

ANTI BRIBERY- ETHICS & CODE OF CONDUCT POLICIES

1 January 2025



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It is incumbent upon the reader to ensure that he has the latest version of the Policy

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Approvals

Designation	Name	Date	Signature
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FIELD SERVICES GROUP COMPANY POLICY

Action:

Information:

All FSS Group Employees, Contractors, Consultants.

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INTRODUCTION AND STATEMENT OF PURPOSE

The commitment to excellence is fundamental to the philosophy of the Founding Members and is applicable to all the companies in the FSS Group. This commitment to excellence means that we share a common set of objectives and benefit from the achievement of those objectives. One essential objective is to uphold ethical standards in our corporate activities and to receive guidance on FSS Group Doctrine. (*“what we believe in”*). The purpose of this Code of Conduct & Ethics is to provide basic guidelines for situations in which ethical issues arise. This Policy is drawn from the UK Anti Bribery Law which was enacted into UK law in July 2011. The stipulations of this law exceed the US Foreign and Corrupt Practices Act and is thus the FSS Group standard.

In addition, FSS adheres to the following International codes of conduct:

- PSC 1 - Management System for Quality of Private Security Company Operations
- The International Code of Conduct for Private Security Service Providers. (ICOC)
- ISO 18788 – 2015 Management system for Private Security Operations
- Montreux Document on pertinent International Legal Obligations and Good Practices for States related to Operations of Private Military and Security companies during Armed Conflict
- The Modern Slavery Act 2015 (UK)

FSS expects the Suppliers we use to comply with the laws of their countries in which they are headquartered, In addition, the Supplier shall comply with any contractual arrangements entered into between the Supplier and FSS in addition to this Code of Conduct.

In this regard we strive to do business with clients, suppliers and contractors of sound business character and reputation. We do not knowingly support any public or private organization or individual that engages in discriminatory policies or practices. We expect all our employees, officers and contractors and our Suppliers to perform their work with honesty, integrity and in a manner that will reflect favorably on the Company and each of us.

It is the policy of the Company to comply with all applicable governmental laws, rules and regulations, including, without limitation, employment, discrimination, health, safety, antitrust, securities and environmental laws. No director, officer, or manager of the Company has authority to violate any law or to direct another employee or any other person to violate any law on behalf of the Company.

Each employee, contractor, officer and director of the Company is, and will be held, responsible for the observance of this Code of Conduct. No code of conduct can cover all circumstances or anticipate every situation. If you encounter situations not addressed specifically by this Code of Conduct you should apply the overall philosophy and concepts of this Code of Conduct to the situation. If you have questions about any section of this Code of Conduct, direct them to your immediate supervisor, the Company Compliance Officer (as defined in paragraph IV A below), the Human Resources Department, or the Legal Department. If you become aware of a violation of this Code of Conduct, you are obligated to report it in accordance with procedures set forth below. No one has the authority to retaliate against an employee who reports a suspected violation. To the extent possible, the Company will maintain the confidentiality of communications about suspected violations that are made in good faith, except where law or policy may require disclosure. A violation of the provisions of this Code of Conduct may result in appropriate disciplinary measures up to and including termination.

FSS is proud of its vision and of what it has been designed to achieve in providing high quality and ethical security and risk management services in the United Kingdom and across the world. All Suppliers contribute to FSS's success by participating in a culture of compliance and understanding the policies that apply to the business, by embracing FSS's commitment to integrity, and by acting to enforce applicable international standards, avoiding violations and safeguarding the reputation of FSS.

Suppliers have a duty and personal commitment to FSS to uphold its common ideals, as set out in this Code, which will enable FSS to continue to prosper while keeping its reputation of high integrity and ethics.

II. POLICIES AND PRACTICES

A. Conflicts of Interest.

A conflict of interest may arise in any situation in which a director's, officer's or employee's loyalties are divided between business interests that, to some degree, are incompatible with the interests of the Company. A conflict of interest may arise when a director, officer or employee takes actions or has interests that may make it difficult to perform his or her duties and responsibilities to the Company objectively and effectively. All such conflicts should be avoided. The Company expects that no director, officer or employee will knowingly place himself or herself in a position that would have the appearance of being, or could be construed to be, in conflict with the interests of the Company. Some of the more sensitive areas of conflicts of interest and the Company's related guidelines are as follows:

1. Personal Financial Gain.

Each of us should avoid any situation that may involve, or appear to involve, a conflict between our personal interests and the interests of the Company. In dealing with current or potential customers, suppliers, contractors, consultants and competitors, we should act in the best interests of the Company. We should not seek to gain personal advantage because of our position in the Company. You should make prompt and full disclosure to your supervisor of any situation that may involve a conflict of interest. Directors and employees, officers and contractors are prohibited from making personal use of opportunities that are discovered through the use of Company property, information or position; from using Company property, information or position for personal gain; and from competing with the Company.

Directors, officers and employees, officers and contractors should avoid any outside financial interest that might influence corporate decisions or actions. Unless approved in advance by an officer's or employee's supervisor, neither an employee nor his or her spouse, domestic partner, or any other member of the employee's immediate family (collectively, the "Family") may directly or indirectly have a financial interest (whether as an investor, lender, employee or other service provider) in a competitor, or in a customer or supplier if that employee or his or her subordinates deal directly or indirectly with that customer or supplier in the course of his or her job with the Company. However, this restriction does not apply to minimal holdings of the stock or other securities of a corporation whose shares are publicly traded.

2. Employment of Relatives.

An officer or employee may not supervise a Family member or exercise direct or indirect influence over other employment decisions involving a Family member. The Company's Human Resources Employee Policy Manual as amended from time to time (the "Policy Manual") and the Human Resources Department should be consulted for assistance and guidance in employment of family and others with whom an employee may have an intimate relationship.

3. Outside Activities.

Employees, officers and contractors or officers should not have outside employment (for themselves or others) or activities that will have a negative impact on the performance of their duties with the Company, or in any way impact negatively the good name and reputation of

the Company. We want all of our employees, officers and contractors to be efficient, loyal in their work, and available as necessary to meet unusual or emergency work demands. Employees, officers and contractors who have outside employment or activities may not use Company time, facilities, resources or supplies for such work. "At will" and self employed Contractors may have clauses in their Consultancy Contracts that may allow them to take other Consultancy work between duty rotations, whilst at their duty station and being directly engaged by the Company the same rules apply that the Contractor must stay focused on his FSS duties and may not use Company time, facilities, resources or supplies for such non FSS Company related work.

4. Dealing with Clients and Suppliers.

The Company obtains and keeps business because of the quality and value of its services, and the respect and confidence it instills both in its clients, suppliers and contractors. Conducting business with suppliers and clients can pose ethical or even legal problems. Directors, officers and employees, officers and contractors should conduct their business affairs in such a manner that the Company's reputation will not be impugned if the details of their dealings should become a matter of public discussion. The Company prohibits employees, officers and contractors from (1) soliciting for themselves or for a third party anything of value from anyone in return for any business, service or confidential information of the Company, or (2) accepting anything of value other than bona fide salary, wages, fees, or other compensation paid in the usual course of business from anyone in connection with the business of the Company.

(a) **Kickbacks and Rebates.** No director, officer, employee, consultant or Family member may receive personal kickbacks or rebates in connection with the Company's purchases or sales of goods or services. Kickbacks or rebates can take many forms and are not limited to cash payments. For example, no director, employee or Family member shall accept any funds or other assets for assisting in obtaining business or for securing special concessions from the Company, or for otherwise compromising independent judgment. Such practices are not only unethical but may at times be illegal. If a member of your Family might benefit from an arm's length transaction with the Company, advise your supervisor so that the Company may determine the propriety of the transaction. Such a transaction may not be entered into without the Company's prior written approval.

(b) **Accepting and Giving Gifts, Gratuities or Entertainment.** The Company seeks to deter givers of gifts from seeking or receiving special favors from its directors, officers or employees, officers and contractors. Accepting any gift of more than nominal value or entertainment that is more than a routine social amenity can appear to be an attempt to influence the recipient into favoring a particular customer, vendor, consultant or the like. Therefore, accepting gifts of money or soliciting non-monetary gifts, gratuities, or any other personal benefit or favor of any kind from suppliers or customers is prohibited. Accepting meals, refreshments, travel arrangements or accommodations, or entertainment, all of reasonable value, in the course of a meeting or other occasion, the purpose of which is to hold bona fide business discussions or to foster better business relations, provided that the expense would be paid for by the Company as a reasonable business expense if not paid for by another party. Unsolicited, non-monetary gifts from a business, firm or individual doing or seeking to do business with the Company may be accepted only if the gift is of nominal value. Gifts of reasonable value related to commonly recognized events or occasions, such as a promotion, wedding, or birth of a child may be accepted, as well as awards from charitable, civic, educational or religious organizations in recognition of service and accomplishment. Gifts of more than nominal value may be accepted if protocol, courtesy or other special circumstances exist, such as in connection with an international business transaction, when it may be customary and lawful for gifts to be given. In such a situation, the gift must be reported to the employee's or officer's supervisor, or in the case of a director, to the Board of Directors. In all other instances where gifts cannot be returned and offering to pay for them would adversely affect continuing business relationships, the Human Resources Department must be notified. In such cases, the gift will be retained by the Company, sold and the benefits passed to a charity at the Company's sole discretion, and not the individual. Discounts or rebates on merchandise or services that do not exceed those available to other customers or vendors may also be accepted.

Conversely, the Company does not seek to gain any advantage through the improper use of business favors or gifts. The Company prohibits offering, giving, soliciting or receiving any form of bribe or

anything conditioned upon granting or receiving an individual or business benefit or an official action. A permissible gift to a third party should meet the following criteria:

- Gift is given as a courtesy, an expression of gratitude or relates to the demonstration or promotion of a product or service and cannot be construed as a bribe or a payoff
- Gift is given unconditionally with only the generalized hope that a favorable business climate might exist
- Gift is customary and does not violate any law or regulation or the standards of conduct of the recipient's organization. It is the employee's responsibility to inquire about prohibitions or limitations of the recipient's organization before offering any gift
- Gift is of a nominal value – generally less than £100 and “one off.”
- The expense is properly recorded

Directors, officers and employees, officers and contractors may accept promotional premiums and discounts offered by transportation companies, hotels, auto rental agencies and restaurants, based on membership in bonus programs for individuals and offered to travelers generally.

Normal business entertainment such as lunch, dinner, theater, a sporting event, and the like, is appropriate if of a reasonable nature and in the course of a meeting or another occasion, the purpose of which is to hold bona fide business discussions or to foster better business relations. All such entertainment should be reported (in advance, if practical) by the employee to his or her supervisor.

(c) [Payments to Agents, Representatives, Consultants](#). Agreements with agents, sales representatives or consultants must be in writing and must clearly and accurately set forth the services to be performed, the basis for earning the commission or fee involved, and the applicable rate or fee. Any such payments must be reasonable in amount, not excessive in light of the practice in the trade, and commensurate with the value of the services rendered. The agent, sales representative or consultant must be advised that the agreement may be publicly disclosed and must agree to such public disclosure. In some countries, local laws may prohibit the use of agents or limit the rate of commissions or fees.

(d) [Prohibition on Improper Payments](#). The use of Company funds or assets for any unlawful or unethical purpose is prohibited. Any payment that is improper when made by a Company employee, is likewise improper if made by a commissioned agent, consultant, or other third party on behalf of the Company, if the Company knows or has reason to know that the payment will be made. Making any payment to a third party for any purpose other than that disclosed on the payment documentation is prohibited.

5. [Use of Company Property and Information](#).

We are each responsible for the proper use of the Company's resources and property, including its proprietary and other confidential information, for valid corporate purposes. Except as otherwise expressly provided, the Company's assets are to be used solely for the benefit of the Company. The Company's assets are much more than its facilities, equipment, inventory, corporate funds or office supplies. They include technologies, concepts, business strategies and plans, financial data, and other information about the Company's business and operations. These assets may not be used improperly to provide personal gain. The Company's assets may not be transferred to other persons or entities except in the ordinary course of business. Unless otherwise authorised by a Project Manager, personal use of Company telephones, mobile phones, Satellite phones, computers or other electronic and storage media is not permitted. Information stored on Company computers, laptops and phones is and remains the property of the Company. Separate IT Acceptable Use Policies exist that give greater clarification.

(a) [Company Property and Facilities](#). Company property, facilities or physical resources may not be used for solicitation or any other activities which are not related to an employee's officers of contractors' services to the Company, except for charitable or not for profit activities that have been approved in writing in advance by the Company. Employees, officers and contractors may not solicit any other employee during working time, nor may employees, officers and contractors distribute literature in work areas at any time. Under no circumstances may anyone disturb the work of others to solicit or distribute literature to them during their working time. Persons not employed by the Company may not solicit

Company employees, officers and contractors officers or hires or for any purposes on Company premises.

Any employee, officer or contractor found to be engaging in, or attempting, theft of any property of the Company, including documents, equipment, intellectual property, personal property of other others, cash or any other items of value will be subject to immediate summary termination and possible criminal proceedings against them. All employees, officers and contractors have a responsibility to report any theft or attempted theft to the Company's management.

(b) Company Proprietary and Other Confidential Information. We operate in competitive markets and everyone should each be aware that in any competitive environment, propriety information and trade secrets must be safeguarded in the same way that all other important Company assets are protected. The Company's financial data and information concerning pricing, products and services that are being developed, and other such trade secrets, including information pertaining to any prospective Company acquisition or divestiture, must be held in the strictest confidence, and reasonable prudence and care should be exercised in dealing with such information in order to avoid inadvertent inappropriate disclosure. Confidential information obtained from other parties doing business with or seeking to do business with the Company must be used in compliance with any signed agreement governing its use. All of the foregoing information must not be used in any way other than as required in performing employment duties. All files, records and reports acquired or created in the course of employment are the property of the Company. Originals or copies of Company documents may be removed from the Company's offices for the sole purpose of performing the employees, officers and contractors' duties for the Company and must be returned at any time upon request.

Unless and until the Company releases proprietary and confidential information to the public, an employee, officer or contractor should not disclose that information to others who do not have a business need-to-know or to non-employees, officers and contractors (including retirees) for any reason except in accordance with established corporate procedures (see also paragraph D below). These procedures require all public statements, whether oral or written, to be accurate with no material omissions. If someone outside the Company asks questions about the Company or its business activities, either directly or through another, do not attempt to answer them unless you have authority to do so. It is also the Company's policy not to respond to outside inquiries about rumors or business matters except to confirm facts already made public. If you have a question about whether or not information is confidential, you should assume that it is and seek clarification from your supervisor or Director of the Company.

c) Trademarks, Service Marks and Copyrights. Trademarks and service marks - words, slogans, symbols, logos or other devices used to identify a particular source of goods or services - are important business tools and valuable assets which require care in their use and treatment. The Company's trademark is indicated by the ® symbol and should be used properly. No employee may negotiate or enter into any agreement regarding the Company's trademarks, service marks or logos without first consulting the Legal Department. The Company also respects the trademark rights of others. Any proposed name of a new product or service intended to be marketed to customers must be submitted to the Legal Department for clearance prior to its adoption and use. Similarly, using the trademark or service mark of another company, even one with whom our Company has a business relationship, always requires clearance or approval by the Legal Department, to ensure that the use of that other Company's mark is proper.

Employees, officers and contractors must avoid the unauthorized use of materials copyrighted by others and should confer with the Legal Department if they have any questions regarding the permissibility of photocopying, excerpting, electronically copying or otherwise using copyrighted materials. In addition, simply because material is available for copying, such as matter downloaded from the Internet, does not mean that it is automatically permissible to copy or recirculate (by, for example, email or posting to an intranet facility). All copies of work that is authorized to be made available for ultimate distribution to the public, including machine readable works such as computer software, must bear the prescribed form of copyright notice.

The Company is legally entitled (without payment of any additional compensation) to all ownership rights in ideas, inventions and works of authorship relating to its business that are made by employees,

officers and contractors, officers or contractors during the scope of their employment with the Company or using the resources of the Company.

B. Books and Records.

1. Accounting Procedures and Practices.

All employees, officers and contractors with supervisory duties should establish and implement the internal accounting controls adopted by the Company over all areas of their responsibility to ensure the safeguarding of the assets of the Company and the accuracy of its financial records and reports. The Company has adopted controls in accordance with internal needs and the requirements of applicable laws and regulations. These established accounting practices and procedures must be followed to assure the complete and accurate recording of all transactions. All officers, employees and contractors, within their areas of responsibility, are expected to adhere to these procedures, as directed by appropriate Company officers.

Any accounting adjustments that materially depart from generally accepted accounting principles must be approved by the Audit Committee of the Company's Board of Directors ("Audit Committee") and reported to the Company's independent auditors. In addition, all material off-balance-sheet transactions, arrangements and obligations, contingent or otherwise, and other relationships of the Company with unconsolidated entities or other persons that may have material current or future effects on the financial condition, changes in financial condition, results of operations, liquidity, capital expenditures, capital resources or significant components of revenues or expenses, must be disclosed to the Audit Committee and the Company's independent auditors.

No employee, officer or director may interfere with or seek to improperly influence, directly or indirectly, the auditing of the Company's financial records. Violation of these provisions shall result in disciplinary action, up to and including termination, and may also subject the violator to substantial civil and criminal liability.

If you become aware of any improper transaction or accounting practice concerning the resources of the Company, you should report the matter immediately to your supervisor or to a member of the Audit Committee. Employees, officers and contractors may also file a confidential, anonymous complaint pursuant to procedures established by the Audit Committee and described in paragraph IV below, if they have information regarding questionable accounting or auditing matters. There will be no retaliation against employees, officers and contractors who disclose questionable accounting or auditing matters.

2. Falsification of Records.

False or artificial entries must never be made in any of the Company's books or records or in any public record for any reason, and permanent entries in the Company's records should not be altered in any way. Mistakes should never be covered up, but should be immediately disclosed and corrected. No payment or receipt on behalf of the Company may be approved or made with the intention or understanding that any part of the payment or receipt is to be used for a purpose other than that described in the documents supporting the transaction. "Slush funds" or similar off-book accounts, where there is no accounting for receipts or expenditures on corporate books, are strictly prohibited.

3. Reporting Integrity.

All Company financial reports, accounting records, sales reports, expense reports and other documents must accurately represent the facts and the true nature of a transaction and be in compliance with Company policy and all applicable laws. Improper or fraudulent accounting documentation or financial reporting is against Company policy and may also violate the law. Reports filed with the Inland Revenue (HMIRC) and all other public communications made by the Company shall be in compliance with applicable laws, rules and regulations and shall be fully, fairly and accurately disclosed in an understandable form and in a timely manner.

4. Retention of Records.

Legal and regulatory requirements mandate the retention of certain records for various periods of time, particularly in the tax, human resources, health and safety, environment, contract, and corporate structure areas. In addition, when litigation or a governmental investigation or audit is pending or imminent, relevant records must not be destroyed until the matter is closed. Destruction of records to avoid disclosure in a legal proceeding may constitute a criminal offense. Refer to the Company's Record Retention Policy for information on retention periods and restrictions.

Whenever it becomes apparent that documents of any type will be required in connection with a lawsuit or government investigation, all possible relevant documents should be preserved, and ordinary disposal or alteration of documents pertaining to the subjects of the litigation or investigation should be immediately suspended. If you are uncertain whether documents under your control should be preserved because they might relate to a lawsuit or investigation, you should contact the Legal Department.

5. Contracts.

The Legal Department should review all contracts and arrangements between the Company and other persons and companies prior to execution, except those standard arrangements previously approved by the Legal Department.

6. Expenses.

Authorized expenses incurred by employees, officers and contractors in performing Company business will be reimbursed through the filing of expense reports, which must be documented accurately and completely. Full details are given in Company Policy documents 006 (Use of Company Cards-Expenses-Cash Advances-Per Diems)

C. Competitive Practices.

1. Communications with Competitors.

The government, and many foreign governments have enacted antitrust or "competition" laws. These laws prohibit "restraints of trade" which is certain conduct involving competitors, customers or supplies in the marketplace. Their purpose is to ensure that markets for goods and services operate competitively and efficiently, so that customers enjoy the benefit of open competition among their suppliers and sellers similarly benefit from competition among their purchasers. In the United Kingdom and some other jurisdictions, violations of the antitrust laws can lead to substantial civil liability. Moreover, violations of the antitrust laws are often treated as criminal acts that can result in criminal convictions of both corporations and individuals. Nevertheless, it is not illegal or inappropriate for Company representatives and its competitors to meet and talk from time to time. However, such conversations must be conducted in accordance with applicable laws and except as permitted by law, employees, officers and contractors must scrupulously avoid comment on such topics as pricing, production levels, marketing methods, inventories, product development, sales territories and goals, non-public market studies, and any proprietary or confidential information. Except as permitted by law, discussions regarding clients must be limited to the exchange of credit information. The Legal Department should be consulted whenever questions arise that may involve antitrust implications.

2. Information about Competitors.

As a vigorous competitor, the Company naturally seeks to obtain economic knowledge about its competitors. However, the Company and its employees, officers and contractors must not engage in illegal or improper acts to acquire a competitor's trade secrets or client lists, or information about facilities, technical developments or operations. In addition, the Company will not seek to hire a competitor's employees, officers and contractors for the purpose of obtaining confidential information or pressure a competitor's personnel, customers, or suppliers to disclose confidential information.

D. Securities Laws.

Employees, officers and contractors may not trade in (or even recommend) Company stock based on inside information. “Insider trading” is the purchase or sale of a publicly traded security while in possession of important, non-public information about the issuer of the security. Such information includes, for example, non-public information on Company earnings, significant gains or losses of business, or the hiring, firing or resignation of a Director or Officer of the Company. Insider trading, as well as “tipping,” which is communicating such information to anyone who might use it to purchase or sell securities, are prohibited by the securities laws. When in doubt, information obtained as an employee of the Company should be presumed to be important and not public. Don’t speculate in the securities of the Company when you are aware of information affecting the Company’s business that has not been publicly released or in situations where trading would call your judgment into question. This includes all types of stock trading, such as options, puts and calls, straddles, selling short, etc. Two simple rules can help protect you in this area:

- Don’t use non-public information for personal gain
- Don’t pass along such information to someone else who has no need to know

This guidance also applies to the securities of other companies (suppliers, vendors, customers, etc.) for which you receive information in the course of your employment at the Company.

If you have questions pertaining to the sale or purchase of a security under circumstances that might involve confidential information or securities laws, you should consult with the Compliance Officer or Legal Department. The Compliance Officer or Legal Department may refer individuals to their personal attorneys.

E. Government Relations.

The Company’s interactions with government personnel are important to its continued success, whether they are customers or serving in official capacities. The Company and its employees, officers and contractors have a special obligation to know the laws, regulations and ethical standards of the Governments we may have dealings with.

1. Relationships with Government Officials and Employees, Officers and Contractors.

All employees, officers and contractors engaged in business with a governmental body or agency must know and abide by the specific rules and regulations covering relations with public agencies. Such employees, officers and contractors must also conduct themselves in a manner that avoids any dealings which might be perceived as attempts to improperly influence public officials in the performance of their official duties. Payments or offers (whether of cash or other thing or service of value) are never legal in the United Kingdom. The Anti Bribery Law is a law that prohibits the Company from making a payment or giving a gift to a foreign government official, foreign political party, official or candidate for the purpose of influencing them to misuse their official capacity to obtain, retain or direct business or to gain any improper advantage. The Anti Bribery Law also prohibits knowingly falsifying a company’s books and records or knowingly circumventing or failing to implement accounting controls. Employees, officers and contractors involved in international business must be familiar with the Anti Bribery Law and with similar laws that govern the Company’s operations in other countries in which the Company does business. Employees, officers and contractors should contact the Legal Department with any questions.

2. Political Activities and Contributions.

The Company encourages each of its employees, officers and contractors to be good citizens and to participate fully in the political process, but employees, officers and contractors who participate in partisan political activities as individuals and not on behalf of the Company must avoid creating the impression that they are speaking or acting for the Company. You are reminded that UK law and its statutes prohibit the Company from contributing to political candidates, political parties, or party officials, except through the means of approved vehicles.

F. Safety, Health and Environment.

The Company is committed to providing a safe and healthy work place for its employees, officers and contractors and visitors. In addition, several laws and regulations impose responsibility on the Company to safeguard against safety and health hazards. For that reason, and to protect the safety of themselves and others, employees, officers and contractors and other persons who are present at Company facilities are required to follow carefully all safety instructions and procedures that the Company adopts. Questions about possible health and safety hazards at any Company facility should be directed immediately to your supervisor.

The Company is committed to providing a safe work environment, including one that is free from the effects of drug and/or alcohol use and abuse. Please refer to the Company's Drug and Alcohol Policy or contact the Human Resources Department to obtain information with respect to these policies.

You are encouraged to report to your supervisor conditions which you perceive to be unsafe, unhealthy or hazardous to the environment.

G. Employment Policies.

(a) Diversity and Inclusion

The Company is committed to fostering a work environment in which all individuals are treated with respect and dignity. Each individual should be permitted to work in a business-like atmosphere that promotes equal employment opportunities and prohibits discriminatory practices, including harassment. Therefore, the Company expects that all relationships among persons in the work place will be business-like and free of unlawful bias, prejudice and harassment. It is the Company's policy to ensure equal employment opportunity without discrimination or harassment on the basis of race, color, national origin, religion, sex, age, disability, or any other status or characteristic protected by applicable law. The Company's Equal Employment Policy and Anti-Harassment Policies are contained in the Policy Manual.

(a.1) Suppliers

FSS expects its suppliers to be inclusive and to ensure that their employees and other stakeholders are always treated with dignity and respect. FSS expects its suppliers to prohibit discrimination or harassment against anyone based on an individual's: ethnic descent or national origin, race or color, gender, age, disability

To best meet these expectations, suppliers should have formal policies that prohibit harassment and discrimination and should periodically review hiring and promotion practices to ensure fair treatment.

(b) Working Time Directives and Wages

It is the Company's policy to comply with all applicable wage and hour laws and other statutes regulating the employer-employee relationship and the workplace environment. It is illegal under UK employment law for the Company or any of its employees, officers and contractors or agents to pay to or receive anything of value from any labour organization. The only exceptions to this rule are legally authorized payments such as union dues.

(c) Privacy

It is the Company's policy to respect the privacy of its employees, officers and contractors and therefore maintains only those employee personnel and medical records necessary for business, legal or contractual purposes. Access to those records and the information contained therein shall be limited to those with a need to know for a legitimate business purpose. The Company will comply with all applicable laws regulating the disclosure of personal information about employees, officers and contractors and the protection of records containing medical or disability-related information.

All employees, officers and contractors should be aware that no officer, manager, or employee of the Company, regardless of position, title, or ownership interest, has any authority to engage in any type of conduct or behavior which discriminates against a qualified employee or applicant on the basis of any protected class or characteristic, or to violate in any way the Company's policies of equal employment

opportunity and against unlawful harassment. All employees, officers and contractors at all levels are required to support the letter and spirit of these policies.

(d) Non Interference

No Company employee may interfere with or retaliate against another employee who seeks to invoke his or her rights under the laws governing labour and employee relations. If you have any questions about the laws or Company policies governing labour and employee relations matters, consult the Policy Manual or contact the Human Resources Department, Compliance Officer, or the Legal Department.

(e) Applicable Human Rights Laws

In addition to adhering with the International Codes in Para 2 above, Suppliers must adhere to the human rights law applicable in both UK and any country in which they are operating in. FSS is committed to working with all suppliers and other partners as they undertake similar assessments of their own business and develop their own approach to respecting human rights.

(f) Human Trafficking, No forced or Child Labour

FSS complies with all applicable laws regarding the treatment of our employees and other stakeholders. Suppliers that do business with FSS are prohibited from using slave or involuntary labor, of any kind including prison labor, debt bondage or forced labor by governments. Suppliers must not engage in human trafficking and must not use physical or psychological abuse, threats of violence, or other forms of violence, or other forms of physical or mental coercion.

(a.1) Suppliers

Suppliers who undertake business with FSS must comply with all applicable child labor laws, including those related to hiring, wages, hours worked, overtime and working conditions. Only workers who meet the applicable minimum legal age requirement in the country where they are working may be hired by a supplier.

(a.2) Ethical Sourcing by Suppliers

FSS complies with all applicable laws regarding the treatment of our employees and other stakeholders. Suppliers that do business with FSS are prohibited from using slave or involuntary labor, of any kind including prison labor, debt bondage or forced labor by governments. Suppliers must not engage in human trafficking and must not use physical or psychological abuse, threats of violence, or other forms of violence, or other forms of physical or mental coercion.

(a.3) Child Labour laws

Suppliers who undertake business with FSS must comply with all applicable child labor laws, including those related to hiring, wages, hours worked, overtime and working conditions. Only workers who meet the applicable minimum legal age requirement in the country where they are working may be hired by a supplier.

H. Computer, E-mail, Internet, Fax & Phone Policies.

Every employee is responsible for using the Company's computer system, including, without limitation, its computers, servers, electronic mail (E-mail) system and the Internet along with its mobile phones, satellite phones, landlines and faxes. (collectively, the Computer System), properly and in accordance with Company policies. Any questions about these policies should be addressed to your immediate supervisor, the Human Resources Department or the Compliance Officer. Employees, officers and contractors should be aware of, among other matters, the following:

1. The Computer System Is Company Property.

The computers that employees, officers and contractors are provided or have access to for work and the E-mail system are the property of the Company and have been provided for use in conducting Company business. All communications and information transmitted by, received from, created on, or stored in its Computer System (whether through word processing programs, E-mail, the Internet or otherwise) are Company records and property of the Company.

2. No Expectation of Privacy.

The Company has the right, but not the duty, for any reason and without the permission of any employee, to monitor any and all aspects of its Computer System, including without limitation reviewing documents created and stored on its Computer System, deleting any matter stored in its Computer System, limiting or eliminating an employee's access to the Internet, monitoring sites visited by employees, officers and contractors on the Internet, monitoring chat and news groups, reviewing material downloaded or uploaded by users from the Internet, and reviewing E-Mail sent and received by users. Employees, officers and contractors should not have an expectation of privacy in anything they create, store, send or receive on the Computer System.

3. Professional Use of Computer System Required; Other Policies Apply.

You are reminded to be courteous to other users of the Computer System and always to conduct yourself in a professional manner. The Company's policies against discrimination and harassment (sexual or otherwise) apply fully to the Company's Computer System, and any violation of those policies is grounds for discipline up to and including termination.

4. Offensive and Inappropriate Material; Illegal Activities.

Company policies prohibit using the Company's Computer System to send or receive messages or files that are illegal, sexually explicit, abusive, offensive or profane.

5. Solicitations.

The Company's Computer System may not be used to solicit for religious or political causes, commercial enterprises, outside organizations, or other activities not related to an employee's services to the Company, except as may be permitted pursuant to Section II paragraph A. 5 above.

6. Copyrights and Trademarks.

The Company's Computer System may not be used to send (upload) or receive (download) copyrighted materials, trade secrets, proprietary financial information, or similar materials.

III. COMPLIANCE WITH THE CODE OF CONDUCT

Compliance is the individual responsibility of each of us. We have the personal responsibility to understand and follow this Code of Conduct and the other policies of the Company applicable to us. This Code of Conduct is intended to be consistent with and refer to certain corporate policies, which are included in the Policy Manual. The Policy Manual may provide (a) greater detail than is provided in this Code of Conduct and (b) additional policies not covered by this Code of Conduct. A violation of this Code of Conduct or the Policy Manual may result in appropriate disciplinary action up to and including termination, as appropriate, without additional warning. However, it is not the threat of discipline or termination that should govern your actions. We expect you to share our belief that a dedicated commitment to ethical behavior is the right thing to do and is good business.

It is our goal to foster an environment in which integrity issues and concerns may be raised and discussed with supervisors or with others without the fear of retribution. In addition, each officer and supervisory employee of the Company has an obligation to certify annually that he or she has read and reviewed this Code of Conduct with his or her subordinates, and employees, officers and contractors must certify that they have read this Code of Conduct and to the best of their knowledge are in compliance with its provisions.

This Code of Conduct reflects general principles to guide directors, officers and employees, officers and contractors in making ethical decisions and cannot and is not intended to address every specific

situation. No code or set of values can address every ethical choice we face in business. Each of us must use good common sense and judgment in our personal conduct and perform our work with honesty and integrity.

Nothing in this Code of Conduct prohibits or restricts the Company from taking any disciplinary action on any matters pertaining to employee conduct, whether or not they are expressly discussed in this document. This Code of Conduct is not intended to create any express or implied contract with any employee or third party. In particular, nothing in this document creates any employment contract between the Company and any of its employees, officers and contractors.

The Board of Directors of Field Security Services Limited has the responsibility for the final interpretation of the Code of Conduct. This Code of Conduct may be revised, changed or amended at any time by the Board of Directors.

IV. REPORTING SUSPECTED NON-COMPLIANCE

A. General Policy.

To assist in the administration of this Code of Conduct, the Company has established the position of Compliance Officer. The Company's General Counsel will serve as the Compliance Officer. As part of its commitment to ethical and legal conduct, the Company expects its employees, officers and contractors to bring to the attention of the Compliance Officer, or any of the people he or she designates, information about suspected violations of this Code of Conduct or of law by any employee or agent. Employees, officers and contractors who have information about suspected improper accounting, internal accounting controls or auditing matters should bring it to the attention of their supervisors, the Compliance Officer and/or the Chairman of the Audit Committee, or submit an anonymous complaint. Employees, officers and contractors are required to come forward with any such information, without regard to the identity or position of the suspected offender. The Company will treat the information in a confidential manner to the extent possible (consistent with law and corporate policy and the requirements necessary to conduct an effective investigation) and will seek to ensure that no acts of retribution or retaliation will be taken against anyone for making a report in good faith.

B. Complaint Procedure.

1. Notification of Complaint.

Information about known or suspected violations by any employee or agent should be reported promptly. Whenever practical, an employee should do so in writing.

a) *Complaints Regarding Accounting, Internal Accounting Controls or Auditing Matters.* The Audit Committee has created a process for employees, officers and contractors to use to transmit complaints to the Audit Committee about accounting, internal controls or auditing matters. This includes the confidential or anonymous submission of concerns regarding questionable accounting or auditing matters. If you wish to raise a question or concern or report a violation to the Audit Committee regarding an accounting, internal control or auditing matter, you should contact the Compliance Officer who will promptly communicate your concern to the Chairman of the Audit Committee. You need not identify yourself. Alternatively, you can submit a confidential and/or anonymous report through either of the following means of communication:

- Write: Field Support Services Group Ltd
44 Bridge Street
Hereford HR4 9DN
United Kingdom

Mark the envelope "Confidential for Attention of the Compliance Officer"

(b) **All Other Complaints.** If your question or concern or notification of a violation is not related to accounting, internal controls or auditing matters, you are encouraged to contact your immediate supervisor, the Human Resources Department, the Legal Department, the Compliance Officer or whomever you believe to be the most appropriate to report a violation of this Code of Conduct. Once again, you need not identify yourself. Alternatively, you can submit a report through either of the following confidential means of communication:

- Write: Field Support Services Group Ltd
44 Bridge Street
Hereford HR4 9DN
United Kingdom

Mark the envelope “Confidential for Attention of the Compliance Officer” (or other officer you select).

2. Investigation.

If you report a violation to a person other than the Compliance Officer, that person will notify the Compliance Officer of the report. Reports of violations will be investigated under the supervision of the Audit Committee or the Compliance Officer, as the Audit Committee and the Company find appropriate. If you have identified yourself, you will be informed of the outcome of the investigation. In order to facilitate the implementation of this Code of Conduct, employees, officers and contractors have a duty and are expected to cooperate in the investigation of reported violations. This duty includes maintaining the confidentiality of investigative information unless specifically authorized or required by law to disclose such information.

3. Confidentiality.

The Audit Committee and Compliance Officer will not, to the extent practical and appropriate under the circumstances to protect the privacy of the persons involved, disclose the identity of anyone who reports a suspected violation or who participates in the investigation. Employees, officers and contractors should be aware that the Audit Committee, the Compliance Officer, and those assisting them in any investigation are obligated to act in the best interests of the Company; they do not act as personal representatives or lawyers for employees, officers and contractors.

4. Protection against Retaliation.

Retaliation in any form against an individual who in good faith reports an alleged violation of this Code of Conduct or of law, even if the report is mistaken, or who assists in the investigation of a reported violation, is itself a serious violation of this policy. Acts of retaliation should be reported immediately and will be disciplined appropriately, including termination.

Attachments

- 1: FSS Code of Conduct Acknowledgement Form
- 2: FSS Modern Slavery Statement

Attachment 1: FSS SUPPLIER CODE OF CONDUCT ACKNOWLEDGEMENT FORM
(Applicable to Vendors, Manufacturers, Contractors, and Sub-Contractors)

FSS is committed to the highest ethical and legal standards in the conducts of its business. FSS requires all registered vendors, manufacturers, contractors and sub-contractors with which FSS conducts business to acknowledge and agree to abide by the policies and principles set forth in the attached FSS Supplier Code of Conduct.

FSS's Code of Conduct shall be acknowledged by all vendors, manufacturers, contractors, and sub-contractors at the time of registration or, if previously and currently registered, at the time of submitting a request for registration renewal or submitting bids and proposals in response to FSS's invitations and solicitations to bid.

The Acknowledgement to FSS's Supplier Code of Conduct must be signed by an authorized representative of the Supplier or individuals acting as an attorney on behalf of the Supplier via an appropriate power of attorney that is consistent with the legal requirements of the FSS.

Original acknowledgment form should be sent to the following address

Field Support Services Group
44 BRIDGE ST,
HEREFORD HR4 9DN
UK,

I, on behalf of _____ hereby acknowledge and agree to abide by the policies and principles of FSS's Supplier Code of Conduct and to ensure that the employees, officers, directors, agents and representatives of _____ are aware of and shall abide by such policies and principles in the process of preparing and submitting bids and proposals for FSS related work, for the provision of goods and services to FSS, and during the performance and administration of all agreements entered into with FSS for such purposes.

NAME _____

DATE _____

STAMP/SIGNATURE _____



FSS GROUP

GLOBAL RISK MANAGEMENT

ANDREW MELVILLE MM
Managing Director

January 2021

Reference: This statement has been produced pursuant to the Modern Slavery Act 2015 (UK).

FSS MODERN SLAVERY STATEMENT

Introduction

The Modern Slavery Act 2015 (UK) made it a legal requirement for companies like Field Support Services Group Ltd to be socially responsible and protect the human rights of workers. Alongside our legal obligations, our core corporate beliefs include a respect for the rule of law, promoting liberty, enterprise and democracy. To adhere to these beliefs and the law, we must take responsibility for individuals that work with and for us. This statement sets out the action we have taken during 2019, aimed at ensuring that our corporate activities and supply chains are free from modern slavery and human trafficking.

Our business and supply chains

The FSS Group of companies are a group of international security and risk management companies employing a workforce of permanent employees and contractors with diverse skill sets. Its core business is the delivery of security and risk management services in developing and high-risk countries: www.fieldsupportservicesgroup.com

We are based in the UK and have a wide range of global clients spanning a range of sectors including mining, defense, NGO and corporate. Our operations include provision of high quality consultants, escort, guarding and light logistic services.

Policies and Processes

We strive to maintain the highest standards of conduct and ethical behaviour from our employees, contractors and our suppliers:

Policies: We have a wide range of policies relating to modern slavery which we have embedded in our Staff Handbook. These make it clear what behaviour is expected of our employees and contractors in respect of modern slavery.

Whistleblowing: Our whistleblowing policy encourages our employees, customers, business partners and suppliers, to report any concerns, including any circumstances that may give rise to an enhanced risk of slavery or human trafficking.

Due Diligence: Suppliers must complete our due diligence process, including agreeing to our "Supplier Business Code of Conduct" before they do business with us. This sets out our requirements that Suppliers provide safe working conditions, treat workers with dignity and respect, and act

ethically and within the law in their use of labour. We undertake a higher level of due diligence, if there is a higher risk of modern slavery.

Monitoring: We are continually evaluating modern slavery and human trafficking risks for our suppliers and have identified those where there is a higher potential for modern slavery. The areas of enhanced risk are monitored by our procurement and compliance teams. Within our flow down contracts are clauses that state our anti-slavery requirements which legally bind our suppliers.

Training and Awareness: We currently cover our modern slavery obligations as part of our induction training where we raise awareness of modern slavery issues generally and reiterate to our staff and contractors the importance of our Supplier Business Code of Conduct. This statement has been approved by the organisation's Board of Directors, who will review and update it annually.

We know that to tackle modern slavery, and promote our core beliefs it is essential to monitor and improve our procedures on an on-going basis, and we review those processes annually.

Please do not hesitate to contact me if you need any more information.

Yours faithfully

A Melville.