

Professional Code of Conduct Policy



Governance

PURPOSE AND SCOPE

Knowing that we work ethically is important to maintaining trust with our ES team members, customers, partners, suppliers and each other. Ergonomic Solutions is committed to the highest standards of ethical business conduct and expects its employees, contractors, agents, Board of Directors, customers, suppliers, partners, to apply these rules when acting on behalf of the Company.

PRINCIPLES

This policy aims to clarify and provide guidance to all employees, contractors, agents and Board of Directors around professional conduct. ES recognises that written policy cannot cover all ethical or legal issues that we might face. A good foundation for ethical behaviour consists of individual conscience, common sense, good judgement and compliance with national laws and regulations. Should a situation arise where an individual is unsure of how to handle a situation, they should seek guidance from their line manager or a member of the Executive Team.

THE POLICY

Equal Opportunities

It is ES policy to take all reasonable steps to recruit, employ and promote employees on the basis of their abilities and qualifications without regard to age, disability/medical history, gender reassignment or gender identity, marital or civil partner status, pregnancy or maternity/paternity, race, colour, nationality, ethnic or national origin, religion or belief, sex or sexual orientation. ES will appoint, train, develop and promote on the basis of merit and ability alone.

Employees, contractors and agents have a duty to co-operate with ES to ensure that this policy is effective to ensure equal opportunities and to prevent discrimination. Disciplinary action will be taken against anyone who is found to have committed an act of discrimination.

We view diversity as an innovation-driver and take a broad view in seeking different cultures, opinions and abilities to help us continue building on our heritage of

innovation. Employees, contractors and agents must not harass or intimidate others on the grounds of race or sex, disability, age, or sexual orientation. Such behaviour is likely to be treated as gross misconduct in accordance with the disciplinary procedure. You should draw to the attention of your manager or Human Resources department any suspected discriminatory acts or practices.

Employees, contractors and agents must not retaliate against or victimise an employee who has made allegations or complaints of sex or racial discrimination or provided information about such discrimination.

Gifts, Entertainment, Hospitality, Donations and Sponsorships

The purpose of gifts, entertainment, hospitality, donations and sponsorships in a commercial setting should be to create goodwill and promote sound working business relationships. We need to consider how they may be perceived; we do not give or accept them if they seem excessive, extravagant or intended to unfairly influence decisions. We should avoid any actions that create a perception that favourable treatment of outside entities by ES was sought, received or given in exchange for personal business courtesies. We must consider the following guidelines when making decisions about gifts and entertainment:

- the gift/entertainment is given infrequently
- the benefit arising is of limited actual or perceived value
- there is a legitimate business purpose associated with the gift/entertainment
- no perceived or actual obligation or bias is created as a result of the gift/entertainment

It is strictly prohibited to give or receive any gift, entertainment, hospitality, donations and sponsorships that

- are illegal in nature
- may harm the reputation of ES such as gifts that are indecent, offensive or pornographic in nature
- comes with direct or indirect suggestion, hint, understanding or implication that in return for the gift, some
- desirable outcome is required benefiting the provider, see also 3.3. on bribery.
- are cash gifts
- are given to employees as personal donations & sponsorships from business partners and customers
- without the approval from the Executive Team

Entertainment includes meals, receptions, tickets to or participation in leisure, social or sporting events where the business associate is in attendance. When the giver of the hospitality does not attend, the event is defined as a gift. Employees with questions about accepting business courtesies should speak to their managers or the HR department.

Bribery & Anti-corruption Laws

A bribe is the direct or indirect offer of anything of value – money, gifts or advantage of any kind – that is intended to influence or could influence a decision to give ES an unfair business advantage. ES does not pay or accept bribes or make or receive improper payments. We comply with the anti-corruption treaties and laws of the countries in which we do business.

To monitor and reduce potential unfair business practices, ES created clear financial authority regulations and enhanced internal control practices.

Fair Competition

As a global Corporate ES has to comply with the Competition Laws. Under these laws, agreements among competitors that restrict trade or price competition are illegal. ES employees must maintain independence of judgment and action in designing, producing, pricing and selling our products and services and must avoid even the appearance of colluding or making an agreement with a competitor. Local laws may vary, but the following principles apply everywhere ES does business.

- Do not make agreements with competitors
- Avoid sharing competitively sensitive information
- Do not make false or deceptive comments regarding competitors
- Be careful when entering pricing agreements with resellers

Effective Communication

Our communication, both internal and external, should reflect our Core Beliefs in that we Act with integrity and are honest and ethical in our actions. We should be clear, concise and factual and take into account cultural differences.

It is our policy to communicate facts about our capabilities, policies and team accurately and responsibly in advertisements, sales, marketing, recruiting and all-over promotional materials.

Confidential Information

Employees, contractors and agents may obtain confidential information with respect to ES or its customers, partners and suppliers during the course of their engagement with ES. They will not use or disclose to any person, firm or entity any proprietary, confidential or trade secret information of ES or its customers for purposes not related to the specific benefit of ES without ES's express prior written permission.

The employees, agents and contractors also need to abide by the "Data Protection Policy" and "Data Breach Policy" put in place by ES.

Any ES Team member who is party to a non-disclosure agreement must keep this information confidential. On occasion other ES team members may need to have access to the information, however, they must be informed of the importance of keeping it confidential.

Protection & Use of Resources

Effective use of ES resources is also critical to our profitability. ES resources include such things as information, intellectual property, materials, supplies, telephones, equipment, information, electronic mail and IT systems, cash and credit. Nonetheless, occasional personal use of Company resources by employees, contractors and agents may occur without adversely affecting the interests of ES. The use should be of reasonable duration and frequency as determined by the manager. Use can be revoked if determined to be unreasonable. You have a responsibility to protect any ES asset entrusted to you from loss, damage, misuse or theft. You must never use company assets or funds for purposes which violate the law or applicable policies or procedures. You must not use any of ES intellectual

property without proper authorisation. You should never use company assets to create, store or send content that is illegal or which others might find offensive. If you leave ES for any reason, you must return all ES assets. You should report any improper use of ES resources to your manager.

Dress Code

Employees, contractors and agents are expected to dress appropriately for their daily duties, this can in some cases be casual business clothing. During meetings with customers, partners or suppliers they are expected to wear smart casual or smart clothing, appropriate to the situation.

When working in any manufacturing or industrial area ES team members should dress in clothing provided by ES and always wear personal protective equipment (PPE).

Business Activities outside Employment

Any outside business activity must be strictly separate from employment at ES, not compete with ES's interests, and should not harm employee job performance at ES. We may not work for or receive payment for services from any third party who interacts with ES, including its suppliers, customers, competitors or regulators without prior written approval from Executive Divisional Head.

Involvement of Family Member or other close relationships

If your family members or people with whom you are in close personal relationships are or may become involved in business activity related to ES, including that as an ES supplier, customer or vendor, you should immediately disclose the nature of the relationship to Executive

Divisional Head and the HR Department and must remove yourself from any related decision-making process.

If you manage or are in a position to exercise influence over any aspect of the performance, compensation or advancement of a family member or someone with whom you have a close personal relationship, you must report this relationship to Executive Divisional Head and the HR Department.

Work within Authority

You must each adhere to the limits of our authority to act on behalf of ES and must not take any action to exceed or circumvent those limits. Only employees who are authorized to do so may sign documents on behalf of ES or in any other way represent or exercise authority on its behalf. You are not allowed to make oral or written business commitments outside of these processes, such as side deals. In addition, all commitments must be communicated and be visible to ES.

The Environment

Ergonomic Solutions (ES) is a professional and environmentally responsible corporate business that seeks to protect the environment and promote long term sustainability for our stakeholders.

We are committed to promoting and maintaining environmentally responsible manufacturing and other business practices for the benefit of our customers, partners, suppliers, consumers, ES team members and the communities in which we operate. We strive for continual improvement by developing specific programs that address the environmental cost and impact of our activities, products and services.

Commitment to Community

ES encourages its employees, contractors and agents to become actively involved in their community by sponsoring and participating in initiatives that contribute to the benefit of the society. We strongly encourage our employees to support this goal by volunteering and participating in charitable and community activities. However, while participating in an activity that ES does not sponsor, you should not imply the company's support without the appropriate authorisation.

Responsible supply chain

ES strives to conduct its business with suppliers in a way that not only provides excellent technology and quality, but also fulfils our environmental and social responsibility - including towards human rights and responsible employment, occupational health and safety, green procurement, clean procurement, compliance and information security. We expect the same from its suppliers and vendors.

MONITORING AND CONTINUOUS IMPROVEMENT

We all have a responsibility to do the right thing and protect ES's reputation. If we promptly report any suspected violation of the Code of Conduct, policy or the law, we will help prevent or limit damage to ES. Every employee is accountable for their own behaviour. Any employee, contractor or agent who becomes aware of any conduct that they believe to be prohibited by this policy or a violation of law is expected to promptly report the facts forming the basis of that belief to their line manager or the HR Department. It is also an option to use our whistleblower system where it is possible to report anonymously.

ES will investigate each report promptly, normally within 14 days of the report being given. It is the obligation of all ES employees, contractors and agents to cooperate in such an investigation. Those responsible for the investigation will maintain the confidentiality of the allegations of the complaint and the identity of the persons involved, subject to the need to conduct a full and impartial investigation, remedy any violations of ES's policies or monitor compliance with or administer ES's policies.

CONSEQUENCES OF NON-COMPLIANCE

Any violation of this Code of Conduct is a serious matter. A breach can put the company, our employees and our products or services at substantial risk. Non-compliance with this policy or failure to follow the Code of Conduct, can lead to disciplinary proceedings including termination of employment being taken against the individual. Failure of any contractor, supplier, customer or consultant to follow the Code of Conduct can result in termination of their relationship with ES.

Other references

[Ethics Policy >](#)

[IT, Electronic Communication and Internet Policy >](#)

[Human Resources Policy >](#)

[Health and Safety Policy >](#)

[Whistleblower Policy >](#)

This policy applies to Ergonomic Solutions
International Limited and subsidiary companies

