

Neptune Business Ethics Principles for Contractor and Supplier Companies

Neptune Energy (“**Neptune**”) demands and maintains the highest ethical standards in carrying out its business activities from all those engaged to carry out work on its behalf. This document sets out the principles that all companies providing services to Neptune are required to follow, as part of their contractual obligations. Failure to act consistently with these principles will be taken very seriously and may result in the termination of relevant agreements.

Fundamental principles

You are required to:

Act in accordance with all laws and regulations. This includes all applicable international, national or local laws and regulations.

Establish a culture of integrity. You are expected to act in a morally correct manner and foster a culture of integrity within your organisation, in order to avoid any perceived or actual conflicts of interest and corrupt practices.

Behave fairly and honestly in both making commitments and performing obligations, in order to establish meaningful long-term relationships.

Respect others in dealings with people or corporate entities. Neptune respects individuals’ human rights and does not tolerate discrimination, bullying or harassment of any kind.

Speak up. You are expected to ask questions if you are unsure of your responsibilities or the correct course of action to take. You are also expected to report any concerns or possible breaches of these fundamental principles, any other Neptune policies and procedures or applicable law and regulations.

By agreeing to carry out work for Neptune, you are promising that you will act in accordance with these fundamental principles in all your dealings with Neptune, other contractor companies, suppliers, customers and any other third parties with whom you deal or interact in performing services on Neptune’s behalf.

Ethical Reference Points

You are required to:

1. Have procedures in place within your business to combat Bribery.

A bribe is the offer, promise, giving, authorising, requesting, accepting or agreeing any payment, gift, benefit or advantage of any kind, whether directly or indirectly (through one or more intermediaries) and whether as an inducement or reward, for any form of improper conduct by any person in connection with their official, public, fiduciary, employment or business role, duties or function. It can be to persons in the public or private sector.

Bribery and other corrupt practices are strictly prohibited and under no circumstances should you or your personnel bribe or engage in corrupt practices on Neptune’s behalf. You must have

- implemented appropriate procedures within your business to prevent bribery and corrupt practices.
2. Respect the rules of competition and reject all anti-competitive practices, including illegal competition agreements, abuse of dominant position, the exchange of insider information, and discriminatory, excessive or predatory pricing.
 3. Ensure that you and all personnel provided by you to work for Neptune comply with the rules set out in the appendix hereto in respect of any gifts or invitations given or received in connection with your work for Neptune.
 4. Inform Neptune, and procure that your personnel inform Neptune, of any conflict of interest situation (or potential conflict of interest situation) that may arise in connection with the work you are carrying out for Neptune.
 5. Ensure that you and your personnel maintain the confidentiality of all information of a confidential nature that is received in the course of carrying out work for Neptune. In particular, you should ensure that you and your personnel treat all information of a price-sensitive nature, whether relating to the Neptune Group or any other company, with the utmost confidentiality, and that you and your personnel are aware of the laws on insider dealing, which prohibit anyone who handles insider information about a listed company from buying or selling the stock of that company or encouraging another to buy, sell or retain such shares. All confidential information received from Neptune and held by you and your personnel must be returned or destroyed upon Neptune's request.
 6. Report to Neptune, and procure that your personnel report to Neptune, any concerns of potential or actual breaches of these principles.
 7. Ensure that all sub-contractors engaged by you to carry out work for Neptune are informed of, and agree to abide by, these principles.

Further guidance

Should you require any explanation of the above principles or information about Neptune's business ethics policies generally, please contact the Neptune Ethics and Compliance Officer.

Appendix

Rules relating to the Giving or Receiving of Gifts and Invitations in connection with your work for Neptune

Public Sector - No donations or gifts may be given to any individual who either holds public office or is a candidate for public office. No invitations may be extended to, or accepted from, a public official, without the prior written approval of the Managing Director at relevant Neptune Energy company with which you are working.

For clarity, public officials are any persons holding a legislative, executive, administrative or judicial position of a State, whether domestic or foreign, elected or unelected, and whether at local or central government level. It will also include any person who otherwise exercises a public function for or on behalf of, or within, any country, including an organisation that is controlled by the government or state, as well as employees of public international organisations (such as the United Nations).

Private Sector

Gifts - No gift may be given or received unless the following criteria are satisfied. All gifts, given or received:

- Must be transparently offered, accepted, given or received;
- Must be a physical object – i.e. not a trip, the provision of services;
- Must not be cash nor an equivalent monetary payment, e.g. store vouchers;
- Must not be of an excessive nature and must be reasonable in value (under the sterling equivalent of 50 Euros);
- Must be limited in number, related to the occasions warranting them and must have been given spontaneously (i.e. unsolicited);
- Must be unrelated to the securing of a contract or a particular benefit or influencing a decision;
- Must be given and accepted with no obligation of any kind whatsoever.

Invitations - No invitations may be given or received unless the following criteria are satisfied. All invitations, given or received:

- Must be given or accepted on an occasional basis only;
- Must be accepted only if they can be returned in an equivalent manner (in nature and amount) by Neptune;
- Must be reasonable in value (under the sterling equivalent of 100 Euros), lawful and transparent.