

BMD – STANDARD OPERATING PROCEDURES CODE OF CONDUCT

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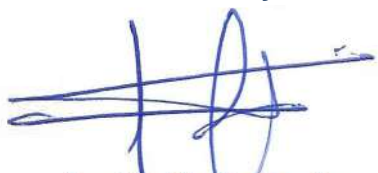
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This is to advise the recipient of this document that Bin Moosa & Daly has approved this document for implementation.

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Code of Conduct

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Introduction

Water technology systems supplier (BIN MOOSA & DALY LTD. L.L.C.) seeks at all times to conduct its business in accordance with the highest standards of integrity, transparency and ethical conduct, and in compliance with applicable laws, rules, regulations and policies. Earning and maintaining the trust and confidence of BIN MOOSA & DALY LTD. L.L.C.'s shareholders, customers, partners, employees, suppliers, service providers and the general public is a responsibility that we all carry.

This Code of Conduct (the code) governs the business decisions made and actions taken by BIN MOOSA & DALY LTD. L.L.C.'s management and staff, and is an expression of the company's fundamental values. In line with the Code and its values, you are expected to 'do the right things, the right way', always keeping in mind the best interests of the stakeholders and BIN MOOSA & DALY. You should always conduct yourself in ways which inspire honesty, create trust, and demonstrate professional integrity and personal accountability.

In particular, you shall make every effort to achieve the following requirements:

- Uphold our core Values;
- Provide the highest standard of professional service;
- Continually strive for improvement in the proficiency and effectiveness of your work for the Company;
- Ensure the security of Bin Moosa & Daly's property, data and information;
- Conduct yourself responsibly in all dealings with third parties and other staff, including your conduct on social media networks;
- When at a third party's premises, conform to their rules and requirements, where these are not contrary to those of Bin Moosa & Daly; and
- Professional and service dedication.

This code is in addition to any applicable laws, rules or regulations, other company policies and/or agreements, and is not intended to reduce or limit other obligations that each member of the team may have to the company.

The background features an abstract geometric design. On the left, a large blue shape is composed of a triangle at the top and a trapezoid below it. On the right, a solid blue vertical rectangle spans the full height of the page. The central area is white and contains the title text.

Administration of the Code

1.1 Reporting Violations and Concerns Under the Code

All members of staff have a duty to report any known or suspected violation of this code, including any known or suspected violations of applicable laws, rules, regulations or policies. Reporting a known or suspected violation of this code should not be considered an act of disloyalty, but an action to safeguard the reputation and integrity of the company, as well as other members of the management team and staff.

If you have any queries regarding the application of this document, you should consult with your direct manager and/or Senior Management.

BIN MOOSA & DALY's Senior Management team is responsible for overseeing the implementation of the code, including issuing recommendations for revisions and guidelines, and is also available if an interpretation or special clarification of this document is needed.

1.2 Confidentiality and Policy Against Retaliation

All reports received through the proper channels of communication, as defined in the earlier section of this booklet, will be investigated under the direction of Senior Management, as appropriate, in a timely and discreet manner.

It is also our policy to comply with all laws that protect staff against unlawful discharge, harassment, discrimination or retaliation by anyone in BIN MOOSA & DALY LTD. L.L.C. as a result of their lawful and truthful reporting of information regarding, or participation in, investigations or proceedings involving allegations of corporate fraud or other violations of this code, company policies and procedures, and the applicable United Arab Emirates laws and regulations.

Reports based upon false evidence, and reports that the person making the report knows, or reasonably should know, to be groundless, are not appropriate. In these cases, BIN MOOSA & DALY LTD. L.L.C. reserves the right to take appropriate disciplinary action with respect to such reports.

If you have any questions as to what information may be confidential or as to what your obligations may be with respect to particular information, you should contact your direct manager, or Senior Management.

The background features several large, abstract, overlapping shapes in two shades of blue. A lighter blue shape is on the left, and a darker blue shape is on the right. They overlap in the center, creating a white space. The shapes have smooth, curved edges.

Integrity and Ethics

To instill a high standard of integrity, ethics and environmental responsibility in all aspects of our business dealings and operations

2.1 Core Business Principle

We should all recognize and understand that corruption, extortion, dishonesty, bribery and environmental damage are not only unlawful but weaken the business and distort performance and are therefore unsustainable. To this end every one of us must operate all aspects of our business in an ethical manner with the highest integrity. This means treating our customers and their representatives, our subcontractors and suppliers and others with whom we work in a fair and honest way, dealing openly and reasonably with third parties and respecting the environment affected by our operations. We must also provide our shareholders with timely and accurate information relevant to their investment in Bin Moosa & Daly. In all business transactions the company prohibits bribery, soliciting any advantage from any person and the offer or receipt of gifts, hospitality or expenses (except under specific circumstances given below).

2.2 Bribery and Soliciting, Accepting and Offering Advantages

We must not offer, give or accept bribes or improper payments or advantages, or participate in any kind of corrupt activity, either directly or through any third party

2.2.1 No bribes

Under no circumstances may any employee offer bribes to any person or company for the purpose of obtaining or retaining business or an improper advantage in doing business. We must not permit others acting on our behalf to do so either.

2.2.2 What we mean by 'advantage'

We interpret the term "advantage" to include any gift, loan, fee, reward, commission, office, employment, contract, service or favor. Every employee is prohibited from offering, giving, accepting or soliciting any advantage to or from clients, consultants, contractors, subcontractors, suppliers or any person in connection with Company business. Offering, giving, soliciting or accepting an advantage in connection with your work is strictly forbidden and may be a criminal offence.

2.2.3 When it is wrong to accept or offer an advantage

If the acceptance of an advantage offered could affect your objectivity or decision-making process or induce you to act against the Company's interests, you should decline to accept. Similarly, if acceptance could lead to questions or complaints of bias or impropriety, the offer must also be declined.

If by offering or giving an advantage, the person receiving the advantage might be considered to be under a sense of obligation to you, or might be induced to act against their employer's interests, then you should not offer or give the advantage.

Where an advantage is offered to you voluntarily, acceptance may be considered only if:

- a. it will not influence your performance; and
- b. you will not feel obliged to do something in return for the offer; and
- c. you are able to openly discuss the acceptance with management without reservation; and
- d. the nature and the value of the advantage are such that refusal could be seen as unsociable or impolite

Where you are considering offering an advantage to the owner or employee of any business connected with the Company's business, or a relative or other person associated with such a business, then you should only proceed (subject to internal authority procedures) if:

- a. it will not influence the performance of the recipient or the business they are associated with;
- b. the recipient will not feel obliged to do something in return for the offer; and
- c. you are able to openly discuss the offer with management without reservation; and
- d. the nature and the value of the advantage and circumstances in which it is offered are within customary social and cultural norms of courtesy (see Section 2.4)

2.3 Gifts and Hospitality

2.3.1 When a gift or hospitality is wrong

You are prohibited from offering, giving or accepting gifts or hospitality whenever such arrangements could improperly affect, or might be perceived to improperly affect, the outcome of procurement or other business transaction and are not reasonable and bona fide expenditures. You should turn down invitations to meals or entertainment that are excessive in nature or frequency, so as to avoid embarrassment or loss of objectivity when conducting Company business. In other circumstances entertainment is often an acceptable form of business and social behavior and can have positive benefits. All entertainment expenses are subject to monitoring and internal approval.

2.3.2 When a gift or hospitality may be accepted

In certain circumstances and cultures, the nature (e.g. advertising or promotional gift, customary gift given during festive occasions) and the value of the advantage may be such that refusal could be seen as unsociable or impolite. These gifts may be accepted but all gifts will be put into a central pool and distributed among all staff.

2.4 Conflicts of Interest

Conflict of interest situations may arise when your personal interests compete or conflict with the interests of the Company. You should avoid such situations, actual or potential, which may compromise your integrity and put the Company's interests and reputation at stake.

Employees must declare to the Company and seek approval of any financial interest, direct or indirect, which any employee or members of his/her immediate family may have, in any business or other organization which competes with the Company or with which the Company has business dealings.

Any employee or his/her immediate family should not grant or guarantee a loan to, or accept a loan from or through the assistance of any individual or organization having business dealings with the Company.

2.5 Outside Employment and Investments

The UAE law and the terms of your sponsorship do not entitle employees to be employed by or perform services for other businesses in the UAE. You shall refrain from engaging in any outside employment, directorships with other organizations, business investments or activities (whether in the UAE or elsewhere) that might conflict with Company interests. If you wish to engage in activities on behalf of another organization, either on a regular or on a consulting basis, or invest in any company or establishment other than a publicly listed company, then you must seek the prior written approval from the Company before proceeding.

2.6 Contributions and Sponsorships to Charities and other concerns

The Company ensures that charitable and community contributions and sponsorships are not used as a subterfuge for bribery. All charitable and community contributions and sponsorships shall be subject to Senior Management approval with clearly expressed objectives, shall be transparent to interested parties including all employees, shall be fully accounted for and made in accordance with applicable law.

2.7 Business relationships

2.7.1 Customers

The Company aims to offer quality services which present good value, are reliable and innovative and meet contract requirements. We seek to keep Customers truthfully informed about our capabilities and aspects of performance avoiding misrepresentation or exaggeration.

2.7.2 Consultants, agents, advisors and other intermediaries

BIN MOOSA & DALY undertakes due diligence following established guidelines before appointing any consultant, agent, advisor or other intermediary, and on an on-going basis as situations warrant. Employees shall follow Company procedures when entering into contractual relationships and supervising the conduct of an agent, advisor or other intermediary and ensure all agreements receive prior approval of Senior Management. You must ensure that compensation paid is an appropriate and justifiable remuneration for legitimate services rendered and is paid through authorized channels.

The Company shall seek to reach agreement with the supplier, consultant, agent, advisor or other intermediary to comply with this Code and subsequently monitor their conduct retaining a contractual right of termination in case of conduct inconsistent with this Code. Provision shall be included in agreements relating to ethics and compliance policies, access to records, co-operation in investigations and similar matters.

2.7.3 Procurement of goods & services (subcontracts, purchase orders)

The Company procures goods and services that represent good value and are obtained on fair and competitive terms using an open and transparent selection process and objective selection and performance evaluation criteria. Unless otherwise agreed, employees are to conduct this process using BIN MOOSA & DALY's Procurement Department (local purchase or imports) to leverage the greater purchasing power and collective information obtained across the business in order to secure lower rates and charges and potentially less risky, better, safer and environmentally more sensitive services. You should follow the detailed procedures provided by the Company unless deviations have been authorized.

2.7.4 Negotiated Contracts

When circumstances do not allow you to follow the prescribed process or for other valid reasons a supplier is selected by a negotiated contract, a proper record of the selection process, the basis of selection and authorized approvals shall be maintained. In all cases you must ensure that the Company is receiving good value on fair and competitive terms. Where the Company is offered a negotiated contract in circumstances in which you would suspect an unlawful advantage, a proper record of the individuals involved in the negotiation and the authorized approvals shall be maintained to ensure that no payments are made to or through intermediaries.

2.7.5 Due diligence

Employees will undertake due diligence in evaluating suppliers not only to ensure they can deliver the required product or services but also to ensure that they are properly licensed for the activity for which they are engaged and will comply with all Labor Law regulations for payment of wages and have effective anti-bribery policies and procedures ensure legal compliance and to control any significant impacts they may have on the environment. The Company shall make known its own policies and this Code and seek to influence the conduct of business partners and shall impose contractual rights of termination in case of conduct inconsistent with this Code.

2.7.6 Suppliers and other payments

Compensation paid shall be appropriate and justifiable remuneration for legitimate services rendered and should be paid through authorized channels using accepted accounting policies. We shall discharge our contractual obligations in a fair, reasonable and timely manner without exception.

2.8 Handling Company Property, Confidential Information and Intellectual Property Rights

2.8.1 Use of Company Property

Unless otherwise permitted under Employment policies, Company guidelines and procedures, the appropriation of Company property by employees for personal use or for resale is strictly prohibited. Similarly, you are not permitted to use your authority over other employees to use Company resources for personal use. On termination of and at any other time during your employment when requested, you must hand over Company assets and records stored in whatever format or medium. You should note that the company reserves the right to retrieve your e-mails and other electronic documents transmitted or stored using the Company's computers or computer systems and to monitor your use of the Internet.

2.8.2 Confidential and Private Information

The Company owes a duty to its Customers, shareholders, employees and business partners to protect any confidential, privileged and personal information entrusted upon us. In order to ensure continued confidence in our services, you are not allowed at any time to directly or indirectly disclose any such information to third parties without prior consent. The Company strictly prohibits any access, usage or disclosure of employees' personal data without legitimate authorization.

2.8.3 Intellectual Property Rights

The Company will afford full respect to proprietary intellectual property and will refrain from using any ideas, products and goods without proper authorization.

2.9 Commitment in respect of the environment

Caring for the environment and sustainability issues increasingly permeate all Company work initiatives and practices as increasingly society expresses a clear demand for more environmentally sustainable practices. We believe that ethical behavior extends to our responsibility in protecting the environment. We wish to make a positive contribution to sustainable development and are committed to greater self-regulation in this area. Every employee is encouraged to contribute by integrating sustainability issues as they relate to our industry into our business planning, strategies and decision-making.

We shall adopt a precautionary approach in our operations and conduct an environmental review for every new undertaking to identify the significance of impacts associated with the activities under our control.

Progressively the Company will explore opportunities for the incorporation of environmentally benign material and process inputs and undertake whole life cycle cost assessment for selected products.

The background features a large, stylized, dark blue shape on the left side, resembling a thick, curved line or a partial circle. To its right, there are several white, organic, cloud-like shapes of varying sizes, some of which overlap the blue shape. The overall composition is abstract and modern.

Compliance
with Laws

You have an obligation to put the interests of BIN MOOSA & DALY LTD. L.L.C. ahead of your personal interests and to advance the company's interests whenever the opportunity to do so arises

3.1 Core Business

We are committed to complying with the legal requirements applying in the countries where we do business. We have established policies and procedures to guide the proper management of operational compliance issues as well as systems dealing with financial, taxation and human resources management which enable employees to learn how to comply with all accountability standards, laws, rules and regulations. We shall maintain and continually improve these systems of management and shall ensure that all employees have the information available or are given instruction to know these standards, laws and regulations applicable to them. At the same time, you must make yourself aware of these requirements as they apply to you.

3.2 Business licenses

The Company establishes, holds and maintains valid business registrations and operating licenses to carry out business activities in each country and where applicable for each type of operation as required by local authorities and laws. The Company shall only carry out its operations within the scope and conditions of these licenses and registrations and in compliance with any local trade restrictions and export controls. Employees shall provide detailed and accurate information when requested by the Company for the application or maintenance of licenses or registrations. The Company's Senior Management must be consulted in all cases where you may have doubts or difficulties in understanding, interpretation or application of trading conditions, registration or licenses.

3.3 Company Records, Invoices and Accounts

Employees shall accurately enter data into the records and reports established and submitted. Falsifying documents, or furnishing false accounting records, receipts or invoices are considered offenses under the laws of most jurisdictions and are strictly prohibited. The Company shall ensure full compliance with all local tax laws (where applicable) making full reporting of all income and expenditure, completing and submitting timely tax returns and making timely payments of all tax liabilities, making proper declarations for customs import and export duty purposes.

3.4 Employment of illegal workers or working illegally

The Company will ensure that all employees / suppliers engaged have the necessary visas, work permits, specific registrations, licenses and qualifications needed before they perform the duties assigned to them.

3.5 Insurances

BIN MOOSA & DALY shall arrange all required insurances through local insurance companies in accordance with local legislation including where applicable Employees' Compensation Insurance for all employees; third party vehicle insurance and all risks insurance.

3.6 Safety, Environmental and other laws

We treat compliance with health, safety and environmental protection regulatory requirements applicable to our business as a minimum standard expected to be adhered to by all employees. Management shall ensure that all applicable legal requirements are identified and actions put in place to ensure compliance. You are required to obey the law and follow all applicable regulations.

The background features a large, abstract geometric design composed of several blue shapes on a white background. These shapes include triangles and polygons of varying sizes and orientations, creating a dynamic, architectural feel. The blue is a deep, muted shade.

The Rights of Employees and Communities

BIN MOOSA & DALY members shall not use their authority, office or association with BIN MOOSA & DALY for personal gain, and shall seek to uphold and enhance the standing of the Company

4.1 Core Business Principle

Our main business principle is to observe the rights of our employees and the communities in which we work. We offer employment conditions that meet the minimum legislative requirements and accepted conventions and do not employ involuntary labor. We do not allow harassment and, subject to compliance with local legal requirements, provide recruitment and career progression based on objective criteria, individual performance and merit. We observe the rights of employees to a safe and healthy work place. We continually seek to prevent and minimize the adverse impacts of our activities on the environment and the communities in which we operate, and we will engage with communities to share concerns and identify risks as early as possible.

4.2 Equal opportunities

We are committed to providing a workplace environment where tolerance is practiced and diversity of color, race, ethnic affiliation, religion, nationality, gender, age, marital or family status is accepted. In certain cases, however, the requirements of safety regulations relating to specific positions within a business; immigration laws and visa quotas and other national policies will take precedence. We do not employ any person below the legal minimum age and will require commitments from suppliers to refrain from such practices. We comply with the maternity leave laws within each country. Recruitment, job transfer and progression, remuneration and training and award of discretionary bonuses when applicable are determined solely by the application of objective criteria, fair and unprejudiced opinion, personal performance and merit. We have established guidelines for recruitment, training, and standard terms and conditions for application.

4.3 Harassment

Harassment is regarded as any unwelcome conduct, which would be likely to offend, humiliate or intimidate any person or to give rise to an intimidating, hostile or offensive work environment. Employees, including managers shall take positive steps to prevent harassment by setting a good example. Reports of harassment will be treated in the strictest confidence and every effort made to ensure that the victim is protected and not disadvantaged in terms of his employment or working environment. If you raise a complaint of harassment by a third party, the matter shall be investigated and acted upon to ensure you do not continue to experience such behavior.

4.4 Grievances

The Company recognizes the sensitive nature of complaints of unfair treatment or harassment and will ensure that employees who wish to discuss such issues may do so in a consistent and structured format with total confidentiality. Employees will not be penalized for raising grievances. In the event of a grievance being raised to a manager relating to discriminatory behavior or harassment, the manager must notify the Managing Director immediately. All complaints will be treated in the strictest confidence.

4.5 Exploitation

The Company aims to allocate sufficient resources to manage the business effectively and to meet daily demands. The organizational structure, normal duties and expected working hours for employees are defined. All local official public holidays for the private sector are observed or compensation or time in lieu provided in accordance with the local laws. We also apply local conventions regarding the calculation of the number of days of holidays. Managers with authority may vary duties from time to time within reasonable limits. Working hours may also be adjusted, subject to compliance with Company guidelines, to meet deadlines and such working hours are monitored and controlled to ensure employees are treated fairly and efforts are recognized. Excessive or prolonged periods of overtime work are not encouraged. Should employees consider their workload to be excessive or their position is being exploited they are encouraged to discuss the matter with their manager or follow the grievances procedure (Section 4.4). We comply with all laws governing minimum wages, where applicable.

4.6 Safe, healthy and secure working environment and conditions

Our vision is to have a workplace without injury or accident. You have a clear duty to yourself, your fellow workers and in many cases the public to take every reasonable precaution to set up and maintain a safe and secure working environment free from hazards. The Company has set up management systems and resources to plan, implement, control and continually improve performance in these areas. Strict wearing of safety equipment when on site and adherence to the policies, manuals, procedures and safe working rules are expected of all employees at all times. The Company will not tolerate any unsafe work practices or serious infringements or staff being under the influence of alcohol or drugs during working hours. Should such behavior be detected you will be subject to different levels of disciplinary action including possible dismissal.

4.7 Working in the community

As a minimum the Company seeks to engage with the local communities in which we work to find out their concerns related to our operations and where practicable to take actions to alleviate such concerns in a responsible manner. When approached by the media about Company affairs you are to follow the guidelines established and unless otherwise authorized you should direct such enquiries to the Managing Director. As a Company we will also use our position and influence within the community to promote health and safety, sustainability and environmental protection. As a rule, you are to treat members of the public with respect, courtesy and due consideration at all times.

Employee Obligations

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5.1 Personal Conduct

The following are our basic principles of personal conduct:

- ✓ You must not take any action, either personally or on behalf of the Company, which will violate any law or regulations;
- ✓ You must perform your assigned duties to the best of your ability and in the best interests of the Company, its customers, employees and shareholders;
- ✓ You must avoid all circumstances that could produce conflicts or the appearance of conflicts between your personal interests and those of the Company;
- ✓ You must comply with security and safety procedures established by the Company;
- ✓ You must adhere to and fully comply with all of the Company's policies and procedures;
- ✓ You must respect the confidentiality of information obtained in the course of business, including information related to the financial affairs of customers;
- ✓ You must exercise absolute candor and fully cooperate in providing facts and information in connection with company investigations, or if requested of you by management or other authorized persons, to the fullest extent permitted by law;
- ✓ You must not use the company resources or your position in pursuit of personal interests that violate Bin Moosa & Daly policy or any law or regulation.

5.2 Corporate Conduct

Our corporate activities should earn the confidence and trust of our customers, employees and shareholders. The following are our basic principles of corporate conduct:

- ✓ The Company will not cause or tolerate any violation of law or regulation in the conduct of its business or related activities
- ✓ The Company is committed to maintaining a level of earnings that provides an equitable return on investment for its shareholders; providing satisfying employment opportunities in its various communities; and providing financial services and resources that meet the needs of its customers and the communities it serves
- ✓ The Company will cooperate fully with its regulators and auditors and will disclose, on a timely basis, information required for judging the soundness of its condition and its merits as an investment
- ✓ The Company will maintain and uphold standards and procedures that are designed to safeguard the legitimate confidentiality of information pertaining to customers and employees
- ✓ The Company will conduct its business in fair and open competition and will not enter into illegal arrangements with competitors affecting pricing or marketing policies

Hygiene and Cleanliness

- 5.2.1 Bin Moosa & Daly shall set, implement and maintain high standards of personal and operational hygiene to safeguard the health and well-being of customers and employees.
- 5.2.2 You shall have clean desks at the end of the day to protect confidential information and to create a conducive working environment for all.
- 5.2.3 You shall maintain a neat work environment during business hours, storing non-essential items away when not in use.
- 5.2.4 You shall refrain from cluttering your area with Post-It or other handwritten notes displaying sensitive information such as user IDs, passwords, account numbers, etc.

5.3 Verbal Communication

- 5.3.1 Bin Moosa & is committed to promoting effective, professional and consistent standards of communication amongst all stakeholders. You are expected to practice and maintain high standards of verbal communication in all aspects of the business. You shall adhere to the defined acceptable standards of verbal communication in all external and internal communication.
- 5.3.2 In dealing with other employees, customers and clients, you shall always:
 - ✓ Be polite and helpful;
 - ✓ Be concise;
 - ✓ Deal with enquiries efficiently and promptly; and
 - ✓ All employees are expected to display professionalism and ensure your commitments are adhered to.

5.4 Media Relations/Public Rights

- 5.4.1 You shall not create any sites, groups or pages on the internet or other variety of social media that are connected to the Bin Moosa & Daly name, without the approval of Senior Management.
- 5.4.2 You shall not speak or post anything official or unofficial on behalf of Bin Moosa & Daly if you are not the authorized spokesperson.
- 5.4.3 You shall not engage in public/social discussions/forums/blogs about work or Bin Moosa & Daly specific matters, unless you are authorized to do so.
- 5.4.4 You shall not use Bin Moosa & Daly's name to endorse or promote any product, opinion, cause or political view

5.5 Dress Code

- 5.5.1 Bin Moosa & Daly's dress code shall be business formal (e.g. national dress; formal shirts with half or full sleeves; formal trousers; with or without neck ties for males; formal skirts and dresses for women with appropriate length - knee level or below).
- 5.5.2 Logistics, Technical Division and Counter Sales Staff are allocated certain items of clothing (uniforms, shoes, etc.). The uniform is to be worn at all times whilst on duty for the Company. Any changes in style or colour shall require management approval.
- 5.5.3 Casual dressing or street dressing (Denim jeans of any colour, half pants, tight or short pants, tank tops or halter-tops, sleeveless tops, T-shirts, shirts with inappropriate slogans, crew neck or V-neck t-shirts, torn, dirty, wrinkled or frayed clothing, sports shoes, any extreme in dress, accessory, fragrances or hair style) are only allowed in the workplace on Thursday's (with the exception of staff that wear company provided uniforms) or at appropriate Company functions (i.e. Staff Party).
- 5.5.4 You are expected to present a neat appearance and are not permitted to wear ripped, frayed or disheveled clothing, skin tight, transparent, revealing or otherwise culturally inappropriate clothing.
- 5.5.5 You shall dress professionally, reflecting a professional business environment, and be conscious of personal hygiene and cleanliness.
- 5.5.6 Employees are expected to maintain good personal hygiene. Colognes or perfumes should not be overpowering.
- 5.5.7 Visible tattoos are discouraged, and where present, shall not be offensive to others. Where they are deemed to be offensive, they shall be appropriately covered.
- 5.5.8 Jewelry worn by employees, including piercings, shall be discreet, appropriate, not cause offense, or be a health and safety hazard to the employee or others. Any items of jewelry that create the potential for harm shall be covered or removed during working hours.



Health & Safety

6.1 General

We have a duty to ensure, so far as is reasonably practicable, the health, safety and welfare at work of all our employees and others who may be affected by our actions. Most accidents can be avoided using a little common sense. Any accident which causes injury results in unnecessary suffering for the victim and inconvenience for their fellow workers. All accidents should be recorded by relevant manager. All matters affecting health, safety and welfare are kept under constant review. Our policy will be reviewed when necessary in the light of experience, changes in legislation and as the business grows or changes.

6.2 Company Duties:

- ✓ The provision and maintenance of plant and systems of work that are safe and without risks to health.
- ✓ Arrangements for ensuring the safety and absence of risks to health in connection with the use, handling, storage and transport of articles and substances.
- ✓ Provision of such information, instruction, training and supervision as is necessary to ensure the health and safety at work of our employees.
- ✓ To provide and maintain safe means of access and departure from the workplace.
- ✓ To provide and maintain an adequate working environment.
- ✓ To provide instruction in and use of protective equipment.

6.3 Employee Duties:

- ✓ To take reasonable care of your own health and safety and of others who may be affected by your actions.
- ✓ To co-operate with any duty or requirement imposed on Bin Moosa & Daly by statute, directive or code of practice.
- ✓ To inform their manager or the Health and Safety Coordinator of any serious or imminent danger and report any shortcomings that you see in the safety arrangements.
- ✓ To follow Bin Moosa & Daly's procedures in particular those involving the reporting of incidents which have or may have led to injury or damage.
- ✓ To ensure you are fully trained in the use of all equipment that is relevant to your job.
- ✓ To report any damaged or defective equipment to the Health and Safety Coordinator immediately.
- ✓ To report all injuries and seek first aid treatment where appropriate.
- ✓ To follow safe working practices and not remove or alter any safety devices and equipment.
- ✓ To seek guidance from the Health and Safety coordinator if you are in any doubt concerning any Health and Safety issue.

Full investigation of accidents will be carried out by the Health and Safety Coordinator under the direction of the appropriate manager with a view to the prevention of future occurrences.

6.4 Health and Safety Coordinators

Everyone has a responsibility for Health and Safety but some people have specific responsibilities. Coordinators are responsible for:

- the maintenance of safety records;
- investigation of accidents;
- providing accident statistics;
- keeping a watching brief in changing safety legislation;
- Ensuring Bin Moosa & Daly's obligations are met in respect of assessment, control and monitoring of the workplace, work equipment, manual handling operation, personal protective equipment and display screen equipment.
- Ensuring the appropriate number of First Aid personnel and Fire wardens are "in post" and fully trained.

6.4.1 The Concerned Manager is responsible for:

- ✓ The overall accident prevention and safety training program
- ✓ Ensuring that the proper operating practices and procedures to prevent injury are adhered to and encouraged.
- ✓ Ensuring that all the management teams are aware of their roles and responsibilities in all safety matters.

6.4.2 Each manager will:

- ✓ Ensure that each new employee is given induction training which includes the precautions and procedures appropriate to his/her specific jobs and ensure that all new employees are shown the location of first aid boxes, fire exits and firefighting equipment and are introduced to the Health and Safety Coordinator, first aid personnel and fire wardens.
- ✓ Keep up to date with Health and Safety matters applicable to our operation.
- ✓ Review the Health and Safety policy periodically and ensure that safety checks have been carried out. Ensure that all members of their team are aware of their roles and responsibilities in all matters of safety, welfare and fire evacuation procedures.

6.5 Practice and Procedures

6.5.1 Fire Evacuation Procedure

You are required to read and understand Bin Moosa & Daly's evacuation procedure. This will be presented to you during your initial induction. It is your responsibility to ensure you know what to do in the event of a fire. Fire exits must be kept clear and fire extinguishers must be easily accessible. Always observe the no smoking policy. The most senior Manager present will take the roll call for all staff. The basic rules on hearing the fire alarm are:

- ✓ Leave the building immediately.
- ✓ DO NOT collect personal belongings.
- ✓ DO NOT use lifts.
- ✓ Leave the building by the nearest fire exit.
- ✓ Assemble with the rest of the staff in front of the building. Do not leave the area until a roll call has been completed and you are told to do so.

6.5.2 First Aid Facilities

There are First Aid kits held at each branch, store office and workshop. Details of First Aiders' names and contact details are on the Health and Safety notice board.

6.5.3 Accident Reporting

An Accident Report book is kept at each branch, store office and workshop. You are responsible for completing this when any accident occurs at work.

6.5.4 Working with VDU's

Many of you will spend a fair amount of your day working on your computer and it is important that you do this comfortably and safely.

However, things can get moved around. We would encourage you to be aware of your posture and desk layout, and to conduct further assessments if you feel any level of discomfort – wrists, neck, shoulder and back can be affected by poor work station set up.

Please report any symptoms that you have, no matter how trivial, to your manager and we can then work together to eliminate any problems.

6.5.5 New Hire Safety Induction Training

If you are a new recruit who requires job specific health and safety training, you will be given this by your manager before any work is allowed to begin.

6.5.6 Housekeeping

Good housekeeping helps to minimize safety risks. The correct storage of boxes, disposal of rubbish, and tidy offices are all good examples of this. Particular care should be taken to ensure that computer cables are covered and well protected.

6.5.7 Misuse of alcohol

We expect you to take a reasonable approach to drinking alcohol. You must take care that alcohol consumption does not interfere with your duties at work. The standards required include the following:

- Not consuming alcohol whilst on the premises.
- Not reporting for work under the influence of alcohol and not consuming alcohol if on call.

The majority of you will have no difficulty in adhering to these standards but if you fail to do so you risk charges of misconduct which will result in disciplinary action. In all cases we reserve the right to send home staff who are under the influence of alcohol - loss of pay or immediate dismissal may result in these circumstances.

6.5.8 Misuse of drugs

We aim to provide a safe and healthy working environment for all our employees and both work performance and safety can be impaired by the misuse of drugs, including those medically prescribed or available without prescription. To use, possess, consume, store or sell illicit drugs on Company premises or to report for work having taken such drugs will result in disciplinary action which may result in summary dismissal.

6.5.9 Smoking

We operate a no smoking policy throughout our premises and property. If you do choose to smoke outside the premises please dispose of cigarette ends properly

Protection and Proper use of Company Assets



All BIN MOOSA & DALY LTD. L.L.C. Senior management team members or staff members should protect the company's assets to ensure their proper use. The standards set forth below are intended to guide employees by articulating the company's expectations as they relate to activities or behaviors that may affect the company's assets.

7.1 Personal Use of Corporate Assets

Theft, carelessness and waste have a direct impact on the company's profitability. Company property should be used for the company's legitimate business purposes, and the business of the company shall be conducted in a manner designed to further the company's interest rather than the personal interest of any individual.

Members of the management team and staff are prohibited from the unauthorized use or taking of the company's equipment, supplies, materials or services. Prior to your engagement in any activity on company time that will result in compensation or payment to you, or use of the company's equipment, supplies, materials or services for personal or non-work-related purposes, you should obtain the approval of the manager of the appropriate department; members of the Senior management team shall obtain the approval of the company's MANAGING DIRECTOR.

7.2 Use of Company Software

BIN MOOSA & DALY LTD. L.L.C. members of the management team or staff may use software programs purchased by the company for word processing, spreadsheets, data management, and many other applications. All software products purchased by the company are covered by some form of licensing agreement, which describes the terms, conditions and allowed uses.

It is the company's policy to respect copyright laws and observe the terms and conditions of any license agreements. Copyright laws impose civil and criminal penalties for illegal reproductions and use of licensed software. The download, installation and usage of pirated software is not acceptable at BIN MOOSA & DALY LTD. L.L.C., and is a violation of the laws applicable in the United Arab Emirates. As such you are required to strictly comply with the usage of company acquired and licensed software and applications only.

Computer resources are not intended to be utilized for amusement, solicitation, or other non- BIN MOOSA & DALY LTD. L.L.C. business purposes

7.3 Computer Resources/E-Mail

BIN MOOSA & DALY LTD. L.L.C. computer resources, which include the electronic mail system, belong to the company and not to staff. Computer resources are not intended to be utilized for amusement, solicitation, or other non-BIN MOOSA & DALY LTD. L.L.C. business purposes. While it is recognized that you will occasionally use the system for personal communications, it is expected that such uses will be kept to a minimum, and that you will be responsible and professional in your use of the e-mail system.

The use of the computer systems to make or forward derogatory or offensive remarks about other people or groups is prohibited. E-mail messages should be treated as any other written business communication. To the extent permitted by law, BIN MOOSA & DALY LTD. L.L.C. has the ability, and reserves the right, to monitor all electronic and telephonic communication. These communications may also be subject to disclosure, law enforcement or government officials.

7.4 Remote Access and Virus Protection

If you are granted remote access to the BIN MOOSA & DALY LTD. L.L.C. network, you agree to install and keep current industry standard antivirus and other malware (spyware) prevention software on all hardware not provided by the company and used by you to access the BIN MOOSA & DALY LTD. L.L.C. network; this helps prevent the introduction of viruses and other threats.

The company shall provide anti-virus protection and/ or other malware (spyware) prevention software for all company-supplied equipment. You must not establish firewalls, routers, communication servers, web servers, or any other facilities on remote computer systems that handle BIN MOOSA & DALY LTD. L.L.C. business, if such facilities permit any other type of real-time in-bound remote access via the Internet. (e.g. establishing inbound Internet connections in the hosting of a web site or running file sharing software).

An abstract graphic featuring two large, solid blue circles positioned vertically in the center. The background is white, with dark blue curved shapes in the corners and along the right edge, creating a frame-like effect. The text "Governmental Regulations" is centered between the two circles.

Governmental Regulations

8.1 General Compliance

In recognition of BIN MOOSA & DALY LTD. L.L.C.'s values of compliance and transparency, the company shall abide by the laws, regulations, decrees and orders of every governmental agency, regulatory authority, and judicial body having jurisdiction over it. The company shall cooperate with any governmental agency in the proper performance of their duties to the fullest extent possible. To ensure the company's compliance and cooperation commitment is satisfied, you should immediately consult BIN MOOSA & DALY LTD. L.L.C.'s identified key contact from the Senior management team, upon receipt of governmental request or enquiry.

8.2 Worker Health and Safety Laws

BIN MOOSA & DALY LTD. L.L.C. strives to provide a safe and healthy work environment for all staff. Employees are expected to keep their work areas clean and free of hazards, conform to the requirements of any safety procedures and guidelines prescribed by the company, and utilize their work stations and equipment in the manner in which they were intended to be used.

Each member of the management team and staff has responsibility for maintaining a safe and healthy workplace by following safety and health rules and practices, and by reporting accidents, injuries and unsafe equipment, practices or conditions.

Likewise, with the exception of company-sponsored or approved events, no member of staff shall engage in private consumption of alcoholic beverages during working hours, and no alcoholic beverages shall be served on company property. Under no circumstances should a member of the management team or staff report to work under the influence of alcohol. Any member of the team who engages in such conduct will be subject to disciplinary action up to, and including, termination of employment.

8.3 Fraudulent Activities

Members of the management team or staff must promptly report any activities that they believe may constitute a violation of any law relating to fraud; misconduct or deceptive practices against the company or any of its stakeholders. BIN MOOSA & DALY LTD. L.L.C. members must also promptly report any activities that they believe constitute or will result in fraudulent reporting of the company's financial results. Guidance on proper reporting of such activities is provided on the company's website, portal and in the company's whistle-blowing policy.

8.4 Intentional Misconduct

The rules of this paragraph shall apply to all members of staff as well as members of senior management. In the event of any member of staff's intentional or knowingly fraudulent or illegal conduct that causes damage to the company, BIN MOOSA & DALY LTD. L.L.C. shall take, in its discretion, such action as it deems necessary to remedy the misconduct and prevent its recurrence. In addition, Senior Management may take such action in its discretion as it determines appropriate, subject to applicable law, to cancel or reduce any outstanding compensation awards, incentive compensation awards, or other benefits to which the member of staff is actually or contingently entitled, in an amount up to the damage to the company, as determined by the Senior Management.

This right to recoupment is in addition to any other rights that the company may have against such member of staff, including any remedies at law or in equity available to the company as a consequence of such damages. Application of this paragraph does not preclude BIN MOOSA & DALY LTD. L.L.C. from taking any other action to enforce an employee's obligations to the company, including termination of employment or institution of civil or criminal proceedings.



Implementation
of the Code

9.1 Core Business Principle

To create the means to effectively make the Code of Conduct an integral part of daily practice We will endeavor to ensure all employees are familiar with this Code and are informed of all matters material to its effective development and implementation through appropriate monitoring activities and communication with relevant interested parties.

9.2 Organization and responsibilities

The senior management is responsible for overseeing the development and implementation of this Code of Conduct and management should provide leadership, resources and active support for implementation and shall demonstrate visible and active commitment to the implementation of the core business principles.

9.3 Training

Employees shall receive specific training on the Code tailored to relevant needs and circumstances. Where appropriate, subcontractors and suppliers shall also receive instruction or briefings on the Code. Training activities shall be assessed periodically for effectiveness.

9.4 Raising concerns and seeking guidance

We encourage employees and others to raise genuine concerns about failure to follow this Code verbally or in writing to responsible managers as early as possible to enable the Company to take appropriate action in an ethical manner. The Company provides secure and accessible channels through which employees and others can raise concerns and report potential malpractice in confidence and without risk of reprisal.

Employees can in the first instance raise issues with their responsible line manager or the manager responsible for their department. However, if employees believe that they cannot raise their concerns to the responsible manager or, having raised the issue, believe it is not being dealt with appropriately, then employees may approach Senior Management, on a confidential basis, who will deal with the matter promptly and fairly.

Employees may, if they consider it necessary, report matters anonymously, although it is preferred that employees identify themselves to facilitate investigation and resolution of matters raised or reported.

It is the Company's policy to protect and support anyone who reports genuine matters of concern

Examples of the types of matters that employees are encouraged to report are matters:

- ✓ posing a danger to the health and safety of an employee or any other individual; or
- ✓ causing actual damage to the environment; or
- ✓ constituting harassment of an employee; or
- ✓ involving the commission or likely commission of a criminal offence, such as misappropriation of Company property or other dishonest acts; or
- ✓ involving acts of corruption (such as bribery or fraud) by or against the Company;
- ✓ involving undisclosed conflict of interest or self-enrichment;
- ✓ involving failure to comply with a legal obligation (under any decree, regulation, rules or contract); or
- ✓ interfering with proper judicial process (such as, for example, giving false or misleading evidence to a court expert in proceedings involving the Company); or
- ✓ involving financial irregularity or misreporting; or
- ✓ involving a material breach of the Code of Conduct; or
- ✓ involving a deliberate "cover-up" of any of the above.

It is the Company's policy to protect and support anyone who reports genuine (non-malicious and non-vexatious) matters of concern, but employees should be aware that the identity of the person reporting the matter will need to be disclosed to the relevant authorities should legal or criminal proceedings result from the report or may in any event be revealed by the information provided in the report. Anyone reporting matters of concern who is treated detrimentally is encouraged to report this to Senior Management. Matters brought to the Company's attention will be investigated thoroughly and sympathetically and be brought to the attention of management at its regular meetings. Where appropriate and practical, feedback may be given to the employee who reported the matter. These ethics helpline channels are not for raising grievances.

9.5 Internal controls

The Company shall maintain accurate books and records, which properly and fairly document all financial transactions, selection processes, formal agreements and other records required under this Code and reference guidelines and procedures. We shall not maintain off-the-books accounts. The Company shall maintain an effective system of internal controls, comprising regulatory, financial and organizational checks and balances over our accounting and record keeping practices and other business processes related to implementation of this Code. We encourage feedback from employees on the procedures to support continuous improvement and shall subject the internal control systems, including the accounting and record keeping practices, to regular audits to verify compliance.

9.6 Disciplinary action

The Company shall apply appropriate sanctions for violations of this Code of Conduct, up to and including termination of employment or engagement under certain circumstances. Breaching the Code may also in some circumstances lead to prosecution.

9.7 Legal rights and obligations

The Code does not affect the rights or obligations of any employee at law including his/her rights or obligation in respect of the reporting of a criminal matter and the disclosure of such matter to an external party as may be required by law. A breach of the Code may lead to prosecution and conviction under UAE federal law and equivalent legislation in other jurisdictions.

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