



CODE OF ETHICS

V2 – JULY 2020



INTRODUCTION



Our values guide our behaviours as a business and should permeate everything we do, including our relationships with our clients, our partners, our suppliers and the communities we operate in.

We are committed to being a responsible business that conducts our business safely and with integrity, and has respect for the law, environment, people and ethical practices.

Our Code of Ethics sets out the standards of behaviour expected of us all in everything we do at Mace, forming the foundations of our culture. While our Code of Ethics cannot cover every possible situation that you may face, it sets out the guiding principles that should be followed. The Code provides guidance on what to do if you have any concerns and where to seek advice if you are unsure in any given situation.

Our Code of Ethics is not only about compliance with the laws that apply to us in the jurisdictions in which we operate, it is also about how we are perceived by society – a fair, honest and ethical business, where we conduct business responsibly and always do the right thing.

In some situations, acting ethically and legally may mean that we potentially lose business or a business advantage, but in the long term, we benefit from our conduct and our ethical standards. Our reputation should not be put at risk, and our Code of Ethics must always come first.

All of our people should follow the Code, and every six months, all of us must re-confirm that we are complying with the Code.

Mark Reynolds
Chief Executive

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1. WHO DOES THIS CODE OF ETHICS APPLY TO?

This Code of Ethics applies to Mace Limited and its subsidiaries (together referred to in this Code of Ethics as “Mace”, “we”, “us” or “our”) and to all of their respective directors, officers, executives, full-time, part-time and temporary employees (including secondees) and contract workers and agents to the extent that they conduct activities at or for Mace (together referred to in this Code of Ethics collectively as “you” or “employees”).

Joint Ventures controlled by Mace are required to adopt this Code of Ethics.

All of our managers, supervisors and senior leaders should lead by example in complying with the Code of Ethics and create an environment that encourages compliance and enables our people to feel comfortable to raise concerns and ask for advice.

We expect our supply chain, vendors, joint venture partners, 50/50 joint ventures and controlled by Mace and service providers to adopt the similar standards to this Code of Ethics.

2. WHAT IS EXPECTED OF YOU?

Employees are expected to comply with the principles set out in this Code of Ethics and all of our policies and procedures that support this Code. A breach of the Code of Ethics will be regarded as misconduct and could lead to disciplinary action, which could include dismissal from the Company.

We work with many different business partners and their behaviour and actions can have an impact – positive or adverse – on our reputation. We will actively avoid working with any person, company or organisation who is not committed to doing so and / or we will cease doing business with any partners who do not share our ethical standards.

It is important that you READ and UNDERSTAND this Code of Ethics and that you take time to think about how your role might expose you to any risk.

DOS AND DON'TS



DO conduct business in a way that upholds Mace's values.

DO comply with all laws and adhere to all of Mace's policies and procedures.

DO participate in, complete and follow the learnings from all mandated training.

DO avoid any risk of conflicts of interest, and where they arise report them so that they can be addressed and carefully managed.

DO observe confidentiality in the affairs and dealings associated with Mace.

DO ensure that you devote the whole of your time and attention to the business of Mace during your working hours.

DO respect people and the environment, listen to clients and work with trust, honesty and integrity.

DO seek guidance if you are unsure what to do in any situation and report any concerns about wrongdoing that you have in accordance with our Speak Up policy.



DO NOT act in a manner that would or may jeopardise the reputation of Mace or be contrary to this Code of Ethics in any way.

DO NOT engage in any activity that may potentially be considered bribery, corruption or a criminal activity of any kind.

DO NOT work in partnership or collaboration with any person, company or organisation who does not share Mace's commitment to work in an ethical manner.

DO NOT make personal use of or divulge to any person or organisation information concerning the business, accounts, finances, research, projects, trade secrets, business strategy, tenders or any other potentially sensitive or confidential information of Mace, its clients or business partners.

DO NOT buy services or goods from any supplier where you know or suspect them not to be properly declaring their income or complying with any relevant tax obligations they may have.

DO NOT use any Mace information, assets or trade secrets for personal gain.

3. COMPLIANCE WITH ALL LAWS IN THE JURISDICTIONS IN WHICH WE OPERATE

We are committed to carrying out business in accordance with all applicable laws in the jurisdictions in which we operate and conduct business.

Where there are differences between applicable local laws and the principles set out in this Code of Ethics or our policies and procedures, you must apply and follow whichever sets the highest standards. If you encounter a potential conflict between this Code of Ethics and applicable local laws, raise this straight away with the Mace legal team so the right course of action can be determined.

We have a zero-tolerance approach to criminal offences being committed in any way in connection with our business.

No steps should be taken to evade the laws that apply to us or to facilitate or assist others in breaching those laws.

4. SPEAK UP – DUTY TO REPORT CONCERNS AND SUSPICIONS

If at any time during your work at Mace you have reason to believe or be concerned or suspect that someone has acted in a manner inconsistent with applicable laws, this Code of Ethics or our other policies and procedures, you must raise this in accordance with our Speak Up policy.

We will take all reported matters seriously.

Whilst we encourage all matters to be reported internally, if for whatever reason you feel unable to do so you can make a report to our confidential Speak Up hotline provided by an independent organisation, Safecall (details of which can be found in our Speak Up policy).

If when making a report you wish to remain anonymous, we will make every effort to keep your identity private.

We will not tolerate retaliation, victimisation or discrimination against any person who has reported a suspicion or concern in good faith. Any persons involved in any retaliation or discrimination will be dealt with through our disciplinary procedures.

If at any time you have a question or are unsure what to do in a particular situation you should contact your line manager or your HR Business Partner in the first instance. If for whatever reason you are uncomfortable with their response or believe these people to be conflicted or compromised you should contact a member of Mace's legal team or use the Speak Up hotline.



5. BRIBERY

DOS AND DON'TS



Mace has a zero-tolerance approach to bribery in any way in connection with its business, anywhere in the world, both with public officials and those in the private sector.

For more information please refer to Mace's Anti-Bribery and Corruption policy and procedures.

DO be aware that requests for commissions, donations, expense claims and various other forms of payment, expenditure or advantage can sometimes be disguised bribes.

DO exercise common sense when considering issues involving your conduct and the conduct of others acting on our behalf. For example:

- Could the activity be considered dishonest, unethical or illegal?
- Could there be other negative consequences?
- Could harm be caused to Mace's or your own reputation?
- In the case of gifts and hospitality, is it reasonable and proportionate?

DO ensure that any gifts or hospitality accepted or offered by us are within the bounds of recognised normal business practices, are not lavish or excessive and are declared in accordance with the gifts and hospitality policy.

DO, wherever required under our policies, seek approval for offering or receiving a gift or hospitality and submit relevant details to be registered in our Gifts and Hospitality register.

DO follow our policies and procedures to conduct anti-bribery due diligence on third parties prior to entering into agreements with them; and apply further risk based due diligence measures on an ongoing basis as required.

DO raise any bribery 'red flags' / concerns that you have with your line manager or with your HR Business Partner or member of Mace's legal team or raise the matter in accordance with Mace's Speak Up policy.



DO NOT offer payments to someone (or any other favours, gifts or hospitality) if this might involve someone misusing their position or if someone may perceive that they are being requested to do so.

DO NOT misuse your position in connection with payments (or any other favours, gifts or hospitality) for the benefit of yourself or others, or accept any of these advantages if you perceive you might or are being requested to misuse your position.

DO NOT offer payments to someone (or give other favours, gifts or hospitality) to try to influence public officials for business reasons. If you believe you need to promote Mace's business with a public official, always discuss this in advance with the legal team.

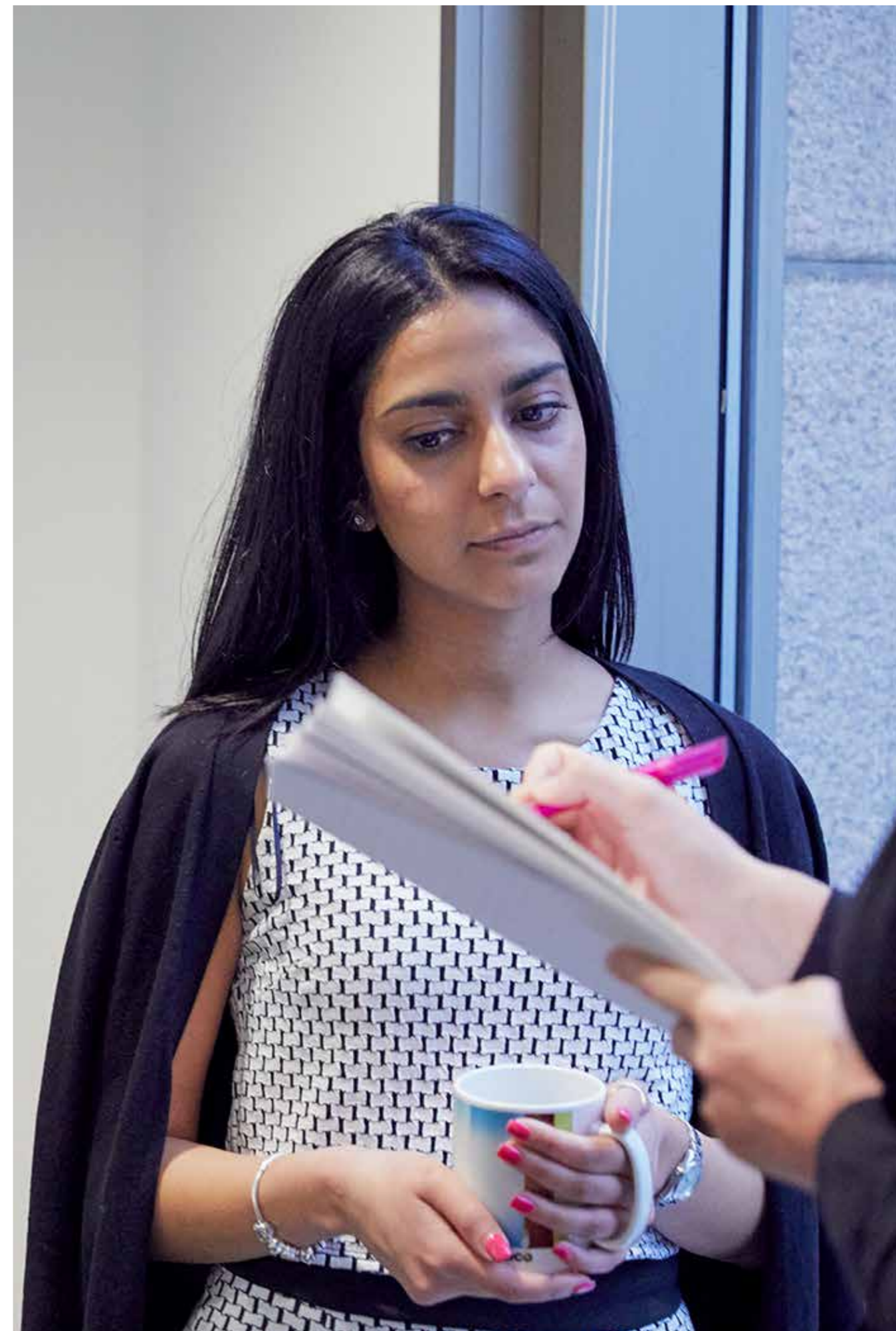
DO NOT offer or give any payments, favours, gifts or hospitality where they are prohibited by the organisation for whom the intended recipient works.

DO NOT make any facilitation payments in connection with our business.

6. CONFLICTS OF INTEREST

All business decisions should be based on what is ethical and in the best interests of Mace and not on the basis of personal considerations, relationships or business interests.

- A conflict of interest is an activity, relationship or situation, which could influence and impair your ability to make objective and unbiased decisions on behalf of Mace.
- Examples of conflicts of interest include (this is a non-exhaustive list):
 - you or a relative, partner or close friend, having a financial interest in, other employment with or serving on the board of a company which does business with or is a competitor of Mace;
 - managing or making a decision to hire a family member or close friend;
 - receiving a personal interest, or a relative, partner or close friend receiving a personal interest, as a result of a connection to Mace; and
 - having a personal interest in a transaction or dealings by Mace.
- Conflicts of interest and potential conflicts of interest should be avoided or reported so that they can be addressed and carefully managed.
- As soon as you become aware of it, Mace expects you to notify your line manager of any conflicts of interest, potential conflicts of interest or personal interests and / or relationships that could be seen by others to be a conflict of interest or potential conflict of interest.
- For more information please refer to Mace's Conflict of Interest policy, which includes details of how to report potential conflicts of interest if they arise and Mace's Conflict of Interests register.





7. POLITICAL SUPPORT, POLITICAL DONATIONS AND LOBBYING

We do not participate in political activities, nor do we make contributions or donations to political parties or to their representatives.

This policy does not prevent you from choosing in a personal capacity to join, support or make a donation to a political party as long as it is done in a way that there is no connection with our business and your employment with Mace. If you choose to participate in political activities it must be in your own time, at your own expense and not involve any of our resources. You must always make it clear that your political views and actions are your own and not those of Mace.

Although we do not participate in political activities we do from time-to-time engage in policy debates that impact on our business, people and operations, including through lobbying. The UK and Scottish governments have introduced registration requirements for certain types of lobbying and any lobbying on behalf of Mace anywhere in the world must take place in strict compliance with all applicable legal requirements. This includes where there are registration and reporting obligations of others acting on Mace's behalf. No lobbying should be carried out on our behalf without first seeking the approval of the Group Board.

8. CHARITABLE DONATIONS AND COMMUNITY INVESTMENT

We believe that companies have a responsibility to support the communities in which they work. In 2012 we established the Mace Foundation for that purpose.

Charitable donations by or on our behalf are made via the Mace Foundation.

We encourage our people to donate to bona fide charities at their discretion and to dedicate one day each year to carry out volunteering activities.

Prior to making any charitable donations, sponsorship commitments, promises of 'in kind support' (i.e. our time, materials or resources) or engaging in any form of community investment outside of the Mace Foundation prior approval is required from the Group Board member with responsibility for your area of the business.

All requests will be assessed to ensure that they meet our values and charitable giving/ community investment criteria and to ensure that they are not being used as a front for paying bribes or otherwise making improper payments.

This policy does not prevent you from choosing in a personal capacity to make any charitable donations or engage in volunteering as long as it is done in a way that there is no connection with our business or could be perceived as a quid-pro-quo relating to anything involving your work at Mace.

9. ANTI-FACILITATION OF TAX EVASION

Two new corporate criminal offences became law on 30 September 2017, which make a company criminally liable if an “associated person” facilitates tax evasion by another person, whilst performing services for that company. The offences will apply even if the senior management of the company was not involved or aware of what was going on. Associated persons include employees, agents or any other person providing services “for or on behalf” of the company, so this could extend to suppliers, intermediaries, advisers, contractors, consultants and joint venture partners.

The first of the two new offences applies to the facilitation of UK tax evasion, whilst the second offence applies in respect of the facilitation of non-UK tax evasion.

We expect the businesses and people we engage with to comply with their tax obligations.

We will not tolerate any of our employees, agents or business partners knowingly assisting or encouraging tax fraud by any customers, suppliers or others that we do business with anywhere in the world.

For more information please refer to Mace's Criminal Facilitation of Tax Evasion policy and/or speak to a member of the tax team.

10. FAIR COMPETITION

Mace supports open and fair competition and is committed to complying with competition law (referred to as antitrust law in some countries). Competition law prohibits agreements, decisions or practices between companies (however informal) which have a harmful effect on competition, and any harmful or exclusionary conduct by a company which has market power.

- Any discussion, exchange of information, agreement or understanding between Mace and its competitors, potential competitors or their representatives, including indirectly via clients, suppliers or sub-contractors, with respect to bids, prices, any element of price (including discounts, premiums or credit terms), contract terms or other commercially sensitive information, is strictly forbidden.
- If a competitor or any other party (including a client, supplier or sub-contractor) tries to discuss issues with you (in a business or social context) that could be considered anti-competitive you should end the conversation immediately and report the matter to your line manager or HR Business Partner or a member of the legal team or raise the matter in accordance with our Speak Up policy.

For more information please refer to Mace's Competition Law policy.

11. WORKING WITH OTHERS

We seek long-term sustainable relationships with our clients, supply chain and business partners that are fostered by fairness, mutual trust and acting in an honest and transparent manner.

We will not work with those whose business practices are contrary to our own ethical standards.

DOS AND DON'TS



DO select business partners based on merit, avoiding conflicts of interest, inappropriate gifts and entertainment or any other kind of benefit that might compromise selection.

DO carry out risk based due diligence on potential/actual business partners.

DO be mindful of ‘red flags’ that suggest criminal activity or illicit conduct by third parties and if identified raise these with your line manager, HR Business Partner, member of the Legal Team or in accordance with our Speak Up policy.

DO undertake the mandatory online training ‘Prevention of the Facilitation of Tax Evasion’ found on Oracle Learn.



DO NOT act in a manner that is in any way dishonest or misleading in your dealings with our clients and business partners.

DO NOT solicit bids from, negotiate with or award contractual commitments to business partners unless you have authority to do so within Mace.

DO NOT submit false or misleading information in a tender process.

DO NOT process or approve any unusual payments from others that vary from normal business practice without satisfying yourself that the payment is not improper in any way.

12. INCLUSIVE WORKPLACE BEHAVIOUR: EQUALITY, DIVERSITY, BULLYING & HARASSMENT

DOS AND DON'TS



We promote an environment in which all colleagues (including applicants to our business) enjoy equal opportunities and treatment, free from any form of discrimination, victimisation or harassment. We strive for a working environment where the opportunity exists for all individuals to play their full part in adding value to the business and to make the most of their potential.

We will not tolerate bullying, harassment, or any form of discrimination based on age, disability, sex, gender identity, pregnancy, maternity, race (which includes colour, nationality and ethnic or national origins), sexual orientation, religion or belief, or marital status/civil partnership. Any reported act of discrimination will be investigated and could lead to disciplinary action and/or referral to the police.

For more information please refer to Mace's Diversity and Equal Opportunities Policy.

DO recognise that we all have a responsibility in creating an inclusive working environment where everyone is respected and valued whatever their role, level, qualifications, skills or competency.

DO treat your colleagues and anyone you encounter in connection with our business with courtesy, dignity and respect.

DO lead by example in your behaviour and in the treatment of others and report to your line manager or HR Business Partner or raise the matter in accordance with our Speak Up policy any inappropriate or unacceptable behaviour that you witness.





13. MODERN SLAVERY AND HUMAN RIGHTS

DOS AND DON'TS

We will conduct our business in accordance with the principles of, and with respect for, the Universal Declaration of Human Rights.

Slavery and human trafficking are crimes and a violation of human rights.

We have a zero-tolerance approach to slavery and human trafficking in our business and supply chain.

We are committed to implementing and enforcing effective systems and controls to ensure that slavery or human trafficking are not taking place anywhere in our business or in any of our supply chains.

The key principles listed to the right apply to our business and our supply chain.

In accordance with the Modern Slavery Act 2015 Mace publishes an annual statement setting out the steps taken to identify and mitigate the risks of slavery and human trafficking in connection with its procurement of labour, goods and services.

For more information please refer to our Responsible business procurement policies.



DO ensure compensation and benefits comply with fundamental principles relating to minimum wages, overtime hours and legally mandated benefits.

DO ensure the formation of trade unions and powers of collective bargaining are respected.



DO NOT use child (under 16 years of age) labour and we and our suppliers must not benefit from child labour.

DO NOT use any form of forced or compulsory labour and we and our suppliers must not benefit from forced or compulsory labour. Workers must be free to leave employment or work after reasonable notice.

DO NOT take passports from workers.

DO NOT use or apply any forms of debt bondage. Workers must not be subject to contracts that tie them into repaying a loan, accommodation or some other costs that they have little opportunity to repay.

14. HEALTH, SAFETY, WELLBEING AND ENVIRONMENT **DOS AND DON'TS**

Mace aims to be world leading in our health and safety management and is committed to a clean working environment.

We continually strive to reduce risks to our people and those impacted by our operations by building a culture where safety first enables all our employees to go home safe and well.

We are continuously striving to develop new, safer and healthier methods of delivery.

We all have a responsibility to use our resources efficiently and minimise the impact that our activities have on the environment. We expect all colleagues to act in accordance with our Behaviours for Success.

For more information please refer to Mace's Health and Safety policies and Environmental policies and procedures.



DO comply with all health and safety laws, policies, procedures and rules applicable to us and our work activities.

DO consider the hazards in our day to day activities, whether in an office, on a project site or while travelling at work and the risks these hazards present.

DO intervene and stop work immediately if an unsafe situation arises or someone (whether a Mace employee or another) is putting themselves or others at risk, even if that impacts on operational results.

DO participate in, implement and follow the learnings from all health, safety and environmental mandated training.

DO ensure that contractors and visitors to our work place are made aware of and abide by our health, safety and environmental policies, procedures and rules.

DO lead by example in maintaining a safe and clean work environment.

DO be mindful of your mental health and that of others.

DO report all health, safety, wellbeing and environmental, observations and incidents on Yellowjacket and where appropriate to your line manager or Health and Safety representative.



DO NOT work or travel to any of our project sites or offices whilst under the influence of alcohol or a prohibited substance (this includes controlled drugs without a prescription or, for example, where it is advised that you should not drive whilst or after taking a particular drug).



15. DATA PROTECTION

DOS AND DON'TS



We are subject to, and committed to compliance with, strict data protection laws.

Information held or collated by us may contain the personal data of our employees or individuals that we deal with in our business. This personal data is subject to legal safeguards which impose restrictions on how we may collect, handle, store, preserve, communicate, use or destroy ("process") personal data.

We are committed to protecting the privacy and data protection rights of the subjects of personal data that we hold ("data subjects") through compliance with data protection laws, our own operational and technical standards and our Data Protection policy.

DO ensure that personal data is processed only if Mace has a legal justification for doing so under data protection law which should also be disclosed to data subjects in the privacy notice.

DO keep personal data up-to-date and make sure it is accurate.

DO safeguard any personal information in your care (including any physical assets which contain such personal information) and comply with Mace's Data Protection policy.

DO inform the Data Protection Compliance Manager immediately if you receive any communications from data subjects or others concerning personal data that we hold, or if you suspect that a breach of our security policies may have occurred (even if it happens by accident).



DO NOT process personal data unless you have a clear and specific purpose for doing so which has been disclosed to the data subjects about whom the data relates by means of a privacy notice.

DO NOT process personal data unless it is relevant, adequate and not excessive for the purpose for which you need it.

DO NOT retain personal data for longer than it is needed for the purposes for which it is processed by Mace and comply with Mace's Data Protection policy.

DO NOT give access to personal data to people within Mace unless they have a valid business reason to access any personal information in your care.

DO NOT disclose personal data to third parties outside Mace unless you have a specific and legitimate need to do so, and you need to make sure that this is done on the basis of a contract containing appropriate data protection provisions. You should consult with the Data Protection Compliance Manager about what contractual provisions are appropriate because this will depend on how that third party will use the data. You should only disclose data to third parties if the relevant data subjects have been informed in the privacy notice provided to them about who their data may be given to and why.

DO NOT collect or process personal data in a manner which is not in accordance with our usual business practices before consulting with the Data Protection Compliance Manager.

DO NOT transfer personal data outside the European Economic Area ("EEA") and be careful not to do so inadvertently, for example by uploading data to a website or cloud which are hosted outside the EEA, unless you have been authorised to do so by the Data Protection Compliance Manager.

DO NOT send marketing communications to any person unless they have recently provided you with clear and specific consent to do so and you have evidence of such consent. Exceptions to this rule exist and are described in more detail in our Data Protection policy.

For more information please refer to Mace's Data Protection policy or speak to a member of the legal team.

16. USE OF COMPANY IT ASSETS

DOS AND DON'TS



Our IT assets and systems are to be used only for legitimate business interests and not for personal financial benefit or gain. This includes all communication and computer systems and associated equipment (including mobile phones, VOIP, land line phones, desktop, laptop and tablet computers, servers, storage and removable media, internet based computing solutions and cloud services).

DO protect and keep confidential log-on information and passwords.

DO make sure that personal use of devices made available to you is reasonable at all times; and never involves the accessing or use of unprofessional or inappropriate content; and does not interfere with work responsibilities and productivity. Be mindful that all activity on our devices is subject to monitoring, which includes any personal use and storage of information on these devices or company systems.

DO make appropriate use of the IT systems that are made available to you and comply at all times with policies and procedures regarding our IT systems.

DO be vigilant to phishing attacks (malicious emails or messages designed to get you to open an email, instant message or text message or visit a malicious website that results in the theft of your data or our data).

DO promptly report the loss or damage of any assets in your possession or any suspicious activity.

DO not save any Mace data or the data of our clients or business partners on personal devices.

17. USE OF OTHER COMPANY ASSETS

Our company equipment, materials and other property are to be used only for legitimate business interests and not for personal financial benefit or gain.

We expect all those working for Mace to help protect these company assets from loss, damage, misuse or unnecessary wastage. Examples of safeguarding measures include taking reasonable precautions to secure Mace's physical assets, in line with our wider policies and procedures and to maintain appropriate records in relation to them.

Always promptly report any concerns regarding potential misuse or unauthorised use of company assets to your line manager.



18. SANCTIONS AND EXPORT CONTROLS

Mace is operating in many different countries with aspirations for future growth.

As a UK based company we must comply with all EU and UK sanctions. Sanctions are restrictions on dealing with particular individuals, entities and sometimes entire countries. They are put in place by international organisations and countries because of threats to international peace and security, human rights abuses, other criminal conduct, and/or to help combat terrorism.

There are two main forms of sanctions:

- financial sanctions that prohibit or control dealing with the assets of, or making assets available to or for the benefit of, a sanctioned person; and
- trade sanctions that prohibit or control the export and supply (including physical and electronic transmissions) of particular goods, technology and software (including, for example, documents, manuals, diagrams, specifications and technical drawings) and certain related activities to and from sanctioned countries.

Licences and authorisations may be available for transactions that would otherwise be prohibited by sanctions.

If we are dealing with export-controlled items, for example military items or dual use items (those with a civilian and military purpose), export licences may also be required to supply or transfer those items outside of the UK.

Before proceeding with a business opportunity check the sanctions risk, and if the opportunity is connected in any way to countries with high sanctions risk, or if you are transferring export-controlled items outside of the UK, advice should first be sought from the legal team.

19. RECORD KEEPING

Our books, records, and accounts must be accurate and fairly reflect all transactions, expenditure, labour and material costs and other aspects of our business (whether financial or non-financial). Records should be kept for a minimum of 6 years for Tax reporting purposes.

Examples of prohibited record keeping activities include (but are not limited to):

- making records appearing to show a payment to one person when, in fact the payment was made to, or intended for, someone else;
- submitting inaccurate expenses;
- falsifying or inflating invoices;
- manipulating sales / profit figures;
- ‘booking’ expenses or costs to the wrong project;
- making records that are designed to evade taxes;
- inflating the number of hours worked on a project or the costs of materials used;
- records that inaccurately characterise or inaccurately describe the true nature of transactions or payments (for example, recording a bribe as a “commission” or “marketing expense”, or a payment as an “overhead expense” instead of a “commission”);
- claims for services, products or equipment not received; and
- creating or maintaining any unrecorded funds or assets of the company, including unrecorded “petty cash”.

20. CONFIDENTIALITY AND INSIDER DEALING

Information about our business, our clients or business partners which you become aware of during the course of our business must not be disclosed to anyone outside of Mace unless there is a justifiable business reason for doing so. This obligation continues to exist after you have left employment with Mace, or no longer have a connection with our business.

If you use social media you should make it clear that all views are your own and you should avoid any comments regarding Mace, our clients, suppliers or partners that could bring any of those organisations or individuals into disrepute. If you have any issues or concerns these should be raised in the first instance with your line manager and HR Business Partner or, if you are still not satisfied, with the Legal Team or raise the matter in accordance with the Speak Up policy.

If you receive or become aware of any confidential information in connection with our business that pertains to a publicly traded company, is not generally available and would be likely to have an effect on a person’s decision to invest or sell shares in that company then the disclosure of this information and any subsequent dealing could amount to insider dealing. When in the possession of such information you must not deal in the shares of the company to which the information relates, nor must you disclose the relevant information to others.

Social media should not be used to share or disclose any information relating to Mace, our business or any third party connected to our business, except in accordance with Mace’s social media policy.

20. CONFIDENTIALITY AND INSIDER DEALING (CONTD.)

In addition, non-authorised employees should not make any public statement or any statement to a person employed by or associated with the media concerning Mace, its clients, business partners or any aspects of their respective activities without first obtaining the written consent of the Group Board.

21. MONITORING

We will maintain a system for monitoring compliance with this Code of Ethics and verifying the effectiveness of the controls in place to ensure compliance with applicable law in the countries in which we operate and conduct business.

Employees will be required to confirm on six month intervals they are complying with this Code.

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