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Amendment Record

Rev.	Date	Amendment By	Approved By	Amendment Description	Pages Affected
0	16/1/19	SR	CAR	Changed from local HQ Policy to a Global Policy	All
1	13/6/19	SR	JH	Re-write in areas to make more global references	All
2	16/2/21	HP	JH	Updated to change compliance statement re-signature date	Page 4
3	06/8/21	DS	AG	Revision of Versions Post Acquisition	All
4	02/11/21	HP	AG	Added freedom of association	9
5	28/02/24	B. Tetkowska	C. Hoskisson	General Review New OEG format	All

1. PURPOSE

This Code of Conduct provides an ethical and legal framework for all employees in the conduct of OEG Group (OEG) business. It is about how we relate to our customers, employees, stakeholders, suppliers and the community. It will build trust between OEG and other parties. We want OEG to be a place where our customers enjoy doing business and a place where people like to work. We want the trust of stakeholders for access to capital markets. We want to be respected and welcomed in the communities where we do business. These things can only be achieved by working within a Code of Conduct. Everyone who works for OEG must be part of this.

2. SCOPE

This policy applies to all OEG locations.

3. DEFINITIONS

Code of Conduct

A code of conduct is the most common policy within an organization. This policy lays out the company's principles, standards, and the moral and ethical expectations that employees and third parties are held to as they interact with the organization.

Ethical

Morally good or correct, avoiding activities or organisations that do harm to people of the environment.

Legal Framework

Legal Framework means the principal laws concerning the protection and use of personal information.

4. REFERENCES

- Anti-Bribery Act 2010
- Data Protection Act 2018

5. RESPONSIBILITIES

5.1 CEO

OEG's CEO has overall responsibility for ensuring that this policy complies with our legal and ethical obligations, and that all those under OEG's control comply with it. The OEG management team has primary and day-to-day responsibility for implementing this policy, for monitoring its use and effectiveness and dealing with any queries on its interpretation.

5.2 Managers

It is the responsibility of managers and those operating in a supervisory capacity to set a good example, both by following this Code of Conduct and ensuring others do so as well.

5.3 Employees

All employees are responsible for adhering to this policy

6. IMPLEMENTATION

This Code of Conduct (or "**Code**") provides a common behavioural framework for all OEG (or "**the Company**") employees, irrespective of their specific job, direct employer or location in the world.

The Code is not intended to be all-encompassing. There are areas in which we expect our businesses to develop detailed policies in accordance with local requirements. The Code provides a set of guiding principles to incorporate with whatever additional local policies are required for your businesses.

7. BUSINESS INTEGRITY

All business should be conducted in accordance with the laws and regulations of the countries in which the business is located. We compete fairly in the markets in which we operate. We must work safely and apply industry best practices to the health, safety and wellbeing of our employees, customers, suppliers and the communities in which we operate. We should aim to bring long-term benefits to OEG, rather than short-term advantage for individuals at the expense of the organization's long-term interests.

Our belief in people and teamwork requires cooperation with our colleagues across the Company to achieve our corporate goals.

Our words and actions must show respect for the diverse range of people and cultures with whom we work and for their human rights. Corrupt practices are unacceptable. No bribes or similar payments will be made to, or accepted from, any party. All commercial transactions will be properly and accurately recorded. Sales agents, consultants and similar advisers shall be appointed in accordance with these principles and paid at a rate consistent with the value of their services. Assets and confidential information shall be fully protected and must not be used by employees for personal gain.

Employees must not engage in activities that involve, or could appear to involve, a conflict between their personal interests and the interests of OEG.

Areas where conflicts might arise include: share ownership, direct or indirect personal interest in contracts, seeking or accepting gifts or entertainment beyond levels considered reasonable in your business environment, employment outside OEG or use of confidential information. All Employees must report possible conflicts. If in doubt, seek advice from your manager.

OEG does not make political donations.

Speaking Up

Trust and integrity are vital to OEG. Misconduct and malpractice breach trust and endanger our reputation and business. The best way of protecting trust is for employees who have genuine suspicions about wrongdoing to know that they have a safe environment in which to speak up without fear of retaliation or retribution.

Employees can notify their managers or human resources of possible wrongdoing. Any reports made by employees will be taken seriously and investigated confidentially. Retaliation or retribution against anyone who comes forward in good faith with a genuine concern will not be tolerated.

8. COMPETITION

OEG's passion for success means that we will compete effectively and fairly in the markets in which we operate. Uncompetitive behaviour is bad for our customers, makes us inward-looking and complacent and is unacceptable to the community at large. Managers are responsible for ensuring that they comply with competition laws in their areas of operation and that all relevant employees receive thorough training in this area, with manuals for ongoing reference.

Active compliance requires that all employees take an interest in competition issues, ask penetrating questions and demonstrate leadership in compliance.

Acquisitions, divestments and entering into joint ventures may give rise to the need for notifications to regulatory bodies and regulatory clearances under competition law.

Be aware of the possible requirement to disclose internal and external studies, reports and analyses of transactions and relevant markets when seeking competition clearances or when subject to investigation by competition authorities.

Tell employees that unlawful anti-competitive practices may result in OEG paying substantial fines and that, in some countries, individuals may face personal fines and even imprisonment.

All enquiries from competition authorities shall be immediately reported to the Management Team.

9. OUR PEOPLE

Employees should feel that they can discuss, on a confidential basis, any problem associated with their employment with the Company. Employees should be addressed justly and fairly. Recognize and reward employees for their achievements and positive behaviour. Bring evidence of inappropriate conduct or performance to the attention of the employee and allow the employee to respond to those allegations.

Except in the case of summary dismissal for serious misconduct, employees shall be given a reasonable chance to remedy their inappropriate conduct or performance.

Freedom of Association

- All workers must be free to join, or not to join trade unions or similar external representative organisations.
- All workers must be informed and consulted in accordance with local national laws

10. DIVERSITY

OEG is an equal opportunities employer. We are committed to developing a diverse workforce and providing a work environment in which everyone is treated fairly and with respect, irrespective of gender, ethnicity, nationality, class, colour, age, sexual identity, disability, religion, marital status or political opinion. Employment and advancement within OEG must be based on professional capabilities and qualifications.

Be careful how you interact with your colleagues in the workplace, particularly those in less powerful positions. Every employee should value their colleagues as individuals and be aware of the effect their actions and words can have on others. Be alert to possible harassment in the workplace and take care how you handle any resulting problems. OEG regards actions that constitute harassment as serious misconduct.

11. HUMAN RIGHTS

We support and uphold the principles contained in the Universal Declaration on Human Rights. In particular we will not tolerate child labour or forced labour in our own operations or those of our suppliers. The term “child” refers to any person under the age of 15, or under the age for completing compulsory education, or under the minimum age for employment in the country, whichever is lower. The minimum age for hazardous work is 18 years.

12. ANTI-BRIBERY CORRUPTION

We are committed to conducting our businesses in a fair, honest and ethical manner, and in accordance with the laws and regulations of the countries in which we operate. Corrupt practices are, therefore, unacceptable. We have a zero-tolerance approach to bribery and corruption. Employees must not make bribes or similar payments to, or accept them from, any party.

13. SANCTIONS

As a global company, OEG is committed to complying with all trade sanctions and restrictions—including embargoes, economic sanctions, customs, product or country of origin markings, and anti-boycott laws and regulations— applicable to the countries in which we do business.

14. SUPPLIERS

We are committed to being a responsible and valuable partner in the supply chain, continuing to build a sustainable business that serves its customers, employees and stakeholders and the communities in which they live. A strong and dynamic supplier base is essential to our long-term success. We rely on the expertise and skill of suppliers to meet our customers’ changing needs. We are committed to working with suppliers to develop more efficient, safer and sustainable supply chains by abiding by the principles and values outlined in the Code of Conduct.

15. AUDIT AND COMPLIANCE SIGN-OFF

Senior executives will be asked either to sign off on compliance with the relevant areas of the Code of Conduct annually when the annual audited statutory accounts are prepared, or to identify those areas on which they cannot sign off.

All employees will be required to sign off acknowledgement & declaration form see (Attachment 1)

16. MONITORING AND REVIEW

This procedure will be reviewed as part of the OEG internal audit programme.



17. ATTACHMENT 1 – ACKNOWLEDGEMENT & DECLARATION FORM

Acknowledgement & Declaration Form

I hereby acknowledge that I have read and understand the content of the OEG Code of Conduct Policy (Document reference – OEG-GLOBAL-POL-011) and declare that I fully comply with the requirements of the Policy.

Please read the policy fully, sign the section below and return this page only to:
compliance@oegoffshore.com

Signature:

Name in Block Capitals:

Company: (full entity name)

Country:

Date:

Any questions regarding this policy please discuss with your immediate line manager or email compliance@oegoffshore.com with full details of your query.

Personal data processed by OEG Group as part of a documented policy or procedure is held in compliance with current data protection legislation including the General Data Protection Regulation (GDPR) and any other laws, regulations and provisions relating to Processing applicable in the United Kingdom or any other country.

