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## Title: Corporate Code of Conduct Policy

This Corporate Code of Conduct shall apply for all TR Launay, Inc. employee and subcontractors around the world. Note that some topics have local adjusted regulations, guidelines or policy that will take precedence over this Corporate Code of Conduct.

TR Launay, Inc. implements and uses these policies and procedures to make sure that we are in compliance with International Marine Contractors Association (IMCA) guidelines. In addition, TR Launay, Inc. employees and subcontractors will adhere to and follow our customer and client policies and procedures while under contract and on assignment. Please note: we will refer to all employees and subcontractors operating under the auspices of TR Launay, Inc. as Relevant Persons within this policy.

### Operating Principals

TR Launay, Inc. operating principles commit Relevant Persons to:

- provide high quality products and services
- maintain high standards of business ethics and corporate governance
- strive to make TR Launay, Inc. an enjoyable and rewarding place to work
- ensure the safety of employees, Customers, Suppliers, business associates and the general public as a whole
- meet the highest standards in discharging our Corporate Social Responsibilities
- behave with courtesy and respect to everyone we encounter in the course of our business
- comply with all legal obligations including those in relation to the privacy and confidentiality of personal and business information

### Business Ethics Policy

TR Launay, Inc. is committed to conducting all its businesses with integrity and fairness. Relevant Persons are expected to maintain the highest standards of professionalism, business ethics, and corporate governance in all their dealings with others. They seek mutually beneficial relationships with Suppliers and joint venture partners. They are required to promote the application of this Code in all dealings and to give preference in business dealings to those who adhere to similar business ethics.

All Relevant Persons must comply with all applicable local, national and cross border laws and regulations in each of the countries/jurisdictions in which it operates and with all company policies.



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The privacy of others and the confidentiality of information received in the course of business dealings are respected.

### Procurement Principles

In procurement TR Launay, Inc. requires Relevant Persons to support the following principles:

- For any purchase exceeding a value of US \$650 (or equivalent) singly or in aggregate, quotations should be sought from at least three appropriately qualified Suppliers with selection based on impartial comparison of the quotations.
- For any purchase exceeding a value of US \$40,000 (or equivalent) singly or in aggregate, a competitive tendering process is required to ensure transparency. Whenever competitive tendering above this threshold is not carried out, a file note explaining why such tendering was not done should be produced and kept on the Supplier file.
- Re-tendering should in general take place at least every three years.
- Monitoring systems should be put in place to ensure the proper fulfillment of contractual obligations and to provide reasonable assurance that fraudulent or corrupt activities are prevented.
- Suppliers should be encouraged to make an annual statement that no personal benefit accrues to TR Launay, Inc. personnel or Supplier personnel from this business arrangement and that they have complied with all legal requirements. Responsibility for ensuring this lies with the General Manager (CEO).

### Gambling

Relevant Persons should not engage in frequent or excessive gambling of any kind with persons having business dealings with TR Launay, Inc. In social games of chance with Customers, Suppliers or business associates, they must exercise judgment and withdraw from any high stake games.

### Keeping of Records

TR Launay, Inc. is committed to keeping proper records and following sound accounting policies. All company books, records, accounts and invoices must be created and maintained so as to reflect fairly and accurately and in reasonable detail the underlying transactions and the disposition of company business. All relevant expenses should be properly approved and recorded in the financial records.



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This Code prohibits all Relevant Persons from making any false or misleading statements or other entries in financial records. This Code also prohibits Relevant Persons from creating, maintaining and using any off-the-record accounts with banks or any other third parties and from destroying company records before the normal destruction date.

### Use of Information/Company Property

This Code strictly prohibits Relevant Persons from providing or making available confidential or insider information to anyone outside TR Launay, Inc. without proper authorization. Similarly, this Code strictly prohibits Relevant Persons from making use of confidential or insider information to secure advantage personally or for another party.

The unauthorized appropriation of goods and services belonging to TR Launay, Inc. for personal use or resale and the unauthorized use of TR Launay, Inc.'s assets for personal benefit are strictly prohibited.

Relevant Persons should not alter equipment or facilities or install software without specific authorization or develop their own applications without management approval. Security precautions should be exercised when using personal computers, and all computer software should be used in strict compliance with the laws of copyright.

### Conflicts of Interest

A conflict of interest arises where a person's private interests interfere with the proper discharge of their official duties. TR Launay, Inc. is committed to conducting its businesses without conflicts of interest and this Code requires all Relevant Persons to avoid any situation which may lead to an actual or perceived conflict of interest.

Set out below is a non-exhaustive list of circumstances that would potentially give rise to a conflict of interest:

- Working for a non-TR Launay, Inc. company or non-affiliated organization at the same time as being employed by TR Launay, Inc.
- Becoming a member of a board of any non-affiliated commercial, financial or industrial organization.
- A Relevant Person or a Connected Person negotiating or transacting business with TR Launay, Inc. (other than employment contracts or retail purchases of TR Launay, Inc. products).



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- Having an interest in a company (other than as a holder of securities in a company whose securities are listed on any stock exchange) which either competes with or has business dealings with TR Launay, Inc.

### Political Contributions

TR Launay, Inc., as a normal business activity, will lobby Government Entities either directly or through trade associations to promote policies that encourage business and achieve workable legislation. Relevant Persons should not make any political contribution (either in cash or in kind) on behalf of TR Launay, Inc. Examples of political contributions include:

- Sponsorship of events organized by or associated with any political party, politician or candidate for public office.
- Free or discounted use of TR Launay, Inc.'s premises, services or products as an in-kind donation.

### Bribery

TR Launay, Inc. believes that conducting business with integrity is critical to continuing to develop TR Launay, Inc. as a successful, sustainable and responsible business group. Corruption hinders economic, social and political development and progress.

Breach of anti-bribery laws, wherever and however this takes place, is a serious offense and may expose TR Launay, Inc. to significant fines and other penalties, and individuals to imprisonment. Even the appearance of a breach of anti-corruption laws can cause very significant damage to TR Launay, Inc.'s reputation.

TR Launay, Inc.'s commitment to conducting its business with integrity and in accordance with appropriate ethical standards is a long established policy. Violations of the policy are a serious disciplinary offence. TR Launay, Inc. is committed to upholding its standards wherever it operates, with the intention that the countries and communities in which it does business should properly benefit from its operations.

It is TR Launay, Inc.'s policy that all employees, officers and directors should comply with the anti-bribery laws to which they are subject. This Code sets out the standards of behavior expected from TR Launay, Inc. and the anti-bribery compliance procedures adopted by TR Launay, Inc.



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### Accepting Advantages § (Appendix A)

Relevant Persons should not solicit or accept any Advantages from any person or company having business dealings with TR Launay, Inc. (e.g. Customers, Suppliers, etc.). However, they are allowed to accept (but not solicit) the following gifts offered voluntarily:

- Advertising or promotional gifts of a nominal value; or
- Gifts given on festive or special occasions subject to the maximum limits set out in Appendix A.

Any Advantage or gift accepted by a Relevant Person should be in accordance with TR Launay, Inc.'s procedures for "Acceptance of Gifts or Advantages" (Appendix A).

Relevant Persons must decline any Advantage if acceptance of it could affect the Relevant Person's objectivity, or induce the Relevant Person to act against TR Launay, Inc.'s interests, or lead to questions of bias or impropriety.

### Offering Advantages § (Appendix A)

Under no circumstances may a Relevant Person offer an Advantage to any person or company having business dealings with TR Launay, Inc. for the purpose of influencing such person or company in any business dealings. Any Advantage given in the conduct of the TR Launay, Inc.'s business should be in accordance with TR Launay, Inc.'s procedures for "Offer of Gifts or Advantages" (Appendix B).

Relevant Persons must exercise good judgment and practice moderation in giving gifts. These should not be given in cash, cash equivalents or loans. Excessive gifts in terms of value or frequency should not be offered to potential or existing Customers. Gifts bearing a TR Launay, Inc. logo are preferred.

### Observing local laws when working in another jurisdiction

The above policy applies whether the solicitation, acceptance and offering of Advantages are within or outside Hong Kong SAR or Singapore. Any Relevant Person who conducts business on behalf of TR Launay, Inc. in another jurisdiction must abide by the laws of that jurisdiction, including laws and regulations on anti-corruption, and all other laws and regulations pertaining to ethical business conduct.



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### Payments to Government Officials

It is strictly prohibited to offer an Advantage to any Government Official. Prohibited Advantages should not be made directly, through a Relevant Person's own personal involvement, or indirectly, for example by authorizing or allowing a third party to provide a prohibited Advantage on behalf of TR Launay, Inc. Any request for an Advantage by any Government Official in relation to gaining business or a business advantage for TR Launay, Inc. must be refused and promptly reported to an appropriate director or officer of TR Launay, Inc. Charitable contributions and sponsorship

Use of TR Launay, Inc.'s resources to make or solicit contributions to charitable organizations or other organizations, if done in accordance with applicable laws and regulations, are appropriate. Nevertheless, care must be taken to ensure that such activities do not create, or appear to create, an improper Advantage covered by this Code. Relevant Persons must comply with procedures for "Charitable Contributions and Sponsorship" (Appendix C) for contributions or solicitations of contributions by TR Launay, Inc. to charities or other organizations.

### Entertainment and Corporate Hospitality

Although entertainment is an acceptable form of business and social behavior, Relevant Persons should not accept lavish or frequent entertainment from persons with whom TR Launay, Inc. has business dealings if, by doing so, it might be perceived that they are placing themselves in a position of obligation to the entity accepting the offer. When giving entertainment, company functions are preferable to entertaining individuals.

Relevant Persons should be particularly vigilant concerning entertainment offered to them outside Singapore and turn down invitations to meals or entertainment that are excessive in nature or frequency. It should be noted that any free trips or traveling expenses are considered as Advantages. Without the prior consent of TR Launay, Inc., acceptance of these advantages is strictly prohibited. Relevant Persons should follow the procedures for "Entertainment and Corporate Hospitality" (Appendix D).

### Travel Expenses

Travel expenses incurred on behalf of a person or company (including a Government Official or a Government Entity) that are directly related to promoting, demonstrating, explaining, or certifying TR Launay, Inc.'s products or services, or that are directly related to executing or performing a contract with TR Launay, Inc., may be proper. In practice, for purposes of promoting, demonstrating or explaining its services, TR Launay, Inc. may occasionally invite a person or company (including a Government Official) to travel to its facilities, offices and exhibits for plant tours, product demonstrations or business meetings at TR Launay, Inc.'s expense.



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TR Launay, Inc. may reimburse such persons or organizations for reasonable and bona fide expenditures directly related to any such purpose, such as travel or lodging expenses. Reimbursed travel expenses may include the reasonable cost of such person or organization's transportation, meals, lodging and entertainment.

### Agents and Consultants

No individual or entity may be hired to commit bribery on behalf of TR Launay, Inc. Special care must be taken when TR Launay, Inc. engages the service of an agent, consultant or other third party, when such party is expected to assist in developing business with potential customers or where such party will be involved in obtaining any government approvals or action. Relevant Persons should take steps to ensure that such agent or consultant has fully complied or will comply with the applicable anti-corruption laws to which they are subject and to appropriately encourage them to adhere to the general principles set out in this Code. Before engaging an agent or a consultant, the Relevant Person must follow the procedures for "Engaging an Agent or a Consultant" (Appendix E).

No consultants or agent should be proposed for consideration if there are suspicious circumstances that are not satisfactorily resolved. For example, that party:

- Has a reputation for corruption;
- Is likely to make improper payments or gifts;
- Requests that their identity be kept secret; or
- Requests (without a reasonable commercial justification) that he or she be paid offshore, and/or up-front, and/or in cash.

### Joint Venture Partners and Contractors

TR Launay, Inc. may be held responsible for the conduct of those whom TR Launay, Inc. hires to conduct business on its behalf or with whom TR Launay, Inc. joins to conduct business. Relevant Persons should ensure that that these entities understand this Code and should comply with the procedures for "Joint Venture Partners and Suppliers" (Appendix F).

All Relevant Persons are required to take steps to ensure that any joint venture partners, suppliers or any other individuals or companies hired to conduct business on behalf of TR Launay, Inc. and over which TR Launay, Inc. has direct control develop and implement anti-corruption policies consistent with the general principles of this Code. All such individuals or companies over which TR Launay, Inc. does not have direct control should be required contractually (and where not legally possible be appropriately encouraged) to adhere to the general principles set out in this Code.



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### Loans

Relevant Persons and Connected Persons should not grant or guarantee a loan to, or accept a loan from or through the assistance of, any individual or organization having business dealings with TR Launay, Inc. For instance, a conflict of interest arises when a supplier acts as a guarantor on a bank loan for an employee. There is, however no restriction on normal bank lending made on normal commercial terms.

### Training

All Relevant Persons should receive anti-bribery training at least once every two years.

### Competition and Antitrust

TR Launay, Inc. is committed to complying with all applicable competition and antitrust laws. Relevant Persons should acquaint themselves and comply with the applicable competition laws to which their businesses are subject. These are laws that aim to protect competition by prohibiting anti-competitive behavior. Breach of competition laws is a serious offence and may expose TR Launay, Inc. to severe penalties and other sanctions, and individuals to imprisonment. Set out below is a non- exhaustive list of anti-competitive behavior which would potentially amount to an infringement of competition laws:

- Participating in price fixing, collective boycotts or market sharing arrangements.
- Exchanging competitively sensitive information with competitors.
- Imposing restrictions on Customers or Suppliers.
- Abusing a position of market dominance.

### Outside Employment

Relevant Persons (except for non-executive directors) who wish to take concurrent paid employment, either on a regular or consulting basis, must seek the prior written approval of the Human Resources Department before accepting the employment.

### Environment, Health and Safety

TR Launay, Inc. is committed to conducting its business in a manner which fosters the sustainable use of the earth's resources, minimizes as far as commercially practicable any adverse impact on the environment, and protects in so far as is reasonably practicable the health and safety of its employees, customers, business associates, community neighbors and the general public.





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### Respect in the Workplace

TR Launay, Inc. is committed to providing an inclusive work culture and appreciates and recognizes that all people are unique and valuable and should be respected for their individual abilities. TR Launay, Inc. will not tolerate harassment or discrimination on the basis of gender, religion, race, nationality or ethnic origin, cultural background, social group, disability, sexual orientation, marital status, family status, age or political opinion. This Code requires all Relevant Persons to behave with courtesy and respect towards everyone encountered in the course of business.

This Code promotes the following principles:

- Upholding all applicable legal and corporate occupational health and safety standards
- Not permitting any breaches of employment law or the use of child (defined as being under the age of 16, or local minimum age, whichever is the higher) or forced labour
- Reporting unacceptable conduct to line management or the business unit head
- Not condoning bullying and harassment
- Complying with any legal requirements concerning the collection, holding, processing, disclosure and use of personal data
- Respecting intellectual property rights, including copyright, belonging to others

### Use of Social Media

Relevant Persons should not use any social media tools in any way which will bring TR Launay, Inc. into disrepute, disclose confidential information, interfere with the privacy of colleagues or those with whom TR Launay, Inc. does business, imply TR Launay, Inc.'s endorsement of personal views or breach any applicable laws or regulations.

### Compliance with the Code

Relevant Persons should not seek to avoid these provisions by using agents, partners, contractors, family members or parties acting on their behalf. Anyone who is in breach of the Code will be subject to disciplinary action, including termination of employment. In cases of suspected corruption or other criminal offences, a report will be made to the appropriate local authorities (e.g. ICAC in HK, CPIB in Singapore).



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### Whistleblowing

All Relevant Persons have a responsibility to raise concerns about potential violations of the Code, including possible improprieties in financial reporting and internal controls. Any such concerns should be raised in the first instance by staff with their immediate superior and if no satisfaction is gained then the head of the department. Alternatively, they can be raised with the internal audit or Human Resources Department. If a substantive complaint is received, an impartial and prompt investigation will be held. If the issue still remains unresolved, it will be raised to the head of the relevant business unit. Any material concerns raised through the head of the relevant business unit will be reported to the audit committee which will ensure that appropriate investigative steps are taken. All information received will be kept confidential.

[Original Signed By]

Troy Launay  
President, TR Launay, Inc.

TRL/gr



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## Title: Corporate Code of Conduct Policy - Appendix A

### Appendix A - Acceptance of Gifts or Advantages

§ ‘Advantage’ means without limitation, any money, gift, loan, fee, reward, commission, employment, payment, release, contract, service, entertainment or promise of current and/or future benefit

1. This Policy shall apply to all Relevant Persons employed or attached to each company (“Company”) in the TR Launay, Inc. of companies, regardless of nationality, designation and seniority.
2. No Relevant Person shall solicit or accept any advantage<sup>1</sup> from any person or entity who is a Supplier or Customer or Competitor<sup>2</sup> of, or otherwise has any business dealings with, the relevant Company or the TR Launay, Inc.; unless:
  - (a) The advantage is merely a promotional gift of nominal value (or in the case of gifts offered in commemoration of a special or festive occasion), of a value not exceeding NOK US\$200 (or equivalent); or
  - (b) The value of and circumstances surrounding the advantage are fully disclosed in good faith and are authorized as follows:
    - (i) Gift/advantage valued at US\$100 (or equivalent) or less – such gifts/advantages do not require approval but should nevertheless be reported to the Human Resources Department as stated below.
    - (ii) Gift/advantage valued at more than US\$100 and up to US\$260 (or equivalent) – such gifts/advantages shall be pre-authorized by the relevant Head of Department.
    - (iii) Gift/advantage valued at more than US\$260 (or equivalent) - such gifts/advantages shall be pre-authorized by the Managing Director and/or the Board of the relevant Company.
3. All Relevant Persons shall report all gifts/advantages (regardless of their value) to the Human Resources Department, which shall maintain a record of gifts/advantages accepted.
4. Notwithstanding the above, Relevant Persons shall decline an offer of a gift if acceptance of it could affect his/her objectivity, or induce him/her to act against the interests of the Company or the TR Launay, Inc., or lead to questions of bias or impropriety.



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## Title: Corporate Code of Conduct Policy - Appendix A

5. Each Relevant Person is subject to an ongoing duty to fully and accurately disclose to his/her employing Company in writing, all relevant facts which may imply an actual or potential conflict of interest with the Company.
6. Each Relevant Person shall immediately notify his/her employing Company in writing if he/she becomes aware of any information that might indicate that previous disclosure(s) are or have become incomplete or inaccurate or that the employee has otherwise failed to comply with this Policy.
7. Each Relevant Person shall be required, as a condition of continued employment, to sign an annual Statement confirming his/her compliance with this Policy as may be amended from time to time as the Company or Group deems fit.
8. This Policy is not intended to apply to gifts and/or similar entertainment of nominal value that clearly are in keeping with good business ethics and do not obligate the recipient.
9. Any matter or question of interpretation that arises relating to this Policy should be referred to the Managing Director and/or to the Board of Directors of the Company for decision, where appropriate.



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## Title: Corporate Code of Conduct Policy - Appendix B

### Appendix B - Offer of Gifts or Advantages

1. This Policy shall apply to all Relevant Persons employed or attached to each company ("Company") in the TR Launay, Inc., regardless of nationality, designation and seniority.
2. No Relevant Person shall offer any advantages to any person or entity that is a Customer or otherwise has any business dealings with, the relevant Company or the TR Launay, Inc. for the purposes of influencing such person or entity in any business dealings.
3. Subject to the following restrictions, gifts may be offered to Customers in the course of advertising, or as an indication of appreciation, or to commemorate a special or festive occasion:-
  - (a) Relevant Persons should exercise good judgment and practice moderation in giving gifts, and shall avoid offering excessive gifts in terms of value or frequency. Any gift exceeding 800 NOK (or equivalent) in value (per individual) shall be authorised as follows:
    1. Gift/advantage valued at US \$100 (or equivalent) or less (per individual) – Such gifts/advantages do not require approval but should nevertheless be reported to the Human Resources Department as stated below.
    2. Gift/advantage valued at more than (or equivalent) (per individual) – Such gifts/advantages shall be pre-authorized by the relevant Head of Department.
    3. Gift/advantage valued at more than US \$260 (or equivalent) (per individual) Such gifts/advantages shall be pre-authorized by the Managing Director and/or the Board of the relevant Company.
  - (b) All Relevant Persons shall report all gifts (regardless of their value) to the Human Resources Department, which shall maintain a record of gifts offered.
  - (c) Gifts shall not be given in cash, cash equivalents, or loans.
  - (d) Gifts bearing a TR Launay, Inc. logo are preferred.
4. This Policy is not intended to apply to gifts and/or similar entertainment of nominal value that clearly are in keeping with good business ethics and do not obligate the recipient.



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## Title: Corporate Code of Conduct Policy - Appendix B

5. Any matter or question of interpretation that arises relating to this Policy should be referred to the Managing Director and/or to the Board of Directors of the Company for decision, where appropriate.



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## Title: Corporate Code of Conduct Policy - Appendix C

### **Appendix C - Charitable Contributions and Sponsorship**

1. This Policy shall apply to all Relevant Persons employed or attached to each company (“Company”) in the TR Launay, Inc., regardless of nationality, designation and seniority.
2. Relevant Persons may make or solicit contributions to (non political) charitable or other organizations provided that:
  - (a) All such activities are done in accordance with applicable laws and regulations; and
  - (b) Care is taken to ensure that such activities do not create, or appear to create, an improper advantage prohibited by the TR Launay, Inc. Code of Conduct.
3. Any matter or question of interpretation that arises relating to this Policy should be referred to the Managing Director and/or to the General Manager – Sustainable Development for decision, where appropriate.
4. Each Relevant Person shall be responsible for reporting any charitable contributions and sponsorships made in the name of any Company, to the General Manager – Sustainable Development who shall maintain a record of such charitable contributions and sponsorships.



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## Title: Corporate Code of Conduct Policy - Appendix D

### Appendix D - Entertainment and Corporate Hospitality

1. This Policy shall apply to all Relevant Persons employed or attached to each company (“Company”) in the TR Launay, Inc. of companies, regardless of nationality, designation and seniority.
2. Relevant Persons shall bear the following in mind when giving or accepting entertainment (including meals) from any person or entity who is a Supplier or Customer or Competitor<sup>4</sup> of, or otherwise has any business dealings with, the relevant Company or the TR Launay, Inc.:
  - (a) Lavish or frequent entertainment shall not be given or accepted, especially if doing so may give rise to actual or perceived bias or impropriety or any obligation to the entity being made the offer. Relevant Persons shall turn down invitations to entertainment that is excessive in value, nature or frequency.
  - (b) When giving entertainment, company functions are preferable to entertaining individuals.
  - (c) Any entertainment offered or accepted shall be in accordance with the Company Code of Conduct, especially with respect to Respect for Others and Gambling.
  - (d) Relevant Persons should be particularly vigilant concerning entertainment offered to them outside their base country of operations. Free trips or traveling expenses shall be declined unless authorized by the Managing Director and/or the Board of the relevant Company.
  - (e) The giving and/or accepting of entertainment exceeding US \$260 (or equivalent) in value (per individual) shall be authorized by the Managing Director and/or the Board of the relevant Company. The giving and/or accepting of entertainment below US \$260 (or equivalent) in value (per individual) may be authorized by the relevant Head of Department or General Manager.
  - (f) Each Relevant Person shall report all entertainment to the Human Resources Department, which shall maintain a record of entertainment.
3. Each Relevant Person is subject to an ongoing duty to fully and accurately disclose to his/her employing Company in writing, all relevant facts which may imply an actual or potential conflict of interest with the Company.





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## Title: Corporate Code of Conduct Policy - Appendix D

4. Each Relevant Person shall immediately notify his/her employing Company in writing if he/she becomes aware of any information that might indicate that previous disclosure(s) are or have become incomplete or inaccurate or that the employee has otherwise failed to comply with this Policy.
5. Each Relevant Person shall be required, as a condition of continued employment, to sign an annual Statement confirming his/her cognizance and compliance with this Policy as may be amended from time to time as the Company or Group deems fit.
6. This Policy is not intended to apply to entertainment of nominal value that clearly are in keeping with good business ethics and do not obligate the recipient.
7. Any matter or question of interpretation that arises relating to this Policy should be referred to the Managing Director and/or to the Board of Directors of the Company for decision, where appropriate.



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## Title: Corporate Code of Conduct Policy - Appendix E

### Appendix E - Engaging an Agent or a Consultant

1. This Policy shall apply to all Relevant Persons employed or attached to each company (“Company”) in the TR Launay, Inc., regardless of nationality, designation and seniority.
2. Each Relevant Person responsible for appointing or engaging an Agent/Consultant in connection with the Company’s or the TR Launay, Inc.’s business shall comply with the following requirements:
  - (a) Before appointment/engagement, the Relevant Person shall carry out the following due diligence checks on each prospective Agent/Consultant, together with other due diligence procedures (if any) set by TR Launay, Inc. from time to time:
    - (i) Verify that the prospective Agent/Consultant: a) has an anti-bribery policy and b) will fully comply with the Supply Chain Sustainability Code of Conduct;
    - (ii) Conduct a reasonable local search, to the extent practicable in the country of operation, to ascertain whether the prospective Agent/Consultant or its current directors, shareholders or employees have been charged for breach of any anti-bribery legislation;
    - (iii) Make reasonable enquiries about the relevant industry experience and reputation of the prospective Agent/Consultant.
  - (b) In particular, any relationship between the Relevant Person and the Agent/Consultant shall be fully declared to the Managing Director and/or to the Board of Directors of the Company for decision prior to entering any contractual relationship with the Agent/Consultant.
  - (c) No Relevant Person shall appoint or engage an Agent/Consultant if there are suspicious circumstances which have not been satisfactorily resolved, including without limitation where the prospective Agent/Consultant:
    - Has a reputation for corruption;
    - Has a record of non-compliance with anti-bribery laws/regulations;
    - Is likely to make improper payments or gifts;
    - Requests that his/her identity be kept secret, or requests (without reasonable commercial justification) for payment offshore or in cash or in any other commercially unusual manner.



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## Title: Corporate Code of Conduct Policy - Appendix E

3. Any matter or question of interpretation that arises relating to this Policy should be referred to the Managing Director and/or to the Board of Directors of the Company for decision, where appropriate.



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## Title: Corporate Code of Conduct Policy - Appendix F

### **Appendix F - Business Partners, Joint Venture (JV) Partners and Suppliers**

1. This Policy shall apply to all Relevant Persons employed or attached to each company (“Company”) in the TR Launay, Inc., regardless of nationality, designation and seniority.
2. Each Relevant Person responsible for appointing, engaging or joining with a Business Partner, Joint Venture Partner or Supplier<sup>6</sup> in connection with the Company’s or the TR Launay, Inc.’s business shall comply with the following requirements:
  - a. Prior to entry into a contractual relationship, the Relevant Person shall carry out the following due diligence checks on each prospective party, together with other due diligence procedures (if any) set by TR Launay, Inc. from time to time:
    - i. Verify that the prospective party has an anti-bribery policy;
      1. Conduct a reasonable local search, to the extent practicable in the country of operation, to ascertain whether the prospective party or (if applicable) its current directors, shareholders or employees have been charged for breach of any anti-bribery legislation;
      2. Make reasonable enquiries about the relevant industry experience and reputation of the prospective party.
    3. Each Relevant Person shall ensure that the relevant Business Partner, Joint Venture Partner or Supplier:
3. Understands and commits to compliance with the TR Launay, Inc. Code of Conduct; and
  - a. Has developed and implemented anti-corruption policies consistent with the general principles of the TR Launay, Inc. Code of Conduct; and
  - b. (In the case of parties not under direct control of TR Launay, Inc.) Are contractually required (or where not be legally possible appropriately encouraged) to adhere to the general principles set out in the TR Launay, Inc. Code of Conduct.



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## Title: Corporate Code of Conduct Policy - Appendix F

### Additional procedures for selecting JV Partners and Suppliers

1. All relevant persons will prepare the pre-determined specifications/requirements/scope of services for the products/services required.
2. Invite for tenders from contractors should be made as appropriate. Exceptions should be duly approved by the Finance Director and documented.
4. Tenderer are evaluated based on their capability, financial strength, company structure and reputation.
5. Additional due diligence is performed by checking their current and former client references, as well as relevant work permits, adequate Employer's Liability Insurance and licenses where applicable.
6. Meet with tenderer and clearly communicate on the operating principles prior to engaging them.
7. Contract will be awarded to the tenderer which offers the best value for money, complies with our Code of Conduct, and meets our service standard.
8. Any matter or question of interpretation that arises relating to this Policy should be referred to the Managing Director and/or to the Board of Directors of the Company for decision, where appropriate.