassment.



- In extreme cases, the harassment may amount to criminal conduct such as sexual assault, stalking, indecent exposure or offensive communications, meaning it may be appropriate to urgently escalate the complaint to the police and/or for you to seek support from external support groups and/or medical attention.
- Consider how you want the matter resolved and what support you need from us. What outcome do you want and how can we and potentially, the harasser, work towards this outcome? Would you feel more comfortable being chaperoned by a friend for support in any meetings where it's discussed?
- Managing relationships will be our priority throughout this process for all individuals involved. The type of support offered may vary depending on the severity of the accusations. For example, whilst mediation can be a great way of healing relationships, it may not be appropriate in some instances, and we will be guided by the employees on what they feel is most helpful.

### **If you have witnessed sexual harassment**

- Spotting the offensive behaviour is the first step in dealing with it, whether you're experiencing it yourself or seeing it amongst colleagues. Sexual harassment can be dressed up in humour or dismissed as a joke or banter, making it easy to miss or not take seriously. Recognise this action for what it is and act.
- Speak up. As an observer of this type of behaviour, it can be much easier to just pretend it's not happening and ignore it. After all, it may bring you unwanted attention or bring you into a situation you don't want to be part of. And, as uncomfortable as it may feel to become involved, in the longer term, it will make you feel much more uncomfortable to know something was happening to a colleague and you failed to act.
- Tell the person you don't find their behaviour funny or appropriate or point out the offence. Give them an insight into their behaviour, they may simply need a new perspective on what is and isn't socially acceptable and you may be doing them a favour, so they don't behave in this way again.
- Offer support: practical and emotional if you can to those affected by this type of behaviour.
- Talk to a senior leader or a member of the People Team so that they can clarify to the agency what is and isn't acceptable behaviour.

## **5. Responsibilities**

- **Management:** Lead by example, address and report any inappropriate behaviour you observe or is reported to you. Ensure your team is aware of and understands this policy.
- **Employees:** Treat colleagues, clients and third parties with respect and dignity. Understand and uphold this policy in all interactions. Report any incidents of sexual harassment promptly and appropriately.
- **Third Parties:** Clients, suppliers, and contractors are also subject to this policy, which will be added to all client and supplier contracts. Any violations will result in immediate action, including the possibility of terminating business relationships.

## **6. Reporting**

The agency has multiple channels for reporting:

- Anonymously through BeHeard.





- Directly to your line manager, the People team or any management team member. In addition, employees can email Miranda Hipwell, Christiana Coker or Candice Macleod directly - our role is to handle your concerns with sensitivity, no matter your level within the company.

All reports will be treated confidentially, and investigations will be conducted in line with our internal disciplinary or grievance processes.

## 7. Zero Retaliation

The agency strictly prohibits retaliation against anyone who reports sexual harassment, participates in an investigation, or supports someone else's report of harassment. Retaliation includes but is not limited to, demotion, dismissal, disciplinary action, threats, or negative changes in work conditions. Any act of retaliation will be treated as a serious violation of this policy, and individuals found to have retaliated will face disciplinary action, up to and including termination.

## 8. Training and Prevention

The agency is committed to preventing sexual harassment through regular training and awareness initiatives, including:

- Mandatory anti-harassment training for all employees and managers
- Regular reviews and updates to the anti-harassment policy to ensure compliance with current laws.

## 9. Setting Clear Boundaries

**We would like to make it clear to everyone that it is never acceptable:**

- to initiate unwanted physical contact: touching legs, arms, hands, faces or intimate body parts
- to send overly personal or suggestive communications to a colleague, whatever their level or role
- to request or suggest sexual favours as a means to promotion, salary increases or business gains
- to hire or promote a person (or not to do these) based on their level of physical attractiveness
- to verbally or otherwise sexually objectify anyone's body by using innuendos, suggestive or lewd comments or otherwise
- to ask personal or intimate questions about someone's clothing choices.
- to ask someone about their sexual habits, sexuality, or gender or push for them to share their sexual experiences
- for someone in a junior role to be asked by someone in a senior role to visit their home, hotel room or other place of stay alone, nor is it appropriate for someone in a senior role to visit someone in a junior role in their place of stay, uninvited
- to exploit or wield your power over others
- to use a person's gender, ethnicity or perceived attractiveness as a way to impress clients and for business gains

- to excuse someone's behaviour because they are an important customer, or client or have seniority
- to excuse someone's behaviour because they are held in high esteem e.g., they come up with big ideas, run a huge team, win new business
- to excuse someone's behaviour because:
  - they shrug it off as "banter"
  - that's 'just the way they are'
  - of their gender
  - of their sexual orientation, even if it's different to your own
  - the harassment wasn't physical
  - of impaired thinking due to drug or alcohol use
  - it's 'culturally acceptable'
- to excuse someone's behaviour because it was away from the office and in an environment such as:
  - pubs
  - parties and social occasions
  - business trips and overnight stays, or on shoots
  - award shows
  - festivals and conferences
  - online e.g. WhatsApp, social media platforms, Zoom/Teams socials
- to rely solely on non-verbal cues as consent for sexual behaviour; relying on face and body movements alone is not enough and is dangerous. Get verbal consent, consider that individuals with disabilities may not be able to give verbal consent.

## **WHISTLEBLOWING**

This policy sets out the Company's policy on disclosing malpractice (sometimes known as "whistleblowing").

### **When this policy applies**

- We want to encourage a working environment where everyone feels comfortable about highlighting malpractice. If you believe that malpractice is taking place or is likely to take place within our workplace, we encourage you to raise this in accordance with the policy below.
- Malpractice might cover criminal activity, breach of legal regulations, endangering somebody's health or safety, environmental damage and any attempt by any person to conceal any such matters.
- This policy is not a grievance procedure. Anyone who has a concern about the way they are being treated as an individual whilst working with or for us (as opposed to a concern about malpractice within the workplace) should follow the Company's grievance procedure instead.

### **How to raise your concern**

- If you have a concern about malpractice, you should raise this with the Group Head of People or Chief Financial Officer. They will discuss your concern and, following that discussion, decide how to proceed.

- If you do not feel able to contact the Group Head of People or the Chief Financial Officer initially or if you wish to talk through your concerns with another party, you might wish to contact the Omnicom internal control line telephone number on 001 212 415 3364.

## **What happens after you raise a concern**

- Following their discussions with you, the Group Head of People and Chief Financial Officer will decide how to proceed. They may decide that an investigation is required. This process may include interviews with you and with anyone who might be involved in the suspected malpractice. Our aim is to ensure that any investigation is as proportionate and independent as possible.
- Where requested, we will make all reasonable efforts to ensure that your identity is not revealed to those who might be involved in suspected malpractice. We will reveal your identity only where this is reasonably necessary to investigate or deal with suspected malpractice, and if this happens, we will take all reasonable steps to ensure that you are not disadvantaged as a result.
- You will be kept informed of any investigation and any action taken in relation to your concern. We will not penalise you for raising a genuine concern.
- We are all responsible for ensuring no one is subjected to detrimental treatment due to disclosing malpractice. Both we, as an employer, and the person taking any detrimental action, can be liable where an individual has disclosed malpractice and is then penalised in some way for doing so.

## **DRUGS AND ALCOHOL**

We are committed to providing a safe, healthy and productive working environment for everyone working in or with our agency. Being under the influence of drink or drugs whilst working on or off-site is a health and safety risk for you and the people around you; it is also detrimental to the quality of your work.

The misuse of drugs (controlled or otherwise) or alcohol can harm you and others and can damage your reputation and ours, so this policy sets out our expectations about standards of behaviour to do with drink and drugs.

### **Alcohol**

- The Company may serve alcohol which is primarily for client entertaining or employee social events (both formal and informal). Alcohol should only be used by the company employees or clients.
- Everyone working in or with our agency has a specific responsibility to operate within the boundaries of this policy, to ensure that everyone understands the standards of behaviour expected of them and to act when behaviour falls below its requirements. Managers should act to prevent excessive consumption of alcohol by any member of staff and should take steps to deal with any unacceptable conduct. Any such behaviour may lead to disciplinary action.
- You must not be unable to work effectively because you are under the influence of alcohol.
- You must not drink or encourage anyone else to drink alcohol, during working hours or whilst you are doing work for us, unless you are entertaining clients or at a social event organised by us.

- If drinking at work social events or client entertaining, you must drink responsibly and in moderation. You must not damage your own or our reputation or offend colleagues or clients by being drunk or through anti-social behaviour linked to excessive alcohol consumption.
- Please do not drink to a stage beyond your own limits when you are no longer able to safeguard yourself and others around you. If you see someone else who needs help, please always help if you can or flag to an appropriate person.
- Some colleagues, clients and anyone working with or for the agency will not wish to drink alcohol. You must not make them feel uncomfortable about this choice or put pressure on them to drink alcohol. All work social events and client entertainment must offer the option of non-alcoholic drinks.
- Driving whilst over the legal alcohol limit is a criminal offence. You must not drink any alcohol at all if you are driving on our business or will be using a vehicle supplied by us.

### **Illegal drugs**

- By 'illegal drugs' we mean 'controlled drugs' which are classified A, B and C and regulated by statute (the Misuse of Drugs Act 1971) and solvents which are intended to be used to intoxicate.
- You must not use, possess, supply or offer to supply illegal drugs during working hours, whilst doing work for us or on our premises.
- You must not be under the influence of illegal drugs or unable to work effectively because you are suffering from their after-effects during working hours, whilst doing work for us or on our premises.
- Driving whilst under the influence of illegal drugs is a criminal offence. You must not take illegal drugs if you will be driving on our business or will be using a vehicle supplied by us.

### **Prescription and 'over-the-counter' medication**

- If you are taking prescription or 'over-the-counter' medicine that makes you feel drowsy or otherwise affects your ability to work, you must inform your manager or a member of senior management and discuss with them whether your duties should be adjusted. This is particularly important if you are driving, operating machinery, or doing anything that may affect your or anyone else's health and safety.
- During working hours, whilst doing work for us or whilst you are on our premises, you must not:
  - sell or supply or attempt to sell or supply prescription-only medicine to anyone else; or
  - buy or take any prescription-only medicine unless it has been prescribed for you.

### **Investigation**

- If you suspect someone else breaches this policy, you should report it to the HR department immediately.
- If we have grounds to believe that anyone has been unlawfully possessing, using, buying or selling illegal or prescription-only drugs, we may report it to the police.
- If we suspect that you have been drinking or taking drugs in breach of this policy, we may require you to have a drug or alcohol test and/or a medical examination. You must give written permission for such a test and/or examination.
- We may search for alcohol or drugs if we have reason to believe this policy is being breached. This includes searches of workspaces, desks, lockers, filing cabinets, and packages sent to our address.

## REPORTING BREACHES OF THIS POLICY

If you ever feel concerned and suspect a breach of any of these policies, please report this as soon as possible. We want to ensure that everyone working for or with the agency feels empowered to do so without fear of compromising personal or business relationships.

**We recommend contacting your line manager or HR team if you are an external partner.** If you are a freelancer or contractor, contact the Head of Production, Chief Executive Officer, Miranda Hipwell or equivalent at the company engaging you on the production. They can then escalate the matter to a member of Senior Management at the agency to ensure we can investigate the matter fully and initiate the appropriate next steps.

If you are an agency employee, please contact your line manager, head of department, or any of the people noted below. They will investigate the matter fully and initiate the appropriate next steps.

Group Head of People – Christiana Coker

Chief Executive Officer - Miranda Hipwell

General Counsel - Candice Macleod

If you continue to have any concerns or require any further support, we encourage you to use the resources below.

**Be Heard:** This anonymous internal online platform for adam&eveDDB employees allows you to raise issues, concerns, or experiences with management and HR that you don't feel comfortable raising in person. You can visit [ddb.link/BeHeard](http://ddb.link/BeHeard), share your experience, and submit. The submission will then be dealt with speedily in a manner that befits the concern. However, due to the anonymous nature, we won't be able to share any steps taken with you.

**NABS Advice Line:** This is a free external and confidential advice line available to anyone working in the advertising industry. You can contact them on 0800 707 6607 between 9 am and 5.30 pm or email [support@nabs.org.uk](mailto:support@nabs.org.uk) for advice and guidance.