



SERVING EVERY WELL  
**CORPORATE SOCIAL RESPONSIBILITY**

# The Compass

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# A word from the CEO

A value driven culture with a sound ethical compass to guide our actions and behavior brings with it great benefits:

It brings pride and respect for the place we work and the communities we work in.

Increases the value we bring to our customers and business partners.

Leads us to being sustainable and demonstrating our social responsibility.



Thormod Langballe, CEO Interwell



# The Interwell Way

Our roots are set in Norway, with focus on technology, sustainability and operational excellence.

We have a global reach, and the Interwell Way is to combine high standards with fair treatment through compliance and transparency.

We continuously work to improve our products, services and process. To deliver quality in each step along the way, to work with the best and exceed expectations.

At Interwell, social responsibility and sustainable development is at the very core of our values, and we are very proud of our dedication to this.

Interwell has a zero tolerance:

- To any illegal or unethical business conduct.

- To unsafe acts and conditions.

## High Standards and Fair Treatment

Interwell upholds high standards and fair treatment as to how we conduct business, build our relationships with our stakeholders, the environment and the communities we operate in.

## Compliance and Transparency

Through our policies, compliance with laws and regulations, our values:

We commit to be transparent, have complete integrity by exercising professional and ethical behaviour, accountability and honesty in all aspects of our business.

This statement provides an insight to and a summary of our policies, expectations and how we intend to stay committed to serving every well.

For more information visit [www.interwell.com](http://www.interwell.com)

Interwell follows guidance to the standard on Social Responsibility, ISO 26000 (2010).





# Vision



**SERVING EVERY WELL**



# Values

*“Our values should be part of everything we do; they should guide how we interact both internally and externally.”*



## Agile

- Adaptable
- Cooperative
- Respond and deliver according to expectations



## Creative

- Innovative
- Proactive
- Take initiative as needed



## Driven

- Enthusiastic
- Committed
- Contribute to continuous improvement



## Caring

- Team player
- Sharing
- Respectful



# Our Global Presence

## Who

Everyone has a part to play, and **we** are:

All of Interwell's directors, management, permanent and temporary employees, consultants, agents and others who act on behalf of Interwell.

## What

Read, understand and abide by the Corporate Social Responsibility Statement, applicable laws and regulations.

Complete your training and learn how this affects your region and job responsibilities.

Raise awareness and lead by example.

## How

Enforce by making sure parties acting on behalf of Interwell comply with relevant Interwell policies.

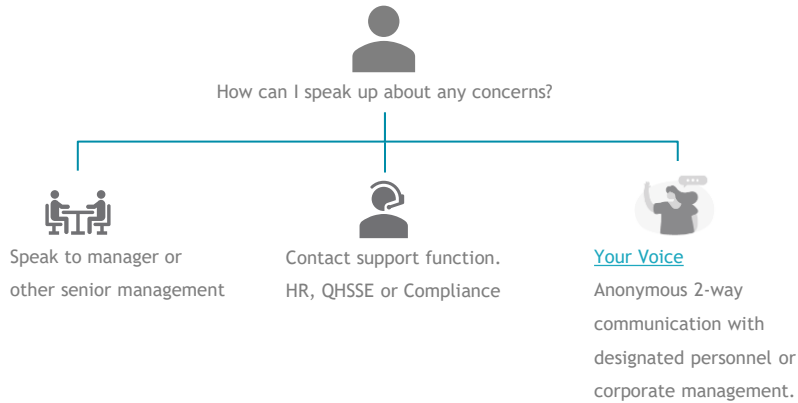
Enforce by communicating any changes in the Corporate Social Responsibility Statement.

Compliance will be monitored and is subject to review.





# Your Voice Matters



[Your Voice](#) is a platform that enables 2-way secure and anonymous communication and is open for all stakeholders to use.

Interwell encourages open and honest discussions and will protect employees right to freedom of speech. Reporting in good faith helps the company detect and prevent misconduct and breaches of laws and regulations.

All disclosures will be dealt with sensitively, quickly, fairly and consistently. Interwell will promptly investigate and take whatever action is considered appropriate. Employee will be kept informed with feedback and/or actions in a timely manner.

Interwell recognizes that employees may be reluctant to report a concern in fear of retaliation and Interwell will take disciplinary action against any employee who threatens or engages in retaliation, retribution or harassment of any person who has reported or is considering reporting a concern in good faith.

We welcome any information or suggestion from all employees on corporate & social responsibility related matters.

Please report if any suspect of breach in conduct.

For external reporting and acting in the public interest, please read through [Whistleblowing](#).



APPENDIX:  
Use your voice and/ or making a report





# Environment, Social and Governance

Interwell vision to Serve Every Well is to create lasting value and have a positive impact. Meaning respect for people, society, and the environment.

Negative impact on the environment shall be reduced throughout the value chain. In line with the precautionary principle, measures shall be taken to continuously minimize greenhouse gas emissions and local pollution, the use of harmful chemicals, pesticides, and to ensure sustainable resource extraction and management of water, oceans, forest and land, and the conservation of biodiversity.

As a proud member of the UN Global Compact Interwell commits to the ten principles for good business practices in the areas of Human Rights, Labor, and Environment. These principles are aligned with the UN Sustainable Development Goals and part of Interwell Sustainability Strategy. Interwell considers responsible business conduct to be a prerequisite for sustainable development.

Interwell commits to working actively with due diligence for responsible business conduct. Due diligence is a risk-based approach to respect and safeguard people, society, and the environment in our own business and throughout the supply chain. Interwell expect suppliers and partners to follow the same approach.



SEE APPENDIX:  
Due Diligence



# Ethical Business Conduct

Interwell has a zero-tolerance approach to any illegal or unethical business conducts. Interwell values the principles of accountability, honesty and integrity in all aspects of our business.

Interwell shall conduct our business in a manner which ensures:

- Fair treatment of all employees and clients.
- Transparency of company business policies and practices.
- High standards in all matters relating to health, safety and the environment.

We commit to our Employees to:

Create a workplace in which there is mutual trust and respect and where every person feels responsible for the performance and reputation of the company.

Respect the individual and each other's rights, customs and traditions.

Work towards achieving a diverse workforce, recruiting, employing and promoting employees only on the basis of objective criteria and the qualifications and abilities needed for the job to be performed.

Maintain good communications with employees through our information and consultation procedures.



# Ethical Business Conduct

We commit to our Customers to:

Provide safe, value for money, high quality, consistent, and reliable product and services.

Act in accordance with fair business, marketing and advertising practices.

Provide transparent and effective procedures that address customer complaints and contribute to fair and timely resolution of disputes without undue cost or burden.

Make representations or omissions nor engage in any other practices that are deceptive, misleading, fraudulent or unfair.

We commit to and expect from our Business Partners and Stakeholders:

Develop strong relationships with our business partners, stakeholders and others with whom Interwell has dealings, based on mutual trust, understanding and respect.

In those dealings, Interwell expects our partners to adhere to business principles consistent with our own.

Interwell group companies will conduct operations in accordance with the principles of fair competition and applicable regulations.



# Ethical Business Conduct

We commit to our Providers to:

Obtain and retain competitive goods and services while at the same time ensure this is not from sources which have jeopardised human rights, safety or the environment.

We expect from our Providers to:

Adhere to business principles consistent with our own.

Ensure that products and services are produced and delivered to comply with all legislations relevant to the business.

Seek to maintain continuous improvement in the supply chain relationship with Interwell.

Ensure to adopt and implement acceptable safety, environmental, product quality, human rights, social and legal standards in line with Interwell code and to ensure this to be acceptably managed within the supply chain for any products supplied to Interwell.

Not to share or exchange any price, cost or other competitive information nor engage in any collusive conduct with any third party with respect to any proposed, pending or current Interwell procurement.



# Confidentiality & Privacy

Interwell retains all confidential information, both internal and external, according to internal policies.

Employees shall not use any confidential information to their own benefit or share such information to any third party.

Interwell complies with applicable data protection laws and personal information are governed within the requirements set by these laws.



SEE APPENDIX:  
Confidential & inside information







# Bribery and Corruption

Interwell has an established Compliance program and designated personnel working toward the prevention of corruption and bribery.

**Interwell Anti-Corruption and Anti-Bribery Program addresses the following:**

**Active Corruption** is to give or offer an improper advantage. **Passive Corruption** is to receive or accept an improper advantage for oneself or another person.

**Trading Influence** is to request, receive, give or offer anyone an improper advantage in return for influencing the conduct of a position, office or assignment.

An **improper advantage** depends on the size, position of the parties, situation, cultural context, intention, transparency, and if it is anything of value.

**Corruption** is abuse of an entrusted position to achieve personal or business advantage and may include, but is not limited to, bribery with the intent to win projects, kickbacks, personal dependency relationship, political appointments or employment, grease payment or facilitation payments.

**Interwell will take actions against:**

Any person who for themselves or other persons request or receives an improper advantage or accepts an offer thereof in connection with a position, office or assignment or,

Gives or offer any person an improper advantage in connection with a position, office or assignment, and shall be liable to a penalty of corruption.

Interwell does not sponsor political parties or representatives.



SEE APPENDIX:  
What is an improper advantage?



# Bribery and Corruption

## Gifts and Hospitality

**Gifts** can be items, but also include tickets to events, vouchers, rewards and prizes, and items loaned or bought below their market value.

Gifts in the form of cash or cash equivalent are never allowed.

**Hospitality** includes the provision of meals and invitations, and being accompanied to sporting, entertainment and other venues where the inviting party pays some or all of the costs of the attendees.

Travel and lodging shall always be paid by Interwell.

Gifts and hospitality shall be business-related, not extravagant and not intended to influence business decisions in an improper way.

Engaging in gifts and hospitality (given or received) is a risk-sensitive activity that requires careful management.

All personnel working for or on behalf of Interwell must obtain pre-approval for a gift/hospitality. when both accepting or giving.

For further clarification please see the local Interwell Chart of Authority and our Corruption and Bribery Prevention Procedure.

## Sponsorship and political contributions

Any sponsorship should be based on the principles of predictability, transparency, and non-discrimination. Interwell does not sponsor political parties or representatives.



SEE APPENDIX:  
Red flags and common-sense approach



# Tax Evasion

Interwell does not tolerate tax evasion or the criminal facilitation of tax evasion within its business . We expect our employees and those providing services to, for or on behalf of Interwell, to conduct themselves in accordance with this Policy.

Fraudulent tax evasion and the deliberate and dishonest facilitation of fraudulent tax evasion are criminal offences and Interwell will, in appropriate circumstances, bring any such activity that it identifies to the attention of the relevant authorities.

## Key Principles

No employee or person acting on behalf of Interwell should feel pressured into offer or agree to aid tax evasion to secure business on behalf of or with Interwell.

There will be no adverse consequences for refusing to facilitate tax evasion or for taking steps to report any concerns that an offence has been committed.

No employee will suffer an adverse consequence if Interwell loses business because of their compliance with this Policy.

**Notify or report:** If aware of any fraudulent evasion of tax by another person, or asked to assist (directly or indirectly), or suspect any offence to have or may occur, please notify your manager, Compliance Officer or report it through the anonymous reporting system as soon as possible.



# Sanctions & Export Control

Interwell will comply with all applicable Sanctions and Export Control Laws in the countries we operate in.

Interwell shall not sell, provide, transfer or export, directly or indirectly, our Products and Services to any natural or legal person who is designated on any Sanctions List (whether by name or reason for being included in a class of persons), or is directly or indirectly owned or controlled by such designated natural or legal person, or to any project, end-use or geographical area that would expose any risk of violating any Sanctions or Export Control Laws.

Interwell makes adequate and risk-based inquiries to ascertain if the project, end-use or any potential third party to which Interwell Products and Services are to be made available is subject to any Sanctions or Export Control Laws, either directly or indirectly.

If suspicion of a breach you shall report any suspected violations of this policy to your manager or the Compliance Officer according to whistleblowing policy.

For the purpose of this policy the following definitions shall apply:

**"Sanctions"** means any laws, regulations, decisions or executive orders adopted, maintained or enforced by the United Nations, European Union, the United Kingdom, Norway or the United States of America directed at prohibiting or restricting dealings with certain countries, territories, governments, industries, projects or specially designated individuals, entities or vessels.

**"Export Control Laws"** means all export, import, and anti-boycott laws, regulations, orders, directives, designations, licenses, or decisions imposed by Norway, the United States or any other government with jurisdiction over any products, components or other activities in connection to our organization.

**"Sanctions List"** means any list of blocked or sanctioned individuals, organizations or entities adopted, maintained or enforced under any Sanctions or Export Controls Laws (including, without limitation, the United States List of Specially Designated Nationals and Blocked Persons, the Russian Sectoral Sanctions Identifications List, the Denied Persons List, the Unverified List, and Entity Lists, the Consolidated list of persons, groups and entities subject to EU financial sanctions, the United Kingdom's List of Consolidated Financial Sanctions Targets, and any list of parties designated under United Nations Security Council Resolutions)."



# Conflict of Interest

Conflict of Interests defines the requirements for identification, reporting and management of actual or potential conflicts of interest while working for Interwell.

A conflict of interest can arise where an employees' personal, social, financial or political interest may influence or appear to influence, the employees' loyalty to, or objective exercise of their duties for Interwell.

Inappropriate and conflicted personal/business relationships could, under certain circumstances, amount to an advantage which could lead to an individual being accused of bribery.

*“Could others reasonably be expected to trust your judgment on a particular matter if they had knowledge of your personal relationship, interest or circumstances?”*

## Identify

The interests of Interwell are paramount when business and commercial activities are being agreed or carried out by you and those around you.

Interwell resources are not used to support or benefit your personal activities or those of your relatives, business associates or friends.

Business decisions are not influenced by friendship, business associations or family connections.

You do not allow, or appear to allow, a personal relationship to unduly influence your decision-making or judgment.

That giving or accepting any gift or hospitality will create the perception that you might not exercise your judgment independently and in the best interest of Interwell.



SEE APPENDIX:  
Identify a conflict of interest, disclosure  
& approval



# Cyber Security

Cyber security awareness is especially important given the current global situation, and cyber threats are growing increasingly sophisticated and difficult to spot.

Information is an important asset for Interwell.

This implies protecting information and information systems from unauthorized access, use, disclosure, disruption, modification, or destruction in order to provide:

- **Confidentiality**

Preserving authorized restrictions on access and disclosure, including a means for protecting personal privacy and proprietary information.

- **Integrity**

Guarding against improper information modification or destruction, and includes ensuring information non-repudiation, accuracy, and authenticity.

- **Availability**

Ensuring timely and reliable access to, and use of, information.



# Intellectual Property

Intellectual property (IP) rights are crucial in encouraging innovation and creativity. It protects investments made in research and development of new products and ideas. Not only does this relate to Interwell tangible and intangible asset management and portfolio of intellectual property, but also how Interwell respects and protects 3rd party IP and copyrighted material.

Unless authorized or licensed, we may not copy, reproduce, or transmit protected material, such as software, video, photography, and writing.

Employees working for and on behalf of Interwell must take care to protect and respect the intellectual property rights of Interwell and third parties, including but not limited to; Trademark, Know-How, Trade Secrets, Patent, Design, Copyright & Licenses.



# Whistleblowing

Whistleblowing is believing to act in the public interest reporting the breaches of matters concerning wrongdoing in the past, present or future.

Wrongdoing may fall into one or more of the following categories:

Criminal offences.

Failure to comply with legal obligations.

Miscarriage of justice.

Danger to health & safety of any individual.

Damage to the environment.

Covering up wrongdoing in the above categories.

## External whistleblowing

If matters are believed to be unworkable through internal disclosure, such as through management, or other internal reporting channels, external whistleblowing may be considered acceptable.

Disclosure can be made to union representatives, health and safety executive and / or other regulatory bodies.



SEE APPENDIX:  
Blowing the whistle







# Fair Employment Practices

## Human Rights

Interwell abides by the United Nations guiding principles on Business and Human Rights and require all partners to do the same. Including, but not limited to, decent working conditions, equal opportunities, dignity at work, modern slavery, and human trafficking. Any violation to human rights, as set forth by the Universal Declaration of Human Rights, is not tolerated or accepted in any part of our value chain.

### Interwell principles:

- Treat all fairly and honestly, regardless of where they work.
- All employees will have agreed terms and conditions in accordance with local law or practice and will be given appropriate job skills training.
- Pay a fair wage reflecting local markets and conditions.
- Always meet any national minimum wage.
- Working hours shall not be excessive. They shall comply with industry guidelines and national standards where they exist.
- Not employ illegal child labour, forced or bonded labour, forced overtime or condone illegal child labour.

- Not use or condone the use of corporal punishment, mental or physical coercion or verbal abuse.
- Apply disciplinary procedures for any employees whose conduct falls below the required standard.
- Comply with the relevant principles governing data protection in each country in which we operate.
- Adhere to internal formal grievance procedures through which employees can raise personal and work-related issues.

## Freedom of Association and Worker Representation

Interwell supports the right to freedom of association and other forms of democratically elected worker representation. We shall involve worker representatives and other relevant stakeholders in our work with responsible business conduct.



# Fair Employment Practices

*“Not to discriminate on the grounds of race, gender, disability, nationality, religion, philosophical belief, political belief, age, sexual orientation, family status or any other factor.”*

## Equal Opportunities

### Recruitment and Training

Interwell will endeavor to promote job applications from all sections of the community and to interview the most suitable candidates for each position.

Interwell will try to ensure that all employees have equal access to the training they require in order to carry out their jobs and progress in their careers.

### Promotion

Interwell aims to ensure that employees are given promotion opportunities solely on the basis of ability.

### Maternity and Parenthood

Interwell aims to comply with all relevant legislation in respect of maternity, paternity and adoption rights.

Interwell will endeavour to provide employees with adequate information about their employment rights as parents or prospective parents.

Interwell recognises its statutory obligations regarding a woman's right to return to work following maternity leave.

### Discipline and Grievance

Interwell will try to ensure that disciplinary and grievance matters are dealt with in a consistent matter, free from any discriminatory factors.

Interwell considers that harassment and bullying are forms of discrimination and will not be tolerated. Any employee found to have discriminated against a fellow employee or third party by means of harassment or bullying will be liable to summary dismissal.



# Fair Employment Practices

## Dignity at Work

Harassment or bullying, for whatever reason, is unacceptable behaviour which Interwell will not tolerate. Every employee has the right to be treated with dignity and respect.

Interwell will not tolerate retaliation against, or victimisation of any employee involved in the bringing of a complaint of harassment or bullying under the Company's procedure. Such retaliation or victimisation will itself constitute a disciplinary offence, which may in appropriate circumstances lead to dismissal.

## Harassment

Harassment means words or behaviour which:

- Are based on the personality type, gender, race, age, colour, ethnic origin, religion, sexual orientation, disability or any other personal characteristic of another person.

- Are unacceptable and unwanted.

- Create an intimidating, humiliating, or offensive working environment for the person who is the target of the words or behaviour.

Some forms of harassment plainly constitute gross misconduct and will normally merit summary dismissal. Examples of this category would be:

- Threatened or actual sexual or racial assaults.

- Suggestions or threats by managers or supervisors that sexual favours or racial origins could affect someone's job security or prospects.

- The above and other forms of harassment may constitute gross misconduct depending on the circumstances of the case.

## Bullying

Bullying is persistent behaviour directed against an individual or group of individuals that creates a threatening or intimidating work environment which undermines the confidence and self-esteem of the recipient(s).

Bullying does not include appropriately conducted criticism of an employee's behavior or job performance by management.



SEE APPENDIX:  
Forms of harassment & bullying



# Fair Employment Practices

## Modern Slavery & Human Trafficking

Interwell is committed to driving out acts of modern-day slavery and human trafficking within its business and from within its supply chains, including sub-contractors, and partners.

## Supply Chain

As part of the Company's supplier approval process, due diligence processes into slavery and human trafficking will be incorporated, and a review of the controls undertaken by the supplier.

Interwell will not support or deal with any business knowingly involved in slavery or human trafficking.

## Recruitment

Interwell will ensure that all employees are legally able to work in the country in which they are being employed. HR Guidelines will be followed to ensure that original documentation, proof of address and identity are seen and verified where necessary.

All workers, employees, contractors and agency workers will have a written contact of employment and are aware of their statutory rights including sick pay, holiday pay and other benefits they may be entitled to.

Interwell will ensure that individuals have not had to pay any direct or indirect fees to obtain work.



SEE APPENDIX:  
Signs of modern slavery & human trafficking





# APPENDIX

## Use Your Voice and/ or make a report

Speaking up is a low-threshold and should be safe to do in any environment in Interwell.

Either if seeing behavior not in line with Interwell values or a breach of this statement or any relevant policies. You should feel safe to speak up to colleagues and report any incident to your manager.

For any questions related to this statement, please contact compliance for any matters related to ESG or Ethical Business Conduct and HR for matters related to Diversity and Inclusion.

Depending on the channel you choose to report through and what you are speaking up about, please make use of the following to ensure that we receive information in a way we can further investigate.

Please note any reports on breaches of the CSR Statement, relevant policies or procedures will be handled with confidentiality.

## Describe the issue:

Suspected breach of policy, suspected breach of law or other suspected breach? Do you have a timeline or historic facts related to the issue? Please include any relevant information, email correspondence, reference to events or ERP system.

## Previous reporting:

Have you reported through any other channels, if yes, what was the consequences of previous reporting?

[Your Voice](#) is an anonymous communication channel that enables two-way communication with all stakeholders. Please follow the link located on the HR Platform Bob or find the link available on the front page of our intranet and on our website about us/ Ethics and Compliance.



# APPENDIX

## Due Diligence

Interwell shall conduct due diligence for responsible business conduct. This involves; conducting risk assessments to identify potential negative impact on people, society and the environment and to stop, prevent and reduce such impact.

The measures put in place are monitored and their effect evaluated. The measures are communicated to those affected by our actions.

If our activities are found to cause or contribute to negative impact on people, society or the environment, we will stop the activities and seek to provide remedy.

If our supplier is responsible for the negative impact, the supplier is responsible for providing remedy.





# APPENDIX

## Confidential information

During our work we may hold information that is vital to our financial and business integrity. This information could also be important to our competitors and others. Such as technical drawings or product specification, run records, commercial contracts or prices, or strategic business development plans. It can also be information given to us by customers or other sources (i.e., business partners, M&As or suppliers).

We will protect information created by us, or given to us, to ensure appropriate confidentiality and integrity. We must be aware of how we share and access information and comply with our information management and classification system when handling company information as stated in our IT Policy.

Confidential information must not be used for personal advantage or for the purpose of competing with Interwell, this obligation applies even after your employment with Interwell has ended.

## Inside information

Listed companies have a system to handle inside information. Interwell personnel working on premises or in close connection with the potential to get information about the companies that is not publicly available have a responsibility of keeping this information confidential.

If this information is material-nonpublic information will most likely have an impact on the shares of the company. You are then prohibited from buying or selling direct shares from that company. Doing so can be a criminal offence, as illegal insider trading.



# APPENDIX

## What is an improper advantage?

Whether an advantage is improper will depend on the following factors:

- Size:

What is the (financial) value of the advantage?

- Position of the parties:

What is the distribution of power between the parties

- Situation:

Are the parties in a special situation (negotiations, tenders, trial)?

- Cultural context:

What is the cultural context of the advantages?

- Intention:

What is the intention of the advantage?

- Transparency:

Is there openness around the advantages?

- Anything of value:

Money, loan, travel, jobs, services, entertainment

If Interwell employees or other personnel are asked for a facilitation payment or requested for/offered a bribe, it shall be politely refused stating that it

would breach Interwell policy and the law. Only in exceptional cases - and only in order to protect lives, health and in strictly limited situations can Facilitation Payments be made. In such situation seek advice from Region Manager.

Interwell requires caution when giving and accepting gifts or other enticements that could be perceived as entailing inappropriate influence. Neither monetary nor non-monetary items may be provided, promised or accepted for the purpose of obtaining or rewarding any improper business advantage or personal reciprocity.

Engaging in gifts and hospitality (given or received) is a risk-sensitive activity that requires careful management in order to avoid bribery risks and/or serious damage to Interwell' s reputation.

Gifts etc. to public officials or their families must be considered with extra care. All personnel working for or on behalf of Interwell must obtain pre-approval for a gift/hospitality when both accepting or giving, refer to the local Interwell Chart of Authority.



# APPENDIX

## Red Flags

- Are you confident that you could justify the nature, value, duration or frequency of any gift or hospitality that you give or receive to your manager or their manager?
  - If answer is NO, this is a red flag.
- Could any item or part of the gift or hospitality be regarded as lavish, for example first-class travel, five-star hotel accommodation, side trips to tourist destinations, the provision of incidental spending money or the extension of travel support to a spouse, partner, relative or friend?
  - If answer is YES, this is a red flag.
- Would either you or Interwell be embarrassed if details of any gift or hospitality that you gave or received were reported in a tabloid newspaper?
  - If answer is YES, this is a red flag.
- All employees of Interwell have a responsibility to promote the success of the company they work for, for the benefit of their members. Will all the expenses to be incurred, be compatible with this responsibility?
  - If answer is NO, this is a red flag.

As an employee of Interwell you have a duty to avoid a situation in which you have, or may have, a direct or indirect interest that conflicts, or possibly may conflict with, the interests of Interwell. If you give or receive a gift or hospitality, if there is concurrent business pending (e.g., a tender or bidding process with the parties involved), are you confident that:

- you will not create the perception that you have or can have a direct or indirect conflict of interest; or
- you will not create the perception that you might not exercise your judgement independently and in the best interest of Interwell;
- If you are not confident of the above, this is a red flag.
- Are you confident that you would be able to reciprocate the gift or hospitality you received from a third party?
  - If you are not confident, this is a red flag.
- By accepting the gift or hospitality will you be disqualified from participating in any Interwell decision making process?
  - If you will, this is a red flag.



# APPENDIX

## Considerations and common-sense approach

- Is the gift or hospitality covered by our corporate guidelines?
- How would the gift or hospitality be perceived by your boss, the public, others?
- Could the intention of the gift be to influence you or Interwell in any way?
- Are you in a situation of tendering, negotiation, or procurement?
- Is the gift or hospitality of a personal nature or company-related?
- Are there expectations of getting anything in return?
- Is the gift or hospitality of significant or insignificant value?
- Is the recipient subject to restrictions under his/her in-house code as related to gifts or hospitality?
- Is the recipient a public official?

Is the guest the sole decision maker for purchasing your products	NO	YES Don't Do It
Do you have a current bid or new contract at stake?	NO	YES Don't Do It
Would you be embarrassed if it will be in the papers	NO	YES Don't Do It
Is the hospitality of significant personal value to the guest?	NO	YES Reconsider It
Are you proceeding without your manager's approval?	NO	YES Don't Do It
Does the value of the hospitality conform to our and receiver Code of Conduct?	NO	YES If no to all other questions, you're good to go!



# APPENDIX

## Identify a Conflict of Interest

A good test to determine whether a conflict exists is the ‘trust test’.

Could others reasonably be expected to trust your judgment on a particular matter if they had knowledge of your personal relationship, interest or circumstances?

You should always be able to assure yourself that:

- The interests of Interwell are paramount when business and commercial activities are being agreed or carried out by you and those around you.
- Interwell resources are not used to support or benefit your personal activities or those of your relatives, business associates or friends.
- Business decisions are not influenced by friendship, business associations or family connections.
- You do not allow or appear to allow a personal relationship to unduly influence your decision-making or judgment.
- That giving or accepting any gift or hospitality will not create the perception that you might not exercise your judgment independently and in the best interest of Interwell.

The Statement cannot provide answers to every situation and dilemma that people

working for or on behalf of Interwell may face. The following are common examples, which may lead to a conflict of interest and require a declaration: You or a family member, business associate or close friend have an investment or other economic interest in;

- a partner or business in which Interwell has an interest (or a business which you are aware Interwell is actively considering making an investment in), or;
- a customer or supplier of Interwell and you are involved with the selection, evaluation, or management of Interwell’s relationship of any of these.
- You have a second job.
- Your Interwell job involves you carrying out Interwell business transactions with a family member, business associate or a close friend.
- You are responsible for hiring, supervising, managing, career planning or setting the employment terms and conditions of any relative, business associate or close friend.
- You have a close personal relationship, of any nature, with someone who works with or for you, within your area of business or where you can influence or control their salary, bonus or employment terms, conditions, or career development.
- You have been requested to be, or are already serving as, a board member, a director or consultant for another company or organization.



# APPENDIX

## Disclosure and Approval

If you think that you have a conflict or are unsure if you have a conflict, you must talk to your manager as soon as possible. If you or your manager needs help to decide whether there is a conflict of interest, or to agree how to manage it, please contact the Ethics & Compliance Officer.

Conflicts of interest can normally be resolved but they do need to be disclosed promptly so that they can be considered, and appropriate action taken as soon as possible. For example, if your partner works for a supplier, your manager may ensure that you are not asked to evaluate a tender from that supplier.

Employees must;

- Disclose any actual or potential conflicts of interest to your Managing Director or manager.
- Get approval from your Managing Director or your manager before accepting:
- Employment or another contractual relationship with a supplier, customer or competitor

- Any external board position with a supplier, customer or competitor
- Any gifts and entertainment that require approval under the Gifts and Hospitality section of this Statement

Managing Directors and managers must pass on all records of all conflicts of interest disclosed to them to HR, including record of any planned and actual steps taken to mitigate them.

HR shall retain and store records confidentially and in compliance with data protection legislation and report conflicts of interest which could have a negative effect on the business to the Ethics & Compliance Officer.

Conflict of Interests Declaration form is issued to all employees at the start of their employment and reissued annually to ensure there were no change in circumstances that could affect company interests.



# APPENDIX

## Blowing the whistle

Blowing the whistle means to point out acts of wrongdoing.

Often whistleblowing is associated with high profile cases, public disclosure, external reporting either to authorities or through media. Usually this is the last resort and a result of employee blowing the whistle through internal channels first and not being heard, routinely ignored and perhaps even experiencing internal pressure, being sidelined or other forms of retaliation.

Wrongdoing can be an illegal, unsafe, or unethical act. Doing business or acting in compliance with the law does not always mean doing the right thing. Actions can be legal, still hurt society and be considered unethical.

An organisation can for example exploit workers by producing goods overseas that don't have labour laws that protect their workers, including child labour.

Other unethical behaviour examples can be misuse of authority and use of power to intimidate, withholding opportunities, gossiping, or talking down to others, taking credit for the work of others or regularly misuse company resources.



# APPENDIX

## Forms of Harassment

Harassment or bullying, for whatever reason, is unacceptable behaviour which Interwell will not tolerate.

Harassment can take many forms. Examples of harassment prohibited by this statement include:

- Verbal abuse or offensive jokes or pranks related to a person's personality type, sex, race, age, color, ethnic origin, religion, sexual orientation or disability;
- Lewd or suggestive comments;
- Requests for sexual favours or repeated requests for 'dates';
- Unnecessary body contact; threatened or actual assault or violence;
- Deliberate exclusion from conversations or work activities on the basis of sex, race, age, color, ethnic origin, religion, sexual orientation or disability;
- Display of "pin-ups", pornography, inflammatory or abusive literature or graffiti;
- Using e-mail, social media, phones, or the internet for the purpose of bullying or making abusive or offensive remarks related to a person's personality type, sex, race,

age, color, ethnic origin, religion, sexual orientation, or disability; or to send pornography or inflammatory literature.

THIS LIST IS NOT EXHAUSTIVE

Some forms of harassment plainly constitute gross misconduct for the purposes of the Company's disciplinary procedure and will normally merit summary dismissal.

Examples of this category would be:

- threatened or actual sexual or racial assaults; and
- suggestions or threats by managers or supervisors that sexual favours or racial origins could affect someone's job security or prospects.

Other forms of harassment may constitute gross misconduct depending on the circumstances of the case.





# APPENDIX

## Forms of Bullying

Bullying can take many forms. Examples prohibited by this statement include:

- Verbal abuse, such as shouting or swearing at colleagues;
- Threatening or insulting colleagues;
- Abusing power or using unfair penal sanctions;
- Practical jokes, initiation ceremonies or birthday rituals;
- Physical abuse such as hitting, pushing or jostling;
- Rifling through, hiding or damaging personal property;
- Ostracizing or excluding colleagues from work events or social activities.

THIS LIST IS NOT EXHAUSTIVE

Interwell recognises the right of employees to determine for themselves whether the words or behavior of others is acceptable to them and to bring a complaint in respect of harassment or bullying.

Following the investigation of a complaint, the decision as to whether the complaint is warranted and, if so, what disciplinary sanction should apply is the responsibility of management.

HR Guidelines will be followed to ensure that original documentation, proof of address and identity are seen and verified where necessary.



# APPENDIX

## Signs of Modern Slavery & Human Trafficking

- Is the person in possession of their own passport, identification, or travel documents?  
Are these documents in possession of someone else?
- Does the person act as if they were instructed or coached by someone else? Do they allow others to speak for them when spoken to directly?
- Was the person recruited for one purpose and forced to engage in some other job?  
Have transport costs been paid for by facilitators, whom they must pay back through working or providing services?
- Does the person receive little or no payment for their work? Is someone else in control of their earnings?
- Does the victim have freedom of movement? Are they dropped off and collected from work?
- Is the person withdrawn or do they appear frightened?
- Has the person or their family been threatened with harm if they attempt to escape?

- Is the person under the impression they are bonded by debt, or in a situation of dependence?
- Has the person been physically or emotionally harmed or deprived of food, water, sleep, medical care, or other life necessities?

NOTE: NOT ALL VICTIMS MAY WANT TO BE RESCUED AND THERE MAY BE INSTANCES WHERE REPORTING A SUSPECTED TRAFFICKING CASE PUTS THE POTENTIAL VICTIM AT RISK.

## References

- International Labour Organization Standards, Conventions and Recommendations
- UN Universal Declaration of Human Rights





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