SKY’S WAYS OF WORKING

Believe in better
SKY’S WAYS OF WORKING - OUR COMMITMENT TO DOING THE RIGHT THING

Sky is a valued part of everyday life in over 10 million homes. We entertain, excite and inspire customers with a great choice of high-quality television in high definition. We make technology simple and put viewers in control. We connect people to each other and to the world with our broadband and phone services.

Because we never forget that Sky is a choice, we put customers first and work hard to earn their trust. We make our products affordable so millions can join in. And we back it all up with a commitment to exceptional customer service.

Seeing the bigger picture is part and parcel of the way we do business. That’s why we’re committed to doing the right thing and playing our part in the communities where we live and work.

We strive to be the best for our customers and our people, and to make a positive contribution to life in the UK and Ireland. We believe that focusing on long-term sustainability is the best way to achieve lasting success and create value for shareholders.

We’re always looking for ways to improve. That spirit has made us what we are today, and it will drive us to become what we want to be tomorrow.

We believe in better.
Introduction

Millions of customers across the UK and Ireland choose Sky for home entertainment and communications. They have high expectations of us and we value their trust. Our future success depends on continuing to provide them with high-quality products at affordable prices.

We also know our reputation is one of our most valuable assets. We want Sky to be known for making a positive contribution to UK and Irish life, for being a good company to do business with and for being a great place to work. Because we’re judged by our actions more than our words, it’s important that everyone at Sky understands the importance of acting responsibly and doing the right thing.

Sky’s Ways of Working defines our commitment to our customers, colleagues, shareholders, business partners, and the broader community. It sets out our values as a business, makes clear exactly what we expect of everyone who works at Sky and explains where to go for further help and advice. If the standards we expect at Sky are not upheld, we act quickly and fairly to investigate and, where there is evidence of misconduct, we will take appropriate action.

We take all of these commitments seriously. By making them part of what each of us does every day, whichever part of the business we work in, we will help to ensure that Sky remains successful for many years to come.

Jeremy Darroch
Chief Executive
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This document sets out our commitment to:

1. Customers and viewers
2. Colleagues and the company
3. Shareholders
4. Business partners
5. Community and environment
6. The law, regulators, government and media
We never forget that people make a choice when they buy our products or watch our programmes. In order to earn their trust and build long-term relationships, we pay as much attention to the way we do business as the quality of the services we offer. That means treating our customers and viewers with respect and ensuring that all our dealings with them are professional, honest and helpful.
Our commitment to customers and viewers

Respect in all our dealings with our customers

We want our customers to enjoy and value our products and services. We provide honest and accurate information and, if a customer is disappointed or unhappy, we listen and take their concerns seriously. We know that sometimes things go wrong and, when this happens, we work to get issues fixed as quickly as possible. If a customer wants to complain about our services, we tell them how to do so and try to resolve their complaint quickly.

Safe on screen and online

We provide our viewers with the best choice of high-quality content and the flexibility to watch it the way they want. We ensure our news coverage is fair, accurate and impartial. We also protect viewers from content that could cause harm or offence. If a viewer is concerned or offended by something they see on Sky they can contact our viewer relations team and we will treat their comments seriously.

We help parents keep their children safe by providing parental controls on our TV platform and online, as well as providing practical advice to parents on our Sky security website.

Confidentiality and security

We appreciate that customers trust us with their personal details. We make sure this information is kept confidential and secure. We only use it for authorised purposes, in accordance with our Data Governance Policy. If there is ever a breach of these standards, we will deal with it robustly to protect our customers and retain their trust.

What is data governance?

Protecting our customers’ privacy is essential to the way we operate and our delivery of a wide range of products and services to customers. To help maintain consistently high standards, we have clear data protection policies and compliance processes. A Data Governance Committee, chaired by a member of our Executive team, promotes best practice in the way we handle personal data and helps to ensure compliance with relevant legislation.

We provide training for our people to help them understand their responsibilities in relation to the protection of information and who to contact should they have any questions.
Because our people are critical to our success, we aim to create a culture where they can do their best work and fulfil their potential. We treat each other with fairness and respect and we want our employees to know that their contribution is valued and that they are safe at work. Equally, everyone at Sky has a responsibility to the company, to protect its assets and its reputation and play their part in building a successful and durable business.
Honesty and integrity

We expect Sky people to behave with professionalism, honesty and integrity at all times. We don’t tolerate any form of illegal activity and our employees don’t seek to benefit themselves or others by misusing their position. We never ask for or give bribes or other inducements, whether directly or indirectly, and we avoid potential conflicts of interest.

Whenever we spend company money, we make sure it is appropriate and fully documented. Our property and equipment is used for business activities only and treated with care and respect. Any suspicion of fraud or theft should be reported.

Being offered or offering gifts and hospitality is sometimes part of business relationships. However, we are always careful to avoid potential conflicts of interest and anything that could be seen as inappropriate, such as accepting gifts or hospitality when awarding work to suppliers.

Using drugs or alcohol in a way that affects safe and successful work is not tolerated. Anyone whose performance, judgement or behaviour at work is impaired by drugs or alcohol will not be allowed to continue working. People must not use, possess or distribute illegal or unauthorised drugs at work. We offer confidential counselling to anyone who is worried about drug or alcohol misuse.

We encourage and expect people to speak up and report any behaviour that concerns them. Employees can raise concerns at any time without fear of being penalised and any issues will be investigated promptly.

What is a conflict of interest?

- Owning a material interest in any supplier, customer or competitor of Sky
- Being involved in the management or operation of a customer, supplier or a competitor of Sky. Examples include serving as a director, employee, officer, partner, or consultant
- Any outside business activity that detracts from an employee’s ability to devote appropriate time and attention to his or her responsibilities with the company
- Using corporate assets or his or her position with Sky to realise a personal benefit, or acting as a broker, finder, or intermediary for the benefit of a third party in transactions involving Sky or affecting our interests
- An employee supervising, reviewing or having any influence on the pay or benefit of any member of his or her household, of a close relative or of someone they are in a relationship with
- Receiving what could be deemed to be excessive hospitality or gifts by an impartial observer

All cases of actual or potential conflict need to be fully disclosed in writing by the employee to their manager.

Equality and fairness

At Sky we treat all our people equally, fairly, with respect and without prejudice. We make decisions about people’s employment with Sky based on their ability, performance and qualifications. This principle also applies when we make decisions about development, promotion, pay and benefits.

We deliver some of the most diverse content and services available to a wide range of consumers. We value the same diversity within our business and promote a culture of opportunity for all, regardless of background.

We never tolerate unfair treatment or discrimination at work based on ethnicity, gender, age, religion, disability or sexual orientation. If people are aware of discrimination at work, they should report it immediately and we will investigate their allegations.

Equally, we do not tolerate bullying or any other kind of harassment, such as offensive jokes, unwelcome advances or intimidating comments. If people experience or witness harassment, they should report it and their allegation will be investigated.

What is bribery and corruption?

It is not acceptable for an employee (or someone on their behalf) to:

- Give or offer a payment, gift or hospitality with the expectation that a business advantage will be received, or to reward a business advantage already given
- Give or offer a payment, gift or hospitality to a government official, agent or representative to “facilitate” or expedite a routine procedure regardless of the amount (i.e. there is no limit below which facilitation payments are acceptable)
- Accept payment, gift or hospitality from a third party that we know or suspect is offered with the expectation that it will obtain a business advantage by us in return
- Threaten or retaliate against another employee who has refused to commit a bribery offence or who has raised concerns under this policy; or
- Engage in any activity that might lead to a breach of the Company’s policy

We have an Anti-Bribery and Corruption policy in place which provides more guidance and advice to our people.
Our commitment to colleagues and the company

**Safe and secure workplace**

We are committed to ensuring our people are safe and secure at work. We have best practice policies in place that comply with workplace safety legislation and we operate special procedures for employees whose work involves particular risks. We monitor our health and safety performance closely and expect near misses, hazards or accidents to be reported.

Because the health and wellbeing of our employees is important to us, we offer a range of services to support them and to help prevent illness or injury. If people become unwell or suffer an injury we provide guidance and advice through our Occupational Health and Safety team.

People who work at Sky trust us with their personal information. In line with the approach we take to managing customer data and privacy, we keep this information confidential and secure and only use it for the purposes for which it was provided.

We ensure that our computer and telephony systems are secure. We expect our people to act professionally and appropriately when sending email or other messages. Using our systems to send or intentionally receive or store copyrighted material or confidential company information without authority is not permitted. We do not tolerate people using our computers to access or store information that is illegal or offensive.

Sky’s confidential information includes details of our future marketing or pricing plans, contracts, and technical information. We do not disclose Sky’s confidential information externally unless required to do so for business reasons. We limit the disclosure of sensitive confidential information within the company to those who need to know it.
OUR COMMITMENT TO SHAREHOLDERS

Our goal is to create sustainable value for our shareholders. As well as complying with all relevant laws and regulatory codes, we have high standards of corporate governance and our communications with investors are clear, open and timely.
What is ‘inside information’?

Inside information is information about the company which is not generally available and, if made public, would be likely to have a significant effect on our share price.

Accurate, complete and timely information

Our business integrity depends on the accuracy, completeness, and timeliness of our company records and accounts. We ensure that our financial statements and other public announcements are true, clear and fair and that they comply with all applicable accounting principles and relevant laws and regulatory requirements.

Employees must not make artificial, false or intentionally inaccurate entries in our accounts and records, and all transactions are promptly and accurately recorded on our systems. People involved in preparing records and reports must make sure they are accurate and complete.

All legal documents should be handed to the Company Secretariat or Legal Department for safe keeping.

Dealing in BSkyB securities

Our shares are listed on the London Stock Exchange and we take our obligations under the Listing Rules of the Financial Services Authority seriously. We have adopted the UK Listing Authority’s Model Code for Dealing in Securities as the basis for our Code of Conduct for Securities Dealings.

Employees must not use inside information to deal in Sky shares themselves, or pass on inside information to anyone outside the organisation to buy shares. We manage sensitive information within the business according to our Disclosures Procedure Manual.

At some times of the year our directors and some senior people, known as ‘restricted persons’, are not allowed to deal in Sky securities. We provide clear details of when these ‘Close Periods’ fall and we notify the relevant people across the business. At all other times these people must not deal in Sky securities without first seeking clearance to do so.

Employees should contact Company Secretariat if they have any questions about dealing in Sky securities.

What does it mean if you are a ‘restricted person’?

As a general rule these people must not:

- Deal in Sky securities if they are in possession of inside information about the company
- Deal in Sky securities on considerations of a short term nature
- Pass on inside information at any time to any other person or encourage another person to deal in Sky securities on the basis of such information
- Deal in the securities of another company with which Sky is doing business or negotiating with, if they are in possession of inside information about that company

As well as this, they must make sure that people connected to them do not deal in our securities or another company’s securities if they or their family have inside information about us or another company that we are doing business with. This applies to their spouse or children under 18 or anyone living in their household on a permanent basis.
Our business relies on strong relationships with many partners, including a wide range of suppliers and distributors. We build productive, fair and ethical relationships with them, based on a shared drive for continuous improvement. Our business partners help us to deliver high-quality products and services for our customers and in return we help them to develop, grow and prosper as well.
Our commitment to business partners

What are our Responsible Sourcing Principles?

1. Complying with the law is non-negotiable
2. Good environmental management is good business
3. Less is more: cut emissions and waste
4. Coming to work should be a choice
5. Work shouldn’t harm your health
6. Children belong in school
7. Fair pay for sensible hours
8. Treat everyone fairly and equally
9. Communicate with transparency and openness
10. Work with us and the wider supply chain to continuously improve

Fairness and compliance

Our relationships with our business partners are based on mutual integrity, professionalism, fairness and transparency.

We expect everyone we do business with to deliver a high-quality service and provide good value for money, as well as maintain the highest ethical standards and comply with all relevant laws and regulations (including, for example, compliance with data protection, bribery and environmental legislation). These are the criteria we assess when we tender contracts and award business to suppliers.

Social and environmental standards

We expect our business partners to work in accordance with our ten responsible sourcing principles that cover environmental and human rights issues. Good suppliers share our desire for continuous improvement and work with us to improve performance – economically, environmentally and socially. In return we will support their own development, sharing our expertise and communicating clearly.

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SKY’S WAYS OF WORKING
BRITISH SKY BROADCASTING
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We are committed to building a sustainable business because we believe this is the best way to achieve lasting success. We apply this belief across our day-to-day operations by managing our environmental impact and making a positive contribution to life in the UK and Ireland.
Our commitment to the community and the environment

Managing our environmental impact
We take our responsibility for the environment seriously and strive to be a leader in minimising our own impact. We comply with all relevant legislation and report regularly on our emissions, waste and other environmental measures. We expect our business partners to do the same. We also work with our employees and customers to help them reduce their own impact.

Making a positive contribution
We seek to make a positive contribution to the communities where we live and work. We encourage our people to get involved through volunteering and giving in the community, and we partner with charities and non-governmental organisations to help improve young people’s academic and life skills.

As a big company with a brand that reaches millions of people, we are able to implement large-scale projects to support our community and charity partners. Beyond our day-to-day business, we prioritise these efforts in three areas where we feel we can make a real difference: helping to protect the environment, encouraging participation in sport and opening up the arts to more people.

We respond formally to requests for charitable donations and carefully consider the background to each request before doing so to make sure we do not gain any inappropriate benefit from the donation.
OUR COMMITMENT TO COMPLYING WITH THE LAW AND WORKING WITH REGULATORS, GOVERNMENT AND THE MEDIA

We always comply with the law. And because we want external stakeholders to understand our business and our contribution, we engage in open and honest dialogue with regulators and government and the media.
Our commitment to complying with the law and working with regulators, government and the media

Compliance with the law

We comply with all laws and regulations that apply to our business and have well-established functions across Sky to ensure compliance. All legal proceedings are managed by our Legal Department and no employee should engage in proceedings without involving the Legal team.

Law enforcement agencies such as the police, Customs & Excise and benefits agencies sometimes ask us for information. These requests are managed by our Group Security Department. Our Legal Department is responsible for managing all other requests for the disclosure of personal information. All requests for information should be directed to these departments.

Our employees act appropriately when dealing with public officials and will not offer or give an advantage to a public official to influence them and win or keep business or a business advantage, whether directly or indirectly.

We don’t allow employees to make knowingly any political contributions to individuals or political parties on behalf of Sky. Our Company Secretariat team give advice if people are not sure if a transaction might be seen as a political contribution.

Competition (or antitrust) law bans conduct which damages or could damage the competition between firms. We take our responsibilities under competition law seriously and comply with all applicable laws and regulations, seeking legal advice where appropriate. To ensure our people understand and comply with competition law we provide an e-learning course and other training appropriate for each role.

We obtain competitive intelligence legitimately and we do not accept, use, or encourage the disclosure of competitive information that we know or believe to be covered by a duty of confidentiality.

Open dialogue

We engage in open and honest dialogue with the regulators, government and media, and we respond promptly to their enquiries. To ensure consistency and accuracy, these relationships are managed by the appropriate authorised people in our Corporate Affairs and Legal departments. No other employee should respond to requests for information without consulting these teams.
HOW TO RAISE CONCERNS

We expect people to raise concerns as early as possible if they believe that any of the commitments outlined in this document have been breached, or are in danger of being breached, or if they have any other concerns about the conduct of the business and its employees.

They can do so by discussing an issue with their manager or by contacting a member of the HR team. We make sure people are not harassed or victimised for raising concerns in good faith.

Serious concerns can also be raised in confidence, by calling our confidential hotline on 08000 323 111.

What happens if there is a breach of our Ways of Working?

If there is a breach of the standards of behaviour and conduct laid out in our Ways of Working, we take it very seriously.

If we become aware of possible misconduct, we have a fair and consistent approach to investigate it as quickly as possible.

This may involve a disciplinary process which could result in a range of actions from a warning to dismissal to prosecution.

Further guidance and who to talk to about our Ways of Working

Our Ways of Working set out the standards of behaviour and conduct that are expected at Sky but do not provide detailed guidance. If you are not sure whether an action that you are planning to take is consistent with our Ways of Working, then seek guidance from your manager or one of the people listed below. More detailed guidance is available in a number of areas covered in Sky’s Ways of Working, and can be found on the People Portal.

If you have any questions about Sky’s Ways of Working or the way we conduct our business, please contact the appropriate person below.

Corporate Affairs: Graham McWilliam
Legal: James Conyers
Human Resources: Deborah Baker
Corporate Secretariat: David Gormley
Group Security: Michael Barley