



CODE OF CONDUCT FOR BUSINESS ASSOCIATES



1. Introduction

Syspex Group of Companies (“Syspex Group”) is committed to conducting sustainable business in an ethical and professional manner with its business associates including agents, contractors, suppliers, vendors and employees (“Business Associates”). This Code of Conduct (“Code”) outlines the standard of manners required from our Business Associates when conducting work for Syspex Group. Business Associates must conduct their overall business with integrity.

2. Responsibilities of Business Associates

All Syspex Group’s Business Associates shall comply with this Code and to communicate the obligations set out herein and ensure compliance with Code throughout their organisation and supply chains.

In the course of performing work for Syspex Group, Business Associates shall observe and demonstrate the following conducts, where applicable:

2.1. Labour and Human Rights

- i. to supports and respects human rights including labour rights;
- ii. to provide equal employment opportunities, and will not engage in any form of discrimination based on personal characteristics such as gender, race, disability, nationality, religion age or sexual orientation;
- iii. to provide fair wage of not less than the required minimum wage of the individual countries and benefits to its employees;
- iv. to comply with legal and statutory requirements on reasonable working hours and ensuring overtime work is compensated statutorily;
- v. shall not recruit or make use of child labour or exploit children in any way and comply with minimum age regulations for employment in each individual countries that Business Associates operate;
- vi. shall not use forced or bonded labour or encourage employees to incur debt through recruitment fees, fines or other means;
- vii. rights of employees to associate freely in accordance with the laws are to be respected;
- viii. any housing or hostel provided to its employees must conform to the local housing laws and regulations.

2.2. Health And Safety

- i. to provide a work environment that is safe, secure and free of danger, harassment, intimidation, threats and violence of any form;
- ii. to take appropriate precautions to prevent injuries or adverse working conditions for each and every employee by providing safe and conducive work environment;
- iii. to provide safety and health training and personal protective equipment for its employees and take adequate measures to prevent accidents and injuries to its employees.

2.3. Environment

- i. to conduct operations in a manner that safeguards health, protects the



- environment and to minimise its environmental impact;
- ii. to properly discharge or dispose any hazardous waste in accordance with the law;
 - iii. to comply with all applicable environmental laws and regulations.

2.4. Bribery and Corruption

Bribery and corruption refer to both direct and indirect benefits not limited to providing gifts (in the form of cash or cash equivalents), kickbacks, lavish meals or improper entertainment or hospitality that is lavish and indecent with the intention of influence or perceived to be able to influence the decision-making process or to favor or disfavor any person or organization that have dealings with Syspex Group.

- i. shall not directly or indirectly bribe the directors, employees or representatives of Syspex Group;
- ii. Syspex Group has adopted a No Gift policy as such, Business Associates shall refrain from offering any gifts to any directors, employees or representatives of Syspex Group;
- iii. Facilitation payments refer to payments to public officials to gain access, secure or expedite the performance of a routine function they are in any event obligated to perform, Syspex Group does not allow any facilitation payments to be made on behalf or in connection with any dealings relating to Syspex Group;
- iv. shall comply with all applicable anti-bribery and corruption laws and regulations in all countries where they operate;
- v. shall immediately report to Syspex Group if any of the Syspex's Group employees requested, solicits, demand, give or offer any bribes of any form when conducting business dealing with Business Associates;
- vi. save for written approval from SYSPEX, Business Associates are not permitted to make any donation or sponsorship to any third party on behalf of SYSPEX.

2.5. Conflict of Interest

A conflict of interest arises when there is a personal interest that could be seen to have the potential to interfere with the objectivity in performing duties or exercising judgment.

- i. must declare to Syspex Group if any of its directors, employees or representative is related to any of the directors, employees or representatives of Syspex Group.
- ii. this declaration must be furnished to Syspex Group in writing in the soonest possible once it has been noted.

2.6. Confidential Information

- i. shall ensure its employees do not disclose or disseminate any confidential information received from Syspex Group to any third party by whatsoever means unless authorized in writing by Syspex Group;
- ii. shall adhere to the applicable data protection and security laws as well as respective regulations in relation to personal data of employees and other third parties;



- iii. to continue its confidential obligations under the non-disclosure agreement (if any) and keep the confidential information secure and safe even after the conclusion of business relation with Syspex Group.

2.7. Intellectual Property

Business Associates shall not willfully infringe any third party's intellectual rights including copyrights, patents, trademarks or any trade secrets.

2.8. Anti-competitive practices

Business Associates shall comply with competition and anti-trust laws that govern the countries in which they operate and shall not use illegal or unethical methods to compete in the market or collude with other third parties in the business dealings with Syspex Group.

2.9. Non-solicitation

Business Associates shall not solicit or otherwise persuade any employee or staff members of Syspex Group to leave the employment of Syspex Group.

3. Communication and Compliance

Business Associates shall ensure this Code is communicated to all levels of its employees in the organisation. Business associates agree and commit to comply and adhere to this Code at all times when dealings with Syspex Group failing which may result in termination of business relationship and contract, in which Syspex Group shall not be held liable for any losses or damages suffered by Business Associates as a result of the said termination.

4. Review and amendments

SYSPEX reserves the right to amend, update or replace this Code or any part thereof from time to time based on legislative requirements and other circumstances. Such amendments or replacement shall be binding on all Business Associates.

I, the undersigned, am an authorized representative of the below mentioned company. I hereby acknowledge and agree to comply with the terms of this Code.

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Name:

Designation:

Company Name and Registration No.: