



Esteemed Partner,

Through the present means we take the opportunity to tell you how much we appreciate doing business with you. We want you to know that we are very pleased with the quality of service your company provides. We sincerely appreciate your responsiveness and the way you conduct business. We look forward to doing business with you for years to come. For the reasons above stated we have gone to great lengths to provide you with a better business experience. In this endeavor we started carrying out an Integrity Compliance Program guided by the World Bank Group. One of the tools we developed to better our business experience with your company is this TELSSA's Partner's Entrepreneurial Code of Conduct, of which we are sending you a copy of to read and God willing accept so that we may better not only our business experience, but so that we may help spread of the use of ethical tools to better the business experience for everyone.

Accordingly we encourage you to contact us in the case that you were interested in starting your own Integrity Compliance Program or in the case that you needed assistance in the form of information on international and regional forums, access to relevant data bases, training, due diligence, or any other collective action initiatives.

Respectfully:

Eng. Jose Raul Gomez Ruiz

General Manager

TELSSA

Tel. 505-2278-0255

Centro Comercial San Francisco Módulo H-4



Entrepreneurial Code of Conduct for TELSSA's Partners

TELSSA expects all its employees to abide by the law and expects them to act ethically in every way. We also have the same expectations for our partners. Our Entrepreneurial Code of Conduct sets the bases for our labor conduct. This Entrepreneurial Code of Conduct establishes the related requirements for our partners. Working together, we can achieve great success by doing the right thing.

Note: This Code contains general requirements applicable to all of TELSSA's partners. Some contracts of certain partners may contain more specific provisions that refer to these same topics. Nothing in this Code is destined to supersede any more specific provision that a particular contract may contain and if there were any inconsistency between this Code and any other provision of a particular contract the provision in the contract will supersede the Code.

Conflicts of interest

TELSSA employees must act in the best interest of TELSSA. according to this, TELSSA's employees must not have a financial relation or any kind of relation, with any partner that may create a conflict of interests or that may seem to create a conflict of interests with the duty of the employee to act in TELSSA's best interest. For example: partners must not employ nor make payments of any kind to TELSSA's employees during the course of any transaction between the partner and TELSSA. Friendships outside the course of business are inevitable and acceptable, but partners must take care that any personal relation is not utilized to influence the business judgement of any one of TELSSA's employees. If a partner's employee is a relative (spouse, sibling, parent, grandparent, in-law, child, grandchild or same sex or opposite sex life partner) of a TELSSA employee, or if any partner has an employee which has any kind of relation with a TELSSA employee that might represent a conflict of interest, the partner will be obliged to reveal this fact to TELSSA to ensure that TELSSA's employee reveals this fact.

Gifts, Meals and Entertainment

TELSSA employees are prohibited from accepting any gifts, meals or entertainment that is more than modest from partners. Ordinary business meals and small tokens



of appreciation like business baskets are acceptable but partners must avoid offering TELSSA¹ employees trips, frequent meals or expensive gifts. Cash gifts or its equivalents, for example: gift certificates are not allowed.

Financial Records

Both TELSSA and its partners must keep precise records of all the matters related to the business between the partner and TELSSA. This includes the adequate registry of all expenses and payments. If TELSSA is being charged for the time of the partner's employees, time records must be complete and precise. Partners shouldn't delay the sending of an invoice to try to pass an expense from one accounting period to another.

Bribery

Partners acting in the name of TELSSA must comply with all the local laws related to the bribery of public officials. In relation with any transaction that has to do with TELSSA, no partner must transfer anything of value directly or indirectly to any public official, to any employee of a government body, to any political party, or to any state controlled enterprise with the objective of obtaining an inappropriate benefit or advantage. partners must keep an accounting record of all payments (including gifts, hospitality, travel, expenses or any other thing of value) made on behalf of TELSSA or provided by TELSSA funds. Partners must grant TELSSA a copy of these records in the case that they were solicited by TELSSA.

Protection of Information

Partners must protect TELSSA's confidential information. Partners that have been given access to confidential information as part of a business relation shouldn't share this information with anybody else unless authorized to do so by TELSSA. Partners shouldn't negotiate in securities or encourage others to do so, based on confidential information obtained from TELSSA. If a partner thinks he or she has been given access to TELSSA's confidential information by accident, the partner must

¹ *This document is applicable to all of TELSSA's partners. The term "company" and "TELSSA" in this document refer to Telecomunicaciones y Sistemas S.A.



immediately notify its contact in TELSSA to let him or her know of the mistake, erase the information and not allow its further distribution.

In the same manner, partners shouldn't share confidential information related with any other Enterprise, with anyone that is an employee at TELSSA if the supplier is obliged under contract or legally bound to not share such information.

Reports of potentially unacceptable conduct

Partners that think that a TELSSA employee, or anyone else that acts in the name of TELSSA has engaged in illegal or inadequate actions, must report de incident to TELSSA's pertinent personnel. The partner may contact the division manager to which the employee belongs to or the TELSSA Ethics and Compliance representative at 505-2278-0255 or they may place their report at our compliance website www.telssa.com.ni. The relation between TELSSA and the partner that reports these misconducts will not be affected by an honest report.



The signature of the person whom appears below is authorized to certify on behalf of your company, that you as a company accept the terms above stated to be a TELSSA partner.

The person who signs this document declares that he or she has received, read, understood and accepted the terms stated in the Entrepreneurial Code of Conduct for TELSSA's partners.

(Signature)

(Date)

(Name: written or printed)

(Title held in the company)

Please return this page only to:

TELSSA

Attention to: Lic. Yessenia Hernandez Lacayo

Centro Comercial San Francisco Módulo H-4

Managua, Nicaragua

Email: yessenia.hernandez@telssa.com.ni

Telephone: 505-2278-0255