

POLICY ON INTERNAL CODE OF BUSINESS CONDUCT AND ETHICS

1. INTRODUCTION AND PURPOSE

Carson Cumberbatch PLC conducts business ethically, honestly, and in full compliance with the law. The Company believes that how it conducts itself is critical to its success and our core values are practiced through compliance and business conduct in all aspects connected to our businesses. The Company has formulated this Policy consistent with its values and beliefs and this Policy does not attempt to be comprehensive or cover all possible situations and Directors and Employees are encouraged to comply with it's letter and spirit. It encourages the Employees and Directors to take positive actions, which are not only commensurate with the values and beliefs but are also perceived to be so.

Strive to do the right thing, even when it's not easy !

The Policy is complementary and not exclusive of other similar policies of the Company such as the Anti Bribery and Corruption Policy, Policy on Whistleblower Protection, Group Share Trading Policy, Policy on Corporate Disclosures etc.

2. SCOPE OF APPLICATION

This Policy applies to all Employees and Directors irrespective of their categorization.

3. GUIDING PRINCIPLES

The following principles guide our business practice and conduct;

- **Honesty** – Demonstrate honesty and high ethical standards in all business dealings.
- **Respect** – Treat all stakeholders and employees with respect and courtesy.
- **Compliance** – Ensure that all business decisions and conduct comply with applicable laws and regulations.
- **Confidentiality** – protect the confidential information of the Company and it's stakeholders.

4. YOUR RESPONSIBILITIES AND OBLIGATIONS

In performing your functions in any aspect related to your work, you are expected to;

- Act honestly, diligently, in good faith and with integrity within generally expected morals and ethics.
- Avoid any situation that creates a real or perceived conflict of interest and if you are unsure about a potential conflict of interest talk to your supervisor or HR Department.
- Conduct yourselves so as to meet the expectations of operational transparency whilst at the same time maintaining confidentiality of information in order to foster a culture of good decision making. Strictly adhere to rules on personal data protection.
- Be dedicated to maintaining a creative, diverse, inclusive and supporting work environment and the Company does not tolerate any form of discrimination or harassment of employees or others with whom we have dealings with. The Company does not tolerate workplace violence of any kind.
- The Company is committed to protecting the environment, health and safety of its employees and others within the environments it operates in. Use good judgment and always put the environment, health and safety first.
- Not use your status to seek or accept any personal gains or favours from those doing or seeking to do business with the Company or from other Employees/Directors of the Company. Refrain from offering, soliciting or accepting of any gratification in exchange of favours and comply with the Anti Bribery and Corruption Policy of the Company. Not use any confidential information obtained during course of your duties for personal financial gain or use/allow the use of such information for the financial benefit of any other person.
- Accurate and honest records are critical to meeting our legal, financial and management obligations. Therefore, do not misstate facts, omit critical information or modify records to mislead others.
- All public or outside speaking engagements that relate to the Company/group business or affairs must be approved and any corporate disclosure must be in accordance with the Policy on Corporate Disclosures. Furthermore, maintain the principle of need to know on all unpublished material information which has a material effect on price or value of securities of the Company, business and affairs of the Company and permit access only for the purpose of carrying out official duties and legitimate purposes.
- You are not permitted to be under the influence of any legal or illegal liquid or substance that impairs your ability to perform your job and employees are prohibited from manufacturing, soliciting, distributing, possessing any illegal drugs or narcotics in the workplace.
- Keep track of and protect Company assets, information and intellectual property and prevent loss, misuse, waste, theft or infringement.

- Abide by all laws, regulations and internal codes including those relating to Insider trading, anti-money laundering, know your client and personal data protection.
- Fraud, dishonesty, misappropriation, misinterpretation and manipulation against the Company or its Directors or Employees of any degree will not be tolerated and would lead to disciplinary action taken against you.

5. REPORTING BREACHES OR CONCERNS

It is the responsibility of all Directors and Employees to ensure compliance with this Policy.

Any Employee or Director who is in doubt, suspects that this Policy has been breached or has concerns about the actions by anyone in the Company, or any third party working with the Company in any capacity; is encouraged to contact the Ombudsman appointed in terms of the Policy on Whistleblower Protection. Confidentiality of any information provided and anonymity of the person providing the information will be assured as per the said Policy on Whistleblower Protection.

6. CLARIFICATIONS & POLICY REVISION

This Policy must be reviewed at least once in every two years. It may be amended at any time with the approval of the Board of Directors of the Company.
