



**CODE OF CONDUCT**

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## 1. PURPOSE

ETC Group and its Subsidiaries (collectively “ETG”) are committed to a business and reputation that values integrity, respect and truthfulness, and a strong commitment to the highest ethical standards. These principles apply to employee interactions with fellow colleagues, customers, vendors.

This Code of conduct (the “Policy”) is not a comprehensive guide of all ethical issues that employees may face, but merely highlights specific problems. In dealing with ethical problems not detailed in this Policy, Employees are expected to use common sense and their best moral judgment.

This Policy may be modified or updated at any time and ETG welcomes employee suggestions on changes in this Policy.

## 2. SCOPE

This Policy needs to be strictly observed by all employees, regardless of whether they are employed full time, part time or temporary, directors, officers and managers of ETG (collectively, the “Employees”).

## 3. DEFINITIONS

“**Subsidiary**” means, in relation to ETC Group, any other company, which is controlled, directly or indirectly, by it; or more than half the issued share capital of which is beneficially owned, directly or indirectly, by it; or which is a subsidiary of another subsidiary of it.

## 4. PROCEDURE

### 4.1. COMPLIANCE WITH APPLICABLE LAWS AND REGULATIONS

ETG has a policy to abide by all laws, rules, and regulations of government agencies and authorities.

### 4.2. CONFLICTS OF INTEREST

Employees must avoid having a personal, business, financial, or other interest, activity or relationship, outside ETG that has or may be in conflict with the interests of ETG. Any material transaction or relationship that may give rise to an actual or perceived conflict of interest should be discussed with the Global Compliance Officer.

Conflicts of interest may include, but are not limited to, the following situations:

4.2.1. Outside Employment - Employees should not perform work or render direct consulting or managerial services for an organization that competes or does business with ETG without appropriate approval from management. Here the management means the Board of Directors of ETG;

4.2.2. Accepting loans, gifts, entertainment, food, or anything of the value of \$100 or more from vendors, customers, regulatory or any outside concern that

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does or seeks to do business with or is a competitor to ETG; or

- 4.2.3. Using or disclosing any confidential information gained during employment for an Employee's personal benefit or the benefit of others, including a future employer.

## 4.3. EMPLOYMENT PRACTICES

### 4.3.1. DISCRIMINATION AND HARASSMENT

- 4.3.1.1. ETG prohibits discrimination and harassment of Employees whether or not the incidents occur on ETG premises and whether or not the incidents occur during business hours.

- 4.3.1.2. ETG follows local law of the land to ensure equal recruitment, employment, compensation, development and advancement opportunity for all qualified individuals, and prohibits deliberate harassment based on categories of race, color, religion, sex, national origin, age, or disability.

### 4.3.2. WORKPLACE VIOLENCE

ETG does not tolerate workplace violence including threats, threatening behavior, harassment, intimidation, assaults or similar conduct.

### 4.3.3. ILLEGAL DRUGS AND ALCOHOL POLICY

ETG Employees are prohibited from consuming alcohol/drugs/banned substances at the workplace. Employees are also prohibited from entering the workplace/company premises in a state of intoxication. Employees are also prohibited from bringing any such substances inside the company premises/workplace. Any deviation to this policy shall be considered as grave misconduct leading to immediate dismissal/termination from the services of the company.

### 4.3.4. NON-WORK RELATED INTERESTS

ETG Employees may not use ETG facilities to promote non- ETG or non-work related interests of the employee or of third parties without prior consent of the Management. Here Management means concerned Country Heads/ Board of Directors of Group.

### 4.3.5. INNAPROPRIATE CONDUCT AND BEHAVIOUR

ETG recognizes the following, but not limited to, as inappropriate conduct and behavior, and any Employee found indulging in the same will be dealt with disciplinary action up to and including termination without notice or pay in lieu thereof:



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4.3.5.1.	Ignoring & loitering during working hours;
4.3.5.2.	Reporting late or leaving work early without Reporting authority's permission;
4.3.5.3.	Using obscene and or abusive language;
4.3.5.4.	Spreading malicious gossip or rumor;
4.3.5.5.	Harassing, threatening, intimidating, and coercing any person at any time;
4.3.5.6.	Reporting to work or working while under the influence of alcohol, drugs, or prohibited substances;
4.3.5.7.	Managers or supervisors must not engage in a sexual or dating relationship with subordinate Employees;
4.3.5.8.	Gambling, lotteries, or any other game of chance while on company premises;
4.3.5.9.	Insubordination; and/or
4.3.5.10.	Excessive personal use of telephones or computer facilities.

#### **4.3.6. UNACCEPTABLE BEHAVIOUR AND CONDUCT**

ETG recognizes the following, but not limited to as unacceptable behavior and conduct, and any employee found indulging in the same will be dealt with disciplinary action up to and including termination without notice or pay in lieu thereof;

- 4.3.6.1. Alleged inappropriate comments directed at an individual related to the person's sex, sexual orientation, racial background, religion, or physical ability;
- 4.3.6.2. Possession of guns, weapons or explosives on property of Group;
- 4.3.6.3. Possession, consumption or use of alcoholic beverages or illegal substances while on premises of Group;
- 4.3.6.4. Solicitation of other employees, for any reason, during working hours, unless approved in advance by the Reporting authority;
- 4.3.6.5. Willful violation of safety rules and procedures;
- 4.3.6.6. Willful negligence and/or mishandling of equipment and



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machinery;

- 4.3.6.7. Unsafe driving of Group's or in-plant vehicles;
- 4.3.6.8. Theft and/or falsification of records of Group;
- 4.3.6.9. Threat of/or actual physical contact culminating in physical violence. For example: Violent grabbing, pushing, or shoving and throwing of instruments or, materials of any kind;
- 4.3.6.10. Indecency;
- 4.3.6.11. Poor or careless work;
- 4.3.6.12. Sleeping while on duty;
- 4.3.6.13. Accepting gifts, favors or gratuities from firms, organizations, agents, employees, or other individuals who may or do conduct business with ETG with value in excess of \$100 cumulatively; and/or
- 4.3.6.14. Sexual harassment of any kind.

Types of conduct which may constitute sexual harassment include but are not limited to:

- 4.3.6.15. Sexual remarks or jokes causing embarrassment or offence after the person making the joke has been informed that they are embarrassing or offensive or that are by their nature reasonably known to be embarrassing or offensive;
- 4.3.6.16. Sexual solicitation or advance made by a person in a position to confer, grant, or deny a benefit or advancement where the person making the solicitation or advance knows or ought reasonably to know it is unwelcome;
- 4.3.6.17. Sexually degrading words used to describe a person;
- 4.3.6.18. Sexually suggestive or obscene comments or gestures;
- 4.3.6.19. Leering, touching, advances, propositions or requests for sexual favors
- 4.3.6.20. Derogatory or degrading remarks, verbal abuse, or threats directed towards members of one gender or regarding one's sexual orientation;

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- 4.3.6.21. Inquiries or comments about a person's sex life, sexual prowess, or sexual deficiencies;
- 4.3.6.22. The display of sexually suggestive material in the workplace;
- 4.3.6.23. Persistent unwanted contact or attention after the end of a consensual relationship;
- 4.3.6.24. Comments which draw attention to a person's gender and have the effect of undermining the person's role in a professional or business environment; and/or
- 4.3.6.25. Comments regarding a person's physical appearance or attractiveness.

## 5. PRIVACY AND CONFIDENTIALITY

### 5.1. CONFIDENTIAL INFORMATION

ETG Employees must exercise care to avoid disclosing non-public, internal, secret, or proprietary information related to ETG to any unauthorized persons, either within or outside ETG during employment or afterwards, except as such disclosure is legally mandated or approved by the Management. Here Management means the Board of Directors of the Group.

### 5.2. EMPLOYEE ACCESS TO CONFIDENTIAL INFORMATION

Only ETG Employees that rightly need to know confidential information to conduct their business have access to confidential information and must take necessary steps to keep this information private and confidential.

### 5.3. CONFIDENTIAL INFORMATION OF EMPLOYEES

Employment and medical records of ETG Employees are confidential and private and may only be disclosed if the employee provides a written request for the same or required by applicable law.

## 6. GENERAL PRACTICES

- 6.1. ETG Employees are expected to strictly observe the working hours prescribed and shall follow the job responsibilities given to them by their superiors/reporting authority.
- 6.2. ETG Employees are expected to observe strict moral and ethical standards in their work as well as personal life and shall not engage in any actions or behavior that will have a negative impact on the company's image or reputation.
- 6.3. Employees shall refrain to criticize the company or any of its policies, practices and/or

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customs at any point within or outside the company. Employees are encouraged to raise any suggestions or concerns with regards policies or practices to the HR Department.

- 6.4. Employees are expected to follow the organizational hierarchy in accepting Instructions/guidelines for work. Refusal to obey such instructions/guidelines from the superiors/reporting authority shall be deemed as serious indiscipline and case of misconduct.
- 6.5. Employees are expected to protect the company assets including any intellectual property and keep all Group's information confidential as required in line with the Group's business interests.
- 6.6. Employees are expected to be working wholly with and for the Group only and are expected not to accept any external part time or full time paid and/or honorary positions whilst in the services of the company nor involve themselves in any consultancy elsewhere with any other company or firm.
- 6.7. Deviation to this will be considered as dual employment amounting to serious misconduct which may result in serious disciplinary action including termination of employment.
- 6.8. No Employee shall publish or cause to be published an article written by him/her on any matter relating to the Group in any local, national or international newspaper, journal or any other publication without the express written consent of the Corporate Marketing & Communications Division.

## 7. COMPLIANCE WITH THE CODE

All Employees must know this Policy and adhere to its guidelines which are obligatory and binding. If questions arise please contact the Global Compliance Officer

## 8. REPORTING ACTUAL OR SUSPECTED VIOLATIONS OF THE CODE

### 8.1. Requirement to Report actual or suspected violations of the Policy:

Employees must report any actual or suspected violations of this Policy to the Group Compliance Officer via email on [carien.lambert@etgworld.com](mailto:carien.lambert@etgworld.com). Failure to report any actual or suspected violations of the Code is in itself a violation of this Policy.

### 8.2. Non-Retaliation Policy:

Employees will not be retaliated against or subject to any form of reprisal for raising a good faith concern under this policy or participating in an investigation into any such concerns. Retaliation is a serious violation of this Policy and should be reported immediately.



**8.3. Investigation of alleged violations of the Policy:**

All inquiries, complaints, and reports will be promptly investigated. Employees are expected to cooperate in the investigation. Reasonable measures will be taken to preserve confidentiality of the claim and the identity of anyone who reports a suspected violation or participated in the investigation. If you are unsure whether a violation has occurred, ETG encourages employees to seek advice from the Group Compliance Officer via email on [carien.lambert@etgworld.com](mailto:carien.lambert@etgworld.com) before acting.

**9. ZERO-TOLERANCE POLICY TOWARD VIOLATIONS OF CODE**

9.1. ETG takes a zero-tolerance approach to violations of this Policy, failure to report actual or suspected violations of the Policy, or retaliation against whistleblowers.

9.2. Breach of the code of conduct shall subject the concerned employee to disciplinary action that could lead to imposition of applicable disciplinary action.

**10. REASON FOR REVISION**

REV. NO.	DATE	REASON
1	26 October 2018	Formatting

**11. DOCUMENT PREPARATION**

	Full Initials and Surname	Job Title
Prepared by:		
Verified by:		



## ACKNOWLEDGEMENT FORM FOR CODE OF CONDUCT

I have read, understood and am familiar with ETG's Code of Conduct. I will comply with and put into effect the salient features of this Policy in its entirety.

I understand my responsibility to promptly report any incident of misconduct or perceived misconduct that I may experience or witness. I further understand that ETG takes a zero-tolerance approach to violations of this Policy, and that violations of the Policy or retaliation against whistleblowers will result in termination of my employment.

By signing this acknowledgement, I am indicating that I have read, fully understood and will abide by ETG's Code of Conduct.

\_\_\_\_\_  
Employee Name

\_\_\_\_\_  
Signature

Date: \_\_\_\_\_