



OCS Group Global Code of Conduct

December 2018



Message from the OCS Group Chief Executive



As a business we want to prosper as do our colleagues, customers, suppliers, shareholders and other stakeholders. However, any success we achieve will not be valued or sustainable unless it is achieved by doing business in the 'right way'.

In business, as in life, we are measured not just on what we achieve but also how we achieve it. This Code of Conduct puts together our many policies into a simpler document to help guide in 'how' to go about our business day-to-day.

It provides the guidelines for our ethical conduct as we go about our everyday business and sets out acceptable standards of behaviour. All colleagues within OCS are required to follow this code.

I hope that you find it helpful.

A handwritten signature in black ink, which appears to be 'P. Slator'.

Peter Slator
Group Chief Executive Officer



Introduction

Why do we have a Code of Conduct?

This Code of Conduct provides the guidelines for our conduct as we go about our business every day and sets out acceptable standards of behaviour.

What about different country laws?

Our Code establishes principles that apply across the entire OCS Group and gives guidance on common legal or ethical issues - it is not intended to describe every law and policy that might apply to you.

Does the Code include all the policies I need to know about?

Our Code, together with our Group policies, gives you information you need to perform your job ethically. It is your responsibility to know and comply with the policies that apply to the work you do and the decisions you make. The Code is not meant to replace our detailed policies but is a statement of our principles and sets the framework for our policies.

All group-wide policies can be found on MyOCS.

How to use the Code of Conduct

Our Code applies to every colleague across the group, and to our Board of Directors. It governs every business decision we make.

Every one of us is expected to embrace the principles of the Code and:

- Show respect
- Act with integrity
- Work ethically and responsibly
- Fulfil our commitments to our customers

Violations of our Code of Conduct

You must comply with our Code, our policies, and the law.

Violations of the Code or laws and regulations may result in disciplinary action including termination of employment.



Respecting each other

We treat everyone inside and outside our company, with respect. Respect in the workplace, alongside individual excellence and collaborative teamwork is the right thing to do and how we will achieve our goals.

Human Rights

We must respect everyone's human rights.

We strive to ensure that appropriate safeguards are in place so no colleague's human rights are compromised. Through compliance with our approved OCS policies we aim to:

- Prohibit child labour, forced labour and human trafficking
- Provide fair and equitable wages, benefits and other conditions of employment in accordance with local laws
- Provide humane and safe working conditions, including safe, clean and sanitary housing conditions
- Recognise colleagues' rights to be members of organisations of their choice, including trade unions
- Require customer, suppliers and other business partners to adopt similar standards regarding human rights.

READ

Please refer to the Accommodation Policy on MyOCS.

SPEAK

You can speak to your manager or HR team.

REPORT

You can report any concerns by contacting our 'Speak Up' service on your local freephone number. All numbers can be found in **Appendix 1** at the end of this document.



Respecting each other

Respect, Dignity & Fair Treatment

We value diversity and inclusion and insist on a fair work environment free from discrimination and harassment.

OCS is committed to a work environment free from harassment and other offensive or disrespectful conduct.

Harassment is unwelcome verbal, visual, physical conduct that creates an intimidating, offensive or hostile work environment. Harassment may include:

- Offensive language, gestures, nicknames, jokes or banter
- Racial, ethnic, gender or religious slurs
- Degrading comments
- Intimidating or threatening behaviour
- Hostility towards others because of individual characteristics
- Excluding others from conversations or social events
- Displaying offensive emails, pictures or clothing
- Sexual harassment

Sexual harassment could include:

- Unwelcome advances, propositions or flirting
- Unwanted physical contact or staring
- Inappropriate comments about a person's appearance including their clothing or body
- Lewd or suggestive remarks, questions, gestures, language, stories or jokes
- Sharing inappropriate images or videos

OCS will not tolerate any verbal or physical conduct that could be considered intimidating, hostile or offensive and will take appropriate disciplinary action in cases of unacceptable conduct.

If you or someone else is the subject of discrimination or harassment, speak up and report it.

READ

Please refer to the Diversity and Equal Opportunities policy on MyOCS as well as local HR resources applicable to your business.

SPEAK

You can speak to your manager or HR team.

REPORT

You can report any concerns by contacting our 'Speak Up' service on your local freephone number. All numbers can be found in **Appendix 1** at the end of this document.



Respecting each other

Health & Safety

Everyone in OCS deserves to go home safe every day.

Our colleagues, families and customers rely on this commitment. Health and safety is our number one priority and we continuously monitor, develop and strengthen our safety culture

We must all play our part in putting safety first and building a zero-tolerance incident culture.

Our Health & Safety policies are the same wherever we operate across the world.

We are committed to:

- Visible leadership and engagement with colleagues.
- Instilling safe behaviours and creating a strong safety culture.
- Providing colleagues with the correct training and tools to enable them to do their job safely.
- Empowering colleagues to make the right decisions about their safety.
- Adopting best practice in our work procedures.
- Monitoring, reviewing and publicly reporting our health and safety performance.
- Continually improving our health and safety procedures.

Our Health & Safety Golden Rules

Lead by example, encourage others to think about safety and look out for each other

STOP AND SAY NO IF:

- You believe it is not safe to do the job
- You believe the site is not safe
- You believe the equipment is faulty or you do not have the correct equipment
- You are not trained to do the job or do not feel competent
- You see something that could cause injury

Always adhere to safe working practices and follow the rules.

SPEAK

You can speak to your manager or your local HSQE team.

REPORT

You can report any concerns by contacting our 'Speak Up' service on your local freephone number. All numbers can be found in **Appendix 1** at the end of this document.



Respecting each other

Protecting Personal Data & Privacy

We must take care of personal data.

OCS respects the privacy of all colleagues and other individuals, and the confidentiality of personal data.

We routinely hold and deal with information relating to individuals, such as employees (past and present), job applicants, customers, suppliers and other business partners. Personal data must be handled responsibly and securely. This includes; names, addresses, telephone numbers, email addresses, employment contracts, employment records and more.

Most countries where we operate have laws relating to the collection, use, retention and transfer of personal data. Although laws vary around the world, all our polices require that we:

- Obtain consent from the individual concerned, as required by local laws
- Only collect data that is adequate, relevant and used solely for the purpose for which it is collected
- Keep the personal data up to date
- Keep the personal data confidential and secure
- Do not retain the data for longer than necessary
- Do not share it, internally or externally, unless this is relevant to the purpose for which personal data is collected
- Do not transfer any personal data outside the European Union without advice from the UK Data Protection Officer
- Report data breaches immediately

We must always keep personal information secure. Failure to comply with data protection laws can result in criminal and financial sanctions for both OCS and our colleagues.

READ

Please refer to the Data Protection Policy on MyOCS. (Although specific to UK law, the Data Protection policy provides useful guidance for all territories.)

SPEAK

You can speak to your manager, UK Data Protection Officer or the Group Company Secretary.

REPORT

You can report any concerns by contacting our 'Speak Up' service on your local freephone number. All numbers can be found in **Appendix 1** at the end of this document.



Ethical Business practices

Bribery & Corruption

At OCS we will not tolerate bribery and corruption.

Bribery is a form of corruption that is harmful and illegal. Bribery can cause severe damage to our reputation and could have serious legal and financial repercussions.

Bribery means giving, offering, receiving or requesting a corrupt or improper payment or advantage in exchange for something in return.

Examples of situations where pressure to pay a bribe might arise:

- To win or keep a contract
- To obtain a licence or permit
- To secure payment of a debt
- To avoid a fine or penalty

A bribe could consist of money, gifts, hospitality, entertainment, services, employment, charitable donations, political contributions, preferable treatment or some other advantage. Small, unofficial ‘facilitation’ payments to ensure or to speed up necessary action are also a type of bribery and therefore equally prohibited.

Meals, hospitality and small gifts can be legitimate activities when conducted in the right way. Reasonable and appropriate hospitality or entertainment is allowed to build or maintain good business relationships. However, they could be a form of bribery if they are excessive in value, inappropriate in nature, regular, or intended to influence a business decision.

If a third party that is acting for us, such as a supplier, a partner, an agent or a consultant etc., pays a bribe, then OCS could be held liable. Care must be taken to ensure that third parties we work with do not use bribery.

OCS will take consistent and swift disciplinary action against any employee committing bribery, with sanctions including dismissal and criminal proceedings.

READ

Please refer to the Anti-Bribery Policy on MyOCS.

SPEAK

You can speak to your manager or the Group Company Secretary.

REPORT

You can report any concerns by contacting our ‘Speak Up’ service on your local freephone number. All numbers can be found in **Appendix 1** at the end of this document.



Ethical Business practices

Accurate Records, Reporting & Accounting

We must record and report all information accurately and honestly.

Financial records and information we provide to our shareholders and other stakeholders must be accurate and complete. Our records provide valuable information for the business and evidence of our actions, decisions and obligations. Our financial information is relied upon by our management teams and non-executive directors to make informed decisions about our business. It must also be provided to regulatory and governmental authorities, as required. We must follow OCS Group accounting policies and procedures and comply with all relevant laws, regulations and standards.

Our procedures and processes ensure that transactions are properly authorised and accurately recorded. Failing to record transactions accurately or falsifying or creating misleading information or influencing others to do so, could constitute fraud and result in fines or penalties for a colleague or for OCS.

For the accuracy of our business records and financial information, employees must ensure:

- Information is recorded accurately, honestly and completely
- All customer contracts are properly documented
- All business expenses are accurately recorded and supported by documentation
- Information such as health and safety reports and supplier audits are kept accurately.

Be vigilant of fraud or misreporting and immediately report any concerns.

SPEAK

You can speak to your manager or the Group Finance Director.

REPORT

You can report any concerns by contacting our 'Speak Up' service on your local freephone number. All numbers can be found in **Appendix 1** at the end of this document.



Ethical Business practices

Whistleblowing

At OCS you should feel secure and supported in speaking up.

OCS takes malpractice and misconduct seriously and you should feel confident reporting serious concerns so that they can be dealt with fairly and properly.

You should speak up if you believe that one or more of the following has occurred or has the potential to happen:

- Any criminal offence
- Fraud and/or corruption
- Theft
- Breach of legislation in respect of immigration, Health & Safety or employment
- Medical negligence in a healthcare establishment
- Bullying or harassment
- Discrimination
- Risks to the environment
- Actions which are intended to conceal any of the above

All matters raised will be treated in strict confidence and every effort will be made not to reveal the identity of the individual raising the concern, unless they give their express consent.

READ

Please refer to the Group Whistleblowing Policy on MyOCS.

SPEAK

You can speak to your manager or HR team.

REPORT

You can report any concerns by contacting our 'Speak Up' service on your local freephone number. All numbers can be found in **Appendix 1** at the end of this document.



Responsibility

Environment

We strive to protect and enhance the environment in our everyday work while facilitating wider economic prosperity and quality of life for present and future generations across the world.

We are committed to protecting the environment and preventing pollution, and to fulfilling our environmental compliance obligations.

We consider emissions and pollution to include air, ground and water, odour and noise. Waste management and careful use of materials, resources and energy is both environmentally and economically sensible. We make great efforts to identify methods and materials that reduce our impact on the environment and use sustainable resources.

Conduct your work to minimise any adverse effect on the environment and report anything you suspect violates environmental principles.

READ

Please refer to the Environmental Policy on MyOCS.

SPEAK

You can speak to your manager or local HSQE team.

REPORT

You can report any concerns by contacting our 'Speak Up' service on your local freephone number. All numbers can be found in **Appendix 1** at the end of this document.



Responsibility

Community, Charitable & Political Activity

We respect our local communities.

As an organisation, we make corporate donations and raise funds for various charitable causes. It is important that any charitable contributions on behalf of OCS are properly authorised, so they can't be perceived as an attempt to influence someone or to gain improper advantage, for example, donating to a charity sponsored by a customer or potential customer. Any donations must be made in accordance with the Charitable Donations Section of the OCS Group Anti-Bribery Policy.

OCS does not to make any political donations, either in cash or in kind. This includes not only financial donations but also indirect support, for example: making facilities available for use by political parties or campaigns; lending staff or giving them time off (unless legally obliged to do so) to support a political party or candidate.

From time to time political subjects of legitimate interest and importance to the company may arise. Only properly authorised colleagues may engage in any communication that might be considered as participating in the political process (including political lobbying) on behalf of OCS.

Colleagues, in their personal capacity, are free to participate in any community, charitable or political activity of their choice on an individual basis, with their own money and in their own time, but this must not interfere with their work for the company or create a conflict of interest.

Colleagues must ensure any personal community, charitable or political activity is not interpreted as being on behalf of, or connected with, our Company (unless it is authorised).

READ

Please refer to the Group Anti-Bribery Policy on MyOCS.

SPEAK

You can speak to your manager or the Group Director of Corporate Affairs.

REPORT

You can report any concerns by contacting our 'Speak Up' service on your local freephone number. All numbers can be found in **Appendix 1** at the end of this document.



Protecting OCS

Protecting OCS Assets & Information Security

Colleagues must protect and not misuse company property and confidential information.

All company assets must only be used for legitimate and authorised business purposes. Theft, misuse, or carelessness have a direct impact on the company's profitability.

Physical Property and IT Resources

OCS provides tools and equipment for carrying out work. The company also gives access to IT resources, such as PCs, laptops, PDAs, mobile phones, email and the internet for business purposes. Limited and occasional personal use of company IT resources is permitted, provided it does not interfere with the performance of your duties, adversely impact the reputation of the company, or incur cost. At all times, the use of the company's IT resources must comply with the company's Acceptable Use Policy. Suspected misuse of company equipment, systems or data will be investigated and could result in disciplinary action being taken, which may include dismissal.

Information Security

Our Information Security Policy must be followed, and you must complete required training.

The obligation of all colleagues to protect the company's assets includes its company data and information, including customer lists and operating manuals as well as other business and marketing material, ideas, designs, databases and records.

You must not use the company's confidential information in an inappropriate manner, either for personal gain or to provide an unfair advantage to a third party. All information about the company is confidential information and should be kept secure and not be discussed with or disclosed in any way to any external parties. Confidential information includes details of customers and suppliers and the way the company operates its services.

In the case of required disclosure of information to third parties, such as business partners, there must be contractual arrangements in place containing clear rules on the non-disclosure of information.

Be vigilant for misuse or theft of company resources and report any concerns.

READ

Please refer to the Acceptable Use Policy and Information Security Policy on MyOCS.

SPEAK

You can speak to your manager.

REPORT

You can report any concerns by contacting our 'Speak Up' service on your local freephone number. All numbers can be found in **Appendix 1** at the end of this document.



Protecting OCS

Anti-Money Laundering

We all have a role to play in preventing money laundering.

'Money laundering' is the process by which someone tries to conceal the proceeds of illegal activities or try to make the sources of their illegal funds appear legitimate.

Legislation prohibits money laundering or financing for illegal or illegitimate purposes. 'Tipping off' anyone who may be attempting to commit a crime under the money laundering rules can also be a criminal offence.

Potential indicators of money laundering include:

- Requests from a potential customer or supplier for cash payments or other unusual payment terms
- Paying large sums in cash
- Using multiple accounts or payment methods
- Using an account based in an unexpected location
- Being unwilling to provide personal information

Any incidents or suspicions of money laundering should be reported to your finance or legal team. Do not request or authorise any payments where you suspect money laundering could be involved.

If you suspect your customer or supplier is engaged in an illegal activity, report it.

SPEAK

You can speak to your manager, local Finance team or the Group Company Secretary.

REPORT

You can report any concerns by contacting our 'Speak Up' service on your local freephone number. All numbers can be found in **Appendix 1** at the end of this document.



Protecting OCS

External Communications

Only authorised personnel should speak or write on behalf of OCS.

Communication with the media and other interested third parties (such as the public or governmental bodies) must be managed carefully because it can have important legal requirements and demands specialist skills and experience. Only individuals with specific authorisation and training/briefing may communicate about OCS with the media, or respond to their enquiries or questions.

Colleagues must obtain authorisation before speaking at an event, giving an interview, or writing material for publication in their capacity as an OCS employee.

You must follow the Social Media Policy if you are authorised to interact, with or on behalf of the company or its brands, through social media channels.

Similarly, when using personal social media, you should be clear that you do not speak on behalf of OCS.

Colleagues should not carry out any political lobbying without authorisation.

READ

Please refer to the Social Media Policy on MyOCS.

SPEAK

You can speak to your manager or contact the Group Director of Corporate Affairs.

REPORT

You can report any concerns by contacting our 'Speak Up' service on your local freephone number. All numbers can be found in **Appendix 1** at the end of this document.



Maintaining personal integrity

Conflicts of Interest

Colleagues must not allow conflicts to arise between their interests and those of OCS.

All colleagues must always act in the best interests of OCS, ensuring that they perform work effectively and exercise objective judgement. Colleagues should be loyal in all matters affecting the company, including, relating to customers and other parties with whom the company has a commercial relationship.

A conflict of interest exists when a colleague's own interests or external relationships interfere or compete with the interests of the business or influence their ability to make the right decisions.

Examples of potential conflicts of interest:

- Working for, or owning an interest in, a competitor, customer or supplier
- Hiring or supervising a family member or friend
- Having outside employment that negatively affects your job performance or interferes with your OCS responsibilities
- Use company property, information or resources for personal benefit or the benefit of others
- Engaging in political or charitable activities that interfere with your OCS duties
- Not disclosing a close personal relationship you have with a competitor, customer or supplier
- Choosing a supplier because of the hospitality at sporting events they provide

If you think that you have a potential, or actual, conflict of interest you must disclose it promptly. Conflicts can often be resolved with an open and honest discussion.

Bring an actual or potential conflict of interest to the attention of your line manager immediately.

READ

Please refer to the Anti-Bribery policy on MyOCS.

SPEAK

You can speak to your manager or HR lead.

REPORT

You can report any concerns by contacting our 'Speak Up' service on your local freephone number. All numbers can be found in **Appendix 1** at the end of this document.



Maintaining personal integrity

Gifts and Hospitality

Gifts and hospitality received and given must be reasonable, legitimate and authorised.

Our relationships must reflect OCS's ongoing commitment to doing business with integrity. Hospitality can play a positive role in building relationships with our customers, suppliers and other third parties. While it is occasionally appropriate to offer reasonable gifts, accepting or receiving gifts and hospitality can be open to abuse or generate actual or perceived conflicts of interest. This should therefore happen sparingly and always be legitimate and proportionate in the context of our business activities.

Gifts and hospitality must never be used to gain any improper advantage, lead to a sense of obligation, or affect judgement on the part of the recipient. Gifts and hospitality must not influence any business decisions, or cause others to perceive such an influence.

OCS has in place an anti-bribery policy which gives guidance and limits on the giving or acceptance of all gifts and hospitality. It also sets out the governance and reporting requirements to monitor gifts and hospitality.

Always ask your line manager before gifts or hospitality are offered or accepted if you have any doubt.

READ

Please refer to the Anti-Bribery policy on MyOCS.

SPEAK

You can speak to your manager, HR Lead, or the Group Company Secretary.

REPORT

You can report any concerns by contacting our 'Speak Up' service on your local freephone number. All numbers can be found in **Appendix 1** at the end of this document.



Appendix 1

If you see or hear something that breaches the OCS Code of Conduct, you can report any concerns by contacting your local 'Speak Up' service on the freephone numbers below. Numbers are listed in full, so there's no need to enter any other dialling codes.

Country	International Freephone	Phone Number
Australia	Y	1800 312 928
Bangladesh	N	00 44 191 516 7782
Cambodia	Y	1800 209 761
India	Y	00 0800 440 1256
Rep. of Ireland	Y	1800 812 740
Malaysia	Y	1800 220 054
New Zealand	Y	00 800 72 33 22 55
Qatar	Y	8000 250
Saudi Arabia	Y	800 844 2067
Singapore	Y	800 448 1773
Thailand	Y	001 800 72 33 22 55
UAE	Y	8000 441 3376
UK & Northern Ireland	Y	0800 915 1571