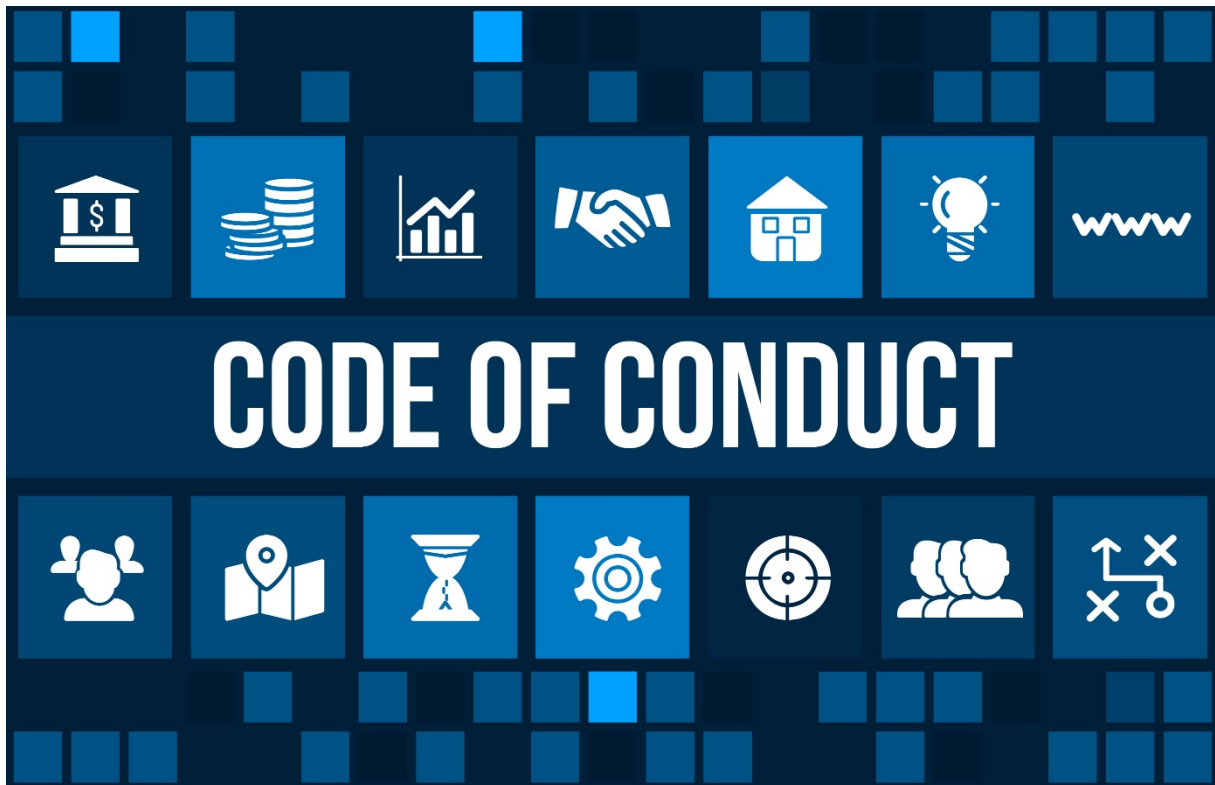


# NIR

Näringslivets Internationella Råd  
International Council of Swedish Industry



# NIR

# Code of

# Conduct

Adopted by the Board of Directors on 26 May 2021

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## What does NIR stand for?



NIR improves the conditions for conducting economically, socially and environmentally sustainable business in complex markets. As a membership-based non-profit organisation, we represent some of Sweden's largest exporting companies and the financial sector. As NIR is uniquely positioned to represent its members and Swedish business values and principles in complex environments, we must always uphold the highest ethical and professional standards and act responsibly and sustainably.

As a nexus between aid and trade, NIR often partners with other Swedish stakeholders such as the Swedish International Development Cooperation Agency (Sida) and the Swedish Ministry of Foreign Affairs. Through these partnerships NIR runs publicly funded programmes in complex markets.

All NIR's publicly funded programmes and activities require the same ethical standards, rules and regulations that apply to any other publicly funded activities. NIR staff is therefore responsible for fully understanding and complying with all programme-specific documents that define how public funds may be spent.

Programme Directors bear the ultimate responsibility of ensuring that each NIR staff member complies with the specific conditions of the programme that the Programme Director manages.

When representing NIR in partner countries, NIR contributes to building Sweden's legacy. In many cases, NIR is perceived and acts on behalf of the Swedish International Development Cooperation Agency (Sida), Swedish Embassies, Swedish industry and the private sector. Therefore, the highest ethical and professional standards must be our hallmark. This Code of Conduct (hereinafter referred to as the 'Code') defines those standards.

# Who does this Code apply to?



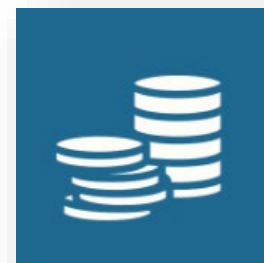
This Code applies to all persons working on behalf of or representing NIR, including all employees, the Board of Directors when representing NIR<sup>1</sup>, consultants and partners. NIR always expects all partners to adhere to this Code when working in tandem with, acting on behalf of or representing NIR.

The CEO of NIR is responsible for ensuring that this Code is fully communicated and properly implemented. All persons employed by NIR are individually responsible for understanding and complying with this Code. A lack of understanding of this Code is not an excusable reason for non-compliance.

Any violations of this Code, NIR's policies or the law by a person working for or on behalf of NIR may result in NIR facing criminal and financial sanctions. It could also result in the individual facing criminal prosecution and/or disciplinary action, including termination if warranted, in accordance with the applicable regulations and laws. NIR reserves the right to review and terminate its relationship(s) with any partners who violate this Code and to take legal action, if deemed necessary.

Each person who this Code applies to has a duty to speak up and respond to a suspected or known incident which violates this Code, NIR's policies and guidelines and/or the law. See the section below, 'Speaking up and responding' for how to do so.

# Acting responsibly



## Zero tolerance for corruption

**NIR has zero tolerance for any form of bribery and corruption.**

Corruption undermines NIR's mission as it hinders economic and sustainable development, increases inequality, poverty and social division, weakens democracy, worsens the environmental crisis and erodes trust. Fighting corruption is a global challenge and we bear the responsibility of ensuring that our activities contribute to the global fight against corruption. A world free of corruption is not an end in and of itself but the foundation for social and economic justice, human rights and peace and security.

As a representative of Sweden and our members, we hold ourselves to the highest standards of transparency and fighting corruption and we have a duty and responsibility to support our partners in combating corruption. This also includes avoiding any conflicts of interest and identifying and resolving any possible conflicts, which is vital to maintain trust.

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<sup>1</sup> NIR acknowledges that members of the Board of Directors are required to adhere to their respective organisational Code of Conduct. In cases of an inconsistency between this Code and a member's organisational Code, NIR acknowledges that the highest standard applies.

## **A zero tolerance for bribery and corruption means:**

- Conducting the appropriate level of due diligence during procurement and when assessing and evaluating potential partners.
- Following the applicable laws, rules, regulations and applicable guidelines during procurement and when entering into agreements. As an international organisation, this includes complying with any applicable national and local anti-bribery and anti-corruption laws.
- Never accepting or offering gifts, entertainment, travel or accommodation from or to any party. Some exceptions exist, such as food and beverages or branded items at conferences, events and meetings and gifts of minimal value. In some instances, depending on the context, it might be considered impolite not to accept a gift offered and/or difficult to assess value. In such situations, the gift should be reported to and registered by NIR's Compliance Officer and held by NIR's CEO.
- Consulting a manager before working with a company or partner associated with corruption to ensure the entity has taken necessary measures to respond to the corruption allegations and to fight corruption.
- Avoiding any conflicts of interest and immediately reporting any actual, potential or perceived conflicts of interest. NIR's CEO and/or Compliance Council will determine how to respond to any actual, potential or perceived conflicts of interest with the utmost transparency.
- Always acting with the highest ethical standards and norms of business conduct.
- Understanding and complying with this Code. A lack of understanding of this Code is not an excusable reason for non-compliance.
- Immediately reporting any suspected or known instances of bribery or corruption to a manager, NIR's CEO or Compliance Officer or through NIR's anonymous Whistleblower function.

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## Definitions:

**Corruption** is the abuse of entrusted power for private gain and includes not only bribery but also embezzlement, extortion, fraud, trading in influence, breach of trust and nepotism. This also includes conflicts of interest.

A **bribe** or **bribery** is an indirect or direct offer to pay, a payment, a promise to pay or the authorisation of any form of payment for an improper purpose. An improper purpose includes the influencing of an act or decision of another or securing any improper advantage over another.

**Nepotism** is a form of favouritism based on acquaintances and familial relationships whereby someone in an official position exploits his or her power and authority to provide a job or favour to a family member or friend.

A **conflict of interest** is when a person or entity with an obligation to NIR has a conflicting interest, duty or commitment. Having a conflict of interest is not in itself improper, but corruption can arise.

A **gift of minimal value** is anything under the value of 300 Swedish Krona. Gifts of minimal value may include, but are not limited to, small souvenirs or memorabilia, corporate merchandise such as pens and notepads and coffee or meals at meetings and conferences. This does not include other benefits, even if they are of low or no monetary value.

For further guidance, see The Swedish Anti-Corruption Institute's **Code to Prevent Corruption in Business** (August 2020).

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# Communicating and engaging with others ethically and professionally



We have a duty to engage with others adhering to the highest ethical and professional standards. As NIR's activities are largely based on interacting with partners, stakeholders and other third parties, it is imperative that we manage all professional relationships responsibly. This includes communicating honestly, openly and clearly, respecting the confidentiality of our members and projects and managing budgets and spending funds with the utmost integrity. This also means creating equal opportunities in our business relations and partnerships and protecting human rights.

## Communicating and engaging with others to the highest ethical and professional standards means:

- Representing NIR and its members with the utmost ethical and professional personal behaviour, including treating everyone we encounter equally and with respect. This means I am aware of who I interact with, what interests they represent and if there are any religious, cultural and political sensitivities that I should take into consideration.
- Meeting with public officials in a transparent way, which includes avoiding meeting with public officials alone in private settings and never offering gifts to or accepting gifts from public officials.
- Protecting any confidential, sensitive and non-public information about NIR, its members and partners, including keeping any insider business information that one may be privy to confidential.
- Managing budgets and spending funds with integrity. Managing and spending public funds brings additional responsibilities and requires us to hold ourselves accountable by ensuring that funds are spent in the public interest and achieve the most value for the money.
- Taking all necessary actions needed to create equal opportunities, such as including equal opportunity and non-discrimination clauses in partnership, consultancy and any other formal agreements.
- Supporting and protecting internationally recognised human rights, being aware of the human rights situation in the contexts where we work, ensuring we are not complicit in human rights abuses and immediately reporting any suspected or known instances of human rights violations both internally and outside our organisation.

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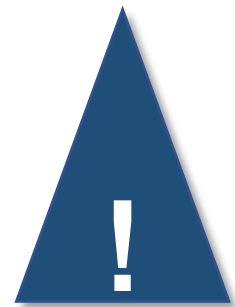
## Definitions:

An **equal opportunity** in our business relations and partnerships means never discriminating based on age, sex, race, ethnicity, national or social origin, disability, pregnancy, marital status, sexual orientation, gender or gender expression and/or religion, belief or religious background.

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## Staying safe and being secure

We have a duty to properly assess and mitigate security risks to stay safe and be secure. An international presence is at the core of NIR's mission, but this also brings significant security risks as we work and travel in complex environments and with partners from diverse backgrounds. Risks cannot always be avoided but should always be minimised to the greatest extent possible. Staying safe and being secure also means protecting sensitive and confidential information both internally and externally, including on social media and when representing NIR and its members in meetings and at events.



### Staying safe and being secure includes:

- Taking responsibility for my personal safety. This means following NIR's policies on safety, security and travel and keeping up to date with the security situation in any country I plan to travel to or coordinate activities in on behalf of NIR.
- Always considering the security risks associated with travels, information and activities and how they could affect me, NIR and our partners. This means taking into account the security recommendations of the Swedish Ministry for Foreign Affairs and local authorities, as well as partners when applicable.
- Being aware of who I interact with and any religious, cultural and political sensitivities which could compromise safety and security if not respected.
- Being aware of how my actions could put the safety and security of partners, interlocutors and other parties at risk. This includes properly assessing and mitigating any such risks.
- Never sharing sensitive information and protecting the information and data of NIR, our members and partners and other stakeholders with the utmost confidentiality and integrity. This includes being aware when holding telephone conversations in public spaces and leaving your computer open in meetings, public spaces and at the office.
- Never sharing sensitive information on social media that may put me, NIR, our members and partners or any other party at risk.



- Handling data, passwords, information and business agreements confidentially in accordance with NIR's policies and guidelines and following IT security regulations, laws and local regulations.
- Immediately reporting any safety or security related incidents to my direct manager and NIR's CEO.
- Immediately contacting the appropriate authorities in emergency situations.
- Appropriately responding to any safety and security incidents and handling any reports related to such incidents responsibly and in a transparent way.

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## Definitions:

A **risk** is an occurrence that has a negative impact on NIR's mission. Examples of risks include crime, political unrest and corruption, intelligence threats, information theft, cyber-attacks, terrorism, natural disasters, health and safety challenges, environmental hazards and poor infrastructure. Risk is measured in terms of probability and impact.

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## Promoting environmentally responsible practices

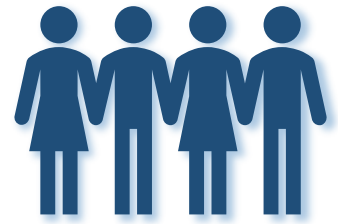


Promoting environmentally sustainable business practices is a central pillar of NIR's mission which means that making environmentally responsible choices in carrying out our operations is of the utmost importance. As an international organisation promoting Swedish sustainable business practices, we also support our partners in making environmentally responsible choices and contributing to achieving the 2030 Agenda for Sustainable Development. We aim to promote the importance of environmental responsibility and sustainable business practices in all our programmes, activities and partnerships.

### Promoting environmentally responsible practices means:

- Promoting and increasing the number of NIR's environmentally sustainable programmes and activities.
- Holding meetings virtually unless physical travel is necessary. When physical travel is deemed necessary, we choose to travel by the most environmentally friendly and cost-effective option.
- Minimising waste, including printing only when necessary.
- Choosing vendors, services and products that have the least environmental impact.

# Contributing to a positive work environment



NIR always upholds fair working terms and conditions and is an equal opportunity employer. NIR strives to create an exceptional workplace that is safe and stimulating, and which fosters professional growth and achievement.

We each play a role in creating a positive work environment which reflects NIR's values and is vital for NIR in carrying out its mission. A positive work environment is built around equality, respect and trust and is always free from any forms of discrimination and harassment.

## Contributing to a positive work environment includes:

- Treating my colleagues equally and with respect.
- Collaborating with my colleagues, contributing to their professional development, giving constructive feedback and engaging in a positive way.
- Never participating in or tolerating any form of discrimination or harassment.
- Immediately reporting any suspected or known acts of misconduct, including discrimination and harassment.

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## Definitions:

**Discrimination** is the mistreatment of any person based on age, sex, race, ethnicity, national or social origin, disability, pregnancy, marital status, sexual orientation, gender or gender expression and/or religion, belief or religious background.

**Harassment** is unwanted behaviour which you find offensive or which makes you feel intimidated or humiliated. It can happen on its own or alongside other forms of discrimination. Unwanted behaviour includes spoken or written words or abuse, offensive emails or comments on social media, images, physical gestures and jokes.

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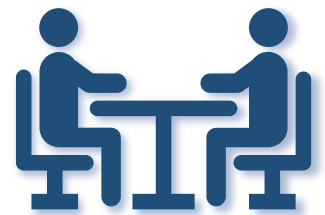
## Speaking up and responding

NIR's mission, activities and partnerships are built on trust and accountability between all parties and responding and speaking up is vital to maintaining those core values. This means that any person who this Code applies to has a duty and responsibility to immediately respond and speak up in any instance where it is suspected or known that this Code or NIR's policies have been breached and/or the law has been broken.



## Reporting an incident

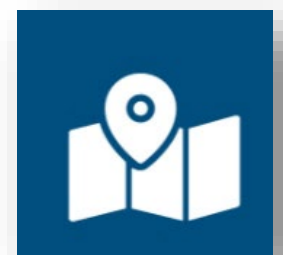
If you are aware of a suspected or known incident that violates this Code and/or NIR's policies or breaks the law, you must immediately and formally report the incident in writing to your closest supervisor or any other supervisor you are more comfortable with, NIR's Compliance Officer or NIR's CEO. All managers have a duty to then immediately report the incident in writing to NIR's Compliance Officer or NIR's CEO. Alternatively, you may use the Whistleblower function found on NIR's website: [nir.se](http://nir.se). The Whistleblower function is anonymous and is available for NIR staff and any other party.



If you are unsure as to whether an incident constitutes a breach of this Code or NIR's policies and/or is illegal, speak to your closest supervisor or NIR's Compliance Officer. There is never a risk of any form of retaliation for speaking up and responding. However, the failure to report a suspected or known incident may result in disciplinary action, including termination if warranted.

## Managerial responsibilities

NIR staff in a managerial position plays a vital role in leading by example to ensure that this Code is implemented and followed. Management should encourage staff to report suspected or known violations and ensure that a trusting environment and the opportunity for reporting exists. Ensuring that there are adequate resources and expertise to prevent corruption and any violations of this Code is also the responsibility of management.



Management must clearly specify NIR's position on anticorruption and ethical and professional behaviour in its internal and external communications. NIR's CEO is responsible for keeping the Board of Directors regularly informed of NIR's anti-corruption work and any other work in relation to this Code.