

Bon Accord Engineering Supplies (Caspian) Ltd

Code of Conduct



BON-ACCORD
• CASPIAN •

Policy number:	BAES-POL-003
Issue date:	15.01.2009
Last review date:	04.05.2021
Next planned review:	30.04.2024
Revision number:	1
Confirmed by:	Ilgar Akhundov

Introduction

The purpose of this Code of Conduct is to express the values and principles that unite the women and men of the Bon Accord Engineering Supplies (Caspian) Ltd (further BAES) beyond their diversity, cultures and experiences.

Some of the rules set out in the Code arise also from local or international legal and regulatory obligations, the breach of which is likely to engage the responsibility of the person or entity concerned.

In adopting this Code, the BAES commits itself to respect the strictest standards in the conduct of the business of each of its subsidiaries and with all of its internal and external interlocutors (employees, clients, suppliers, partners, etc.).

This Code, which summarises and sets out certain rules that apply to all the employees of the BAES as regards conduct, can also assist and guide employees on a daily basis when taking decisions and in relations with third parties. It will also serve as a reference if employees have any questions or concerns.

Respect for this Code is part of the fair and faithful performance of each one's employment contracts, and it is also the concern of all. All employees of the BAES must ensure that the rules set out in it are applied in the context of their duties and responsibilities; they shall also ensure that the Code is applied by those working or acting for them.

Summary

Code of Conduct Principles & Purposes

Respect for individuals

Respect for law

Respect for rules on competition

Respect for restrictive measures in relation to international trade (embargos)

Respect for anti-corruption rules

Respect to anti-money laundering rules

Conflict of interest

Public activities

Health and Safety

Relations with clients and suppliers

Quality

Internal controls

Environment

Company assets

Financial information

Implementation of rules of conduct

Alerts

Responsibilities

THIS DOCUMENT IS UNCONTROLLED WHEN PRINTED

Title: Code of Conduct	Revision number: 1
Policy number: BAES-POL-003	Last review date: 04.05.2021
Issue date: 15.01.2019	Signed by: Ilgar Akhundov

Code of Conduct Principles & Purposes

- A Single code for all branches of the Company and each employee
- Reminder of the main principles already settled by law,
- Communication for all: ethical principles, transparency, image of the Company
- Assistant guide everyone in their decision-making,
- Respect the law
- Follow up of various compliance subjects with our partners and other interested parties
- A short and summarized document of the main rights and duties of each employee, manager and company within the Company
- Code of Conduct already present in many clients or suppliers, and especially in international companies. They have strong requirement in terms of compliance and request this kind of document.

1. Respect for individuals

The BAES owes its richness to the diversity of its employees and the wealth of cultures represented in it.

The BAES is determined to offer its employees equal opportunities in terms of recognition and career development, irrespective of their origins, beliefs or gender. The BAES does not tolerate any form of discrimination or harassment.

Any action of a discriminatory nature is therefore prohibited, especially as regards ethnicity, gender, age or religion. Equally, the use of any pressure with moral or sexual undertones or of any language or action of a sexual connotation is banned, as such actions or language are likely to reflect the existence of harassment.

2. Respect for law

Respect for the law is a basic principle of BAES policy. Our employees shall comply with the laws and regulations in all the countries in which they intervene.

The BAES and its employees shall comply also with the rules laid down by supranational and international organisations, particularly the European Union or the United Nations.

Employees must have an adequate knowledge of the different legislations and regulations relating to their professional activities. Should an Employee have any doubts, he or she should seek advice from the competent people within the Company or from people outside the BAES, whose involvement and assistance in the matter have been authorised by the Company.

Employees shall abstain in the course of their professional activities from taking part in any illegal or prohibited activities or behaviour likely to engage the responsibility of other employees or the BAES.

3. Respect for Competition rules

The BAES strives to respect competition rules. This is one of the essential conditions of an open economy. Many countries have adopted competition legislation, which prohibits anti-competitive practices and, in particular, collusion, unfair market domination and dumping.

The BAES and each of its employees attach importance to respect for the various regulations regarding competition in all the countries in which they carry out their activities. The BAES's commercial activities, both in France and abroad, are carried out in the full respect for the customs and practices of the country concerned and which every Employee shall endeavour to learn and respect.

THIS DOCUMENT IS UNCONTROLLED WHEN PRINTED

4. Respect for restrictive measures in relation to international trade (embargos)

The BAES is particularly vigilant as regards respect for local and international regulations on restrictions in relation to international trade ("embargos").

Since the duration and scope of the restrictions on international trade are likely to change over time, Employees must keep themselves informed of developments by contacting the competent authorities or consulting their superiors and the legal services of the Company in order not to contravene said prohibitions.

5. Respect for anti-corruption rules

Our organization takes a zero-tolerance approach to bribery, corruption, facilitation payments, kickbacks and the management of BAES is committed to conduct the business in an honest and ethical manner.

The negotiation and execution of contracts must not give rise to any behaviour or actions that might be considered to involve active or passive corruption, an illegal acquisition of interests, influence peddling, favouritism, or complicity in such offences.

BAES is committed to comply with UK Anti-Bribery act of 2010 and other applicable laws, standards, codes, client's needs, expectations to achieve high standards of anti-corruption requirements. (Refer for details to BAES-POL-005 Anti-corruption and Bribery Policy).

6. Respect for anti-money laundering rules

We define money laundering as engaging in acts designed to conceal or disguise the true origins of criminally derived proceeds so that unlawful proceeds appear to have derived from legitimate origins or constitute legitimate assets. All company staff and related parties are required to comply with anti-money laundering laws, conventions, codes & rules. Each person or organization, which works for or with BAES, shall accept zero-tolerance approaching to acts of any type of anti-money laundering. Our organization states that anti-money laundering is criminal offence and punishable for individuals by imprisonment and a fine, and if the Company is found to have taken part in money laundering, we could face an unlimited fine, be excluded from tendering for any contracts and face damage to our reputation. BAES takes its legal responsibilities very seriously and expect all our staff members and partners to do the same.

7. Conflict of interest

A conflict of interest exists when the personal interest of an Employee is in conflict with the interest of the BAES in the context of a professional commitment.

Conflicts of interest may arise in situations where an Employee and/or the members of his or her family have a business relationship with a competitor, client or supplier of the BAES when a contract is being negotiated or executed or during the performance of an assignment for the BAES.

The fact of receiving any advances, loans, guarantees or services, whether directly or indirectly, for the purpose of influencing a decision by the BAES also constitutes a conflict of interest, as does the fact that an Employee works simultaneously for a competitor, client or supplier of the BAES or holds a significant interest in the latter.

Every Employee must, in any context other than that of his or her professional activities within the BAES, avert a conflict of interest by avoiding any business relations, whether directly or indirectly, with a competitor, client or supplier of the BAES.

As it is not always easy to identify a situation of a conflict of interest, employees may, in case of doubt, consult their superiors and/or the Managing Director of the Company.

THIS DOCUMENT IS UNCONTROLLED WHEN PRINTED

8. Public activities

The BAES respects and does not interfere in the commitments of employees, who as citizens participate in the public life of their country.

That said, the employees concerned must not engage the BAES in such activities in any manner whatsoever either financially or in terms of the image or reputation of the Company.

Equally, employees involved in the decision-making processes of a State, local authority, government body or any authority whatsoever shall refrain from participating in any decision by said body that could involve the BAES (e.g. the granting of a permit, authorisation or a market).

9. Health and Safety

The health and safety of its employees is a priority for the BAES.

The Health and Safety policy of the BAES concerns all of its employees, sub-contractors and service-providers. The policy is complemented by a system of active management and monitoring in order to improve health protection and the safety of working conditions on an ongoing basis.

Every Employee has the right to work in a safe environment and under healthy working conditions and contributes to them by acting responsibly. Employees must therefore be conscious of their personal responsibilities in daily life with regard to the prevention of accidents and health protection.

10. Relations with clients and suppliers

Each of the employees of the company shall treat all of its clients and suppliers fairly, with integrity and deal with them all without distinction.

The BAES and its employees shall endeavour to the best of its and their ability to meet the expectations of the Company's clients and ensure, in particular, the quality, safety and effectiveness of the goods and services provided.

The BAES strives to build relationships of trust and partnerships with its suppliers in order to satisfy the needs of its clients. The safeguarding of the interests of each other and respect for balanced contractual commitments are the basis of the relationships between the BAES and its suppliers.

11. Quality

Quality is of strategic concern to the BAES. The company strives to provide its clients with quality goods and services within the framework of the applicable standards.

The technologies and procedures implemented by the BAES take into account the quality and safety requirements and the obligations in the applicable contracts and regulations. The certifications issued by entities independent of the BAES are a guarantee for the company's clients and strengthen the latter's confidence in the Company's ability to respect its undertakings.

Each Employee contributes to the continuous improvement in the internal systems for managing risks and the identification of the causes.

12. Internal controls

Each Employee provides input for the internal controls and audits for reasons of transparency and assists in identifying and correcting deficiencies in said controls and audits in the context of his or her area of activity. Employees must not hinder the proper execution of the controls and audits, whether they are performed by the internal services, or external auditors, bodies, experts or consultants.

THIS DOCUMENT IS UNCONTROLLED WHEN PRINTED

BON ACCORD ENGINEERING SUPPLIES (CASPIAN) LIMITED

Suite 2, Ground Floor, Orchard Brae House, 30 Queensferry Road, Edinburgh, EH4 2HS. Reg. No. SC192592

Branch: 8-9 Aziz Nazarov Street, Badamdar, AZ1004 Baku, Azerbaijan

Mailing: Floor 20, Azure Business Center, 8th November Avenue, AZ1025 Baku, Azerbaijan

13. Environment

The BAES is committed to respecting the environment and promotes sustainable development.

Every Employee is conscious of his or her daily responsibilities in terms of preventing damage to the environment and strives, in particular, to anticipate or minimise any negative consequences of his or her activities on the environment.

The BAES pays particular attention to the protection of nature, biodiversity and ecosystems, as well as to the depletion of natural resources, and the management of waste and toxic substances.

14. Company assets

Employees are responsible for the proper use and protection of the property and resources of the BAES, irrespective of whether it relates to furniture and furnishings, buildings or material or immaterial goods. It is the duty of employees to protect the Company's property and resources against any damage, alteration, fraud, loss or theft.

The BAES's property includes, in particular, intellectual property rights, plant, equipment, buildings and goods, and the financial resources, as well as the lists of clients and suppliers, market information, commercial and industrial practices and techniques, the software used by the Company and, more generally, all the data and information to which employees have access during the course of their work.

These assets and resources must be used in accordance with the professional purpose for which they are intended. An occasional use for personal purposes will be tolerated with reasonable limits but must not under any circumstances be contrary to the interests of the BAES, the safety of other employees, or impair employees' efficiency.

The BAES and its employees shall especially strive to safeguard the security of the Company's information by respecting a set of measures and precautions guaranteeing the availability, integrity and confidentiality of the Company's information, in particular when it is being recorded, processed, transported or transferred.

Employees using the tools and networks of the BAES undertake not to hinder the functioning of the systems installed for the purpose of guaranteeing data security (in particular the anti-virus systems) or to identify or exploit any flaws or vulnerabilities in said security systems and/or to decipher the secured data.

15. Financial information

The integrity of the accounting records is essential for the proper management of the BAES and the communication of trustworthy, truthful financial information.

The reports published periodically by the BAES or communicated to its financial establishments or the public authorities must present complete, trustworthy, truthful, exact and comprehensive information in accordance with the applicable laws. It must also be up-to-date as regards the situation of the Company or its different entities.

The records, books and accounting statements, together with the BAES's corporate or consolidated accounts, must faithfully and truthfully reflect the transactions carried out by these entities and comply with current regulations, the applicable accounting principles and the reporting and internal control procedures of the BAES.

Equally, the accounting and financial information transmitted under the BAES's reporting procedures must allow the financial situation of the entities concerned to be appreciated with exactitude.

Employees called upon to carry out accounting records must, in particular, comply with the accounting principles of sincerity and a true and fair picture of the situation and ensure that there are adequate vouchers or documents for each entry.

All employees shall comply with the rules and instructions regarding the establishment and keeping of invoices, expense accounts and other items related to entries in the books.

THIS DOCUMENT IS UNCONTROLLED WHEN PRINTED

BON ACCORD ENGINEERING SUPPLIES (CASPIAN) LIMITED

Suite 2, Ground Floor, Orchard Brae House, 30 Queensferry Road, Edinburgh, EH4 2HS. Reg. No. SC192592

Branch: 8-9 Aziz Nazarov Street, Badamdar, AZ1004 Baku, Azerbaijan

Mailing: Floor 20, Azure Business Center, 8th November Avenue, AZ1025 Baku, Azerbaijan

Unrecognised funds or assets may not be held or retained by an Employee, unless said action is permitted by the regulations and it has been duly declared beforehand to the BAES and authorised by the latter.

16. Implementation of the rules of conduct

It is the duty of all employees of the BAES to respect and apply the rules of this Code of Conduct, irrespective of their position or responsibilities.

The BAES must implement these rules without prejudice to locally applicable legislation and regulations and the contractual provisions between it and its employees.

17. Alerts

If an Employee is confronted with a problem in relation to the application of this Code of Conduct, it should be brought to attention of his or her direct superior or to the manager of the company in which he or she is working in good time for the latter to be able to advise on the relevant course of action and/take the appropriate decision.

Managers and directors of the BAES have a responsibility toward employees whom they should assist in resolving any difficulties with which they are faced. In the event of any doubts, the managers and directors of the BAES may call upon the legal department, human resource department or external consultants, if an intervention by the latter has been approved by the Company.

The subject of an alert:

The alert mechanism is to be used solely for the following issues:

- Corruption and accounting, banking or financial irregularities;
- Anti-competition practices;
- Discrimination and harassment at work;
- Health and safety; and
- Protection of the environment.

Initiating an alert:

Use of the alert mechanism is optional. The fact that an employee does not make use of the alert mechanism will not have any implications for the employee.

The triggering of the alert system must respect the applicable legislation and regulations and occur only in exceptional cases where the hierarchical channels, the alert mechanisms established by law or the control mechanisms existing within the Company or the business concerned may not have functioned.

A person initiating the corporate alert shall identify him or herself. His or her identity shall remain secret for reasons of confidentiality.

Misuse of the mechanism will result in the person concerned being open to disciplinary sanctions as well as legal action. In contrast, individuals who make use of the mechanism in good faith, even if the facts should subsequently turn out to be incorrect or not give rise to any follow-up, will not be liable to any sanctions.

Individuals who have been the object of an alert in the context of the alert mechanism have the right, to access the data concerning them and a right to have the data contained in the alert rectified or deleted if they are incorrect, incomplete, ambiguous or out-of-date.

THIS DOCUMENT IS UNCONTROLLED WHEN PRINTED



BON-ACCORD
• CASPIAN •

Code of Conduct

Title: Code of Conduct	Revision number: 1
Policy number: BAES-POL-003	Last review date: 04.05.2021
Issue date: 15.01.2019	Signed by: Ilgar Akhundov

Responsibilities:

It is the duty of all employees of the BAES to respect and apply the rules of the Code of Conduct, irrespective of their position or responsibilities

Ilgar Akhundov
General Manager

THIS DOCUMENT IS UNCONTROLLED WHEN PRINTED