



**oceanus**  
GROUP

**Code of Conduct & Ethics**



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## Foreword

### A. INTRODUCTION

The Oceanus Group (“Oceanus Group”) has adopted a Code of Conduct (“the Code”) that applies to all employees and Board Members. The Code sets out the principles to guide employees in carrying out their duties and responsibilities to the highest standards of personal and corporate integrity when dealing with Oceanus, its competitors, customers, suppliers, other employees and the community.

It is the responsibility of each employee to carefully read, understand and comply with this Code of Conduct and, as needed, to seek clarification on any point. Questions regarding any legal or ethical requirements should be directed to Oceanus Group Board of Management (“Board Members”). Employees found violating or breaching the Code of Conduct are to face adequate corrective action by the company depending on the severity of the incident.

Moreover, while the Code is specifically written for Oceanus Group employees and Board Members, we expect Oceanus contractors, consultants, and others who may be temporarily assigned to perform work or services for Oceanus to follow the Code in connection with their work for us.

### B. SCOPE

This policy is applicable for Oceanus Group Limited, and all its operating divisions, subsidiaries and affiliated entities, hereinafter referred to as

“OCEANUS GROUP” and it applies to the following.

a) EMPLOYEES include: -

- Directors appointed and/or representing Oceanus Group;
- Executive Officers
- Employees
- Management trainees/interns who undergo training/internship/attachment in OCEANUS GROUP;
- Temporary/contract employees and service providers who perform work or undertake activities within the premises of OCEANUS GROUP, where the person is performing such work/activity as a representative of OCEANUS GROUP;

b) Consultants /Agents / Free-lancers where applicable;



### C. LEGAL COMPLIANCE

In addition to the Code, Oceanus Group expects employees to comply with all laws, regulations, codes of practice, and legal, regulatory and licensing requirements applicable to the different jurisdictions where it operates.

Employees should not engage in any activity that adversely affects Oceanus Group's interests or reputation, including but not limited to, engaging in any act whether in the workplace or otherwise that, in the sole discretion of Oceanus Group, involves violent behaviour, moral wrongdoings, or which constitutes a criminal act under all applicable laws, regulations and legal requirements, regardless of whether the employee is criminally charged or convicted.

### D. ZERO TOLERANCE ON RETALIATION

Oceanus Group prohibits any form of retaliation or intimidation against any person for making good faith reports concerning allegations of discrimination, harassment, violation of the Code of Conduct, or any other allegations of improper behaviour. Any employee, who is found guilty of such acts shall be subject to disciplinary action, which may include termination/dismissal from service.

### E. WAIVERS AND AMENDMENTS:

Oceanus Group may waive application of this Code of Conduct to employees in certain limited situations. Any waivers of the provisions of this Code of Conduct for executive officers may be granted only in exceptional circumstances by the Board Members.

Amendments to this Code of Conduct shall be promptly disclosed by the company. It is each employee's responsibility to maintain familiarity with this Code of Conduct

### F. PENALTIES

Failure to comply with the Code is viewed as a serious matter that can lead to disciplinary action, up to and including termination of employment or dismissal, as well as criminal penalties. Such disciplinary action may also be taken against supervisors who condone, permit or have knowledge of improper conduct.



## Operating Safely and Responsibly

### A. WORKPLACE HEALTH AND SAFETY

Oceanus Group is committed to provide a healthy and safe work environment for employees, business partners and visitors. Every employee has a personal responsibility to support this commitment. All employees must observe the rules of office security.

Employees are obliged to carry out their work in a safe manner, without causing harm to themselves or others, and to report any potentially unsafe or unhealthy situations immediately. They must observe and follow all safety and environmental regulations laid down in the operation instructions, including putting on the necessary safety equipment, and conduct specific risk assessment prior to carrying out any works including team building activities, where applicable.

### B. ALCOHOL & DRUGS

An employee must attend work in a fit state and is not to be under the influence of alcohol or drugs during working hours. Involvement with the manufacture, possession, use, distribution, sale, purchase, or transfer of illegal drugs is strictly prohibited.

### C. ENVIRONMENTAL

Oceanus Group recognise that the planet's resources are finite, therefore expects its employees, Board Members and suppliers to comply with all applicable environmental laws. Oceanus Group expects its' employees and Board Members to be committed to protecting the natural environment.

### D. WORK PERFORMANCE

Oceanus Group is committed to providing quality and efficient service to all customers, and every employee has an important role to play. Employees are required to perform tasks assigned in a responsible and reliable manner and to manage time at work efficiently, without wasting company time and resources by taking part in unauthorised activities including, but not limited, to trading, gambling or political activities on the premises. They must act sensibly and conduct themselves whether at work or outside of work in a manner that upholds the integrity, reputation and values of Oceanus.



## E. COMPANY PROPERTY AND ASSETS

Employees are responsible for company property entrusted to them. This property includes, but is not limited to physical property (such as phones, company vehicles or computers), records (such as data on customers and company records), and intangible property (such as computer software and computer records). It is important that, whichever category the property falls into, employees must treat Oceanus Group's property as they would their own and must not damage it, deface it or remove it for personal use, unless authorised to do so.

Similarly, they are responsible for the proper expenditure of the company's funds including expenses. While spending or committing company funds, employees must be sure that the transaction is proper and documented, and that the company receives appropriate value in return.



## Our People

Oceanus Group is committed to creating a workplace that is characterised by respect for people's rights, responsibility, excellence and mutual trust. We value diversity of people and thought.

### A. NON DISCRIMINATION & EQUAL OPPORTUNITY

Oceanus Group welcome and support people of all backgrounds and identities. This includes, but is not limited to members of any sexual orientation, gender identity and expression, race, ethnicity, culture, national origin, social and economic class, educational level, colour, immigration status, sex, age, size, family status, political belief, religion, and mental and physical ability.

### B. CREATING A HEALTHY & SAFE WORKPLACE

Every Oceanus Group employee is entitled to fair treatment and equal opportunities, and Oceanus Group is committed to respecting the human rights and dignity of all employees and other right-holders. Oceanus Group expects its business partners to behave similarly. We do not tolerate any form of harassment or substance abuse at Oceanus Group and will investigate all complaints and incidents in a fair and timely manner.

Workplace harassment can occur when one party demonstrates behaviour that causes or is likely to cause harassment, alarm or distress to another party. Examples of behaviour that may be considered harassment include but are not limited to threatening, abusive, or insulting language, comments or other non-verbal gestures, discrimination, physical violence, cyber-bullying, sexual harassment and stalking. Workplace harassment can also take place through different modes of communications, such as by email, text messaging or social media.

### C. RESPECTING PRIVACY & CONFIDENTIALITY

Oceanus Group is committed to respecting its employees' privacy and the confidentiality of personal information. We will only acquire and keep personal information that we need to operate Oceanus Group effectively or to comply with the law.

Employees understand, agree and consent to collection, use and disclosure of their personal data as described in the Personal Data Consent Policy for Staff.

Because we respect an individual's right to privacy, we do not usually take an interest in what anyone does outside of work – unless it impairs their work performance or threatens Oceanus Group's reputation or legitimate business interests.

## Our External Stakeholders

Oceanus Group believes that honesty and integrity in all dealings with the government, businesses, communities and other organisations is essential. They are vital to Oceanus Group's success.

### A. DEALING WITH GOVERNMENT, BUSINESS PARTNERS, SUPPLIERS & OTHER ORGANISATIONS

Employees must practice honesty and integrity in all dealings with the government, businesses and other organisations. Making of payments or payments in kind such as gifts or favours to influence individuals to award business opportunities to Oceanus Group or to make a business decision in Oceanus Group's favour is prohibited.

Employees must always seek any third party's confidential information through the proper authorities. If given such confidential information, employees must ensure that they are entitled to have it, and obey the rules of having such information, if any.

All contracts with customers and business partners must be fairly arrived at, with no hidden deals or unspoken agreements, and fully documented in writing. Information about customers and business partners must remain confidential and should only be imparted with full authority to do so.

### B. CONFLICT OF INTEREST

A 'conflict of interest' arises when employees have a competing professional or personal interest that would either make it difficult to fulfil their duties properly or would create an appearance of impropriety that could undermine customer or public confidence.

Employees must avoid all situations that conflicts with the interests of Oceanus Group, or anything that could be construed as being in conflict, for example, participating in the evaluation/approval of award to a vendor in which an employee has a vested interest (either personally, or through close relatives).

If a Conflict of Interest situation has occurred or if an employee faces a situation that may involve or lead to a Conflict of Interest, the employee shall declare/disqualify himself or herself from handling transactions which put them, whether perceived or real, in a position of conflict. He or she must disclose this to his or her Line Manager and/or Oceanus Group Board Members to resolve the situation in a fair and transparent manner.

### C. BUSINESS DEALINGS

Employees should not engage in any outside business dealings that involve or could appear to involve, a conflict between their personal interests and the interests of Oceanus Group (i.e. conflict of interests).





Employees must not have any direct or indirect financial or business interest in or dealings with competitors, suppliers, customers or anyone else with whom they are engaged in a business relationship on behalf of Oceanus Group, which might or might appear to, create a conflict of interest, or impair the judgments they make on behalf of Oceanus Group.

They should also not engage in any personal business dealings which detract from or conflict with their employment in Oceanus. Employees must avoid situations where their loyalties may be divided between Oceanus Group's interest and those of a customer, supplier or competitor.

Employees must not take advantage of any opportunity for personal gain that rightfully belongs to Oceanus. They should avoid putting themselves in any situation which might or might appear to put them at a personal advantage, and they must report any potentially compromising situation to their supervisors promptly.

#### D. CORPORATE OPPORTUNITIES

Employees shall not compete with Oceanus Group. Nor shall they take personal advantage of business opportunities that they discover during their employment, unless Oceanus Group expressly waives its interest in pursuing such opportunity.

If employees want to pursue business opportunities that might be of interest to Oceanus Group, they shall inform their direct supervisor who will seek the Board Members' decision as to whether Oceanus Group wants to pursue the opportunity. Even if Oceanus Group decides against pursuing the opportunity, the employee may seize the opportunity on his or her own behalf only if it is clear that doing so will not result in direct or indirect competition with the Company's operations

#### E. EMPLOYMENT OUTSIDE OCEANUS GROUP

Outside of Oceanus Group, no activities shall be pursued if such activities will interfere with the employee's responsibilities for Oceanus Group, or if they create risks for Oceanus Group's reputation or if they in any other way conflict with the interests of Oceanus Group.

Employees should not engage in any outside employment or hold any position without the prior written consent of the Business Unit Head and Oceanus Group Limited HR director or higher authority, as appropriate unless such employment has been arranged or is undertaken in connection with the performance of their responsibilities and duties as part of the Oceanus Group. Authorization will be withheld if the position or activity is likely to conflict with Oceanus' interests or the employee's responsibilities.

Unless requested by the Company to take up a particular position or activity, employees shall pursue outside activities and positions at their own risk and cost and within their spare time only



## F. GIFTS AND HOSPITALITY

Generally, the acceptance of gifts or hospitality events/invitations from customers, existing and/or potential, business partners, suppliers, contractors, competitors or members of the public is prohibited as it may create a situation of conflict or potential conflict of interest.

Whilst Oceanus Group recognizes that the occasional acceptance or offer of modest gifts and hospitality may be a legitimate contribution to good business relationships, it is important that gifts or hospitality never influence business decision-making process, or cause others to perceive an influence. If for reasons of good business conduct that such gift must be accepted, the said gifts must be surrendered to the HR Department (at Business Unit level) for the general benefit of Oceanus Group and its employees. The employee, upon approval of the Management, may keep gifts with value below S\$100 (or its equivalent).

The value limit of S\$100 also may be subject to local differences and are communicated by the respective local supervisor. Under no circumstances may payments in cash or any other money payments be offered or granted.

## G. GIFTS EXTENDED TO EXTERNAL PARTIES/CUSTOMERS

Due consideration should be given to gifts or benefits extended to external parties in public or private sector. It is the responsibility of the person extending such a gift to ensure that it is deemed reasonable and consistent with the purpose and hence not misconstrued as a bribe or in contravention with any existing Corrupt Practices Act, or other prevalent legislation, in any country where we conduct our business including Singapore.

## H. DEALING WITH THE MEDIA

All media requests for information and interviews should be referred to Business Units Head. No comments regarding Oceanus Group, its business, products, services, strategy or practices should be made without prior approval from the Board Members. Where employees do participate in blogs or any other online space, even personal sites maintained outside of work hours, they should take care to ensure that they do not act in conflict with the best interests of Oceanus Group



## Our Assets & Financial Integrity

We all share a responsibility and a legal duty to protect Oceanus' property, intellectual property and financial assets. We always take care in using our assets and resources. We comply with all the applicable laws and regulations in the way we record, retain and report information.

### A. DATA PROTECTION

All employees who have access to and/or collect, use disclose or process personal data of external parties or other employees, are responsible for complying with all locally applicable laws and regulations. All employees are to adhere to all internal procedures and processes developed to ensure that Oceanus Group are compliant with the requirements of personal data protection laws.

### B. INSIDER TRADING

Employees must not use "inside" information - information which has not been made available to the public and which may materially affect a corporation's stock price - as the basis for purchasing, or selling, shares in the company, or any other company with which they have dealings. Such information may include unannounced earnings, dividends or potential acquisitions. Employees must not engage in, or procure another person to engage in, any share transactions with respect to the shares of the corporation, whether it is for themselves, anyone else or for Oceanus Group, when in possession of inside information.

### C. OFFICIAL RECORDS

Information is an asset of Oceanus Group and its integrity depends on the honesty, completeness and accuracy of its records. This means that anyone preparing the company's records and reports must be diligent in assuring the accuracy and completeness of all data, records, reports and expenditure connected with the company.

Employees must keep copies of company records such as installation data, customer records and test data at a safe location. For financial record keeping purposes, employees must not engage in any practice or procedure which might conceal, facilitate or constitute bribery, kickbacks, improper gratuities or other illegal or improper payments or receipts, or which might appear as such.

### D. PROPRIETARY INFORMATION & INTELLECTUAL PROPERTY

Many employees have access to information, which includes the trade secrets, know-how used by Oceanus Group to distinguish its businesses and services from those of competitors, as well as sensitive private business information of a commercial, technical or financial nature



such as prospects, agreements with customers, business partners, competitors, account plans, business proposals, negotiations and contracts.

It is important that all company proprietary information is kept confidential. Employees have a duty to safeguard company information, bearing in mind ethical, legal ramifications and government regulations. Information of commercial value or of a sensitive nature must be tightly controlled. For example, when releasing information to a third party for a bid proposal, a Non-Disclosure Agreement should be signed by the third parties, and information released is on a need-to-know basis.

Any trademark, copyrights, patents, designs, registered designs, proprietary information and all other intellectual property rights developed and commissioned by the company belong to Oceanus Group. Employees are reminded not to infringe any third parties' rights including, but not limited to, any third-party intellectual property rights, copyrights, patents and trademarks.

Oceanus Group will hold exclusive property of any invention, discovery, design or improvements made. This could also include inventions employees may create which relate to the company's business, regardless of whether the invention or designs are patentable or are capable of being registered or copyrighted.

Employees must report these inventions to the company and shall, at the company's request and expense, disclose information relating to the invention and do what is required to obtain patents or industrial rights relating to the invention. The patents will be in the name of the company or its nominee and the employee will not be entitled to any payment for the invention. The company's ownership of any intellectual property created by employees while with the company continues after they have left service.

When employees leave the company for any reason, including retirement, they must return all the company's property, including all documents and records in their possession, and they must not disclose or misuse company confidential information. Employees are also responsible for protecting information provided in confidence by any third party, such as a customer, supplier or a partner, after they leave the company.

## E. FRAUD

Oceanus Group is committed to high standards of probity and accountability in its affairs. It recognises the importance of protecting its operations, employees and assets against fraud risks and unethical practices, and therefore adopts a "zero tolerance" approach to fraud, corruption and any other form of criminal conduct.

Where an employee has concerns or receives information about any fraud, corruption or other form of criminal conduct in connection with the affairs of a Oceanus Group company, it is the employee's responsibility to report those concerns or information via the channels listed in the Oceanus Group Whistle-blower Policy.