

Employee Conduct and Code of Ethics

POLICY ON EMPLOYEE CONDUCT

The POPI Group of Companies promotes an environment that fosters and maintains a high level of self-discipline among all employees. It recognizes that the ultimate responsibility for meeting prescribed standards of conduct and performance rests on each employee.

The Company expects each employee to observe reasonable and proper conduct in the performance of work, in the handling of Company assets, in relationships with fellow employees and in dealings with the public. For this purpose, the Company establishes certain standards of conduct which are consistent with the corporate philosophy and objectives, government policies and regulations and which are necessary to promote harmonious and productive relationships among employees and with business partners.

CODE OF ETHICS

Employees and officers are expected to:

- Exercise corporate citizenship and protect the corporate interest by conducting business affairs with fairness and honesty and in compliance with the law.
- Protect with zeal and caution confidential knowledge or data pertaining to the Company's products, business strategies, processes, systems and other important information during or even after employment with the Company.
- Uphold the corporate interest and not grant undue personal favors, especially in matters regarding awarding of contracts or hiring of personnel and similar activities.
- Exercise utmost discretion in accepting personal favor or gifts from individuals or entities seeking or doing business with the Company and refuse any gift that might be considered as bribery of any form.
- Refrain from engaging in such private activities or businesses that are in conflict with employee responsibilities, and/or are detrimental to the interest of the Company.
- Utilize Company property, funds, equipment, time, electronic data and systems solely for the purpose required by the Company.
- Seek clearance from Management prior to engaging in outside work or assuming simultaneous positions in other companies.
- Exercise self-discipline, perform duties diligently and refrain from unproductive activities.

This Code must be read in conjunction with the Company's Employee Handbook on Policies and Procedures on Employee Conduct and Company Rules and Regulations.