

# CODE OF BUSINESS CONDUCT AND ETHIC

This Code brings together the fundamental principles that illustrate our common commitment to integrity in our daily professional behavior. It sets out the standards of conduct that should motivate each of us as employees of our company, as well as our partners and suppliers. It provides us with clear guidance to ensure that we all comply with all applicable national as well as international laws and regulations.

## **INTEGRITY AND HIGHEST STANDARDS OF INDIVIDUAL PROFESSIONAL CONDUCT**

### **Employee responsibility and leadership as the foundation of our ethical system**

It is clear that each of us at our company must always follow the laws of the countries in which we operate. And our individual professional behavior should show respect toward each other and to all of our other stakeholders including customers, suppliers, agents, shareholders, and the communities where we work. The respect we show for our stakeholders will only maintain and enhance their trust and confidence in us. Beyond that, we all can be leaders in ethics; we should all know, develop, and demonstrate leadership in our daily activities. We should lead by example with a clear sense of ethics, tolerance, openness and frankness. There is simply no place for inappropriate behavior or for any form of discrimination.

### **Avoiding conflict of interest**

We all need to be careful to avoid even the appearance of a conflict of interest. This includes undertaking any other work. If there is any doubt, you should discuss the question with your managers. We also need to be on the watch for situations where our personal interests could be impacted – either positively or negatively – by the interests of Genesis DMCC and its stakeholders.

It's not only employees who are covered by this requirement. Anyone connected in any way with Genesis DMCC including Directors and officers as well as people involved in partnerships and joint ventures with the company should be vigilant and transparent in disclosing any new situations that could generate a conflict of interest.

### **Compliance with all Applicable Policies and Laws**

Compliance with all applicable local, state, federal and foreign laws is a fundamental aspect of our commitment to integrity. An individual understanding of relevant company policies, laws, rules and regulations is also required. Accordingly, any employee with doubts about whether potential action complies with applicable law or Company policy should not take any action without obtaining the advice of a relevant expert. Each and every employee is responsible for preventing and reporting violations or potential violations.

## **LEAD BY EXAMPLE**

This means we hold our leaders (our officers/executives, directors and upper and middle management) to the same standards as any other employees. We therefore expect their conduct to reflect their belief in and willingness to abide by this Code. Any failure to do so on their part will be dealt with accordingly.

### **ACCEPTING PROFESSIONAL COURTESIES**

It is not unusual for professional courtesies to be extended to company employees from time to time. However, such courtesies should not be expected and requesting them is strictly forbidden. Although there is no prohibition against the occasional acceptance of unsolicited professional courtesies, employees should not feel obligated to accept them. Employees in key decision-making positions should be wary of accepting any professional courtesy that could potentially or actually have an unfavorable impact on our reputation. If any employee feels uncomfortable accepting or has any misgivings about accepting a professional courtesy, the best course of action is to decline politely.

### **MEALS, REFRESHMENTS ENTERTAINMENT AND GIFTS**

There is no prohibition against the acceptance of occasional meals, refreshments, entertainment, gifts and similar business courtesies that are commonplace and as such fall within conventional norms as long as:

- They are not too extravagant.
- The acceptance of such courtesies from any one person, organization or business is not habitual.
- Any such courtesies are not offered or do not appear to be offered in exchange for any business “favors” of any kind.
- The acceptance of any such courtesy would not cause the employee to feel uncomfortable about disclosing it to his or her supervisor, or with public disclosure.

Ordinary business entertainment is also acceptable; however, professional misconduct occurs when the value or cost of such entertainment creates or could potentially create a conflict of interest. Questions about the acceptance of any business courtesies should be directed to your direct supervisor, manager or to the Human Resources department.

### **OFFERING PROFESSIONAL COURTESIES**

In the routine course of business, it is not unusual to offer professional courtesies. Making such offers is acceptable as long as it is not done, or cannot be perceived as being done to curry favor with or otherwise influence the recipient. The use of personal funds or resources within this context is expressly prohibited. Accounting for business courtesies should comply with approved company procedures.

The gifting of certain promotional items is generally acceptable, as long as such activity complies with acceptable professional norms. Employees with questions or concerns about such activity should consult their direct supervisor or manager. The approval of other courtesies such as meals, refreshments or entertainment of reasonable value, will be granted as long as:

- The activity does not violate or appear to violate any applicable laws, rules, regulations or standards of conduct.
- The professional courtesy conforms to applicable norms, is only offered occasionally and is not excessive.
- The professional courtesy is properly documented.

## **TRUTHFUL PUBLIC DISCLOSURES**

We will ensure that any and all financial information made available to the investing and general public in any format is truthful, timely and fully explained. This obligation applies to all employees from the CFO down, who are in any way responsible for the preparation of such information. Any inadvertent or deliberate inaccuracy in or falsification of such information is unacceptable; and any concerns about the veracity or accuracy of such material should be immediately directed to the compliance officer.

## **CORPORATE RECORDKEEPING**

We create, retain and dispose of our official documents as part of our normal course of business in accordance with applicable company policies and procedures; and in compliance with all regulatory and legal requirements.

All corporate records must be factual, exact and absolute, and company data must be promptly and accurately documented in our books in accordance with all relevant internal and external accounting practices.

We must not unduly affect, influence or mislead any audit, nor interfere with any auditor engaged to perform an independent audit of company records, processes or internal controls.

## **ACCOUNTABILITY**

Each and every employee must familiarize himself or herself with this Code and act accordingly. Each and every employee is ethically obligated to ask questions if he or she is unsure of company policy. Each and every employee is ethically obligated to contact the Human Resources department if he or she has any concerns about compliance with or violations of this Code. The values and principles included herein are taken seriously, and violations are cause for disciplinary action up to and including termination of employment.

Protection of confidential company information, as well as nonpublic information entrusted to us by employees, customers and other business partners is key to our success. This includes but is not limited to pricing and financial data, customer names/addresses or nonpublic information about other companies, including current or potential suppliers and vendors. The disclosure of such information without a valid business or legal purpose and proper authorization is not permitted and will not occur under any circumstances.

## **USE OF COMPANY ASSETS**

Company assets, including time, material, equipment and information, are provided for professional use. There is no prohibition of occasional personal use as long as it is not disruptive and does not harm job performance. Employees and those who represent the company are entrusted with responsible use of such material. Managers are responsible for the material assigned to their departments and are empowered to resolve issues concerning its proper use.

Generally, the use of company equipment such as computers, copiers and fax machines for outside business purposes or in support of any religious, political or other outside daily activity is not permitted. Distribution of information or material not relevant to the company, its products or services, by any

employee in work areas or during work hours is not allowed. In order to protect the interests of the company and our employees, we reserve the right to monitor or

review all data and information contained on an employee's company-issued computer or electronic device, the use of the Internet or company intranet. Use of company resources to create, access, store, print, solicit or send any materials that are harassing, threatening, abusive, sexually explicit or otherwise offensive or inappropriate is prohibited.

## HUMAN RIGHTS

### Respecting international conventions

We respect internationally recognized human rights, as set out in the [Universal Declaration of Human Rights](#) and the [International Labor Organization's \(ILO\) Fundamental Conventions](#). We conduct our business in a manner that respects the human rights and dignity of all people, including our employees, contractors and suppliers, and the communities where we operate.

### Taking action to demonstrate our human rights principles

We recognize our responsibility to respect human rights, avoid complicity in human rights abuses, and provide access to remedy to communities, as stated in the [UN Guiding Principles on Business and Human Rights](#). We are fully engaged to take effective measures to end discrimination and to eradicate child labor and forced labor.

### Mutual respect and prohibition of any form of harassment or discrimination

We expect that all of us treat each other in a professional manner, based upon mutual respect, trust and individual dignity.

We do not tolerate any discrimination in any form toward our employees, contractors or candidates for employment. In keeping with this commitment, we strictly prohibit sexual or any form of harassment or discrimination of any kind, including gender, age, nationality, religion, sexual orientation, marital, parental and family status, ethnicity, disabilities, political or trade union affiliation.

## HEALTH AND SAFETY

### The well-being of employees is the basis of the well-being of our business

We strive to protect physical health and well-being in the workplace not only because it is the right thing to do out of respect for all employees but because we recognize that a healthy workforce also contributes to business success. We are committed to reducing cases of occupational illness year on year through a better identification, evaluation and control of workplace exposures.

