



Policy on Internal Code of Business conduct and Ethics for all Directors and employees, including policies on trading in the Entity's listed securities

BPPL Holdings PLC – Policy on Internal Code of Business conduct and Ethics for all Directors and employees, including policies on trading in the Entity's listed securities

1. Purpose

This Code provides a clear set of standards for Directors and employees of BPPL Holdings PLC and its subsidiaries and affiliates to adhere to whilst conducting the affairs of the Company, and in their interactions with 3rd parties.

All employees have a responsibility to act in a way that is consistent with BPPL's Code and values, including reporting potential or actual breaches of the Code.

2. Performance Expectations

BPPL pursues a culture of high performance, hence the Directors and employees are expected to:

- Perform work duties to the best of their ability;
- Operate in a fair and reasonable manner with their co-workers;
- Work cooperatively with managers and colleagues, and follow appropriate instructions;
- Act in the best interests of BPPL as a whole, taking into account the expectations of other key stakeholders as deemed relevant.
- Employees must not act outside the scope of their delegated authority, misrepresent themselves or misuse their position on behalf of BPPL

3. Diversity and Equal Opportunity

BPPL is an inclusive organization that embraces diversity in the workplace and is committed to ensuring that all BPPL employees are provided with an equal opportunity.

4. Anti-Bullying and Harassment

Employees have a legal and ethical obligation not to discriminate against or harass any employee, agents, contract workers, suppliers or customers on any ground whatsoever.

5. Appropriate Behavior and Presentation

Employees are expected to act in a courteous and respectful manner at all times when dealing with fellow employees, suppliers, contractors, customers and the general public.



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6. Ethical Business Practices

BPPL is committed to ethical business practices and compliance with applicable laws and regulations. BPPL has various policies that outline the standards of behavior expected of employees and these are to be complied with by all employees. The policies include;

- Child Labor and Remediation Policy
- Employee Discipline Policy & Procedure
- Forced, Bonded & Indentured Prison Labor Policy
- Grievance Handling Policy and Procedure
- Social Accountability Policy

7. Avoiding Conflicts of Interest

BPPL is committed to ensuring actual, potential or perceived conflicts of interest are avoided or, in situations where they cannot be avoided, that they are appropriately disclosed.

- It is important that Directors and employees are able to discharge their duties in a manner beneficial to BPPL and engage in transactions with related parties on an arms-length basis, maintaining independence in dealings concerning BPPL and its subsidiaries.
- Directors and employees should disclose any such conflicts and recuse themselves as deemed necessary when such decisions are being made.

8. Fraudulent conduct

Employees are expected to act openly, honestly and with integrity in their dealings with BPPL.

In addition, employees must not mislead, defraud or assist another person to mislead or defraud BPPL employees, customers, suppliers, contractors or BPPL in general.

9. Dealing in securities of the Company and Insider Trading

Directors and employees are generally encouraged to own securities / shares of the Company and deal in same. However, it is important that Directors nor employees use information and knowledge of any transaction or event that they are privy to in dealing with securities where an undue financial benefit will be accrued.

Directors and employees should refrain from carrying out dealings in listed securities of the Company 14 days prior to the release of quarterly and annual financial statements, or before the disclosure of any material transactions to the CSE, which could result in movement in the price of company's listed securities.



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Directors and employees are required to disclose immediately any transactions and dealings in shares / securities of the entity to the Company secretary, or to their immediate superior who shall ensure it is communicated to the Company secretary in a timely manner. The Company secretary is required to ensure that disclosure of dealings in securities by Directors are made as required by the CSE listing rules section 7.8.

10. Anti-Bribery

The Company opposes all forms of bribery and corruption. The internal policy on Anti bribery and corruption sets out the Company's policy in detail.

11. Public Conduct

BPPL is committed to meeting and exceeding community expectations. Employee's conduct outside of BPPL's offices when dealing with suppliers, contractors, customers and the general public, including representations made on behalf of BPPL and public comments, must be guided by BPPL's values. Conduct must also be courteous and respectful and uphold the reputation of BPPL in the community.