



**OUR CODE OF**  
**CONDUCT**

**MAKING THE RIGHT**  
**DECISIONS**



## MESSAGE FROM THE MANAGING PARTNER

Dear all

Welcome to our Code of Conduct (the Code). Its purpose is to help each of us to make the right decisions and remain true to our core values and principles.

These core values and principles are at the very heart of Affinity and are not optional. Anyone who chooses not to follow them is making a choice not to work for us.

We all believe we are ethical, but our world and business environment are constantly changing. It is never safe to assume we know everything or that we are not at risk.

The Code helps by highlighting your responsibilities so you can identify the risks relevant to your role. If you are also in a management role, there's an additional section to help you fulfil your responsibilities under the Code. You can also use the Integrity Check to help guide you through any issue not covered in the following pages.

Whether you are a manager, an employee or a contractor, please read and use our Code to make sure you are doing your part to sustain an ethical culture and protect Affinity's future.

A personal commitment to ethics and compliance is something over which each of us has absolute control. Anything less than a full commitment undermines our performance and could cause serious financial and reputational damage to our business. By following this Code you are helping to make Affinity credible and competitive.

Please view the Code as your guide, helping you to refresh your knowledge and giving you sound advice.

You might find something surprising – a new risk might have emerged or perhaps you will discover that changes in your job have exposed you to risks you were not previously aware of. Don't let complacency put you at risk of breaking the rules and creating unacceptable risk for you, your colleagues or Affinity. If you have any reason to doubt your understanding, always seek advice as set out in the following pages or contact the Compliance Officer.

Thank you for your commitment to ethics and compliance.



Richard Fulford-Smith  
Managing Partner



## **WHO IS OUR CODE OF CONDUCT FOR?**

This Code applies to every employee, director, partner and officer in every Affinity company. Contract staff working for an Affinity company must also follow the Code. Contractors and consultants who are agents of, or working on behalf of, or in the name of an Affinity company (through outsourcing of services, processes or any business activity), are required to act consistently with the Code when acting on our behalf.

Independent contractors and consultants must be made aware of the Code as it applies to their dealings with our staff.

Where an Affinity company has formally been designated the operator of a Joint Venture, that Affinity company must apply the Code to the operation of the Joint Venture.

## **HOW CAN THE CODE OF CONDUCT HELP YOU?**

Inside you will find practical advice about laws and regulations, expectations and guidance. We also provide directions to further information sources to help you use your own good judgement.

## **OUR CORE VALUES AND BUSINESS PRINCIPLES**

At Affinity, we share a set of core values – honesty, integrity and respect for people. By making a commitment to these in our working lives, each of us plays our part in protecting and enhancing Affinity's reputation.

Our shared core values underpin all the work we do and are the foundation of our Code of Conduct and the Affinity General Business Principles (GBP), which are highlighted on the final page. The GBP govern how Affinity companies conduct their affairs and outline our responsibilities to customers, employees, business partners and society. This Code of Conduct describes the behaviour Affinity expects of you and what you can expect of Affinity.

We are judged by how we act. Our reputation will be upheld if we act in accordance with the law, the GBP and our Code.

Knowing and adhering to our core values and principles will help you understand and follow the Code.

## **WHY DO WE NEED A CODE OF CONDUCT?**

To describe the behaviour expected of our employees and how they relate to our Business Principles and core values and to differentiate us from our competitors.



## **YOUR RESPONSIBILITIES**

Whatever your role within Affinity, we expect you to commit to following the Code in the work you do every day.

This section outlines your responsibilities and offers a guide to ethical decision-making. There is also a section detailing manager's responsibilities.

Remember – if you know or suspect someone is violating the Code, please speak up.

### **WITHIN THIS SECTION**

Your Individual Responsibilities

Your Integrity Check

Seek Advice and Speak Up

Manager's Responsibilities



## **YOUR INDIVIDUAL RESPONSIBILITIES**

### **DO THE RIGHT THING**

The Code of Conduct is for you. It sets the boundaries within which all Affinity staff must operate every day, without exception. Read it. Understand it. Follow it.

### **YOUR RESPONSIBILITIES**

Understand the risks in your role and how to manage them.

Seek advice when things are not clear.

Promptly complete the ethics and compliance training assigned to you.

Make sure that any third party contractors, agents or consultants you work with are aware that we are bound by our Code and that they should act accordingly.

Speak up. It is your duty to report any suspected violations of the Code.

### **WHAT HAPPENS IF I VIOLATE THE CODE?**

Violations of the Code, and the relevant policies as indicated, can result in disciplinary action, up to and including dismissal. In some cases, Affinity may report a violation to the relevant authorities, which could also lead to legal action, fines or imprisonment.

### **YOUR INTEGRITY CHECK**

Our Code of Conduct cannot give you specific advice for every situation, dilemma or decision. To help you or your team think about any particular dilemma you may have relating to our Code of Conduct, work through the questions in the Integrity Check.

Of course, you can always ask for help from your line manager or Human Resources.



## **SEEK ADVICE AND SPEAK UP**

If you would like advice on any matter relating to the Code or wish to report a concern, speak to your line manager or Human Resources

If you know or suspect someone is violating the Code, you have a duty to report it. If you do nothing, you risk Affinity's reputation and financial penalties that would affect Affinity's bottom line. Reporting a concern also gives Affinity the opportunity to detect early a potential or actual violation of our Code.

Affinity will not tolerate any form of retaliation directed against anyone who raises a concern in good faith about a possible violation of the Code. In fact, any act or threat of retaliation against Affinity staff will be treated as a serious violation of our Code.

## **MANAGER'S RESPONSIBILITIES**

We depend on our managers to promote our ethical standards and act as role models for their teams. So we expect managers to show leadership in following our Code and maintaining a culture of commitment to ethics and compliance, where it is normal to do the right thing and people feel confident about speaking up.

### **AS A MANAGER YOU MUST:**

- Understand and follow the Code.
- Understand the main Code violation risks that apply in your business or function, and the procedures to mitigate them.
- Ensure your staff make time to complete promptly the Ethics and Compliance training assigned to them.
- Ensure your staff understand the procedures they should follow to avoid violating the Code, including recording gifts and hospitality and potential conflicts of interest in the Code of Conduct Register.
- Make sure anyone new to your team is briefed promptly on our Code of Conduct, the Code risks in their role, and where they can seek advice and support.
- Be alert to any violations of the Code, and encourage your team members to speak up if they know or suspect a violation.
- If you are told of a possible violation of the Code, you have a duty to report it. You may refer it to the Affinity Human Resources or the Group CFO. You must also ensure you keep all reported concerns confidential. Never take it upon yourself to investigate the matter.
- Decide and implement appropriate consequence management in response to a violation of the Code.



## **OUR BEHAVIOURS, PEOPLE AND CULTURE**

We want Affinity to be a great place to work, and we want to protect our reputation among customers, suppliers, governmental department and communities as a group that always strives to do the right thing.

To do that, we need everyone doing business on behalf of Affinity to live up to our core values of honesty, integrity and respect for people.

This section of our Code of Conduct sets out the standards of good behaviour that we expect from you – and that you have the right to expect from your colleagues.

Remember – if you know or suspect someone is violating the Code, please speak up.

### **WITHIN THIS SECTION**

Health, Safety, Security, Environment and  
Social Performance  
Harassment  
Equal Opportunity  
Use of IT and Electronic Communications  
Insider Dealing  
Protection of Assets

### **HEALTH, SAFETY, SECURITY, ENVIRONMENT AND SOCIAL PERFORMANCE**

Affinity is helping to meet the world's transportation needs in ways that are economically, environmentally and socially responsible.

Conducting our clients business in as environmentally and socially responsible manner as possible, we will seek to minimise the environmental impact of our clients shipping activities and promote products and services in a way that is consistent with these objectives.

Every Affinity company, contractor and joint venture under Affinity operational control is required to have a systematic approach to the management of Health, Safety, Security, the Environment and Social Performance (HSSE&SP), designed to ensure compliance with the law and to achieve continuous performance improvement, while promoting a culture in which all Affinity staff and contractors share this commitment.

### **YOUR RESPONSIBILITIES**

- You must follow the three Golden Rules
  - Comply with the law, standards and procedures
  - Intervene in unsafe or non-compliant situations
  - Respect our neighbours



## **HARASSMENT**

Affinity will not tolerate harassment. We will not tolerate any action, conduct or behaviour which is humiliating, intimidating or hostile. Treat others with respect and avoid situations that may be perceived as inappropriate.

Feedback, criticism and challenge must always be delivered in an appropriate and respectful manner. In particular, be aware of cultural sensitivities – what is acceptable in one culture may not be in another. It is important to be aware of and understand these differences.

## **YOUR RESPONSIBILITIES**

- You must treat others with respect at all times.
- You must not physically or verbally intimidate or humiliate others.
- You must not make inappropriate jokes or comments.
- You must not display offensive or disrespectful material.
- Challenge someone if you find their behaviour hostile, intimidating, humiliating or disrespectful. You may always contact your line manager or Human Resources.

## **EQUAL OPPORTUNITY**

At Affinity, we are an equal opportunities employer. This helps us ensure we always draw on the widest possible talent pool and attract the very best people. We rely on everyone at Affinity to continue our record on equal opportunity.

## **YOUR RESPONSIBILITIES**

- When making employment decisions, including hiring, evaluation, promotion, training, development, discipline, compensation and termination, you must base them solely on objective factors, including merit, qualifications, performance and business considerations.
- You should understand the value of diversity and must not discriminate in any way based on race, colour, religion, age, gender, sexual orientation, gender identity, marital status, disability, ethnic origin or nationality.

## **USE OF IT AND ELECTRONIC COMMUNICATIONS**

Affinity supplies you with IT and electronic communications so that you can conduct your work in a secure and compliant manner. Your responsibilities when using IT and electronic communications are set out below.

IT and electronic communications include hardware, software and all data that is processed using these. They may include your own IT equipment ('Bring Your Own Device'), when this has been authorised for business use by your line manager.





Affinity logs and monitors use of its IT equipment and any equipment which is connected via the Affinity network.

### **YOUR RESPONSIBILITIES**

- You must comply with Affinity IT security requirements.
- You must not use personal email accounts for work communications, unless you are authorised to do so by your line manager.
- You must not share your Affinity IT login details with others.
- You must not modify or disable security or other configuration settings downloaded by Affinity to your own IT equipment, unless instructed to do so by Affinity IT.
- You must keep your personal use of Affinity IT and electronic communications, including social media use, occasional and brief and not use the Affinity name or brand in personal emails.
- If you have a corporate mobile phone, you must follow the policy for acceptable use.
- You must not access, store, send or post pornography or other indecent or offensive material when using Affinity IT and communication facilities, nor must you connect to online gambling sites or conduct unlawful activities.
- You must not store or transmit image or (streaming) media files or otherwise generate high network traffic or data storage costs due to personal use.

### **INSIDER DEALING**

At Affinity, we comply with national and international laws on insider dealing (i.e., trading in shares or other securities when you have inside information about a company). Inside information is knowledge held within the Group that is precise, not generally available and which, if it did become available, would be likely to have a significant effect on the market price of shares or other securities of any of our clients or any other listed company. Dealing based on inside information includes directly trading in securities and also passing inside information on to another person who uses that inside information to trade in shares or other securities. Insider dealing is both illegal and unfair.

### **YOUR RESPONSIBILITIES**

- You must not share inside information unless you are authorised to do so.
- You must not deal in securities when you have inside information.

### **PROTECTION OF ASSETS**

Affinity assets come in many different forms – physical, electronic, financial and intangible. Whether it is a Affinity laptop, our brand or even a facility or building, we expect everyone to take good care of our assets.



## **YOUR RESPONSIBILITIES**

- You are personally responsible for safeguarding and using Affinity assets appropriately. You must not commit, and you must protect Affinity against, waste, loss, damage, abuse, fraud, theft, misappropriation, infringements and other forms of misuse.
- You must protect company property that has been entrusted to you and also play your part in protecting Affinity shared assets against loss or misuse. Be alert to the risk of theft.
- You must not unlawfully conceal, alter or destroy documents.
- You must also play your part in protecting Affinity shared assets – such as a photocopier or a building. Although you are not personally accountable or liable for these, you should help to look after them and, if someone else is putting them at risk or using them inappropriately, intervene or report the matter.
- You must respect the assets of others.



## **MANAGING RISK IN INFORMATION AND COMMUNICATION**

Our work for Affinity depends on the use and exchange of information. In our everyday work, we all handle information and communicate in many different ways, and we need to consider the risks associated with these activities. These risks include the risk that personal data or Affinity's Intellectual Property could fall into the wrong hands. Careless communication or an unauthorised disclosure could also damage our reputation or result in legal action. This section of our Code of Conduct is designed to deal with this type of risk.

Remember – if you know or suspect someone is violating the Code, please speak up.

### **WITHIN THIS SECTION**

Data Privacy  
Intellectual Property  
Information and Records Management  
Disclosure and Business Communications

### **DATA PRIVACY**

Data privacy laws safeguard information about individuals – their personal data. At Affinity, we respect the privacy rights of our staff, customers, suppliers and business partners. We are committed to managing personal data in a professional, lawful and ethical way.

Personal data is broadly defined as any information relating to an identified or identifiable individual such as name and contact details. More private information, such as race or ethnic origin, health data, sexual orientation, criminal behaviour or trade union membership is sensitive personal data and subject to more stringent requirements.

We may only process personal data for legitimate purposes and the data must be accurate and relevant for the purpose for which it was collected, as well as properly protected from inappropriate access or misuse. When it is to be transferred to third parties, it must be appropriately safeguarded. If we do not comply with these requirements, we risk causing harm to individuals, being ordered to cease the processing, and could face fines or litigation. We are also putting Affinity's reputation at risk.

### **YOUR RESPONSIBILITIES**

- You must identify the privacy risks before collecting, using, retaining or disclosing personal data, such as in a new IT system, project or marketing initiative.
- You must only process personal data for specific, defined, legitimate purposes.
- When you process or share individuals' personal data, you must always inform them. In some cases, you will need to get their prior consent.



- You must always protect personal data if it is shared with a third party. If you are not sure whether you need consent or how to protect personal data when sharing with a third party, always seek advice from the Head of Global IT .
- You must ensure that personal data in your possession is kept up to date and disposed of when no longer required

## **INTELLECTUAL PROPERTY**

At Affinity, we have a great brand, ideas and technology, which has given us a great reputation that we all need to protect.

These valuable brands, ideas and technology also need protecting, as do know- how, trade secrets and other IP rights, and put to optimal use for Affinity.

It is equally important that we respect, and avoid infringing, the IP rights of others. Not doing so risks damage to our business and reputation, and may impact our ability or licence to operate.

## **YOUR RESPONSIBILITIES**

- You must not disclose Affinity's confidential information outside Affinity without permission or an appropriate written agreement, and you must make a record of the information provided under the agreement.
- You must not misuse confidential information of a third party
- If you notice that a third party is infringing or misusing Affinity IP, for example by passing on documents containing confidential information, it is your duty to speak up

## **INFORMATION AND RECORDS MANAGEMENT**

Like all organisations, we depend on the use and exchange of information for our business decisions and day-to- day activities. We need to ensure we create, use responsibly and protect this information, especially when it comes to data such as personal details, commercially sensitive information and intellectual property – both our own and that of others. We need to take special care to protect confidential information when we are away from the Affinity environment. We also have a duty to ensure we retain proper Records of our business activities to preserve corporate memory data and meet legal and regulatory requirements.

## **YOUR RESPONSIBILITIES**

- You must assess the risks associated with any information you handle so you can properly manage the risks and protect the information.
- If you are working with third parties, you must ensure you are authorised to share information before doing so.
- If you have been instructed by Affinity Legal Advisors to preserve information, you must ensure it is kept as directed.



## **DISCLOSURE AND BUSINESS COMMUNICATIONS**

We communicate in all sorts of ways – and, as Affinity staff, everything we write or say reflects on Affinity’s reputation. Whichever media you use, either within Affinity or externally, we expect you to follow Affinity’s rules on disclosure and business communications, including the additional rules that apply to email and social media.

### **YOUR RESPONSIBILITIES**

- You must not disclose information about Affinity’s business activities unless you are authorised to do so. That applies to the things you say, as well as anything in writing.
- You must not engage with the media on behalf of Affinity without clearance in advance.
- If it is part of your role to provide information to the public on Affinity’s business and finances, including through social media, you must ensure you have the proper clearance and that the information you give is true, accurate, consistent and not misleading. You must ensure you use approved language, consistent with the Affinity Style Guide, when using terms such as ‘Affinity’ or ‘Group’ and always use a medium that is appropriate for your message.
- You must state which Affinity company the communication comes from and include details required by local law, as well as your contact details (e.g., appropriate email footer).
- You must only commit on behalf of an Affinity company if you have corporate authority to do so and you must not issue orders or make decisions for companies that you do not work for.
- You must not engage in casual conversation on sensitive or confidential matters or send communications containing material that is racist, sexist, offensive, defamatory, fraudulent or otherwise inappropriate.
- You can only use Affinity-approved social media channels for business use if you are an approved user and have received the required training.
- You must not use personal social media accounts for disclosing confidential business information or other business purposes.
- If you use personal social media for personal purposes to discuss shipping-related topics, or to endorse or provide testimonial of Affinity and its products/services, you must disclose that:  
You are a Affinity employee;  
You are not speaking on behalf of Affinity; and  
The views expressed are your own and do not necessarily reflect those of Affinity.



## **MANAGING RISK IN THIRD PARTY AND INTERNATIONAL INTERACTIONS**

Every time Affinity deals with a customer, business partner, joint venture, Government Official, competitor or any other stakeholder, we need to understand the risks as well as the opportunities. We also need to ensure that Affinity's cross-border interactions comply with all relevant legislation.

If we do not comply with the law, it could lead to fines for Affinity or serious harm to our business. Individuals could also face fines or imprisonment.

This section of our Code of Conduct is designed to help you keep your business interactions legal, ethical and professional, ensuring that you protect yourself from any suspicion of wrongdoing and safeguard Affinity's reputation.

Remember – if you know or suspect someone is violating the Code, please speak up.

### **WITHIN THIS SECTION**

Anti-bribery and Corruption  
Gifts and Hospitality  
Conflicts of Interest  
Anti-money Laundering  
Political Activity and Payments  
Antitrust  
Trade Compliance

### **ANTI-BRIBERY AND CORRUPTION**

At Affinity, we build relationships based on trust, and we are determined to maintain and enhance our reputation. For this reason, we never accept or pay bribes, including facilitation payments. Even unsubstantiated claims of bribery and corruption may damage Affinity's reputation.

Everyone involved in Affinity's business must comply with the anti-bribery and corruption (ABC) laws of the countries where we operate, as well as those that apply across borders.

### **YOUR RESPONSIBILITIES**

- You must not offer, pay, make, seek or accept a personal payment, gift or favour in return for favourable treatment or to gain a business advantage. You must not allow anybody else to do so on your behalf.
- You must not make facilitation payments. If a facilitation payment has been requested or made, you must immediately report it to your Human Resources Manager or CFO. If you make a payment because you genuinely believe your life, limb or liberty is at risk,



this is not a facilitation payment but must be reported as if it were.

- Know who you are doing business with by conducting the appropriate due diligence as set out in the ABC Manual.
- Dealing with Government Officials poses a greater bribery risk so you must follow the mandatory requirements in the ABC Manual.
- You must report corrupt behaviour. Turning a blind eye to suspicions of bribery and corruption can result in liability for Affinity and for individuals.

## **GIFTS AND HOSPITALITY**

It is important to do the right thing – and to be seen to do it. For this reason, we discourage our staff from accepting gifts and hospitality (G&H) from business partners, or offering G&H to them, which you would not be comfortable telling your manager, colleagues, family or the public that you had offered or accepted. In particular, you should never allow G&H, either offered or received, to influence business decisions or give other people a reason to suspect there might be an influence. We encourage you to make Affinity's policy on G&H known to our agents and business partners, including governments and Government Officials.

## **YOUR RESPONSIBILITIES**

- You must not, either directly or indirectly, offer, give, seek or accept:
  - illegal or inappropriate G&H, cash or cash equivalents (including per diems unless contractually agreed), vehicles, personal services, or loans in connection with Affinity business; or
  - G&H that exceed the limits prescribed in Affinity gifts and hospitality manual, unless line manager and other required approvals have been obtained.
- You must register with the CFO all G&H given or received above the prescribed value limits for Government Officials or other third parties, any G&H that could be perceived as influencing or creating a Conflict of Interest, and declined gifts of cash or of an excessive nature, including personal items.
- When offering G&H to a Government Official, you must not offer or pay for: additional days of travel to tourist destinations or private visits; family members/guests (unless approved by an ABC SME). In advance of offering any G&H to a Government Official where the value is greater than the prescribed value limits, you must request advance approval from your line manager.
- Before accepting a prize obtained in the course of your role above the prescribed value limits, you must enter the details in the manual of Conduct Register and obtain approval from your line manager.

## **CONFLICTS OF INTEREST**

Conflicts of Interest (COIs) may arise when your personal relationships, participation in external activities or an interest in another venture, could influence or be perceived by others to influence your business decisions for Affinity. An actual, potential or perceived COI may jeopardise your reputation as well as Affinity's. You must avoid actual, potential or perceived COIs.



Provided that no actual, potential or perceived COI would result, you may acquire interests in other businesses and perform external professional activities in your own time. You are also entitled to be active in your own time in community, government, educational and other non-profit organisations. However, in any such case, you must comply with all relevant laws, regulations and Affinity policies. If there is any doubt, you must raise your concern with your line manager or the Affinity Ethics & Compliance Officer before you start a new activity.

### **YOUR RESPONSIBILITIES**

- You must not let any decisions you make at Affinity be influenced by personal considerations such as relationships or outside interests of yourself, family or friends.
- You must register all actual, potential or perceived COIs in the Code of Conduct Register, whether or not you think it will actually influence your decision.
- If you are not sure whether such a conflict exists, you must consult Human Resources Manager.
- Withdraw from decision-making that creates an actual, potential or perceived COI, or could be perceived as creating one.

### **ANTI-MONEY LAUNDERING**

Money laundering occurs when the proceeds of crime are hidden in legitimate business dealings, or when legitimate funds are used to support criminal activities, including terrorism. All companies are at risk of being exploited in this way – and we must be on our guard to help protect our reputation and ensure we comply with the law.

### **YOUR RESPONSIBILITIES**

- You must not knowingly deal with criminals, suspected criminals or the proceeds of crime.
- You must follow any due diligence requirement specified by Affinity so that we know who we are doing business with.
- You must ensure that your business transactions on behalf of Affinity do not involve acquiring, using or holding monetary proceeds or property acquired with the proceeds of crime.
- You must not hide the origin or nature of criminal property.
- You must not facilitate the acquiring, ownership or control of criminal property.
- If you have knowledge or suspicion that a counterparty is involved in money laundering in connection with its transaction with Affinity, you must promptly report it to the CFO.
- To meet legal requirements, do not let the counterparty know of your suspicions. You must not falsify, conceal, destroy or dispose of relevant documents.

### **POLITICAL ACTIVITY AND PAYMENTS**

We all have our own interests outside work and you have the right to engage in lawful political activity in your own time. However, we also need to protect Affinity's interests and reputation. It is therefore important that individuals keep their personal political activities separate from their role at Affinity.





## **YOUR RESPONSIBILITIES**

- You must not use Affinity funds or resources, either directly or indirectly, to help fund political campaigns, political parties, political candidates or anyone associated with them.
- You must not use Affinity funds to make political payments under the guise of charitable donations.
- You must always make it clear that the political views you express or actions you take are your own, and not those of Affinity, unless you are explicitly required to represent Affinity's views as part of your role.
- You must be aware of the rules on conflicts of interest and ensure that your participation in politically motivated activity does not involve you or Affinity in a conflict of interest.
- If you are standing for public office, you must consult and gain approval from your line manager before standing. You must also declare your interest in the Code of Conduct Register and comply with local laws regulating political participation.

## **ANTITRUST**

Antitrust laws protect free enterprise and fair competition. Supporting these principles is important to us, not just because it is the law, but because it is what we believe in. We expect Affinity staff to play their part in combating illegal practices. These include price-fixing, market sharing, output limitation or bid-rigging, and anti-competitive or monopoly practices.

Be vigilant in not entering into any kind of inappropriate conversation or agreement with our competitors.

## **YOUR RESPONSIBILITIES**

- You must not agree with competitors, even informally, to fix price or any element of price, such as discounts, surcharges or credit terms.
- You must not rig bids or tenders.
- You must not agree with others to boycott any customer or supplier except in connection with internationally imposed government sanctions
- You must not discuss with competitors any matter on which competitors are not legally permitted to agree.
- You must follow the principle that all decisions on Affinity's pricing, customers and markets must be made by Affinity alone.
- You must leave industry meetings or other events if competitively sensitive issues arise. Ensure your departure is noted and immediately report the matter to the CFO.
- You must speak up if you know of any potentially anti-competitive practices or if you are uncertain whether or not practices are legal.

## **TRADE COMPLIANCE**

Like any other global company, we must comply with all applicable national and international trade compliance regulations. Trade compliance includes regulations governing, technology, software and



services as well as international sanctions and restrictive trade practices.

Failure to comply with the applicable laws could lead to fines and penalties as well as damage to Affinity's reputation or imprisonment for individuals. It is crucial that you are aware of the requirements and how they apply to your role. By doing so, you are helping the company to continue doing business internationally.

## **YOUR RESPONSIBILITIES**

- You must follow company guidance when travelling with company-owned equipment and hardware, including laptops, smartphones and other communication equipment.
- You must follow company procedures when utilising the services of trade/ customs agents.
- You must follow company procedures when issuing or executing an End User Certificate.
- You must ensure third parties you deal with have been properly screened against applicable sanctions lists.
- You must not deal in a sanctioned country or with a sanctioned party unless specifically authorised in accordance with company procedures. If you are authorised to deal in a sanctioned country or with a restricted or sanctioned party, you must strictly adhere to company guidance.



## **CONCLUSION**

THANK YOU FOR TAKING THE TIME TO READ THROUGH OUR CODE OF CONDUCT. IT WILL HELP YOU UNDERSTAND THE MAIN RISKS TO YOU AND AFFINITY AND HOW YOU CAN SAFEGUARD AFFINITY'S REPUTATION BY KNOWING AND UNDERSTANDING YOUR RESPONSIBILITIES.

Of course, the Code cannot cover every situation, so whenever you are unsure of what to do, you must seek advice. Ask your line manager, the Affinity Ethics & Compliance Officer, Human Resources. This is especially relevant if you suspect that someone is violating the Code and putting Affinity at risk. In that case, it is your duty to speak up.

We hope you will refer to the Code whenever there are changes in your role or you face a new dilemma, or if you just need to refresh your memory. Above all, we want you to live by the Code every day, and ensure you always make the right decision.



## **GLOSSARY**

### **CHARITABLE DONATIONS**

Anything of value given to a charitable organisation; or sponsorship that is given without charge to a charity; or any community development expenditure.

### **COMPETITIVELY SENSITIVE INFORMATION**

Any information which is capable of affecting market behaviour, including but not limited to information concerning sales, prices, contract negotiations, capacity utilisation, production.

### **CONTRACT STAFF**

Staff providing services under Affinity day-to-day supervision who have no direct contractual relationship with Affinity but are employed and paid by an external company.

### **CONTRACTOR(S) AND/OR CONSULTANT(S)**

A general term for an individual or firm that has entered into a contract to provide goods and/or services to a Affinity company.

### **FACILITATION PAYMENT**

A minor payment to induce a (usually low-ranking) Government Official to expedite or secure performance of a routine duty which that person is already obliged to perform and where such payment would exceed what is properly due.

### **GIFTS AND HOSPITALITY**

Includes (but is not limited to) gifts, travel, accommodation, trips, services, entertainment, prizes from external competitions or lotteries and any other gratuitous item, event, benefit or thing of value received from or offered to any person in connection with Affinity business.

### **GOVERNMENT OFFICIAL**

Employee of any government (local or national); or of a company wholly or partially controlled by government; or an official of a political party; or employee of an international organisation; or immediate family member of any of these.

### **INTELLECTUAL PROPERTY**

Includes patent rights; utility models; trademarks and service marks; domain names; copyright (including copyright of software); design rights; database extraction rights; rights in know-how or other confidential (sometimes called 'trade secret' or 'proprietary') information; and rights under IP-related agreements.

**RECORD**

A subset of information created or received as evidence of a business activity, or required for legal, tax, regulatory or accounting purposes, or of importance to the Affinity Group's business or corporate memory. Records may exist on paper, as physical items, as images or be stored in an electronically readable or audible format.

**AFFINITY COMPANY**

Any company in which Affinity holds a controlling interest, either directly or indirectly. This includes holding companies, service companies and operating companies.



## **AFFINITY GENERAL BUSINESS PRINCIPLES**

### **PRINCIPLE 1: ECONOMIC**

Long-term profitability is essential to achieving our business goals and to our continued growth. It is a measure both of efficiency and of the value that customers place on Affinity products and services. It supplies the necessary corporate resources for the continuing investment that is required to develop and produce future services to meet customer needs. Without profits and a strong financial foundation, it would not be possible to fulfil our responsibilities. Criteria for investment and divestment decisions include sustainable development considerations (economic, social and environmental) and an appraisal of the risks of the investment.

### **PRINCIPLE 2: COMPETITION**

Affinity companies support free enterprise. We seek to compete fairly and ethically and within the framework of applicable competition laws; we will not prevent others from competing freely with us.

### **PRINCIPLE 3: BUSINESS INTEGRITY**

Affinity companies insist on honesty, integrity and fairness in all aspects of our business and expect the same in our relationships with all those with whom we do business. The direct or indirect offer, payment, soliciting or acceptance of bribes in any form is unacceptable.

Facilitation payments are also bribes and must not be made. Employees must avoid conflicts of interest between their private activities and their part in the conduct of company business. Employees must also declare to their employing company potential conflicts of interest. All business transactions on behalf of a Affinity company must be reflected accurately and fairly in the accounts of the company in accordance with established procedures and are subject to audit and disclosure.

### **PRINCIPLE 4: POLITICAL ACTIVITIES**

Of companies

Affinity companies act in a socially responsible manner within the laws of the countries in which we operate in pursuit of our legitimate commercial objectives.

Affinity companies do not make payments to political parties, organisations or their representatives.

Affinity companies do not take part in party politics. However, when dealing with governments, Affinity companies have the right and the responsibility to make our position known on any matters which affect us, our employees, our customers, our shareholders or local communities, in a manner which is in accordance with our core values and the Business Principles.

Of Employees



Where individuals wish to engage in activities in the community, including standing for election to public office, they will be given the opportunity to do so where this is appropriate in the light of local circumstances.

#### **PRINCIPLE 5: HEALTH, SAFETY, SECURITY AND THE ENVIRONMENT**

Affinity companies have a systematic approach to health, safety, security and environmental management in order to achieve continuous performance improvement.

To this end, Affinity companies manage these matters as critical business activities, set standards and targets for improvement, and measure, appraise and report performance externally. We continually look for ways to reduce the environmental impact of our operations and services.

#### **PRINCIPLE 6: LOCAL COMMUNITIES**

Affinity companies aim to be good neighbours by continuously improving the ways in which we contribute directly or indirectly to the general wellbeing of the communities within which we work.

We manage the social impacts of our business activities carefully and work with others to enhance the benefits to local communities, and to mitigate any negative impacts from our activities. In addition, Affinity companies take a constructive interest in societal matters directly or indirectly related to our business.

#### **PRINCIPLE 7: COMMUNICATION AND ENGAGEMENT**

Affinity companies recognise that regular dialogue and engagement with our stakeholders is essential. We are committed to reporting of our performance by providing full relevant information to legitimately interested parties, subject to any overriding considerations of business confidentiality.

In our interactions with employees, business partners and local communities, we seek to listen and respond to them honestly and responsibly.

#### **PRINCIPLE 8: COMPLIANCE**

We comply with all applicable laws and regulations of the countries in which we operate.