

Bezeq's Code of Ethics

Integrity

Service

Personal responsibility

Equality and fairness

Openness

Partnership

Determination and perseverance

Excellence







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Advanced services and innovative technologies enhance the browsing experience.

Honesty, service, personal responsibility, equality and fairness, openness,

partnership, determination and perseverance, and excellence...

make it happen.



Dear managers and employees,

Bezeq is the best and leading telecommunications company in Israel. We fight for this position and earn it every day.

We earn it due to the service, professionalism, marketing innovation, leading technology, our full commitment to the customer experience, and mainly due to the high quality of our outstanding human capital, employees and managers alike. We are highly motivated to succeed in our business, and at the same time, we follow the principles of practice and the ethical and business values of Bezeq's Code of Ethics.

For us, there is no other way to do business.

The principles of practice according to which the Code of Ethics was built and on which the rules of conduct are based constitute the standard by which we measure ourselves in our way of doing business, every day. These principles of practice are our moral compass.

Our Code of Ethics does not include a solution for every business situation that may occur along our way (which, as we know, are infinite). But it does express a perception of existence and value anchor according to which specific decisions in our business lives should be weighed. At these junctions of decision making, our business challenge is to reach decisions that achieve results on the one hand, and at the same time, decisions that seek to maintain a healthy and clean foundation. Bezeq is an Israeli company that lives and operates within Israeli society, sharing its ups and downs, and as such we know that "being the best at home" (the home of our customers, business partners, competitors, the community in Israeli, and also inside our own home - within), carries great responsibility.

We believe that together we will continue to lead the telecommunication market in Israel, while maintaining technological innovation and leadership as well as a business culture that constitutes a role model for other companies in Israel.

Advanced services and innovative technologies enhance the communication experience. Honesty, service, personal responsibility, equality and fairness, openness, partnership, determination and perseverance, and excellence, create it.

Ran Guron

Gil Sharon Chairperson of the Board



"The Code of Ethics sets a standard - the practical ideal of the right and good to which we aspire."

Openness

Excellence

Partnership



H Chapter A Introduction

The Code of Ethics is our moral compass

An explicit and tangible declaration of what we believe in and aspire to.



1.1 | What is the Code of Ethics?

Bezeq's Code of Ethics is a document methodically setting out the principles and rules of proper conduct, providing guidance for the actions of the Company's senior officers, managers, and employees. With regard to the nature and areas of the Company's activity, the Code sets a standard – the practical ideal of the right and good we aspire to, and in this it differs from procedures or laws, which set a "threshold" – the minimum necessary. In fact, the Code of Ethics is our moral compass – an explicit and tangible declaration of what we, Bezeq managers and employees, believe in and aspire to.

As a formal document, a code of ethics cannot cover all possible situations in our work, which we know are endless. Therefore, in maintaining and applying the principles of the Code of Ethics, reasonable and appropriate discretion must also be exercised.

- It is the duty as well as the right of all Bezeq directors, managers, and employees to read the Code of Ethics carefully and act accordingly!
- The Code of Ethics refers to all echelons in Bezeq: directors, senior officers, managers, and employees.



1.2 | Compliance with the law

The principles and rules set out in this Code of Ethics are not the sole source of the rules and conduct at Bezeq. They join and are in addition to the necessary minimum reflected in the laws, regulations, and Company procedures.

Acknowledgment of, respect for, and compliance with the laws of the country and the Company's procedures are the foundation of the rules of ethics set out in the Code!

- 1.2.1 Bezeq managers and employees are required to respect the law ancomply with its provisions in full, wherever they operate.
- 1.2.2 In addition, Bezeq managers and employees are required to faithfully comply with the procedures, regulations, and norms of conduct which the Company and its employees are obligated to follow
- 1.2.3 As a provider of services to the public, every manager and employee at Bezeq is required to exercise appropriate professional care while doing their work faithfully and diligently.
- 1.2.4 Bezeq's managers and employees must act within the powers granted to them, applying appropriate means of control.



1.3 | Management's responsibility

Business ethics are a true managerial challenge and test. Bezeq's management undertakes to lead the Company according to the standards set out in the Code of Ethics, to serve as a model for personal integrity, fairness, and honesty, and to be a guideline for any act or conduct on the personal, professional, and organizational level.

- 1.3.1 Managers are required to examine and monitor any signs of unethicalconduct in the Company and report them to the officer responsible for implementing the Code of Ethics in the Company.
- 1.3.2 Managers are required to strive to create an atmosphere in which the employees feel free to express their opinion and report situations of conflict or ethical dilemmas that are not in line with the Code of Ethics.



1.4 | Principles of practice

In a world where cultures change constantly, companies rise and fall, services and products come and go, at Bezeq we have established seven principles of practice. These principles reflect the leading values that are the foundation of our Code of Ethics, and constantly accompany us:

- 1.# Integrity: Be genuine and true to what we believe in. Act sincerely, fairly, and with decency, and do the right thing without compromise.
- 2. # Service: The buying experience takes place in multifaceted encounters (such as joining the Company as an employee, buying a product, or signing a contract for a business partnership). Our service concept lies behind each such encounter: service that is ongoing and is first and foremost committed to always being there for you: real caring, attentive, professional, accessible, creating value, and constantly improving, so that every encounter will be a surprising customer experience for you, and for us, an opportunity to learn something new, for the next time.
- 3. # Personal responsibility: Each and every one of us bears personal responsibility for their actions, even when working as part of a group, whether large or small.
- 4. # Equality and fairness: We believe in equality and prevention of discrimination based on gender, religion, or ethnicity. We will treat our customers and colleagues, employees, business partners, our competitors, and the Israeli community fairly and honestly, out of a set of practical, systematic considerations, with the underlying rationale also being understood by a neutral party.



- 5. # Openness: We will approach every person, subject, or idea with curiosity, enthusiasm, and sincerity, out of a conception that they are offering us new and surprising opportunities for the future.
- 6. # Partnership: In our way of business we stride forward together: employees and managers, customers, business partners, and investors. Each one of us has personal goals and yet we are still part of a whole a joint creation, in which we have unique movement but also an overall vision and a connection to the challenges of our partners.
- 7. # Determination and perseverance: The key to our success is not only talent, but a combination of determination and perseverance: to act with passion and vigor, decisiveness, consistency, and uncompromising diligence. We do not ignore challenges but face them, as it is clear to us that the path to record performance involves constant effort, and also, the ability to celebrate and enjoy the successes along the way.
- 8. # Excellence: Our responsibility as a Company, as partners in a team, and as individuals, is for high-quality and exceptional performance in every task and every action we undertake. Professionalism, excellence, and constant striving for improvement should be our guiding principle.



"Bezeq is an Israeli company, and as a company that lives and operates within Israeli society, and we know that being the best in the country carries tremendous responsibility."



Chapter B | Handle Chapter B | Rules of Ethical Rules of Ethical Business Conduct





We treat ourselves and our colleagues with respect, fairness and integrity. The differences between us as individuals serve as a human and business advantage in the group that we form. We aspire to attract the best people, to develop and appreciate the contribution of each of us to our joint success.



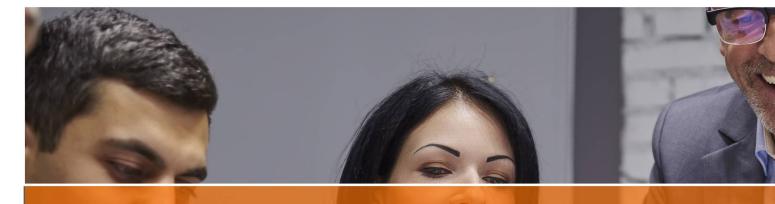
2.1 | Our way

- A safe and healthy work environment is the responsibility of each of us. We will act in accordance with the Company's occupational health and safety policy.
- We will protect the rights of any person, regardless of who they are, and we will work to prevent harassment at work.
- A glare, word, or touch that is offensive, harassing, or insulting, whether on ethnic, class, gender, or other grounds, is not our way. If we witness such behavior, we will take steps to prevent it.
- We will strive to prevent sexual harassment and will allow anonymous reporting without fear to the officer responsible for prevention of sexual harassment.
- We will strictly adhere to the dress code at work with the aim of promoting a respectful atmosphere and business conduct, which reflects excellent service and takes into consideration the human mosaic of the Company's employees.
- We will act to increase occupational diversity in the Company, while integrating employees from populations that are under-represented in the labor market and we will be attentive to their needs



Between us and ourselves

- We will honor agreements between employees and the Company and between the employees union and the management.
- We will act in accordance with the Company's interests and avoid situations that may lead to a conflict of interest with the Company, even ostensibly.
- We will refrain from abusing the Company's power or our position to generate personal profit or benefit.
- We will maintain open and courteous communication in which listening and dialog are the central elements.
- We will encourage and promote the personal and professional development of others and ensure constant professional competence.
- We will create an effective and productive space that encourages teamwork and allows
 the pursuit of the desired results, providing the required assistance, resources,
 coaching, and supervision.
- When using the professional fruits and achievements of our colleagues, we will give credit where credit is due: "One who says something in the name of its speaker brings redemption to the world".
- The fruits of any success should be shared by those who participated in its achievement.



Between us and ourselves

- We consider the balance between home and work a value that must be promoted and we will avoid situations that regularly upset this balance over time.
- Throughout the entire employment period of an employee, we will adhere to fair, respectful, and appropriate employment terms.
- Ending the employment of an employee should also be appropriate and respectful, and where necessary, with support for the employee's continued personal and professional success.



2.2

We will strive to be the preferred choice of our customers, a choice based on quality, value, and service for our customers on the highest standard.

Our relations with our customers are long term, based on respect, integrity, professionalism, and mutual trust. The wellbeing of our customers and an immediate response to their needs are at the core of our business activities and actions.

We are business leaders due to the innovation, quality, and service we provide for our customers, and we will not take advantage of any lack of understanding on their part.



2.2 Our way

- We will make sure to constantly maintain the "professional competence" of the service providers.
- We will respect every customer and address their needs as a customer, out of true care for and commitment to them. The services and products that we sell are de signed for the customer's benefit and we will do our utmost to prevent physical, mental, or moral harm to our customers.
- We will provide a quick, courteous, and professional response to every customer inquiry.
- We will not advertise the Company's products and services in a way that is misleading, or which may be misleading, and we will provide relevant, accurate, and transparent information about our products and services or about offers of competitors.
- Personal / business information disclosed to us by our customers is a statement of trust in us. We will not betray that trust and will not allow such information to reach others without the customer's consent.
- We will be sensitive to the beliefs, views, values, and customs of our customers and will act accordingly.
- Customer complaints are an opportunity for us to improve and learn and therefore we will address them with the appropriate seriousness.



2.3

The investment of shareholders in the Company is a sign of respect and belief in each of us, and we will work to enhance it over time while complying with regulation and safeguarding the interests of the Company.

Our actions as a business company are supported by two pillars: the duty of fidelity and the duty of proper disclosure.



2.3 | Our way

- Any communication with government entities will by the authorized party in accordance with the Company's procedures.
- We will cooperate fully with the regulation and act in accordance with the relevant requirements.
- We are committed to maintaining enhancing the value of the Company's financial and material assets, goodwill, and intellectual property, and protecting them against any damage, theft, or loss.
- We will act in a manner that is compatible with our status in society and will protect the Company's image, also in non-work related settings, if such conduct is detrimental to Bezeq's reputation.
- We will refrain from taking advantage of opportunities for personal use of the Company's resources; the Company's resources will only be used to promote its goals.
- We are committed to providing our shareholders with complete, accurate, and relevant information to allow them to make educated business decisions.
- We will not use inside information for any transaction in the Company's securities or for direct or indirect personal gain.



- We will avoid any form of corruption, including giving or accepting bribes for any activity related to our positions or to the Company.
- We will avoid any situations of conflict of interest with the Company, even ostensible, and if such a situation is unavoidable, we will give advance warning and act in accordance with the Company's instructions.
- Accepting gifts or benefits from any of the interested parties (such as customers, uppliers, employees, and/or managers) may create a situation of conflict of interests or appearance of a conflict and we will therefore avoid it.
- We will refrain from any activity that competes directly or indirectly with the Company's activity, or that may help a competitor.
- Our undertaking to handle Company information properly continues after our employment in the Company has ended.



2.4

We strive to set up and enrich cooperative ventures with various business partners, such as dealers, distributors, suppliers, and subcontractors, as an important part of a constant process of improving the readiness in a competitive market, and to create added value for our customers and shareholders.



#Our business partners and us

2.4 | Our way

- When discussing joint business ventures, we will relate to ethical aspects as well.
- We will not use others to do what we believe we should not do ourselves.
- Business engagements such as purchasing agreements and choosing a consultant will always be based on fair and relevant criteria (such as professionalism, transparency, price, and quality).
- Any activity with our business partners will be performed while preserving the right to privacy.
- The information (business, technological, or other) in the Company, including
 information disclosed to us by or about suppliers and customers, is an important
 and vital asset. This information is confidential and we will not pass it on to a third
 party without consent.
- Valuable gifts from our business partners will not be accepted.
- When we give gifts to our potential or actual business partners, we will do so
 openly, in accordance with the Company's procedures, so that this will not be
 perceived as under the table.



#Our business partners and us

- As a rule, we will fulfill our obligations fully and on time.
- Even in cases where we can legally withdraw from agreements, we will act practically and fairly.
- We will refrain from business cooperation with entities that could be mirch the Company's good name.



2.5

- As a rule, we will fulfill our obligations fully and on time.
- Even in cases where we can legally withdraw from agreements, we will act practically and fairly.
- We will refrain from business cooperation with entities that could be mirch the Company's good name.



2.5 Our way

- Integrity and fairness are constantly in our sights when relating to the products and services of our competitors.
- We strive to lead the market through the quality of the products and services that we provide, while upholding the rules of fair competition in accordance with restrictive trade practices laws.
- We will be fair in collecting information and will conduct ourselves according to the provisions of the law and Company procedures.
- Free competition gives real value to Israeli society and we will, therefore, ensure compliance with state systems designed to regulate and promote competition.



2.6

- We come from within the community, with all its diversity and strata, and from within the environment and its rich landscapes, and that is where we work. Our business provides communication services that we develop, improving the wellbeing of the community and the quality of all our lives.
- We encourage and take an active part in the development of the community beyond business and working hours as well.



2.6 Our way

- The health and safety of the community and environment in which we operate are always a top priority in our activities, and therefore, we go above and beyond the requirements of the law.
- We regard environmental quality as a social value and we strive to safeguard and nurture it. In situations where damage to environmental quality is unavoidable, we will act to minimize it.
- Where possible, we will also strive to help our customers reduce their negative effects on the environment.
- When planning new projects, we take the social and environmental implications into account.
- We consider corporate responsibility and involvement in and contribution to the community to be core values, which we put into practice by means of donations, volunteering, and true partnerships with social and other organizations.
- We avoid conflicts of interest that could arise between Bezeq and the organizations in which we volunteer.



#Community, environment and us

- Every employee has the right to a political opinion. However political activity is prohibited during work hours and the Company and its property cannot be used as a tool for promoting political goals.
- The Company will not accept any behavior or statement, including on social networks that is likely to harm the country or its values, social order, human dignity, public safety, or Bezeq's value as an Israeli public company.
 - * (for further information, see Chapter C Social Networking Policy).
- We strive to maintain the principles of sustainable development out of responsibility, transparency, and fairness.

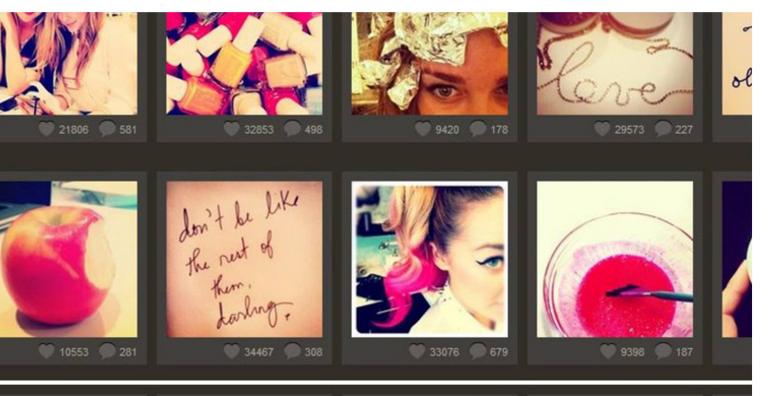


"Social networks have become an integral part of our digital lives and for us they present fascinating opportunities along with new challenges."



Chapter C Social Networking

We will be responsible and think before Sharing our content



Chapter C Our way on social media



3.0 | Our way

Social media (such as Facebook, WhatsApp, and Twitter) has become an integral part of our digital lives and for us they present fascinating opportunities along with new challenges, both as private users and as Company employees. This change requires us to rethink, understand the significance of every tweet and to adapt our behavior to a world that lives and breathes social networks.





3.1 | We as private individuals

Bezeq's Code of Ethics dedicates a chapter to our values and norms of conduct as individuals ("among ourselves"), and sets the standard for proper conduct.

When using social media, we will also behave (beyond compliance with the law) out of mutual respect, we will hold respectful dialog, use appropriate language, protect the privacy of the individual, and act with consideration and responsibility for the content which we share and the places they are likely to reach.



3.1 | We as privat individuals

When you use social media:

- Hold a fruitful and participating dialog that shows respect for other online users.
- Hold a conversation that is non-confrontational, avoids verbal abuse, and is held in good spirit.
- Respect the privacy of others do not posting photos or videos of a person without their permission.
- Your privacy is also important, so protect it to the extent that suits you, but protect the privacy of your conversational partners even more strictly.
- If you make a mistake, apologize and correct it.
- Invest thought to the content that you post it remains exposed on the network for a long time.



3.2 | We as Company employees

- When we use social networks and are identified in some way as Bezeq employees, additional principles apply to us, because even if unintentionally, we are perceived as representatives of the Company.
- Keep sensitive information confidential (such as business, technological, marketing and sales information, information related to work processes, or personal information about customers or colleagues).
- Make sure not to share photographs from inside Bezeq's facilities. If you
 wish to upload photos of the Company, first consult with your department
 and division director.
- Do not use Bezeq's logo or trademarks. They are only permitted by authorized parties in the Company and those requested on their behalf.
- For non-work related subjects, make sure to use your personal e-mail address and not the one you received from Bezeq.
- Respect the names of colleagues and competitors and avoid harm and defamation.



3.2 | We as Company employees

- If a professional question is referred to you about Bezeq, forward it to the authorized entities in the Company (the Company Spokesperson's Office or the social media team in the Private Division).
- If you encounter significant information about Bezeq on social networks, the
 relevant entities in the Company (he Company Spokesperson's Office or the
 social media team in the Private Division) must be notified. Even if it is slander, do
 not get involved.
- If you decide, after consideration, to respond to an issue related to Bezeq's field of business, identify yourself as a Bezeq employee and be sure to indicate clearly that you are expressing your personal opinion only and that you do not represent the Company's position.
- Bezeq is an Israeli company and we are proud of it! Expressing support for any enemy or terror organizations is prohibited.
- If you have any criticism against the Company, it important to clarify this within the Company and not online.
- If you no longer work at Bezeq, remember that Bezeq was your home and you should respect your colleagues.



3.3 Are you considering adding team members/managers to your social network groups?

Joint activity of employees and managers online may assist in reinforcing and deepening work relationships, but at the same time, it might also cause tension or unpleasantness:

- If you wish to add employees from your team as friends, especially if you are a manager, think first whether it is appropriate and correct and whether it will embarrass the employee.
- On social networks as well, everyone has their own desires and a different level of willingness to hold a dialog. Respect this.
- Avoid abusing information which employees and managers post on a social network as private individuals.



3.4 | Social media

#Do not abuse information

#Notify the relevant parties in the Company

#We are perceived as a representative of the Company

#Maintain confidentiality

#Show respect to competitors and other browsers





"Each and every one of us, every day, leads, is responsible, and implements the organizational ethics of our company."

Chapter D Reporting Unethical Conduct





Chapter D

Reporting Unethical Conduct

4.0

#Dialog

#Consultation

#Discretion

#Application

#Duty to report

#Safety

#Anonymity





#Reporting Unethical Conduct

- 4.1 | Dialog
- 4.2 | Contact
- 4.3 | Duty to report

- Bezeq seeks to encourage a culture of dialog and consultation (of colleagues or managers), when faced with events or decisions that have ethical aspects.
- In cases where you feel uncomfortable consulting direct managers or colleagues, or such consultation takes place but you feel uncomfortable, you can and should contact the Company's ethics officer, comptroller, or chairperson of the Audit Committee of the Board of Directors directly.
- If you encounter a situation where the Code of Ethics is violated (or the law is broken), or you learn of such violation after it has occurred, it is your duty to report it! Here too, you can approach your direct managers, the ethics officer, comptroller, or chairperson of the Audit Committee of the Board of Directors.



#Reporting Unethical Conduct

4.4 Anonymity

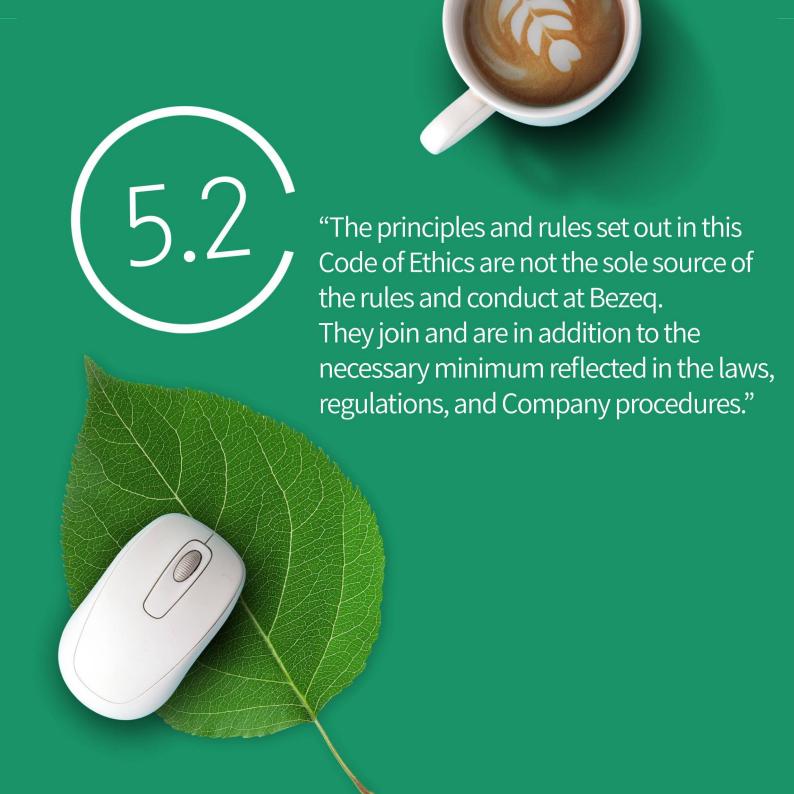
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4.5 | Discretion In cases where you feel uncomfortable consulting direct managers or co leagues, or such consultation takes place but you feel uncomfortable, you can and should contact the Company's ethics officer, comptroller, or chairperson of the Audit Committee of the Board of Directors directly.

4.6 | Safety

If you encounter a situation where the Code of Ethics is violated (or the law is broken), or you learn of such violation after it has occurred, it is your duty to report it! Here too, you can approach your direct managers, the ethics officer, comptroller, or chairperson of the Audit Committee of the Board of Directors.





H Chapter E Do the Right Thing

Seeing clearly



Chapter F Seeing Clearly

5.0 Do the right thing

A decision on a business action that has ethical implications is never easy and could impact all six of the Company's stakeholders (employees, customers, shareholders, business partners, competitors, and community).



#Seeing Clearly

5.1 | Do the right thing Are you at the crossroads of a decision? Are you unsure of the right thing to do? The answer could be found in the six questions below (and mainly the answers to them).

"Seeing clearly"

- 1. Is your action in compliance with Bezeq's Code of Ethics?
- 2. If you are in the other party's shoes, will you also think this decision is fair?
- 3. Will you feel comfortable describing the action at a team/management meeting?
- 4. Would you want your decision to be reported in the media, when you are identified as the person who made the decision?
- 5. Would your action be perceived as appropriate by each of the six stakeholder groups?
- 6. Will you feel comfortable when you look at yourself in the mirror?



#Seeing Clearly

5.2 Do the right thing

Will you feel comfortable when you look at yourself in the mirror?



"At the junctions of the decision, the business challenge is reflected at its best - on the one hand to achieve high-quality results, and at the same time to maintain a healthy and clean foundation."



Chapter F | Application, Integration, and Control Policy





Chapter F

Application, Integration, and Control Policy

6.0 | Management responsibility

#Information

#Responsibility

#Updating

#Promotion

#Reporting

#Integrity

#Trust





#Application, Integration, and Control Policy

6.1 | Application

6.2 | Information

6.3 | Promotion

6.4 | Expectation

- Bezeq's VP Human Resources is the ethics officer and she fulfills that role with the assistance of a committee of fellow VPs and through the Company's directors.
- The responsibilities of the ethics officer include: instruction and information, control and enforcement, reporting, revision of the Code of Ethics (where circumstances require), and constant striving to improve the ethical performance of the Company
- Together with activities inside the organization, Bezeq will work to promote awareness among all the stakeholders in the Company, of its business-ethical responsibility.
- We strive to promote conduct that is consistent with our Code of Ethics, both in our subsidiaries and in the Company's other stakeholders.

Bezeq will take into account ethical parameters that reflect the conduct of the employee when discussing appointment to leading positions, and will show a clear preference for those who demonstrate integrity and loyalty to our values and create an ethical atmosphere around them which has a positive effect on the conduct of other employees.



The Company's code of ethics is a document reflecting the Company's values, rules of conduct, and the behavior expected of each and every one of us, employees and managers alike, in our daily routine with our co-workers, customers, suppliers, the community and the environment.

However, documents, as well as good intentions, are all assessed in our conduct and behavior in our daily lives, both during and after work. Reality presents us with different situations, challenges, and tasks that require us to act and conduct ourselves according to the compass towards which the code of ethics is directed.

We are required to balance between professional demands and the dilemmas that arise; between maximum sales and fair sales; professional task management while meeting requirements, without forgetting to treat our colleagues with sensitivity and mutual respect; the need to cooperate while taking personal responsibility, and more.

With these choices and the adjustments we are required to make every day, each and every one of us leads, takes responsibility for, and upholds the organizational ethics of our Company.

So if you are considering how to act, if you have encountered an act or inaction, conduct or decision, which you believe is incompatible with our values, our code of ethics, it is important that you share this with us and consult with us. This is why we are here.

Of course, the natural address for such advice could be the manager of the team, department, or division, the VP, and me, as well, as the Company's ethics officer.

I assure you that we will consider the matters together, we will seek solutions for your dilemmas, and we will do our utmost to act in accordance with the Company's code of ethics.

Yours in appreciation,

Moran Kita

VP Human Resources
and Ethics Officer of the Company

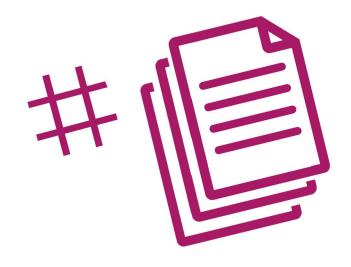


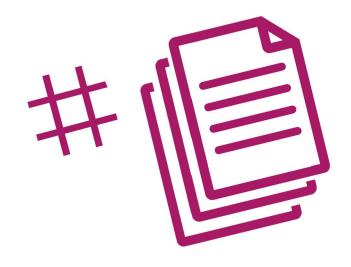


"If you are considering how to act, if you have encountered an act or inaction, conduct or decision, which you believe is incompatible with our values, our Code of Ethics, it is important that you share this with us."



H Chapter G | Appendixes







#Bezeq's Code of Ethics

In the end, it our responsibility alone:)









Bezeq's Code of Ethics