



VIC INSPECTIONS HOLDING LTD

Integrity and Ethical Business Conduct Policy

Code of Conduct.

Integrity, Ethics and Compliance Program

Having met in London on 20th of December 2017 the board of directors of VIC Inspection Services Holding Ltd. and after having discussed about the implementation of the company's compliance program, have decided for the sake of a correct and good implementation to appoint a compliance committee and Mr.Stefano Pinton as a compliance officer.

VIC will maintain an ethics and compliance program to communicate its commitment to uncompromising integrity in accordance with the corporate values, and to ensure compliance with all applicable laws, rules, and regulations. This program will inform employees world-wide of VIC policies and management instructions concerning ethical business conduct and help them to resolve questions and report suspected violations. The reporting process will provide a confidential means of communication separate from line management. Retaliation against employees who come forward to raise concerns will not be tolerated.

The VIC ethics and compliance program includes an education and awareness program to provide employees with job-specific compliance training and to raise their level of awareness and sensitivity to key issues. VIC will publish its Code of Conduct booklet in a variety of languages to enhance accessibility for its global population. All employees are required to participate in ethics awareness workshops annually and to complete compliance training as assigned.

A Record of course completion will be kept in each employee's file.

VIC will provide guidance to its employees for dealing with clients who expect VIC to abuse tolerances to obtain acceptable results.

The Member's employees will have the opportunity to provide input on the development of the Program.

VIC's Program includes provision that it's made clear that employees will not suffer demotion, penalty or any other adverse consequences arising from strict implementation of the Program even if it may result in a loss of business.

This policy, the VIC Code of Conduct booklet, and related policies and management instructions, constitute the VIC standards of conduct. Failure to comply with these standards may result in discipline, including termination.



VIC has implemented adequate security measures in its organisation's premises containing confidential business information to ensure that access is restricted to authorised personnel only and that documents/data are stored in designated secure areas and disposed of in a secure manner.

VIC has made public its Compliance Principles and provided facilities to receive enquiries, complaints or feedback from interested parties.

In respect of those business sectors in which VIC is active, the company will comply with any sector specific Integrity Rules published by the applicable IFIA Committee.

VIC will send, within one month of publication, a copy of its Compliance Program, and any subsequent updates, to the Director General for verification of compliance with the IFIA Code.

Each Senior Manager is required to sign an annual declaration (see template underneath) that the Program has been implemented in his/her area of responsibility.

Management Declaration

Confidential

VIC INSPECTIONS HOLDING LTD Compliance Program Management Declaration for the year ending

To: - *Compliance Officer nominated*

Name of Manager: Job Title:.....

Locations and/or activities covered by this Declaration:

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I do hereby declare that in implementation of **VIC INSPECTIONS HOLDING LTD** compliance Program for the year ending in each of the locations and/or activities, as listed above, falling under my area of responsibility :-

1. To the best of my knowledge I, and the members of staff reporting to me, have complied in all respects with the Compliance Program;
2. I have verified that the Compliance Program has been distributed to each Employee who had not previously received them;
3. I have fully and completely reported to the Compliance Officer any violation or suspected violation of the Program, including any solicitation or offer of any improper payment or advantage, which has come to my knowledge;
4. I have fully and completely implemented all corrective and disciplinary actions required by the Compliance Committee in respect of any violation of the Program.

London ,

Signature.....



Standards of Conduct

All VIC employees will observe and maintain high standards of ethical conduct in their relationships with clients, suppliers, subcontractors, communities, fellow employees, and others, wherever they work. Any action taken by VIC or its employees, must be fully justifiable and not raise questions as to the company's honesty, impartiality, or reputation, or otherwise cause embarrassment to the company. VIC employees must avoid any interest, relationship or outside activity that could affect the employee's objectivity in making decisions concerning his or her VIC duties and responsibilities. These global standards of conduct also apply to members of the board of directors, agents, consultants, contract personnel, licensors, and others, when they are representing or acting for, or on behalf of, VIC.

All VIC entities and affiliates, and their employees worldwide, will act in full compliance with all applicable laws and regulations of the United Kingdom, as well as those applicable in other countries where a VIC entity conducts business, except where compliance with local country law would violate U.K. law. Conduct that is prohibited under VIC policy or does not comply with laws and regulations may not be accomplished on VIC's behalf by anyone outside the company.

Responsibilities: Chief Ethics and Compliance Officer

- Manages and maintains the VIC ethics and compliance program.
- Ensures that appropriate policies, management instructions, and procedures are in place to help employees comply with VIC's expectations for ethical business conduct.
- Ensures the existence of an ethics and compliance education and awareness program in appropriate subject areas in order to provide employees with job-specific compliance training and raise their level of awareness and sensitivity to key issues.
- Provides final and dispositive interpretation of the VIC standards of conduct to resolve employee questions and confidential inquiries.
- Represents VIC 's ethics and compliance program outside the company through outreach to external stakeholders.
- Delegates to a network of business-based ethics and compliance officers as appropriate.

All VIC Employees

VIC UK

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MEMBER OF THE VIC INSPECTION SERVICES
HOLDING LTD GROUP



- Comply with the VIC standards of conduct and, in so doing, reject any plan, transaction or arrangement involving unlawful or unethical conduct or the appearance of impropriety.
- Participate in ethics awareness workshops annually and complete compliance training as assigned.
- Raise questions if the employee is concerned that the standards of conduct are not being met.
- Avoid any arrangement, agreement, investment, employment, relationship, or activity which is or appears to be contrary to the best interests of VIC or its clients or might in any way impair the objective performance of duties or the exercise of independent judgment or action with respect to VIC or its clients' interests.
- Seek guidance from the employee's supervisor or other management, business organization ethics and compliance officer, Human Resources, the Legal Department, or the Ethics Help Line if the employee has questions or concerns about compliance with the VIC standards of conduct.
- Inform the employee's supervisor or other management, organization ethics and compliance officer, or the Ethics Help Line if the employee is aware of any incidents or situations concerning potential unethical conduct or conflicts of interest.

VIC Supervisors and Managers

- Ensure that employees understand and comply with this policy.
- Support implementation of the ethics and compliance program and monitor compliance with the company's standards of conduct.
- Ensure that employees participate in ethics awareness workshops annually and complete compliance training as assigned.
- Create an open and honest environment in which employees feel comfortable in bringing issues forward.
- Advise others within the organization if employees raise standards of conduct concerns to assure that any ethics and compliance issues and incidents are brought to the attention of responsible management.



VIC Business Organizations

- Ensure that each new employee acknowledges having read this policy and VIC's Code of Conduct booklet.
- Notify the appropriate VIC counsel and the Chief Ethics and Compliance Officer whenever there is reason to believe this policy may have been violated. Consult the Legal Department whenever there is any question as to the legal implication or consequence of a given course of action.
- Provide a prompt report whenever VIC knows or is informed by a reliable source that a client, supplier, subcontractor or other participant (including a VIC employee) in a VIC project is acting illegally or unethically.
- Implement and reinforce the importance of the ethics and compliance program.

Implementation

If there is uncertainty about these standards or guidelines, or if a situation involves unusual or special circumstances, these matters should be submitted to responsible management within the organization for interpretation in consultation with the Chief Ethics and Compliance Officer.

The Chief Ethics and Compliance Officer is responsible for providing policy guidance and issuing management instructions to assist employees in complying with VIC's expectations for ethical business conduct.

Internal Audit, Legal, and other VIC organizations may also issue Management Instructions necessary to implement this policy. The VIC organizations may, at their discretion, implement this policy further through internal instructions.