



BUSINESS CODE OF CONDUCT & ETHICS POLICY

SMART MAINTENANCE SOLUTIONS FOR CONTINUOUS PRODUCTION PLANT


Dietsmann
Maintaining Energy



**WE WANT
TO BE SUCCESSFUL,**
NOT ONLY IN
WHAT WE DO BUT ALSO
IN HOW WE DO IT.

FOREWORD

The success of a business depends on many factors. Naturally there are the products and services, the pricing policy and the timing and quality of delivery. Without these, there is no business. However, what distinguishes a successful and sustainable business from short-lived ventures is the discipline of all its employees, management, and staff to live by certain business principles.

At Dietsmann we call these business principles the “Business Code of Conduct & Ethics Policy”. It is the glue that makes us work together and gives us pride in our work. It is the soul and culture of our Company. It formalizes Dietsmann’s ethical commitments. It is based on Dietsmann’s core values of integrity, respect, loyalty, efficiency and transparency as well as the principles underlying the United Nations Global Compact and the Dutch Corporate Governance Code.

We signed-up to the United Nations Global Compact back in 2011 and we today are still committed to actions aimed at structuring our initiative and certifying that we respect the principles of Human Rights, International Labor Rights, Environmental Care and Ethics. In line with its own business principles and corporate values, Dietsmann fully supports the ten principles of the Global Compact and takes every opportunity to advance those principles within its sphere of influence.

To go further in its commitment regarding these principles, Dietsmann is starting the process of integrating the Environmental, Social, and Governance (ESG) criteria. Integrating the ESG will allow us to prove our commitment to these three domains and set ambitious goals.

This Code will help every one of us to respect these commitments every day. It summarizes what we expect from each of our employees and contains the guidelines you need to enable you to do your job properly. Now more than ever in the period following the COVID-19 pandemic, our HSEQ rules and standards are crucial and we say that if “Maintenance is our Core Business, HSEQ are our Core Values”.

This “Business Code of Conduct & Ethics Policy” is complementary to all other Corporate Policies. We expect you to be disciplined in your work and behavior so as to promote mutual respect.

Each of us is responsible for observing this Code. It not only ensures our compliance with the applicable laws in every country in which we operate, it also ensures our achievement of the highest standards of corporate responsibility.

At Dietsmann we encourage innovative thinking and the freedom to be creative and find new and better ways to serve our clients. This freedom can only bear fruits when we all adhere to our Business Principles and act within the boundaries of the following “Business Code of Conduct & Ethics Policy”.

As the famous author and philosopher Voltaire said: “Freedom without discipline equals chaos”. I am proud to attach hereby the latest edition of Dietsmann’s “Business Code of Conduct & Ethics Policy”.



Peter Kütemann
President & CEO



IMPORTANT
READ THIS FIRST:

GENERAL PRINCIPLES

This Code is complementary to Dietsmann's Corporate Policies.

To ensure it is understood by all concerned this Code is available in all the languages commonly used within Dietsmann. Please read it carefully and make sure you fully understand it, then sign the attached slip and send it back to your HR department.

IF YOU ARE CONCERNED THAT YOU DO NOT FULLY UNDERSTAND ANY PART OF THIS CODE:

- Read the respective Dietsmann policies in the Corporate section of Dietsmann's website.
- If there isn't a related policy, or if you have read the policy and still have questions, consult your manager or send an e-mail stating your question to the upline email:
ethics@dietsmann.com.



DECLARATION OF ACCEPTANCE

OF DIETSMANN'S
BUSINESS CODE OF CONDUCT
& ETHICS POLICY

DECLARATION OF ACCEPTANCE

OF DIETSMANN'S BUSINESS CODE OF CONDUCT & ETHICS POLICY

I hereby declare that I have read the Dietsmann Business Code of Conduct & Ethics Policy and that I fully understand the mission, values and standards of behavior our organization embodies.

I understand that compliance with the Dietsmann Business Code of Conduct & Ethics Policy is mandatory for all Dietsmann staff.

I also believe that by complying with the Dietsmann Code of Conduct & Ethics Policy, we all contribute towards improving the working environment and become better professionals as well as better individuals. I understand that we are expected to promote these principles whenever possible.

I confirm that I comply with these standards and that I have disclosed any actual or potential conflict of interests. In addition, I understand that the Dietsmann Business Code of Conduct & Ethics Policy is published on Dietsmann's website and I am able to consult it whenever I have a question or concern.

PLEASE SIGN AND RETURN TO THE HUMAN RESOURCES DEPARTMENT

Name: _____

Signature: _____

Place and date: _____

Signature

Holder of Business Code of Conduct & Ethics Policy



TABLE OF CONTENTS

I. APPLYING THE CODE	1
1. To whom is this Code applicable?	1
2. The compliance with the Code Dietsmann expects from its employees	3
3. Upstream communication	4
4. In case of non-compliance with this Code	5
II. THE PRINCIPLES BEHIND THE CODE	7
1. Dietsmann's core values	9
III. INTERNAL RELATIONS	11
1. Human rights and labor rights	11
2. Human Resources management practices	14
3. Attracting and retaining talent	15
4. Equity of wages and benefits	15
5. Day-to-day work organization	16
IV. HEALTH, SAFETY AND ENVIRONMENT	17
1. HSEQ policies	17
2. HSEQ sustainability	19
V. EXTERNAL RELATIONS	21
1. Individual behavior	21
2. Public institutions	21
3. Client satisfaction	21
4. Contributing towards the socio-economic development of local communities	23
5. Compliance with trading and immigration laws	23
6. Business partners' compliance with this Code	23
7. Competing fairly	24

VI. INTEGRITY, ETHICAL CONDUCT AND COMBATING CORRUPTION 25

- 1. Conflicts of interests 27
- 2. Corporate assets 28
- 3. Dual employment 28
- 4. Hospitality, entertainment and receiving / giving gifts 28
- 5. Facilitation payments 30
- 6. Political activities and contributions 30
- 7. Sponsorship and charitable donations 31

VII. CONFIDENTIALITY, SECURITY OF INFORMATION AND COMMUNICATION RESOURCES 33

- 1. Ensuring stakeholders' confidentiality 33
- 2. Social networking – public communications 35
- 3. Software copyrights and licenses 35
- 4. IT protocols 35

I. APPLYING THE CODE

1. TO WHOM IS THIS CODE APPLICABLE?

Everyone who works for Dietsmann onshore, offshore, full time, part time and on contract, across all sites, in all locations and in every country.

We also expect those we work with to uphold standards and principles that are consistent with our own. We all have a role to play, and are individually accountable for ensuring that we and the people working with us follow the Code's principles and the policies that underpin it.

This Code is an integral component of the terms of employment of all Dietsmann employees; additional specific rules related to distinctive national or client contexts might be added in local welcoming information or safety handbooks. If an employee is concerned that any point in this Code is in conflict with local laws he/she should consult the Ethics Committee.

To allow all business partners and stakeholders to read and understand the Company's general rules and to encourage them to implement good practices in their own companies this Code is published and freely available on Dietsmann's website.



2. THE COMPLIANCE WITH THE CODE DIETSMANN EXPECTS FROM ITS EMPLOYEES

Dietsmann expects all those concerned to comply with the Code by:

- Integrating the Company's core values in their daily behavior and strictly applying the guidelines stated in this code.
- Respecting hierarchical instructions.
- Performing their tasks to the best of their ability and taking every opportunity to enhance their skills and share their knowledge.
- Contributing towards ensuring an efficient and stimulating teamwork atmosphere.
- Committing to meeting their objectives honestly and responsibly.
- Ensuring the confidentiality of information when requested.
- Constantly setting a good example in their general behavior.
- Remaining vigilant in respect of the application of the Business Code of Conduct & Ethics Policy and reporting any violation via the upstream communication procedure (see section I.3).
- Always using their common sense and remembering their responsibilities as an employee of Dietsmann.

WHEN IN DOUBT, ASK YOURSELF WHETHER YOUR CONDUCT:

- Is legal and compliant (check with the Legal and Compliance department)?
- Would encourage the trust of Dietsmann's stakeholders?
- Would make you feel comfortable if publically disclosed?

3. UPSTREAM COMMUNICATION

The purpose of the upstream communication procedure is to provide a framework for the guidance and grievance procedure related to Human rights, Labor rights or Ethics issues.

Grievances can be reported, or advice regarding any of the issues listed above can be requested, via the specific dedicated email address: **ethics@dietsmann.com**.

This procedure is applicable to everyone working for Dietsmann, including all branch offices and joint ventures and irrespective of the individual's type of contract.

An upstream communication procedure can be requested from the Ethics Committee.

WHAT IF AN EMPLOYEE HAS AN ETHICS CONCERN?

If an employee does not feel comfortable about something he/she is asked to do, or witnesses something that seems irregular, he/she should first check that the information he/she has is accurate.

WHERE CAN AN EMPLOYEE GET ADVICE AND/OR ASSISTANCE?

- If the issue is sensitive - his/her HR or HSEQ local Manager.
- If the matter is very sensitive – an email should be sent to the upline email address (see above). Emails can be written in the employees own language – they will be translated.
- Such email may be sent anonymously but this is not recommended as it makes investigation more difficult.

The responsibility for carrying out investigations rests with the Ethics Committee.

Any employee may be requested to participate in an investigation and is expected to provide all requested assistance.

WILL THERE BE ANY REPERCUSSIONS FOR AN EMPLOYEE WHO REPORTS A CONCERN?

All requests for assistance from, or reports of concerns by, employees are handled in the strictest confidence.

Dietsmann will not tolerate any retaliation. No employee's career will be affected because they have, in good faith, reported a concern or provided information about a major issue.

WHAT IF AN EMPLOYEE HAS A COMMENT OR SUGGESTION REGARDING THE BUSINESS CODE OF CONDUCT & ETHICS POLICY?

Comments and suggestions can be sent to the upline email address given above. Employees' opinions are important to Dietsmann and may contribute towards the continuous improvement of this Code.

- **Reporting a violation is mandatory.**
- **Retaliation is forbidden and will lead to disciplinary action.**
- **False allegations will result in disciplinary action and, in serious cases, could lead to individual legal liability.**

4. IN CASE OF NON-COMPLIANCE WITH THIS CODE

For an employee, this could lead to disciplinary action.

For a business partner, this could lead to the contract with Dietsmann being terminated.

The text of the Business Partner Policy is published in full in the Corporate section of Dietsmann's website www.dietsmann.com.



II. THE PRINCIPLES BEHIND THE CODE

In conducting its business Dietsmann endorses and applies the principles of fairness, loyalty, transparency, efficiency and integrity. Dietsmann employees and external collaborators, whose actions may somehow be associated with Dietsmann, must act correctly when conducting business in Dietsmann's interest and in their relations with all stakeholders (employees, branch offices, joint-ventures, Business Partners, local communities and Public Administrations) irrespective of the market conditions and the importance of the business under negotiation.

Bribes, illegal favors, collusion, pressures and requests of a personal nature to benefit oneself or others, either directly or through third parties, are prohibited.

The Dietsmann Business Code of Conduct & Ethics Policy formalizes Dietsmann's ethical commitments. It is based on Dietsmann's core values as well as the principles underlying the United Nations Global Compact and the Dutch Corporate Governance Code.



1. DIETSMANN'S CORE VALUES

LOYALTY:

- Ensuring a safe and secure workplace.
- Encouraging and facilitating the professional and personal development of all employees by providing dynamic career management.
- Ensuring responsible management.

RESPECT:

- People in a multicultural context.
- Stakeholders by taking their expectations into account when making business decisions.
- Clients by providing sufficient and accurate information about Dietsmann's products and services so they can take reasoned decisions.
- The local communities surrounding Dietsmann's facilities by complying with local regulations and customs.
- The environment by developing in a sustainable way and assessing and mitigating Dietsmann's environmental footprint.

INTEGRITY:

- Implementing and regularly reviewing processes aimed at ensuring ethical business conduct, with a particular focus on combating corruption and not interfering in politics.
- Not excluding suppliers who fulfill Dietsmann bidding requirements by adopting appropriate and objective selection procedures based on established and transparent criteria.
- Remaining truthful in all advertising and communications.

EFFICIENCY:

- Complying with all relevant international laws and regulations.
- Providing, courteously, efficiently and in accordance with the terms specified in the contract, operations and services that meet the highest quality standards and that fulfill or exceed the client's reasonable expectations and needs.
- Ensuring good cooperation with business partners in order to guarantee the constant satisfaction of Dietsmann's clients in terms of quality, costs and delivery times.

TRANSPARENCY:

- Accepting and fulfilling Dietsmann's duty of accountability to all its stakeholders by compiling and publishing regular reports of Dietsmann's activities and financial position.
- Guaranteeing individual and commercial privacy by ensuring confidentiality and security of information for main stakeholders.

III. INTERNAL RELATIONS

Operating in a multicultural context, Dietsmann promotes the mutual respect of internal and external relations and aims to operate in a way that demonstrates respect for each other and for local communities.

1. HUMAN RIGHTS AND LABOR RIGHTS

Dietsmann is opposed to child labor: nobody under the age of eighteen will be allowed to work for a Dietsmann Company.

Forced labor is not tolerated. Everybody who works for Dietsmann works freely, within the terms of a legal contract and receives wages and health care benefits in accordance with legal requirements. Dietsmann provides regular employment insurance.

Dietsmann never withholds any worker's personal documentation (passport, work permit) unless temporarily required for logistical processes and then only with the employee's prior agreement. Employees are free to terminate their employment with Dietsmann taking into account the prior notice period as stated in their employment contracts.

Dietsmann does NOT tolerate child labor and forced labor.



FREEDOM OF ASSOCIATION

Dietsmann upholds the rights of its employees to come together and collectively express, promote, pursue and defend common interests, including through collective bargaining.

Please contact your local employee's representatives for more information.

HARASSMENT

Dietsmann does not tolerate any form of harassment.

Harassment is commonly understood as repetitive, humiliating, intimidating or abusive behavior intended to disturb or upset. Harassment will not be tolerated.

MUTUAL RESPECT

Dietsmann does not tolerate any kind of verbal or physical abuse.

Disrespectful words or attitudes will not be tolerated.

NON-DISCRIMINATION

The diversity of Dietsmann's workforce reflects its rejection of any form of discrimination. Discrimination includes any explicit or implicit distinction, exclusion or preference made on the basis of color, gender, religion, political opinion, national extraction or social origin, which has the effect of nullifying or spoiling equality of opportunity or treatment in employment or occupation, including access to vocational training.

Wherever applicable, Dietsmann allows the observance of national or religious traditions and customs with respect to weekly leisure time. As a global company Dietsmann relies heavily on mutual respect and individual dignity and believes that diversity enhances shared knowledge.

All employees must ensure no inappropriate comments or personal jokes linking someone's skills or performance to his/her personal background are made.

2. HUMAN RESOURCES MANAGEMENT PRACTICES

Dietsmann pays considerable attention to its recruitment procedures and day-to-day human resources management (wages, career management, access to training) and does not tolerate any kind of discrimination whether based on color, gender, religion, political opinion, national extraction or social origin.

TOWARDS THIS END DIETSMANN EXPECTS EVERY ONE OF ITS MANAGERS TO:

- Act in a way that serves as an example of good conduct to his/her subordinates.
- Encourage employees to respect the Dietsmann Business Code of Conduct & Ethics Policy.
- Demonstrate to employees that respecting the Dietsmann Business Code of Conduct & Ethics Policy is an essential aspect of the quality of their work.
- Immediately report any suspected deviation from the Business Code of Conduct & Ethics Policy to his/her superior or via the upstream email **ethics@dietsmann.com**.
- Immediately take any necessary corrective measures.
- Prevent any kind of retaliation.

Every manager is required to set a good example.

3. ATTRACTING AND RETAINING TALENT

Dietsmann promotes professional and personal development and strives to optimize skills through dynamic and attractive career management.

The annual progress review provided to employees enables employee's skills and expectations to be assessed and the most suitable and efficient career path to be offered. This may include reassignment and may involve additional training. All employees participate in training programs.

4. EQUITY OF WAGES AND BENEFITS

Dietsmann's remuneration systems always respect the minimum local legal wage in accordance with local legal requirements. Dietsmann expects its business partners to act the same way. Dietsmann rewards its employees for their performance and skills and is committed to ensuring equity of wages in accordance with its non-discrimination principle.

If accommodation is provided to employees by Dietsmann, or one of Dietsmann's clients, it always meets local legal standards of suitability.

Dietsmann is committed to offering its employees the good working conditions they deserve.

5. DAY-TO-DAY WORK ORGANIZATION

Dietsmann fully complies with national and international labor laws and regulations.

In accordance with legal requirements related to working conditions, the work schedule (weekly/daily regular work schedule, rotating shifts) and legal vacations are stated in Dietsmann employment contracts. As work schedules differ from one country to another every employee is responsible for ensuring he/she is aware of and respects the specific weekly and daily working schedules stated in his/her contract and 'Welcome Handbook'.

If an employee is deployed abroad to work as an expatriate he/she will be given a country information sheet specifying further details about working on site and the relevant working hours, including authorized breaks. An employee's family status is taken into consideration when decisions related to work schedules and travel requirements are made.

Every employee is expected to ensure that all his/her official documents are kept up-to-date as required by the Human Resources department and to respect the travelling protocols provided by this department.

IV. HEALTH, SAFETY AND ENVIRONMENT

As the leading independent specialist in the operation and maintenance of oil & gas production facilities and power plants, Dietsmann is committed to applying and maintaining the highest HSEQ standards in the industry. Health, Safety, Environment and Quality are both an individual and a shared responsibility of all Dietsmann employees and have priority over all economic considerations.

1. HSEQ POLICIES

HSEQ is the responsibility of every Dietsmann's employee

The Dietsmann HSEQ Charter serves as a reference to our HSEQ commitments and governs our HSEQ policies and rules.

Our HSEQ Management System is based on continuous improvement and integrates the following Dietsmann's HSEQ policies:

- Safety & Security Policy
- Health & Industrial Hygiene Policy
- Decent working conditions Policy
- Vehicle Driving Policy
- Policy against Substance abuse
- HIV/AIDS Policy
- Sustainable Development Policy
- Environment Protection Policy
- Quality Policy
- CSR Policy



HEALTH SAFETY ENVIRONMENT & QUALITY CHARTER

DIETSMANN'S HSEQ OBJECTIVES ARE CLEAR IN ALL ITS ACTIVITIES:

- Ensure the safety of our employees and contractors
- Protect the environment
- Customer satisfaction

DIETSMANN IS COMMITTED TO:

- Ensuring that health, safety, security, social, environment and quality requirements come before all economic considerations
- Adopting a proactive approach to guaranteeing a safe, healthy working environment and the best service quality
- Identifying the risks stemming from its activities and reducing them as far as is reasonably possible
- Ensuring that every one of its employees understands and adheres to the corporate culture through dedicated health, safety, environment and quality training
- Promoting its employees' initiatives related to improving safety at work
- Promoting sustainable development and social initiatives
- Reducing negative impacts on the environment by using energy efficiently
- Minimizing and eliminating emissions of substances that are hazardous for people and the environment
- Openly communicating, both internally and externally, the results and monitoring of health, safety, security, social, environment and quality objectives
- Verifying compliance with internal and external requirements through audits and striving for compliance with international standards such as ISO 9001, ISO 14001, OHSAS 18001 and ISO 26000
- Ensuring that its labor and human rights policies are implemented and respected
- Requiring that all its employees at every level in the hierarchy accept responsibility for their own behavior in respect of the application of this Health, Safety, Environment & Quality Charter at their workplace

Peter Kütemann
President & CEO

MAINTENANCE IS OUR CORE BUSINESS, HSEQ ARE OUR CORE VALUES


Dietsmann
Maintaining Energy

2. SUSTAINABILITY

Dietsmann always aims to meet its stakeholders' highest levels of expectation in respect of Corporate Social Responsibility (CSR) and sustainability. Dietsmann is a signatory of the United Nations Global Compact.

The dedication and professionalism of our employees reflect the Company's values and we believe this is a decisive factor in Dietsmann's continuing success. Sustainability is central to our business.

We always operate in an economically, environmentally and socially responsible way; the triple bottom line of 'people, planet and profit':

SUSTAINABLE ECONOMIC PERFORMANCE

This objective demands that we operate according to our values, the highest standards of Corporate Governance. We therefore run and expand our business in a sustainable way, for the benefit of clients, current and future employees, the communities in which we work around the world, and our shareholders.

SUSTAINABLE ENVIRONMENTAL PERFORMANCE

An objective that addresses two key areas: minimizing the environmental impact of clients' operations and of our own activities.

SUSTAINABLE SOCIAL PERFORMANCE

This objective includes respecting human rights by providing sustainable and fair employment, training and career development opportunities for the nationals of the countries in which we operate, we are committed to protect the health and safety, both of our own employees and others affected by our activities. We are proud to have outstanding records in this area.



V. EXTERNAL RELATIONS

1. INDIVIDUAL BEHAVIOR

Everyone is expected to comply with local regulations and customs in their everyday behavior and should acquaint themselves with, and carefully respect, the customs and culture of the country they work in and/or with.

2. PUBLIC INSTITUTIONS

Relations with public institutions must only be handled by the departments and people specifically appointed to undertake these contacts.

3. CLIENT SATISFACTION

The satisfaction of its clients is a high priority for Dietsmann. Towards this end Dietsmann complies with the highest international quality standards and is certified ISO 9001:2008. Dietsmann strives for continuous improvement of its quality performance and expects every employee to make an active contribution towards optimizing results. Client satisfaction is assessed regularly and, if necessary, corrective action is taken.



4. CONTRIBUTING TOWARDS THE SOCIO-ECONOMIC DEVELOPMENT OF LOCAL COMMUNITIES

Dietsmann complies with the local regulations and practices in every country in which it operates. In every country a specific budget for local initiatives is allocated, but cannot be exceeded. Dietsmann also promotes local employment and transfer of knowledge. Towards this end Dietsmann has developed attractive and efficient programs for training new talent. Dietsmann nationalizes expatriate positions as often as is relevant and possible in the local situation.

HSEQ awareness-raising campaigns are organized in all the countries in which Dietsmann operates. In some specific cases, and if relevant, campaigns are also addressed to local employees' families in addition to all Dietsmann employees (e.g. malaria, HIV/AIDS prevention campaigns).

5. COMPLIANCE WITH TRADING AND IMMIGRATION LAWS

Dietsmann complies with all relevant trading and immigration laws. Particular attention is paid to the import and export restrictions and immigration laws specific to each country.

The HR department is responsible for monitoring employees' compliance when assigned or reassigned. Every employee is responsible for updating his/her personal documents as required by the Human Resources department.

Dietsmann fully cooperates with government inquiries and investigations. Designated employees are responsible for guiding public officers in carrying out their duties, such as fire inspection.

6. BUSINESS PARTNERS' COMPLIANCE WITH THIS CODE

Dietsmann requires its business partners to adopt the principles of its Ethics Charter, to comply with its commitments to the United Nations Global Compact and to promote these principles and commitments in terms of Human Rights, Labor rights, Health, Safety & Security, Respect of the Natural Environment and Ethical Business Conduct.

Dietsmann's requirements apply to the selection and retention of any kind of business partner anywhere in the world. The term "business partner" refers to any commercial entity linked to Dietsmann, whether this is a supplier, a subcontractor, an agent, a joint venture partner or a client. Dietsmann reserves the right, after having given reasonable notice, to assess and monitor, directly or through third parties, the on-going performance of business partners and their compliance with this policy (review, site visits). Potential business partners such as suppliers are asked to complete a due diligence questionnaire so that Dietsmann can evaluate such business partners' adherence to Dietsmann's values.

If any noncompliance with this policy becomes apparent the business partner concerned is expected to initiate a corrective action plan. If such a corrective action plan is not implemented, Dietsmann reserves the right to terminate the contract.

The full Business Partners Policy can be found in the Corporate section of Dietsmann's website **www.dietsmann.com**.

7. COMPETING FAIRLY

Dietsmann is committed to competing fairly and to respecting the material and/or intellectual rights of the Company's business partners and competitors.

Dietsmann is proud that it remains independent in its decision making and overall strategy.

VI. INTEGRITY, ETHICAL CONDUCT AND COMBATING CORRUPTION

Corruption can be defined as specified in the Civil Law Convention on Corruption by the Council of Europe:

“For the purpose of this Convention, “corruption” means requesting, offering, giving or accepting, directly or indirectly, a bribe or any other undue advantage or prospect thereof, which distorts the proper performance of any duty or behaviour required of the recipient of the bribe, the undue advantage or the prospect thereof.”

(Civil Law Convention on Corruption - European Treaty Series 174 - Article 2).

All individuals working for Dietsmann is expected to uphold Dietsmann’s values in respect of integrity, ethical conduct and combating corruption and is held responsible for:

- Complying with international laws and regulations (no fraud, illegal transactions, business record destruction) and integrity standards (no bribes).
- Ensuring he/she is aware of and respects local customs and traditions.
- Conducting business fairly (internal & external).
- Accurately recording all transactions and refusing improper payments.
- Demonstrating honesty in his/her work (disclosing achievements and non-achievements and ensuring trust in Dietsmann).
- Adhering to the Business Code of Conduct & Ethics Policy.



Every employee is a Dietsmann representative and is, therefore, responsible for behaving in a respectful manner that maintains the trust and confidence of stakeholders in the Company.

Every Dietsmann employee working at a client's site must comply with the Business Code of Conduct & Ethics Policy of the client and of Dietsmann if this is stricter. All business partners are expected to follow an ethics code in line with Dietsmann's. When in doubt an employee should consult his/her manager.

1. CONFLICTS OF INTERESTS

A conflict arises when an individual's personal, social, financial or political activity has the potential to interfere with his/her loyalty or objectivity towards the Company.

- Employees should avoid all situations in which there is a potential conflict of interest.
- All potential conflicts of interest should immediately be disclosed to management so Dietsmann can manage them or eliminate them.

- **Personal or family financial interests in enterprises that have significant business relations with Dietsmann should be avoided.**
- **Employees should avoid situations in which a family member reports to or is hired by him/her.**
- **Employees should avoid situations in which they have close and regular relationships with senior managers of Dietsmann's business partners.**

2. CORPORATE ASSETS

Employees are expected to protect Dietsmann's tangible and intangible assets, such as its reputation, and use them efficiently to advance the Company's interests. This means employees should not use the Company's property or resources for their personal benefit. In addition the Company's property and/or premises shall not be utilized for non Dietsmann purposes without the Company's authorization.

The use of software, email addresses and the Internet are dealt within Section VII. Confidentiality & security of information and communication resources.

Extracting money, falsifying records or claiming expenses that have not been recorded constitutes a fraud, which is a criminal offense and will be dealt with accordingly.

Business and transaction records must not be destroyed, altered or removed unless specifically required by management.

3. DUAL EMPLOYMENT

No Dietsmann employee in a managerial position or higher is permitted to accept outside employment without specific approval from the Human Resources department.

4. HOSPITALITY, ENTERTAINMENT AND RECEIVING / GIVING GIFTS

Gifts, hospitality and entertainment" means anything of substantial value, including (but not limited to) discounts or free tickets to events, reduced prices, transportation, travel, use of vacation facilities and/or meals.

Gifts, hospitality and entertainment are often thought of as a form of courtesy and are quite common in everyday business. In some circumstances, however, they may be a form of bribery, particularly when used to induce favorable treatment, for example in the context of a tender process.

In many cultures constructive relationships may include incidental business gifts and entertainment. The receiving/giving of reasonable, business-related, gifts and hospitality should be carefully balanced with the risk that these could be perceived as bribes. Such gifts and hospitality may, therefore, be received/given on an incidental basis as long as this does not violate local laws and/or oblige the donor or embarrass the recipient.

An employee to whom an inappropriate offer has been made can decline the offer by referring to the Dietsmann Business Code of Conduct & Ethics Policy.

- Any employee receiving gifts and/or entertainment from a third party, or giving them to a third party, on behalf of Dietsmann is expected to exercise good judgment in each case. This means taking into account the pertinent circumstances and laws, including the nature of the gift or entertainment, its purpose, how it could be perceived, the position of the person(s) giving and/or receiving the gift or entertainment, the business context, the risk of an obligation being created and local customs.
- An employee should always obtain the approval of his/her Manager before a gift and/or entertainment is accepted from or offered to a government official.
- Employees arranging gifts or hospitality can obtain guidance very quickly by contacting their supervisor or the upline email: **ethics@dietsmann.com**.
- All expenditure for gifts and entertainment provided by Dietsmann must be recorded accurately in the Company's books and records.
- Monetary gifts are prohibited.
- Luxurious or overly-frequent gifts or entertainment are prohibited.
- Travel and overnight accommodation required by a third party is submitted to management for approval.

5. FACILITATION PAYMENTS

These are payments made to facilitate or expedite decisions or actions by government agencies or government officials. These payments consist of the offering, giving, receiving, or soliciting of any item of value in order to influence the actions of an official or other person in charge of a public or legal duty.

As part of its zero-tolerance approach to bribery and corruption, Dietsmann prohibits the making of Facilitation Payments whether or not they are permitted by local or other laws. Paying facilitation payments could cause serious harm to Dietsmann.

AN INDIVIDUAL WHO'S HEALTH, SAFETY OR FREEDOM (OR THAT OF HIS FAMILY OR COLLEAGUES) COULD BE AT RISK IF A FACILITATION PAYMENT IS NOT MADE, MUST:

- never put himself or his family members in danger;
- if time permits, and doing so does not put him or his family in danger, obtain help and guidance from his line manager;
- if guidance is not available, or if advised to, make the payment and promptly report the payment and the circumstances

6. POLITICAL ACTIVITIES AND CONTRIBUTIONS

Dietsmann's policy is to refrain from making contributions to political candidates and political parties, except as permitted by applicable laws and authorized by the Board of Directors.

Dietsmann considers involvement in politics, contributing financially to a political party or candidate, remaining informed of political matters, serving in civic bodies, campaigning and holding office at a local or national level are important rights and responsibilities of the citizens of a democracy.

An employee wishing to engage in political activities is, however, expected to do so as a private citizen, outside working hours and not as a representative of the Company. Under no circumstances will Dietsmann pay expenses linked to personal political involvement. Employees shall refrain from political activity in countries in which they are not entitled

to exercise political rights and in which the Company operates. Personal, legal political contributions or non- contributions will not influence compensation, job security, or opportunities for advancement.

7. SPONSORSHIP AND CHARITABLE DONATIONS

Charitable donations are donations for which Dietsmann does not expect anything in return. Sponsorship can take different forms including supporting a sporting or cultural event, supporting business start-ups and supporting organizations. Such donations should be clear and transparent and sponsorship agreements should be screened very carefully before they are signed.

Dietsmann does not give donations to individuals.



VII. CONFIDENTIALITY, SECURITY OF INFORMATION AND COMMUNICATION RESOURCES

1. ENSURING STAKEHOLDERS' CONFIDENTIALITY

Dietsmann is committed to respecting the confidentiality of information concerning its employees and business partners. Therefore, in accordance with European Regulation 2016/679, adopted on 27 April 2016, and all laws adopted pursuant to this Regulation by Member States of the European Union, Dietsmann undertakes to respect and protect any personal data and other information about employees or other stakeholders. Such data and information will be kept confidential and not used without their consent save where permitted or required by law. Stakeholders will be informed of the reason for keeping the information and how the information can be accessed and amended and will be assured that the information will only be used for the stated purposes.

All employees are required to observe the applicable rules concerning protecting the confidentiality of the Company's and the Company's business partners' information especially during bidding processes.

Human Resources employees are asked to be particularly vigilant regarding the privacy and protection of employees' data.

Every Dietsmann employee shares the responsibility for protecting the confidentiality and security of Dietsmann's clients and, more generally, all confidential information belonging to others.



2. SOCIAL NETWORKING – PUBLIC COMMUNICATIONS (WHAT CAN BE COMMUNICATED AND HOW)

The Chairman and Managing Director Vice-Chairman are the Company's spokespersons and are the only people authorized to make statements on behalf of the Company. The Board members are spokespersons within their own areas of responsibility.

No employee is authorized to speak to the press, or make and communicate statements on behalf of the Company, without the prior agreement of the Chairman and Managing Director Vice-Chairman regarding the content of the communication.

No employee should post a message including the Dietsmann logo on any social network as this could be seen as advertising.

Sharing a personal point of view on social networks is fine, but employees should make it obvious they are speaking as a private citizen and not as a Dietsmann employee.

3. SOFTWARE COPYRIGHTS AND LICENSES

Dietsmann complies with all relevant copyright and license regulations. All Dietsmann employees are expected to use the software available on their computers and not to download any other software. In addition, to guarantee the information system's infrastructure coherence, no changes or updates can be made to the local server software components.

4. IT PROTOCOLS

All IT protocols to be followed, including security, user support, back-up, mailbox and email guidelines as well as internet access, are contained in the Information & Communication Technology Procedure and can be requested from the IT desk via **itdesk@dietsmann.com**.

The Information & Communication Technology Policy can be viewed in the Corporate section of Dietsmann's website. Any breach of Dietsmann's Information & Communication Technology Policy may lead to disciplinary action.

- **All internet activity is monitored and logged.**
- **All material viewed is scanned for viruses.**
- **All the content viewed is scanned for offensive material.**

DO NOT

- **Print electronic mail messages unless absolutely necessary.**
- **Use electronic mail for personal reasons.**
- **Represent yourself as another person.**
- **Use Internet or Download content from sites unless it is work related.**

LIST OF REVISIONS

REVISIONS	DATE	COMMENTS	ISSUED	APPROVED
1	15.07.2004		Communication Department	Peter Kütemann Chairman and President
2	07.12.2006	Review	Communication Department	Board of Directors
3	04.10.2012	Review	Ethics Committee	Board of Directors
4	01.08.2016	Review	Ethics Committee	Board of Directors
5	15.05.2017	Review	Ethics Committee	Board of Directors
6	13.06.2019	Review	Communication Department	Peter Kütemann Chairman and President
7	15.06.2020	Review	Ethics Committee	Peter Kütemann Chairman and President



SUPPORT AND COORDINATION OFFICE

Gildo Pastor Center - 7, Rue du Gabian - MC 98000 Monaco

tel: +377 93 10 10 10 - fax: +377 93 10 10 11

www.dietsmann.com