

CODE OF CONDUCT POLICY 2023

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1. DEFINITION

Employee	Any person/employee on a Hebou site or premises either directly or indirectly.
Contractor	A person or organization (including Contractor personnel and their subcontractor personnel) engaged to deliver services for Hebou.
Consultant	The provider of professional services or expert advice in a particular field to Hebou.

2. INTRODUCTION

This Code of Business Conduct is designed to set certain standards of Code of Conduct for all employees of Hebou Constructions and is aligned with the Company's Vision and Values. These rules do not cover every issue that may arise but set out basic principles to guide all employees in carrying out their business duties.

In all business situations in which the requirements of this Code of Conduct appear incomplete or unclear, employees shall use good judgement and common sense and seek advice from their supervisors as to how to handle the situation.

All employees, whatever their positions, workplaces, whether office or project based are expected to adhere to the Code of Conduct Policy set forth below and ensure compliance by all persons under their supervision.

3. COMPLIANCE WITH APPLICABLE LAWS

Hebou Constructions is committed to conducting its business in accordance with the law and regulations of the country. All employees are expected to respect and comply with the laws and regulations that apply to them.

When dealing with customers, suppliers, competitors or other third parties, employees shall neither use their position to undertake any commitment nor engage in any agreement which is prohibited as anti-competitive, discriminating, or illegal.

Beyond compliance with laws and regulations, all employees are expected to carry out their duties with integrity and professionalism when conducting their dealings with contractors, subcontractors, consultants, suppliers, governmental bodies, or partners.

4. COMPLIANCE WITH LAWS ON CORRUPTION

The use of corporate funds for any unlawful or improper purpose is strictly prohibited.

No employee will utilize bribery and corruption in conducting business. Nor will any employee offer, provide or accept, either directly or indirectly, any undue pecuniary or other advantage for the purpose of obtaining, retaining, directing, or securing any improper business advantage.

Employees must not use their positions for personal gain or to benefit any other business or person.

5. IMPROPER USE OF COMPANY INFORMATION

Employees must not disclose confidential Company information to any third party without the prior consent of the General Manager and without the third party agreeing in writing to suitable confidentiality restrictions in respect of such information. Employees must not use Company information for the purpose of directly or indirectly obtaining personal gain.

6. COMPLIANCE WITH COMPANY POLICIES

All employees must comply with all company policies

7. CONFLICT OF INTEREST

Employees must not use their positions for personal gain or to benefit any other business or person.

Employees must not engage directly or indirectly in any outside business activity involving commercial contact with, or work for, the benefit of Hebou Constructions commercial customers, suppliers, or competitors without the prior written consent of the General Manager. The above prohibition will normally be waived in relation to employment of a family member or companion by a competitor under normal commercial terms in non-commercially sensitive Positions.

8. DEALING WITH STAKEHOLDERS

Employees must fully co-operate with the company's internal and external auditors. Employees' must not make a false or misleading statement to the internal or external auditors of the company and must not conceal any relevant information from the Internal or external auditors of Hebou Constructions.

Employees' must not, without authority, directly or indirectly state that they are representing Hebou Constructions in respect of any matter. Employees must not directly or indirectly engage in any activity which could by association cause public embarrassment to Hebou Constructions.

9. OUTSIDE EMPLOYMENT

Employees must not pursue any forms of employment or outside interest where a conflict of interest may arise. Managers must not approve any such arrangements

irrespective of whether any form of financial benefit or gratuity is provided. Further information can be found within Human Resource Policies.

10. DECLARATION OF GIFTS AND ENTERTAINMENT

This policy ensures that any offer or acceptance of a gift cannot create an obligation or be construed or used by others to allege favoritism, discrimination, collusion, or similarly acceptable practices of Hebou Constructions.

For avoidance of doubt, any gift received by an Employee (series of gift from the one party) which might, as a matter of judgment, fall outside this policy must be reported to Human Resources or the General Manager with full details of the background of the gift.

11. FINANCIAL INDUCEMENTS / UNACCEPTABLE

Bribes, kickback, inducements, or other illegal payments of any kind must not be made to or for the benefit of any government official (of any country), customer, supplier or any other party in connection with obtaining orders of favorable treatment or for any other purpose. This prohibition extends not only to direct payments but also to indirect payments made in any form through distributors, representatives, consultants, agents or other third parties.

12. THE USE OF AND ACCOUNTING FOR COMPANY RESOURCES

Employees must ensure that the company's accounting records accurately and fairly reflect, in reasonable detail, the underlying transactions of all company assets and liabilities.

Accounting records must be maintained in accordance with generally accepted accounting principles and the financial and accounting policies issued by the company. Employees are responsible for taking all prudent steps to ensure the protection of Company assets and resources. In particular, employees should take care to minimize the possibility of theft of Company property by any person.

13. ALCOHOL, DRUGS and GAMBLING

The use of legitimate drugs, or the use, possession, distribution, or sale of illicit or un-prescribed drugs or other controlled substances or betel nut (buai) whilst on Company business or within company premises is strictly prohibited and will give rise to disciplinary action up to and including termination. Further information can be found in the Disciplinary Policy.

The consumption of drug, alcohol and gambling during working hours or using company vehicle and equipment is strictly prohibited.

14. NON-DISCRIMINATORY PRACTICES AND EQUAL EMPLOYMENT

Hebou Constructions will ensure that all activities are conducted in a manner that provides fair and equal treatment and access for all people regardless of gender, disabilities, age and religion. Hebou Constructions is committed to the principle of equal opportunity in employment for all people.

15. CONFIDENTIALITY AND PRIVACY

It is the legal and ethical responsibility of all employees' of Hebou Constructions and contractors to use personal and confidential information in accordance with the law. They must maintain the company's confidentiality requirements to preserve and protect the privacy rights of the subject of the information as they perform their duties.

Accessing, using, and or disclosing such information for any reason other than the legitimate pursuit of employment duties constitutes misuse. Any misuse or unauthorized release of such information, either during employment or subsequent to the conclusion of employment with Hebou Constructions may be grounds for discipline and/or the initiation of legal actions against an employee, director, or contractor.

16. COMPLIANCE WITH LAWS

Hebou's business must always be conducted in compliance with all Laws and Regulations applicable in the jurisdiction in which the business is conducted.

17. TREATMENT OF COLLEAGUES

Hebou Constructions expects all employees to be courteous, fair, respect and honest in their dealings with other employees and with people outside Hebou. The company will not tolerate any employee harassing, teasing, intimidating, bullying or making disparaging remarks or actions against another employee or behaving unfairly towards any other employees.

18. CONSEQUENCES OF NON-COMPLIANCE

Any breach of applicable laws, prevailing business ethics or other aspects of this Code must be reported to their immediate superior or to Manager, Human Resources and may result in disciplinary action. Such disciplinary action may include (depending on the severity of the breach) reprimand, formal warning, demotion or termination of employment. Breach of applicable laws may also result in prosecution by the appropriate authorities.

Similar disciplinary action will be taken against any supervisor or manager who directly approves of such action or has knowledge of the action and does not immediately take appropriate remedial action.

19. USE OF OFFICIAL RESOURCES

All employees' shall ensure that all resources within their area of responsibility are used effectively and economically in the course of their duties

Employees' shall use facilities, equipment and other resources including computers, e-mail, Internet access and mobile phones for official purposes only, unless their manager has given them permission for limited private use. This private use may have been granted to enable them to better manage the balance between work and private commitments.

Hebou Constructions retains the copyright of work produced by staff during their employment.

20. CRIMINAL OFFENCES

Employee shall immediately inform their manager if charged with a criminal offence punishable by imprisonment or, if found guilty, and it would significantly affect his/her ability to perform normal duties, e.g., a driving disqualification charge where the employee is required to drive a vehicle in the normal course of work. Staff shall inform their manager of any criminal offence of which they have been found guilty before or during their public employment, except where the offence is covered by a prescribed spent convictions scheme.

21. DONATIONS, GRANTS AND REQUESTS

21.1 Donations

Hebou Constructions over years has supported many worthy causes in PNG. This has included but not limited to:

- The Sir Theophilus Foundation
- Red Cross Foundation
- Buk Bilong Pikinini
- St John's Ambulances
- Other Not for Profit Organizations

This support has been through either direct financial support or the provision of goods, service and other Company resources.

Where direct requests for financial support are requested, they must be:

- In writing clearly stating the nature of the request and amount.
- On official letter head.
- Authorized by the senior organization officer.

All requests for financial donations/financial assisted must be forward to the Managing Director.

All requests must be authorized by the Managing Director

Hebou have additionally provided some “in kind” support for small communities and/or landowners during our project activities, please refer to the table of delegated authorities.

Requests of this nature should:

- be in writing.
- assessed as beneficial to the Company interests.
- within the responsible persons delegations and authorities’ level.
- Kept as a documented record.

21.2 Donations and Support to Political Parties

As a significant company group in property and infrastructure development, construction, and materials supply, Hebou has a responsibility to its shareholders and stakeholders to participate in the process of public policy development. Therefore, Hebou is a member of various networking forums organized by political parties and attends networking events that support political parties as they participate in the democratic system of parliamentary government.

Hebou takes a strict principles-based approach to making political donations. These principles are:

- strict compliance with all laws.
- an honest and transparent approach at all times.
- all donations must have a public policy focus with the aim of creating value for customers, partners, the community, and shareholders; and
- a multi-partisan approach must be taken as much as is practicable.

Some public policy priorities which Constantinou Group advocates for include.

- quality and sustainable property and infrastructure development.
- strategic priorities to create value for Hebou customers, partners, the community, and shareholders.

Hebou may, at its discretion, from time to time authorize donations under the PNG Organic Law on the Integrity of Political Parties and Candidates to either:

- The Central Fund
- A Registered Political Party
- A candidate for election

Any request for donations will not exceed the limits set within the law.

Any request for donations must be forwarded to the Managing Director.

Requests for donations may only be authorized by the Managing Director.

Where a contribution is authorized and made to a political party Hebou will:

- Within 30 days of making the contribution, inform the Registrar of Political Parties of:
 - the amount of the contribution; and
 - the name of the political party or candidate, as the case may be, to which or whom the contribution was made; and
 - the date on which the contribution was made; and
 - such other matters concerning the contribution as may be prescribed.

21.3 Hebou Personnel and Agents Standing for Elections

Hebou respect the right of every PNG citizen to stand for public office. Where a Hebou employee or agent stands for public office, they must:

- Inform the Company of their intention to stand.
- Not utilize any Company resources of any kind (including Company time) without the direct approval in writing of the Managing Director.

22. INTERPERSONAL RELATIONSHIPS

Hebou recognize that many relationships occur when people meet within the working environment.

We additionally recognize that many of our employees' children and relations work within the business.

We do however, expect that standards of interpersonal behaviour must be maintained at all times. This includes but is not limited to;

- Acts of violence and in particular gender bases violence (GBV) **WILL NOT BE TOLERATED even when occurring outside of our operations.**
- Inappropriate sexual relations or conduct.
- Utilizing personal relationships to unfairly promote or provide unmerited opportunities or benefits.
- Gossip based on unfounded and/or innuendo.

23. EMPLOYMENT PRACTICES

Hebou's implementation of policies, procedures, standards, and guidelines are in accordance with country's legislations.

The key points of the policies, procedures, standards, and guidelines, as well as any applicable laws must be included during Company inductions.

It is the responsibility of all employees to understand and comply with all policies, procedures, standards, and guidelines at all times.

Human Resources department is to ensure any changes to policies, procedures, standards, and guidelines are implemented and communicated to all parties with a legitimate right to know.

24. STANDARD OF WORK AND CONDUCT

All employees shall:

- (a) At all times behave in a manner appropriate to his/her employment as an employee of the Company, carry out the work for which he/she is employed in a conscientious and workmanlike manner and to a practice & standard acceptable to the Company, and comply with his/her obligations under the Company's Terms and Conditions of Employment.
- (b) Not cause or permit, either alone or in association with any other person or persons, any loss of or destruction or damage to or neglect or unauthorized use, of any property or equipment belonging to the Company.
- (c) Not directly or indirectly, do any act or thing which may or be likely to interfere with or hinder any of the Company's operations or activities.
- (d) Not in any way, without proper authority, interfere with any employee in the performance of his/her duties or prevent any other employee from carrying out his/her duties
- (e) Arrive at his/her place of work punctually and appropriately dressed in accordance with the role and work diligently during working hours and not absent himself/herself from his/her place of work without proper authority during working hours.
- (f) Not intimidate, harass, threaten or coerce another person and at all times be polite, cooperative and helpful to other employees and customers, or any other person (s) having business with the Company in a manner which will reflect creditably on the company

- (g) Not, except in the course of duty, directly or indirectly divulge to any person, any matter or information relating to the Company's business or affairs, which has not previously been made public by the Company.
- (h) At all times be honest in his/her dealings with employees of the Company and its customers and persons having business with the Company, and not be a party to theft, fraud, dishonesty or falsification relating to any of the Company's property or affairs.
- (i) Not be under the influence of alcohol or illegal drugs or chew betel nut during working hours and shall not without express authority be in possession of or consume alcohol or drugs or chew betel nut or smoke on the Company's official premises
- (j) Not solicit or accept any gift or reward from any person, vendors, suppliers, or any organization, which is directly or indirectly given in consideration for the doing of some act in the course of his/her duty unless the same had previously' been authorized by the management.
- (k) Not, while an employee of the Company; engage in any other paid employment without the approval of the General Manager.
- (l) Comply with Health Safety Environment Quality (HSEQ) rules and not do any act or behave in a manner that is or may be a source of danger to other employees or person (s) that conduct business with the Company.
- (m) Obey any lawful and proper instruction given by his/her Supervisor or the Supervisor under whose direction or control the employee is directed to work.
- (n) Not abandon his/her place of work for up to three (3) consecutive working days or repeatedly be absent from place of work without authority.

Any breach of any of the provisions of this clause will make an employee liable to face appropriate disciplinary charge (s) as provided in the "Disciplinary Policy".

25. MANDATORY ATTENDANCE OF CODE OF CONDUCT TRAINING SESSION.

Employees are expected to understand and be familiar with the Code of Conduct.

All new employees (including new Directors, contractors, consultants, agents, advisors and representatives) must be formally inducted into the Company and are required to acknowledge awareness of their obligations regarding the Code. Ongoing awareness and training sessions in relation to the Code will be conducted each year for all Employees (including directors, contractors, consultants, agents, advisors and representatives).

26. DISCIPLINARY ACTION

Disciplinary action according to the Disciplinary Policy shall be taken against any employee found in breach of this policy.

27. POLICY DURATION

This policy may be reviewed from time to time upon approval by the General Manager.

28. ACCOUNTABILITY

Human Resources Manager is responsible for;

- The development of this Standard and related documents.
- Review and maintenance of this Standard and related documents.
- Compliance of this Standard within Hebou.
- The provision and distribution of this Standard to all persons with a legitimate right to know.

29. POLICY APPROVAL

Approved by:



George Alexander Constantinou
Managing Director

Date: 25/01/2023