



CODE OF CONDUCT *GWMC*

8.2 CODE OF CONDUCT

GWMC maintains certain policies to guide its employees with respect to standards of conduct expected in areas where improper activities could damage GWMC reputation and otherwise result in serious adverse consequences. The purpose of this policy is to affirm required standards of conduct and practices in a comprehensive statement.

GWMC has developed a Code of Conduct (the “Code”) to provide guidance to employees in identifying situations that create or have the potential to create legal and ethical problems, or the appearances of such, and to provide direction in handling actual and potential conflicts of interest between personal and professional relationships.

GWMC shall operate in full compliance with all applicable laws. The conduct of employees shall conform to the requirements of all applicable laws and policies, rules and regulations.

The Code requires faithful compliance with all applicable laws, rules and regulations by employees, even if an employee believes non-compliance does not present ethical implications.

Compliance with all applicable local and federal laws, rules and regulations shall not eliminate the need for employees to consider the business conduct and ethics element in their activities.



It is important to avoid even the appearance of any illegal or unethical behavior. Employees shall behave in a manner that promotes the trust of other employees, and public.

8.2.1 Responsibility

- The HR department shall be responsible to obtain at the time of hire, and subsequently in each calendar year, a code of conduct and ethics statement signed by all the employees indicating their understanding of an agreement with this code.
- The GM (HR&A) shall have overall responsibility for implementation and updation of the code. He/she shall also be responsible for responding to the queries, providing clarifications and take appropriate action in case of non-compliance with the code.
- All heads of departments shall be responsible to ensure that employees under their control operate within the specific terms and conditions of the Code as well as its intent.
- Every employee shall be accountable to GWMC for performance that fulfills the specific terms and conditions of the Code as well as its intent.

8.2.2 Procedure

Any question regarding whether a specific behavior is covered by the Code shall be addressed to the GM (HR&A), who shall review the question and clarify the position to the employee. However the Code provides guidance regarding the following areas:

- Conflict of interest;
- Improper personal benefits;
- Financial interests in other businesses;
- Institutional opportunities;
- Outside employment or activities;



- Protection and proper use of GWMC Assets;
- Full, fair and accurate disclosure of facts;
- Workplace harassment;
- Weapons, workplace violence, drugs, alcohol and gambling;
- Loans and other credit facilities from financial institutions;
- Responding to inquiries from the press and others;
- Confidentiality;
- Compliance with laws and the Code;
- Rights created;
- Disclosures of interest, affiliation or activity;
- Whistle-blower protection; and
- Sanction.

a. Conflicts of Interest

A conflict of interest shall occur when personal interests of an employee interferes, or appear to interfere, in any way, with the interests of GWMC. Conflicts of interest may also arise when an employee takes action or have interest, or a member of the employee's family have interest, that may make it difficult for the employee to perform his/her duties objectively and effectively. When a potential conflict of interest arises, it is important that the employee should declare his/ her interest, act with great care to avoid such conflict.

If the employee becomes aware of an actual, potential or apparent conflict of interest, he/she shall bring it to the attention of the Head of Department.

b. Improper personal benefits

An employee shall not solicit or accept, directly or indirectly, any cash or monetary equivalents, objects of value or preferential treatment from any person or business that has or is seeking business with GWMC, where doing so may influence or appear to influence an employee's judgment.



c. Financial interests in other businesses

An employee shall not have an interest in any other business if that interest compromises or appears to compromise an employee's loyalty to GWMC.

d. Outside employment or activities

Simultaneous employment with or serving as a consultant to or director or employee (with or without consideration) of any other entity is strictly prohibited.

e. Protection and Proper use of GWMC Assets

An employee shall be expected to protect GWMC assets and ensure their efficient use, and is prohibited from engaging in theft, carelessness, or waste. All GWMC assets should be used for legitimate purposes, but incidental personal use may be permitted if ancillary to a GWMC purpose. An employee shall also be prohibited from making any improper use of property such as funds, software, e-mail systems, voice mail systems, computer networks, vehicles and facilities for personal benefit or profit.

f. Full, Fair and Accurate Disclosure of facts

- GWMC commitment shall be to provide full, fair, accurate and timely disclosure in the reports, documents and communications filed with the regulatory authorities. Although certain personnel are more directly involved in the preparation of such reports, documents and communications than others; nevertheless, GWMC expects all of its employees to accept this responsibility.
- Accordingly, all employees shall have an ethical responsibility to provide prompt, complete and accurate information in response to any inquiry related to preparation of GWMC public disclosure documents and public communications. In addition and in order to ensure accurate financial reporting, the personnel who participate in the maintenance and preparation of GWMC books, records and accounts must ensure that the transactions and events recorded therein are done so in an accurate and complete manner in compliance with required accounting principles and GWMC policies.



g. Workplace Harassment

- GWMC is an equal opportunity employer and is committed to cultivating a diverse work environment where individual differences are appreciated and respected. It is GWMC policy, through responsible management, to recruit, hire, train, and promote persons regardless of their cast, religion, color, sex and creed.
- An employee shall maintain an environment that is free from harassment and in which all employees are equally respected. Workplace harassment shall include, but not be limited to sexual harassment, disparaging comments and insinuations based on gender, religion, race and ethnicity.

h. Weapons, Workplace Violence, Drugs, Alcohol and Gambling

- GWMC staff whether on duty or not, may not possess or use weapons of any kind, ammunition, gunpowder, fireworks, explosives, and other dangerous articles and substances in GWMC premises. Individuals employed as contract security guards may be given authorization to carry, keep and handle pistols, firearms and ammunition.
- Specific classification of employees may be required to utilize dangerous articles or hazardous material to carry out their job requirements. Each department is responsible for monitoring the use of dangerous articles or hazardous materials in its areas.

i. Loans and other Credit Facilities from Financial Institutions

Any loan and/or credit facility obtained on false representations including, but not limited to, preparing of forged financial statements shall be deemed to be a violation of the Code.

j. Responding to Inquiries from the Press and Others

Only authorized spokespersons shall speak with the press as GWMC representatives. Requests for information about GWMC from the media, the press, the financial community, or the public shall be referred to the Manager Communication.



Requests for information from regulators or the government shall be referred to the Company Secretary.

k. Confidentiality

- The confidential Information shall include all non-public information, correspondence, documents, papers, records, drawings and data.
- The employees shall maintain the confidentiality of information entrusted to them or which comes to an employee's knowledge because of the position that the employee holds. An employee shall disclose confidential information if the employee is duly authorized by GWMC or is legally mandated to do so. Prior to making a disclosure of any confidential information which is legally mandated, an employee shall be required to consult with the Manager Administration.
- An employee shall not make or keep for personal use, copies of any confidential information. All confidential information shall be surrendered to GWMC when a person ceases to be an employee.
- This responsibility continues in the case of ex-employees and GWMC shall pursue all available legal remedies to prevent current and former employees from benefiting or misusing such confidential information.

l. Compliance with laws and the Code

- An employee shall be expected to comply with, both in letter and spirit, all applicable governmental laws, rules and regulations and the Code, and to promptly report any actual or suspected violations to the HR Department. No one shall be subjected to retaliation because of a good faith report of a suspected violation. If an employee fails to comply with the Code or any applicable laws, rules or regulations, the employee shall be subject to disciplinary actions under the rules of GWMC, including termination of employment.
- To avoid inadvertent violations, an employee shall be encouraged to ask questions to resolve any uncertainty as to whether or not some act or conduct



complies with the Code. To encourage open communication, employees are advised to discuss the related matters with the GM (HR&A).

m. Rights Created

The Code shall be a statement of certain fundamental principles, policies and procedures that govern GWMC employees.

n. Disclosures of interest, affiliation or activity

- The following procedures shall be established to allow disclosure of any material interest, affiliation, or activity on the part of any employee that conflicts with, is likely to conflict with, or may appear to conflict with the duties of any employee, GWMC , or the Code.
 - On an annual basis, HR department shall distribute to all staff members, a questionnaire to elicit disclosures of conflict or possible conflicts. Human Resources department shall distribute to each newly hired employee, at the time of employment, a questionnaire to elicit disclosure of conflicts or possible conflicts. Any employee who, in the course of year, becomes aware of a potential conflict shall immediately contact the GM (HR&A) to obtain and complete a questionnaire. All completed questionnaires shall be returned to the GM (HR&A), who shall prepare a report for determination of any act that indicates a possible conflict. All information reported by questionnaire shall be treated as confidential, except to the extent necessary for the protection of GWMC interest or as required by any applicable law. Employees not subject to the disclosure procedures, as represented by completion of questionnaire, shall not be excluded from the Code. On the annual basis, HR department shall distribute to every employee, the Code and a memo stating that the Code was previously signed by the employee and is still in full force and effect. HR department shall obtain a signed code from each new hired employee at the time of employment.



o. Sanction

Any breach of GWMC code or requirement of this policy and procedure shall expose the employee to disciplinary action, including termination of employment.

p. Integrity

Integrity on the job means;

- Treating staff fairly.
- Comply with all laws, regulations, rules, and policies that govern the conduct of GWMC business, wherever that business is transacted.
- Ensure that all transactions are handled honestly and recorded accurately.
- Avoid conflicts of interest, both real and perceived.
- Not to use GWMC assets, information, or relationships for personal gain.
- Refrain from any acts of retribution or retaliation against an employee who has properly reported a business conduct issue or question.
- Respect the rights of all employees to fair treatment and equal opportunity, free from harassment.
- Conduct all business dealings with honesty and fairness.