



Code of Conduct and Business Ethics

INTRODUCTION

The Code of Conduct and Business Ethics expresses SAPIN is committed to ensure that its business practices have been governed in all respects and all the times according to ethical, professional and full compliance with all applicable laws, which prevail from time to time, in the same industrial sector in which company conducts its normal business.

It explains to act with integrity, long term relationships, openness and fair play with our unique culture and values. SAPIN also committed to create a workplace that is free from harassment and discrimination where co-workers are respected and provided an appropriate environment so as to encourage good performance and conduct.

The nature of this Code is not mean to cover all possible situations that may occur. It is designed to provide a frame of reference against which to measure any activities. We are expected to exercise good judgment and ask questions when we need guidance or clarification. In case, employee encounters any circumstance which is not covered hereunder or in case of any doubt, employee should seek guidance from the Reporting Manager / Reviewing Manager and / or from the Human Resource Department and act accordingly.

For the purposes of this Code, reference to "Employees" include employees, contractors and Vendors of SAPIN.

A breach of the conduct may result in disciplinary action against the employee concerned including potential dismissal or termination of employment or agreement or any other legal action as applicable as per local country law against breach of the conduct or all of the above together.

1. WORK ENVIRONMENT (DISCRIMINATION AND HARASSMENT)

At SAPIN, we strive to provide a healthy and safe work environment free of discrimination and harassment. We are an equal opportunity employer and employment decisions are based on merit and business needs. Our Human Resource applies these principles while hiring with a commitment to following fair employment practices that provide equal opportunities to all employees. We do not discriminate or allow harassment on the basis of race, color, religion, disability, gender, national origin, age, genetic information, military status or any other legally protected status. At SAPIN, we value Teamwork & Respect and believe that working together with respect builds a competitive advantage.

Any employee experiencing such harassment is encouraged to report the incident using the relevant reporting channel. All incidents will be immediately investigated and the appropriate action shall be taken.

2. CONDUCT AND BEHAVIOR

The personal and professional behavior of employees shall conform to the standards expected of persons in their positions which includes:

- Adhere to company policy, rules, regulations and applicable laws as they apply in a given situation.

- Written Warning
- Fine (Daily Basic Pay, Cost of Damaged, etc.)
- Detraction or Suspension of Benefits (on a definite/indefinite time) or total removal of entitlement
- Suspension from Work
- Demotion
- Termination / Dismissal

9. GOVERNMENTAL RELATIONS AND GOVERNING LOCAL LAW

SAPIN is committed to respect and deal with all governmental officials by maintaining its reputation. The principles are set out in "Preventing corruptions" must be strictly followed by all who interact with governmental officials especially with respect to gifts and entertainment. No attempts to influence government employees in any manner other than agreed for the official works.

We also have a commitment for the business to comply all applicable local laws and regulations which never be compromised. Additionally, all employees shall adhere to internal rules and regulations as they apply in a given situation.

10. TRADE REGULATIONS

Trade laws and regulations in the local country and elsewhere around the world are intended to foster ethical competition in the marketplace and to limit activities that restrain trade. Accordingly, employees must never discuss or enter into any arrangement or understanding with a competitor regarding the pricing of products, favoring or withholding business from particular customers or vendors, or any other activity that may have antitrust or anti-competition implications. Any questions regarding trade or competition laws or how they might affect the way employees or the company conduct business should be referred to the Legal Department.

11. REPORTING ILLEGAL AND NON-COMPLIANCE CONDUCT

SAPIN takes responsibility for ensuring that we all act with integrity in all situations. Employees shall report any practices or actions believed to be inappropriate under this Code directly to his/her Reporting Manager / Line Manager / HR Manager for appropriate action. Any illegal and non-compliance conduct can be reported anonymously in any form to keep the identity and for the protection of the source of the report. All complaints shall undergo proper investigation. SAPIN prohibits retaliation against any employee for such reports made in good faith, while it also protects the rights of the incriminated person.

ACKNOWLEDGMENT

I have received and read the Company's Code of Conduct and Ethics. I understand the standards and policies contained herein as well as that there may be additional policies or laws specific to my Job and or to the location of my posting.

I further agree to follow values of the company in all that I do and comply with the Company Code of Conduct and Ethics.

If I have any questions concerning the meaning or application of the Company Code of Conduct and Ethics, any company policies, or the legal and regulatory requirements applicable to my job, I know I can consult my manager and or the Human Resource Department knowing that my questions or reported to these sources will be maintained in confidence.

Employee Name

Signature

Employee ID No.

Date

- Adhere to the company Health and Safety standards consistently at all times and any health or safety hazards at workplace must be brought to the attention of the management.
- Commitment to and adherence to professional standards in their work and their interactions with other employees of the company.
- Commitment to maintain the standards of honesty and integrity in their work.
- Responsibility to share information and give willing assistance in furthering the goals and objectives of the company.
- Responsibility to ensure that there is no misrepresentation of facts and company records wherever misunderstanding thought have taken place through unclear communications, this should be corrected promptly.
- Deliberate destruction of company or other employee's property and deliberate work stoppage or slowdown.
- No harassment (which includes, but is not limited to, sexual harassment, physical fighting, or other abusive conduct creating an intimidating, hostile or offensive work environment)
- No theft, misuse or unauthorized personal use of company property or others property.
- Insubordination/refusal to follow legitimate direction or instructions from a manager or deliberately undermining a manager's authority.
- Not to bring weapons, illegal substances or other contraband onto company property or being in possession, or in the case of illegal substances, under the influence of same.
- Unsatisfactory attendance or abuse of sick leave.
- Any action which seriously impacts the company business or image in a negative or destructive way.
- Any other activity or conduct that could cause an individual, the company or any of its officers or directors to violate any applicable governmental law, rule or regulation relating to full, fair, accurate, timely and understandable disclosure of information required to be disclosed to any third person.

3. FAIR DEALINGS

SAPIN is committed to have fair dealing with the company's customers, partners, contractors, vendors and anyone else with whom we interact while at work.

We should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of facts or any other unfair dealing practice.

4. CONFLICT OF INTEREST

All employees are expected to avoid conflicts of interests with the company. A conflict of interest occurs when personal interests of an employee or the interests of a third party compete with the interests of SAPIN. In such situation, it can be difficult for the employee to act fully in the best interests of SAPIN.

Employee shall avoid conflicts of interest wherever possible. If a Conflict of Interest situation has occurred or if an employee faces a situation that may involve or lead to Conflict of Interest, the employee shall disclose it to his/her direct Reporting Manager and / or the HR Manager to resolve the situation in a fair and transparent manner.

5. CONFIDENTIAL INFORMATION

Confidential information is a valuable asset to the company, every employee, director, direct or indirect agents must protect it. Confidential information includes all non-public information such as trade secrets, business marketing and service plans, consumer insights, designs, databases and other sources

of confidential data that might be of use to the company's competitors or harmful to the company if disclosed. It is everyone responsibility that all confidential information is used for company business purpose only.

Unless required by law or authorized by the management, employees shall not disclose confidential information or allow such disclosure. The obligation continues beyond the termination of employment. SAPIN respects that third parties have a similar interest in protecting their confidential information. In case that third parties such as joint venture partners, Contractors & vendors share with SAPIN, the confidential information shall be treated with the same care as it was SAPIN confidential information.

6. PROTECTION AND USE OF COMPANY PROPERTY

The property of the company must be protected as a vital business asset. All employees are responsible to protect the company property includes all kind of physical assets (movable, immovable and tangible properties such as inventions, copyright, patents & trademarks, brands, logos) by taking reasonable steps to prevent the theft, misuse, damage to company assets.

All employees must use all equipment's, tools, materials, supplies and employee time only for company legitimate business interests. Company properties must not be borrowed, loaned, or disposed of, except in accordance with appropriate company policies. All employees must use and maintain company's property and resources with due care and diligence.

7. GIFTS AND ENTERTAINMENT

SAPIN is committed to compete and do business based only on quality and competence. Employees shall not be influenced by receiving favors nor shall they try to improperly influence others by providing favors. In connection with certain holidays and other occasions, employees may offer and accept only reasonable meals and or company symbolic gifts or novelty items which are appropriate under the circumstances. As a general principle, when SAPIN make a gift to customer, government official or third party, we keep the following in our mind.

- It is not done to obtain or retain business or gain an improper advantage in business.
- It constitutes a bona fide promotion and goodwill expenditure.
- It is not in the form of cash/monetary advantages, loans & Kickbacks.
- The gift is of normal value.

Where in doubt, the employee shall seek guidance from his/her Line Manager or HR Manager.

8. DISCIPLINARY ACTION AND PENALTY PROCEDURE

SAPIN adheres to a fair procedures in determining a violation committed by an employee. A proper investigation shall be conducted (or a 3-member committee to be created by the HR Department shall conduct an investigation), prepare a report and submit it to the HR Manager.

Using the report as a basis, the HR Manager shall determine the weight of the guilt for the violation committed and consequently, imposes a penalty or multiple penalty whichever is appropriate. Penalties are as follows: