



CORPORATE CODE OF ETHICS AND BUSINESS CONDUCT

THE ABL GROUP WAY OF DOING BUSINESS



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Message from CEO

ABL Group advocates high standards of honesty, integrity and ethical behaviour in our daily business and we expect all representatives of our company to conduct their daily business in a safe, fair, honest, respectful and ethical manner.

Our Corporate Code of Ethics and Business Conduct sets out the basic rules and standards of behaviour expected on matters that are important to our company and to conduct our business in an ethical and compliant manner in accordance with our values.

As part of your working relationship with ABL Group, you must understand and comply with the Code. If you are not sure about a situation, just ask. You can discuss a situation with your Line Manager or Regional Managing Director.

How we conduct ourselves day-to-day to achieve our vision is as important as the results themselves. I encourage you to be honest and ethical in every business situation, thinking about what is right and acting in a way that reflects ABL Group values.

Your understanding and commitment to ABL Group Code of Ethics and Business Conduct is important both to your personal and our collective success.



Reuben Segal
Chief Executive Officer



Your Responsibility

Every one of us has a personal responsibility for ensuring that our day-to-day business affairs are conducted in a fair, honest and ethical manner. This Code applies to every ABL Group company and everyone who works for ABL Group globally.

You are personally responsible for reading and applying the Code together with any other policies and procedures that are relevant to you and applying them within your role and responsibilities.

Contract staff must also comply with the Code. Freelancers who are acting as ABL Group representatives (or who are working on the company's behalf or in its name through outsourcing of services, processes or any business activity) are required to consistently follow the Code. This is also a mandatory requirement of all contracts with ABL Group.

Decision Making

Ethical decision-making starts with good judgment and common sense. Before taking action in a situation ask yourself:

- Is anyone's life, health or safety, or the environment endangered by this action?
- Is it legal?
- Does it feel fair and honest?
- Does it compromise trust or integrity?
- What would I tell my colleague to do in a similar situation?

If for any reason you feel unable to discuss an issue with your line manager, you can and should speak to your Country Manager, Line Director, Regional Managing Director or CEO.

Reporting Suspected Violations

If you suspect illegal or unethical behaviour or believe that the Code is being violated, you are responsible to raise your concern with your line manager.

Alternatively, employees may report to anybody within the management or use the whistleblowing channel, and may do so on a confidential basis.

Covering up an issue or ignoring it can make it much worse. If you are unsure about your responsibilities under the Code or about what to do about a particular situation, **always ask first**. Your confidentiality will be protected where appropriate.

ABL Group will not penalise or discriminate against anyone who provides information to the company relating to an activity he or she reasonably believes is illegal or contrary to Company policies.



1. Business Dealings

ABL Group staff must at all times be honest and fair in representing the Company when dealing with customers, government officials, suppliers, competitors, shareholders, the public and fellow employees or contractors.

This Code prohibits giving anything of value, directly or indirectly, to officials of foreign governments or foreign political candidates in order to obtain or retain business. It is strictly prohibited to make illegal payments to government officials of any country.

The ethical and legal requirements in these situations can be complex. For example, while laws in some countries may allow facilitating payments, **ABL Group** does not support their use by our employees, agents or contractors. However, in a situation where you believe your health or safety is at risk, you may make the payment and immediately report the situation to your line manager.

2. Preventing Bribery and Corruption

Bribery is the act of giving something of value in exchange for an alteration of behaviour. **Corruption** is dishonest or fraudulent conduct.

ABL Group operates a zero-tolerance policy towards bribery. You should not, under any circumstance, accept any offer of participating in a bribe. A bribe or a kickback doesn't have to be cash, it can be anything of value that is offered in exchange for business favours, information, favourable treatment or similar.

If you are offered or receive a bribe, or if you are in doubt of any other actions throughout the organisation that suggest bribery, then you must report to your Line Manager or Regional Managing Director immediately.

Everyone within ABL Group is expected to report any suspicious activity regarding inappropriate payments immediately.

You should at all times act in accordance with the following provisions:

- Do not offer or accept bribes;
- Behave honestly, be trustworthy and set a good example;
- Use the resources of the Company in the best interests of the Company and do not misuse those resources;
- Make a clear distinction between the interests of the Company and your private interests to avoid any conflict of interest, and if such conflict does arise you should report it to your Line Manager immediately;
- Ensure that any community support, sponsorship and charitable donations do not constitute bribery, and if in doubt you should consult your Line Manager;
- Confidentially report all incidents, risks and issues of bribery or corruption to your Line Manager or Regional Managing Director



3. Confidentiality

ABL Group personnel must maintain the confidentiality of proprietary information entrusted to them by the Company or its customers and suppliers, except when disclosure is authorised by the Company or is required to be disclosed by law.

Proprietary information includes all non-public information that might be of use to competitors or other third parties or harmful to the Company or personnel, customers or suppliers if disclosed.

You must never use Company proprietary information for personal gain or for the benefit of persons outside the Company. ABL Group will not use illegal, unethical or improper means to obtain confidential information or proprietary data.

In addition, you should respect the privacy of fellow ABL Group personnel. The Company collects, uses and stores personal information about its employees, contractors, customers, suppliers, associates and others in the course of its business activities. Collection, use and disclosure are subject to provincial, federal, international and applicable local laws. ABL Group is committed to complying with these laws.

4. Conflict of Interest

A conflict of interest is when personal interests conflict with ABL Group interests. It can also apply when personal interests influence, or even appear capable of influencing, the decisions made in your job. You are required to report any situation that may create an actual or apparent conflict of interest.

Avoid any situation where you improperly benefit, or appear to improperly benefit, from company business decisions or knowledge acquired at ABL Group.

From time to time work activity conflicts of interest, particularly between 1st party and 3rd party business lines, e.g. Design and Warranty, will occur. In these cases, the Regional Managing Director shall:

- Perform a conflict check / investigation, where required
- Ensure that clients are informed in writing and are agreeable, making the arrangement fully transparent
- Ensure both activities are performed by two totally independent project teams
- Ensure mechanisms are put in place to monitor activities to prevent distortion and biases of actions and/or decisions



5. Export Controls and Sanctions

Export controls and economic sanction laws impose restrictions regarding the sale, shipment, electronic transfer, provision, or disclosure of information, software, goods, assets, funds, and services across national borders or involving parties subject to economic sanctions. Exports also include electronic transfer, through discussions or visual inspections, and not only through traditional shipping methods. ABL's policy is to exercise caution when dealing with sanctioned countries. ABL shall ensure full compliance with all relevant sanctions and export controls. Prior to entering into an agreement for delivery of equipment or services to an end user, ABL shall carry out a project/country/customer risk review before a bid decision is made. Sanctions laws may prohibit dealings with certain parties, who are specifically designated by governments for sanctions restrictions. Before engaging in business with any party, it is important to confirm that those parties are not subject to sanctions.

Your responsibility:

- You shall not participate in any transaction that is in breach of any sanction regime or export control rule that apply.
- You must check whether export control laws and sanctions applies before transferring goods, technology, software or services across national borders.
- You must also be attentive to dealings with parties that are registered in (or citizens of) sanctioned countries, or that are otherwise designated for financial sanctions.

6. Fair Competition

ABL Group does not engage in anti-competitive activities. We compete for business vigorously and seek to outperform our competition fairly and honestly complying with all applicable antitrust and competition laws.

We seek competitive advantages through superior performance, never through unethical or illegal business practices.

Competition laws are in place to ensure fair competition in the marketplace for products and services. They generally prohibit agreements that tend to restrict competition, such as agreements between competitors regarding pricing, bidding, production, supply and customer practices, as well as a variety of other forms of unfair conduct.

Seek advice from your line manager before discussing prices, customers, suppliers, marketing or service intentions with anyone outside ABL Group, in particular any competitors.

7. Financial Integrity

ABL Group conducts its financial affairs lawfully, undertaking all transactions in compliance with approved authority limits.

The Company requires honest and accurate recording and reporting of information in order to make responsible business decisions.

Accounting and financial reporting will comply with the relevant, generally accepted accounting principles and where appropriate the relevant rules and regulations.

All ABL Group personnel have a responsibility to ensure that:

- Transactions are recorded in the company's accounts accurately and promptly. Any known inaccuracies, misrepresentations or omissions are to be quickly identified and reported;
- Transactions are conducted within the appropriate level of authority in accordance with prescribed policies and procedures;
- True and actual number of hours worked should be reported;
- Business expense accounts are legitimate, documented, supported with appropriate documentation, and recorded accurately;

The timely communication of this information is integral to the Company's accounting and reporting process.

7.1. Money Laundering

The ABL Group shall not accept, facilitate or support money laundering.

8. Gifts, Hospitality and Entertainment

Gift-giving customs vary around the world, but one principle is clear – the exchange of gifts cannot compromise, or appear to compromise, our ability to make objective and fair business decisions.

"Gifts, hospitality and entertainment" ("GHE") include anything of benefit provided free of charge or at a charge less than market value, including (but not limited to) cash or cash equivalents, offers of employment, discounts or free tickets to events, loans or other securities, prizes, gift certificates, transportation, travel, use of vacation facilities, lodging, meals, and/or assistance obtaining a visa to enter a country.

Gifts, hospitality, entertainment, travel and promotional expenses must never be provided for an improper purpose nor should they create the impression of impropriety. They should never be given as a bribe or received with the impression that they are a bribe.

The offer or receipt of gifts, hospitality or entertainment and the provision of travel and promotional expenses must always be:

- Reasonable in value, quantity and frequency;
- Of a nature which is relevant to the business, culture and circumstances;
- Directly related to our business interests;
- Consistent with the policy of the recipient; and
- Permitted under relevant local law

What is acceptable?

- Business lunches, the exchange of modest items between business associates, presentation of small tokens of appreciation at public functions, ABL Group branded gifts which are of nominal value or inexpensive mementos are acceptable
- Entertainment, such as business lunches, should be reasonable and never lead to a sense of obligation
- Do not accept any entertainment that you could not justify on your Company expense statements were you offering it rather than receiving it
- Immediate, voluntary and full disclosure to Company management of borderline cases, and complying with any direction given, will be taken as good-faith compliance

If in doubt, ask your line manager!

- **Never exchange gifts of any kind during times of contract tendering, negotiation or award**
- **Never offer or accept gifts of cash or securities or solicit gifts or favours of any kind**
- **Seek approvals from your line manager if you wish to give a non-branded gift over US\$50**
- **All GHE expenses must be expressly authorised by the Regional Managing Director**

9. Health, Safety and Environmental

ABL Group will conduct its business in a manner that prevents harm to people, the environment or assets. We are committed to creating a work culture where prevention of harm is a priority for everyone.

All employees are personally responsible and accountable for maintaining a safe and healthy workplace by following the basic rules:

- Compliance with the applicable laws and follow the requirements set out in the ABL Group HSE and / or client's HSE policies and procedures;
- Stop work that you believe is unsafe, may harm health, or is likely to result in damage to the environment or assets;
- Only undertake work if you are competent, medically fit, and sufficiently rested and alert to carry it out;
- Make sure you know the emergency procedures that apply where you work;
- Report any workplace accident, incident or unsafe or unhealthy condition or practices to your line manager immediately;
- Ask for help and advice if you are unclear about your HSE responsibilities, or if you are concerned about a possible or actual breach of a law or Company or client's requirement at work;
- Violence and threatening behaviour are not permitted;
- Employees should report to work in a condition to perform their duties, free from the influence of alcohol or illegal drugs. The use of illegal drugs in the workplace will not be tolerated



9.1 Protecting the Environment

ABL shall act responsibly with an ambition to reduce direct and indirect negative impacts on the external environment, both from our operations and the products and services we provide.

ABL shall adhere to relevant international and local laws and standards, seeking to minimise our environmental impact and support sustainability in the local communities where we are present.

Your responsibility:

- You must take personal responsibility to ensure that ABL' operations are sustainable.
- You shall strive to understand and minimize the environmental impact in your area of work.
- You must share environmental best practices in our area of work.

10. Protection and Processing of Personal Data

ABL processes a large amount of personal data, mainly about its employees, clients, business contacts and others, while conducting its day-to-day business. ABL is committed to protect the privacy of all individuals and ensure that personal data is managed responsibly throughout the company. All personal data shall be kept strictly confidential. The term personal data include, but is not limited to, name, address, gender, ERP identification number, telephone number, e-mail address, salary information, computer user logs etc.

Laws and regulations in many jurisdictions such as the US and the EU impose restrictions on the collection, use, sharing and transfer of personal data, including deletion requirements. ABL' Data Protection procedure provides the basis for processing personal data, including the transfer of personal data from legal entities within the EEA to subsidiaries in third countries.

ABL is committed to the principle of providing people with the right to control the use of any information concerning them. Collection of personal data is done only to operate and improve our business and services. ABL' policy is to ensure that collection of personal data takes place only to the extent it is required for a specified, explicit and legitimate purpose or for a purpose that is required by law in places where ABL operates. Personal data shall only be used according to the purpose it is collected for and ABL shall keep the data only for as long as it is necessary for that purpose.

Access to personal data is strictly limited to relevant personnel who have appropriate authorization and a clear business need for that data. ABL shall apply and maintain appropriate technical and organizational measures to protect personal data against accidental or unlawful destruction or accidental loss, alteration, unauthorized disclosure or access, in particular where the processing involves the transmission of data over a network, and against all other unlawful forms of processing.



No one within ABL shall share personal data with third parties except for where sharing with service providers is necessary in order for them to provide their services to us. The service providers shall only receive the personal data they need to deliver their service.

Your responsibility:

- You shall strive to protect personal data when conducting business.
- You shall not process, collect, use, store, transfer or share personal data unless strictly necessary.
- You shall ensure that if you process, collect, use, store, transfer or share any personal data; this is performed in accordance with applicable data protection laws and regulations and with ABL's Data Protection Standard, available at ABL's intranet.

11. Intellectual Property

Intellectual property assets and rights enable ABL Group to retain industry leadership and derive competitive value from continued investment in innovation. They belong to and are the property of the Company.

The results of the work produced within the scope of your employment belong to ABL Group, whether developed at work or not. Intellectual property (IP) includes: computer programs, technical processes, inventions, research methods, reports or articles and any other form of innovation or development, including material protected by patents, trademarks or copyrights.

Be vigilant in protecting Company's IP rights and assets and avoid infringing on the IP rights of others. Consult with your line manager before receiving, disclosing, or agreeing to receive or disclose, any information or IP received in confidence. Also talk to your line manager before disclosing any proprietary information in a public forum, including e-mail or an industry conference.

REMEMBER!

This code of ethics and business conduct is how ABL Group conducts its business.

12. Political Activities

ABL Group encourages employees to contribute through charitable community services and professional organizations. The use of company time or resources for such activities requires prior management approval.

The Company will not intervene in political matters and Company personnel must comply with all local laws and regulations relating to political activities.

ABL Group will not make any political contributions. This applies to direct cash contributions and also to indirect assistance using Company resources such as the provision or use of goods, services, equipment or facilities.

If you hold a position in a non-profit association where you may be viewed as a spokesperson for the group, ensure that you are seen as speaking for your association or as an individual, not as an ABL Group employee or spokesperson.

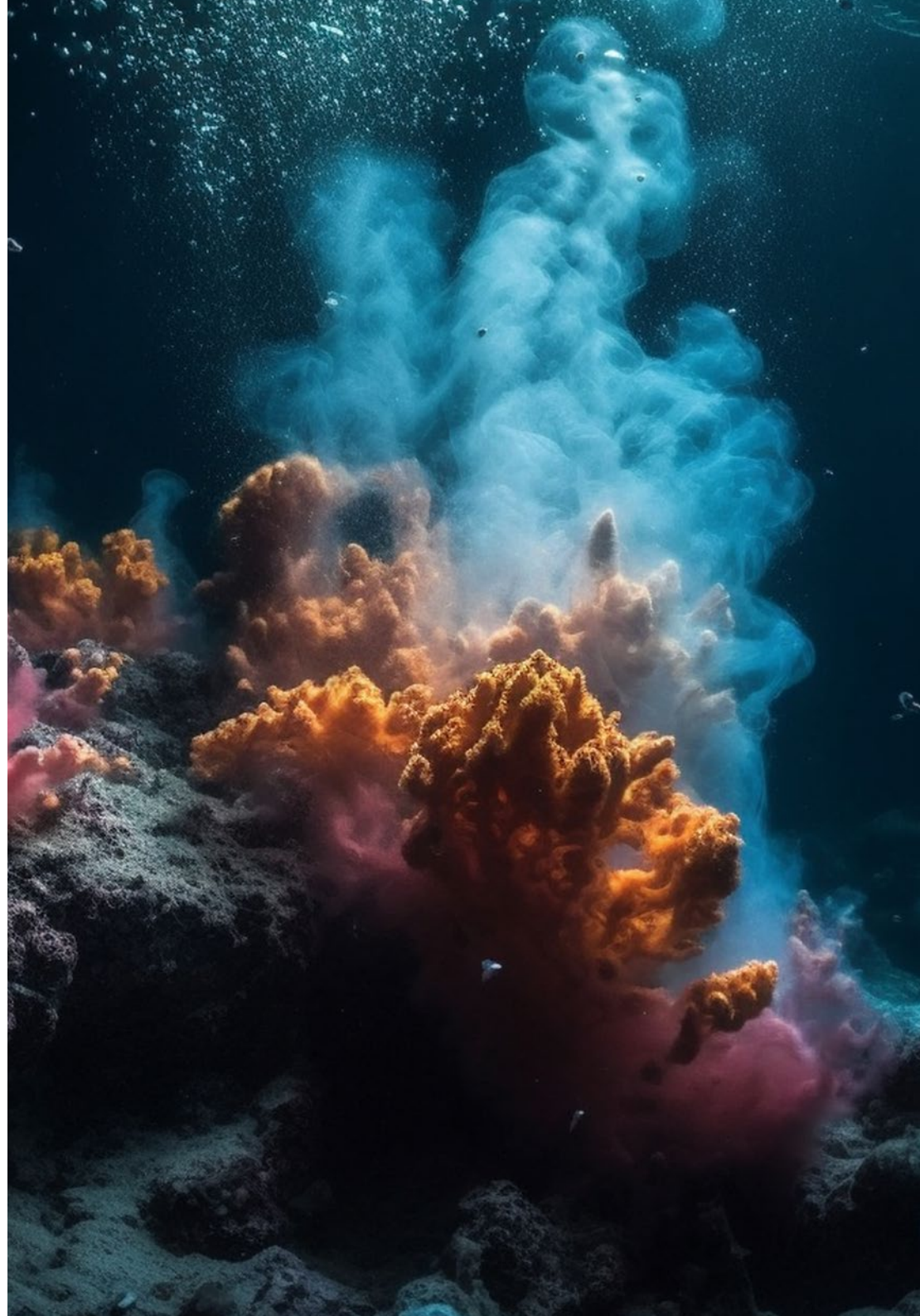
ABL Group personnel are free to support any political organisation or undertake participation in the democratic process at any level, including election campaigning, in your own time.

These personal activities must be clearly separate from ABL Group and must not be conducted on company time or involve the use of any company resources such as company branding, email, telephones, computers or supplies.

13. Regulatory Compliance

ABL Group directors, managers, employees and contract workers must comply with domestic and applicable international law in all countries in which they represent ABL Group. Where local law or practice permits a lower standard than that set out in this Code you must nevertheless comply with the minimum standards set out in the Code of ethics and business conduct.

We expect all third parties with whom we do business to follow the principles set out in the ABL Group Code of Ethics and Business Conduct.





14. Use of Company Assets

Everyone who works for ABL Group shares responsibility for protecting company assets. Company assets include data, software, intellectual property, equipment, supplies, credit cards, communication resources, information networks, documents, knowledge and any other resources or property of the Company.

You must:

- Ensure the care, management and cost-effective use of Company property. This includes protecting it from waste, theft, misuse, damage, loss or misappropriation
- Maintain, reasonably protect and ensure you can account for all company property assigned to you
- Dispose of property in accordance with company guidelines regarding the disposal of surplus assets and the deletion of ABL Group information from those assets

Ensure your email communication is appropriate and polite.

14.1. Using Internet and Email

The Company provides e-mail and the internet to employees and contract staff to conduct business, promote work-related research and enhance internal and external communication.

Take reasonable care to protect Company systems, reputation and information. The internet is an uncontrolled environment. The Company e-mail carries information that identifies you and the Company.

- Never use ABL Group computers to download any illegal or unauthorized software (including music, movies, videos or programs), participate in non-work-related internet media, social sites, games, gambling, to access sites carrying sexual content, or that may be reasonably viewed as socially or politically offensive
- Never send communication under disguised identification or send slanderous, threatening or harassing messages.
- Never send, view or obtain material of an obscene or otherwise objectionable nature
- Do not post any personal or confidential business information about ABL Group or ABL Group Companies on any social media platform unless permitted by the company to use social media to meet the requirements of your role or to represent ABL Group.

Limited personal use of ABL Group communication resources is permitted for purposes that are lawful, ethical and consistent with the Code, as long as the use does not interfere with work obligations.

Unless prohibited by law, we reserve the right to access and disclose all information contained on our computers, USB flash drives, portable hard drives or wireless devices including mobile phones, tablets, etc. at any time for any reason.

15. Work Environment

ABL Group is committed to a work environment where all employees feel safe and are valued for the diversity they bring to our business. We honour domestic and internationally accepted labour standards and support the protection of human rights.

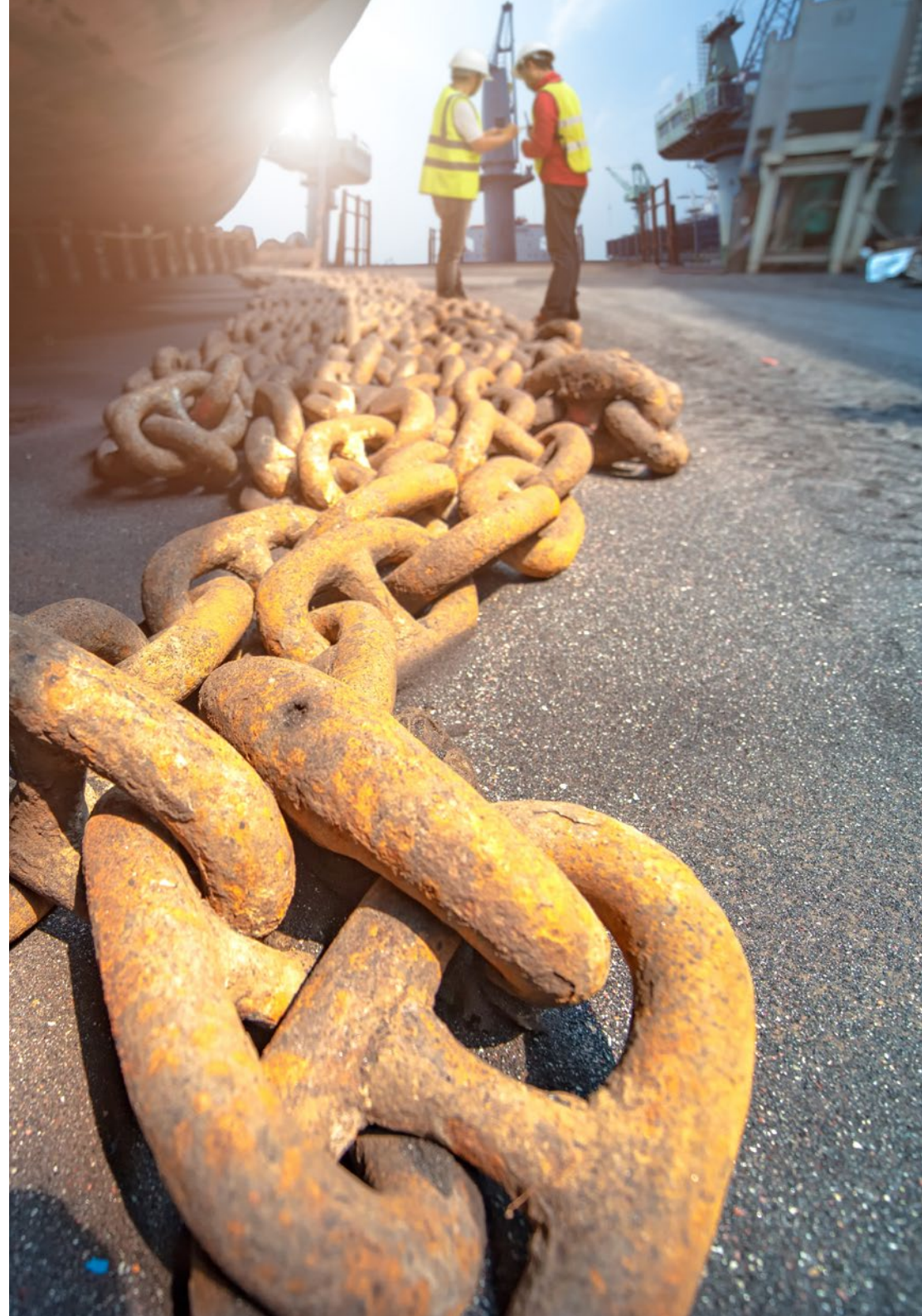
The Company does not tolerate harassment or any acts of violence or threatening behaviour in the workplace. We are firmly committed to ensuring mutual respect and tolerance in the workplace.

Generally speaking, harassment means any improper word or behaviour that demeans, humiliates or embarrasses a person. This includes touching, pushing, comments (including jokes and name-calling) and visual displays (such as posters and cartoons) that could be perceived as insulting, intimidating, humiliating, malicious or otherwise offensive or create an uncomfortable or threatening work environment.

Behaviour that may promote physical violence in the workplace, or any sexual, religious, age-related or racial harassment is also not tolerated.

Avoid conduct that creates an uncomfortable situation or hostile work environment such as inappropriate comments, jokes, intimidation, bullying or physical contact.

The diversity of the Company's employees is a tremendous asset. Any employee with responsibility for hiring, evaluating and promoting shall do so based on qualification, experience and merit. Merit includes an individual's skills, qualifications, performance, capability and other job-related criteria.



16. Human Rights and Labour Rights

ABL respects internationally proclaimed human and labour rights and supports international human right conventions such as the UN Declaration and Convention on Human Rights, the ILO Declaration on Fundamental Principles and Rights at Work, and the OECD Guidelines for Multinational Enterprises.

ABL acknowledges all employees' right to form and join trade unions of their own choice and aim to include and involve employees and their unions in decision making.

ABL does not tolerate harassment or degrading treatments in any form by or towards employees. ABL employees shall expect a workplace free from harassment and discrimination on the basis of age, gender, sexual orientation, disability, race, nationality, political opinions, religion or ethnic background, or any other basis prohibited by law.

ABL will not use child or forced labour, and will not tolerate working conditions or treatment that is in conflict with international laws and practices. ABL shall ensure that the company, through its operations, does not cause or become complicit in any infringement of human rights.

ABL shall address and minimize risks of human rights infringements in the supply chain, in the projects where we contribute, and all other parts of our operations.

Your responsibility:

- You shall respect the personal dignity, privacy and rights of each individual you interact with during the course of work and those affected by our business operations.
- You shall not in any way cause or contribute to the violation of human and labour rights as part of ABL' business operations.
- If you become aware of any situation in breach of ABL' standards, you shall notify, in writing, your manager, employee representative and/or the whistleblowing channel.

16.1. Forced Labour and Child Labour

ABL Group shall not engage in or support forced, bonded or compulsory labour, nor shall ABL Group require any form of deposit or confiscate identification papers from employees.

Employees are free to leave their employment after reasonable notice as required by law and contract.

Child labour is not tolerated. The minimum employment age is the age of completion of secondary school, but never less than 18 years.





17. Declaration of Compliance

You as an employee (including freelance personnel) and/or director in ABL will be requested on a regular basis to confirm that you have read and familiarised yourself with this Code of Conduct, and that you for the previous year have conducted your tasks and responsibilities in accordance with the requirements set forth in this Code of Conduct.

Suppliers, subcontractors, representatives and other contracting parties of ABL are expected to have ethical standards that are compatible with this Code of Conduct. It is the responsibility of the operating entities to ensure that their suppliers, contractors and third party representatives at all times are familiar with the ethical principles of ABL.

18. Reporting/Declaration of Breach

If you are aware or have suspicions concerning any unprofessional conduct, said conduct shall immediately be reported to your manager, HR department or another company manager you trust.

If you fail to obtain a reaction or response to your notification, or if you would prefer not to notify any of those identified above, you are urged to use the whistleblower channel. The whistleblower channel can be reached by sending an email to: **auditchair@abl-group.com**

Any employee knowingly making a false report for the purposes of harming another individual will be subject to disciplinary action.

REPORT!

Employees may report suspected violations in writing either anonymously or by name to the whistleblower channel at **auditchair@abl-group.com**