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# Cosmos-E

## Code of Ethics and Business Conduct

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# Cosmos-E

## Code of ethics and business conduct

### 2 OUR VALUES

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Our company values are the core of the code, it represents the way we act and behave with our clients and stakeholders.

#### **Partnership**

We seek partnership with our clients through integrity, commitment and quality.

#### **Responsibility**

We take the right actions that we are accountable for.

#### **Human resources**

We work together to provide good quality working environment and attend health and safety regulations.

#### **Innovation**

We seek what is new and innovative in the engineering market.

## 3 WHO IS THIS CODE FOR?

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- As integrity and responsibility are key to our company. Cosmos-E has set rules for ethics and business conduct for our employees and clients. These codes help to sustain the internal and external relationships.
- Cosmos-E always makes sure that all relationships comply to “The Code”. This code applies to all employees, consultants and members of board.
- Cosmos-E expects that third parties to respect the values and ethics standards mentioned in the conduct

### 3.1 COMPLIANCE

Since Cosmos-E operates and deals with clients around the globe, we expect that our code complies with the international ethical standards as well as local laws if required.

In the case of presence of allowance to certain situations in the local codes to certain behavior, we always comply to Cosmos-E code of ethics. (e.g. Alcohol consumption).

In the case of presence of conflict without further due mention in this code, please refer to our HR department and they will guide you to the proper action.

### 3.2 ABOUT COSMOS-E CODE OF ETHICS

Cosmos-E team and their individual and collective behavior are considered as the face of the company. Together with our culture, values and sticking to our code will protect the reputation and the future of Cosmos-E. In which it will determine the client that will form partnership and/ or the employee that will be part of our team. It will also determine how other companies will define and interact with us as one. Cosmos-E is committed in enhancing our reputation in the region, and to become a good example in the engineering and construction firms.

### 3.3 COSMOS-E COMMITMENT

Each company member should:

- Work ethically and honestly do what’s right, and comply with the Code, its Policies and Procedures and applicable laws;
- Act with integrity at all times and in all circumstances;
- Take personal and professional pride in our work and its outcomes, and share the responsibility for doing things right the first time and delivering on our promises;
- Look out for our own health, safety and security and that of those we work with;
- Treat others with respect and dignity, as we would like to be treated, and support a diverse workplace

- In every aspect, which contributes to our collective success; and Protect our environment because the future depends on what we do today, and the communities we work in, to ensure we have a positive impact.
- We all lead by example and act as role models by adopting behaviors that support our values.’

Cosmos-E promotes integrity and the highest ethical standards in all aspects of its business. To ensure we all live by our values and comply with the obligations set forth in our Code, Cosmos-E is committed to:

- Build and foster a corporate culture of integrity;
- Create appropriate awareness of our Code at all levels;
- Set up measures to prevent, detect and respond to unethical or non-compliant behavior;
- Continuously improve our corporate governance standards; and
- Protect people who come forward in good faith with compliance related concerns from retaliation.

## 4 WORKSPACE AND PEOPLE

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### 4.1 MUTUAL RESPECT:

- To demonstrate respect between all stake holders in our day-to-day activities.
- To demonstrate respect between different ethnical, cultural, religious, political backgrounds.
- To demonstrate respect between different ages, genders and hierarchy.
- Diversity in educational, professional and cultural backgrounds are key to spreading benefit and active change to and among the company.
- Building respectful, professional relationship as well as engagement creates a positive work environment and career development.
- Respect personal dignity and privacy and reservation to our and company member's rights
- No tolerance to any discrimination, harassment or act of violence.

### 4.2 HEALTH, SAFETY AND ENVIRONMENT

- Safety of all company members and visitors is the most important in all company activities.
- Protecting the environment and aiming to create businesses that are environmentally responsible.
- Ensure that the applicable workplace health and safety legislation is treated with the minimum standards in all areas where business is conducted.
- Our health and safety program are based on hazard recognition, risk assessment and elimination of hazards. We seek a hazard free work environment.
- Clean drinking water is provided to all employees and stakeholders free of charge. Water dispensers are available at reasonable distances
- Good daily housekeeping is ensured to provide a hygienic working environment.
- In case of incidents and accidents it is the company's duty to ensure reporting and safe transfer of the patient to the nearest hospital to take proper action.
- Appropriate firefighting equipment, fire alarm and firefighting systems are available inside the premises of the company.
- Presence of safe emergency routes and escapes are available within the proper walking distance defined by the local and international codes.

### 4.3 DRUGS AND ALCOHOL

- Drugs and alcohol are strictly prohibited from purchasing, selling or consuming while in duty.

## 4.4 SECURITY

- Committed to protecting our people, assets and information whenever and wherever we operate in the course of our business.
- Our company will not knowingly engage in any activity that threatens our safety or create any security risks that cannot be properly managed and reasonably mitigated.
- We will not do any business with any security provider that does not meet our and local security standards.
- We are all held accountable to following our security policies, procedures and protocols

For more information on Health, safety and security please refer to the local Egyptian health and safety law's

## 4.5 PERSONAL AND PRIVATE INFORMATION

- Respecting individual privacy laws.
- Ensure that the use of personal information is always explained transparently when purpose is needed.
- Collecting data for legal obligations will also be explained transparently to whom it may concern.

## 5 CONFLICT OF INTEREST

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Conflict of interest would include financial, professional and/ or personal benefiting the company, company member and/ or a family member or with someone who we have a close personal relationship. These should not affect our performance to our duties towards Cosmos-E.

- Our professional judgment and relations should not be influenced by secondary interests.
- If any Cosmos-E member meets a situation of conflict of interest he/she must immediately report and declare a conflict of interest disclosure.
- When conflict of interest situation has been deemed to exist, the management should outline the proper measurement that should be taken in such situation.



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## 6 BUSINESS PRACTICES

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### 6.1 ANTI-BRIBE AND ANTI-CORRUPTION

- We are committed to conducting business responsibly and with integrity. Bribery and corruption are prohibited in all forms.
- We must not directly or indirectly accept request, offer, promise, grant or authorized bribe, payment or any form of gifts, entertainment, employment, contracts and benefits of any kind from a third party that may appear to influence action or decision, with intent to obtain an improper advantage, retain business or obtain unjustified influence over the third party's actions.
- We are all responsible to educating ourselves to indicate what is considered as bribe or corruption.

#### 1- Facilitation payment

Facilitation payments are unofficial payments (as opposed to legitimate and official fees or taxes) made to an individual for the purpose of securing or accelerating the performance of a service or a routine governmental action to which the person or company making the payment is already entitled.

- It is strictly prohibited to make any facilitation payments.
- We must all engage in fair, competitive business practices where we do business.
- If, however, in order to prevent a pending and serious threat to our health, safety or welfare, or that of a family member, we have no alternative but to provide a payment, this would be considered as an extortion payment and would be permissible under such duress.
- Any such payments made under these exceptional circumstances must be accurately reported to your manager and financial department as soon as practically possible to ensure accurate recording of transactions and proper disclosure to the relevant authorities.

#### 2- Gifts and hospitality

Gifts and marks of hospitality are civilities which are part of normal business practice, if excessive or unwarranted, can be considered as forms of bribery or influence vending. We can offer or accept occasional gifts, meals or entertainment that are reasonable in value and compliant with the law, our Code and its underlying policies:

- Benefits are not illegal, indecent or offensive in any way, involve gambling, or otherwise violate our values or the standards put forward in our Code of Ethics and our policies;
- Benefits are not given or received, directly or indirectly, in exchange for any improper advantage or expectation that a business relationship will be unjustly influenced;
- Benefits are reasonable in value, appropriate to the occasion, and appropriate to the position and management levels of the provider and recipient;
- Benefits are given or received in an honest and transparent manner and are auditable; and
- The frequency and timing of the benefits given to or received from the same individual or organization do not raise any conflicts of interest, appearance of conflicts of interest or impropriety.

## 6.2 THIRD PARTIES

Third parties are those whom we interact typically; include: Clients, Competitors, Suppliers, Government Officials, Business Partners

- At Cosmos-E, we deal transparently and accurately with third parties. We want to work with third parties who share our values and culture and expect them to embrace and implement practices that are consistent with our Code of Conduct.
- We will never contract or deal with a third party in order to do indirectly what our Code of Conduct prohibits us from doing directly.

## 6.3 BUSINESS PARTNERS

A “Business Partner” as any third party who acts on behalf of or is partnered with Cosmos-E for the purpose of undertaking a specific task. Actions performed by others when assisting us in our business activities have a direct impact on us.

- Our obligation begins with the diligent selection of Business Partners who share our values and business principles, and by ensuring that a compliance due diligence is performed and duly approved for each of our Business Partners.
- Throughout the business relationship, we must continuously and properly monitor our Business Partners to prevent misconduct.

## 6.4 GOVERNMENT OFFICIALS

We regularly interact directly or indirectly with Government Officials. When dealing with Government Officials, more restrictive rules apply. Activities that may be acceptable when dealing with private-sector company employees could be inappropriate or illegal when dealing with Government Officials.

Therefore, we all must exercise extra caution when interacting with Government Officials. A “Government Official” included but not limited to: officer or employee of or any person (e.g. attorney, legal representative) representing or acting on behalf of:

- Any level of government (whether federal, provincial, state, municipal or other);
- Political parties, party officials and candidates for political offices;
- Public international or intergovernmental organizations;
- A person who holds a legislative, administrative, judicial, police or military position.
- When in contact with Government Officials, we are responsible for knowing and strictly adhering to the laws, regulations or rules that apply to interacting with such Government Officials or government contracting entities
- We must: Interact honestly, accurately and transparently with all Government Officials; Never offer anything in the nature of a personal benefit to a Government Official unless it is clearly permissible under applicable laws and regulations and fully compliant with our Code and its underlying policies.

- Avoid giving anything of value to any individual if we have reasons to believe that it will be passed on to a Government Official; and Never enter into potential employment opportunities with a current or Former Government Official or a member of his/her immediate family without having consulted with Human Resources and manager.

## **6.5 POLITICAL CONTRIBUTION**

- Except for the limited situations, we are prohibited from making political contributions on behalf of Cosmos-E to political candidates, parties, organizations or any other political entity, at all levels of government.
- We may engage in personal political activities in our own individual capacities, as long as we do not make use of Cosmos-E name, time, funds, property, resources or employee lists, or solicit, during working hours, any individual for political contributions.

## **6.6 MONEY LAUNDERING**

- We must abide by anti-money laundering laws and regulations. We must act diligently to prevent Cosmos-E from being involved or used in money laundering or other criminal activities.
- We must therefore apply the appropriate level of due diligence prior to entering into a relationship with a client or other third parties.
- We are also required to recognize and monitor potential warning signals that could help detect unusual and suspicious activity. We must immediately report any doubtful activity that may involve money laundering or other criminal doings

## **6.7 INSIDER TRADING**

- We may have access to “Inside Information” that is not yet known to the public and that, if publicly known, may have an impact on the price of Cosmos-E shares or those of our clients, suppliers or joint venture partners that are traded on financial markets.
- Inside information may include non-public financial information, sales and earnings figures, plans for dividend changes or new financing, acquisitions, major new contracts or other financial matters, changes in senior management, claims and litigation, etc.
- We all have a role in ensuring that inside information is not disclosed to anyone, including clients, consultants, family, friends, financial analysts and journalists.

## **6.8 ACCOUNTING PRACTICES AND RECORD KEEPING**

- Accurate, complete and reliable records are crucial to our business as they guide decision-making and strategic planning. They are the basis of our financial reports and are necessary to fulfill Cosmos-E obligation to provide full and truthful disclosures to investors, stakeholders and regulatory authorities. All our records must be complete, accurate and reliable, and prepared in accordance with applicable laws

and regulations as well as Cosmos-E accounting and reporting policies and procedures.

- Each of us must make the following commitments with respect to our books and records, regardless of the purpose for which the information is used: Business records, expense reports, invoices, vouchers, payrolls, employee records and other reports are prepared with care and honesty, and in a timely fashion; All transactions are approved in accordance with our Levels of Authority Policy and other applicable policies and in compliance with applicable laws, rules, standards and regulations; All transactions are supported by proper documentation; Transactions are recorded based on sound judgement and accounting principles; No transaction, asset, liability, suspected liability claim, potential claim, litigation or other financial information is concealed from management, Legal or Corporate Finance, or from Cosmos-E internal or external auditors; All efforts are made to resolve all issues and concerns raised in internal and external audit reports; Any unrecorded funds or assets, suspect accounting or false or artificial entries in our books and records are immediately reported to Ethics &
- Compliance or Internal Audit; Any known inaccuracies, misrepresentations or omissions are disclosed to relevant stakeholders and promptly corrected through credits, refunds or other mutually acceptable means; All documents issued and signed are, to the best of our knowledge, accurate and truthful; No secret or unrecorded cash funds or other assets are established or maintained for any purpose; and Access to sensitive or confidential information is restricted to ensure that it is not accidentally or intentionally disclosed, modified, misused or destroyed.
- The use of Cosmos-E funds or other assets for any unlawful or improper purpose is strictly prohibited, as are false or misleading entries and unrecorded bank accounts created for any purpose, whether regarding sales, purchases or other activity, and improper or unusual financial arrangements with a third party (such as over-invoicing or under-invoicing). Managers and officers, as well as those responsible for accounting and record-keeping functions, are expected to be vigilant, not only in ensuring enforcement of this prohibition but also in having oversight of the proper use of Cosmos-E assets.

## 7 SOCIAL RESPONSIBILITY

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### 7.1 HUMAN RIGHTS

- We believe that all human beings should be treated with dignity, fairness and respect. Cosmos-E is committed to supporting the protection and preservation of human rights throughout its operations and to ensuring that it is not involved in, or benefits from, human rights abuses.
- We will not engage in activities that encourage human rights abuses or that support trafficking in persons or the use of child labor or forced labor. Moreover, we will never knowingly do business with subcontractors, Business Partners, suppliers or any other third parties who do not adhere to the principles regarding human rights put forward in our Supplier Code of Conduct. These principles apply regardless of local legislation and customs

## 8 COSMOS-E ASSISTS

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- We all share a personal responsibility and legal duty to protect Cosmos-E information and that of our clients and partners.
- Protecting information and assets is vitally important not only to us but also to our clients and partners. It is essential that information such as financial results, business plans, technical information and design outputs, intellectual property and personal information is not compromised in any way and is used and distributed appropriately and responsibly.
- Assets must be used responsibly, appropriately and ethically, and protected from damage and unauthorized access. We must not use Cosmos-E assets for any unlawful, unethical or improper purpose, or for personal or third-party benefit or gain.
- You should always:
  - Safeguard personal information, Cosmos-E confidential information and intellectual property;
  - Protect the company's assets as if they were your own; and
  - Ensure assets are maintained to an appropriate standard and not used inappropriately.
- You should never:
  - Use or access confidential information or intellectual property belonging to clients, competitors, Business Partners or former employers without their written consent or for obtaining an unfair advantage;
  - Access or store inappropriate information, data or images using company equipment;
  - Fail to report theft, damage or inappropriate use or suspect breach of information; and
  - Use or share personal information about colleagues or other stakeholders

### 8.1 ELECTRONIC RESOURCES

- Cosmos-E provides the electronic resources required for conducting business, including email, information systems and electronic equipment, software, Internet and network access.
- All work-related electronic communications must be done through work e-mail addresses. Using non-corporate e-mail addresses to send or receive work related communications is strictly forbidden. While moderate personal use of Cosmos-E electronic resources is permitted if it does not interfere with work duties, abuse of this privilege is regarded as misconduct.
- Electronic resources provided to us by Cosmos-E remain the exclusive property of Cosmos-E and must be used responsibly, appropriately and ethically.
- We must never use Cosmos-E electronic resources for the exchange, storage or processing of content that:
  - Is prohibited by law (such as the illegal downloading of material protected by copyright laws);
  - Promotes or engages in harassment; ›
  - Could be perceived as being racist, defamatory, discriminatory, violent, heinous, sexist or pornographic; or
  - May tarnish Cosmos-E reputation. When using electronic resources, we must always take the appropriate precautionary measures to avoid compromising the

integrity of Cosmos-E equipment or systems, or disclosing private or confidential information. Cosmos-E may exercise its surveillance rights surrounding the use of its electronic resources and reserves the right to monitor and review any content exchanged, stored or processed on Cosmos-E electronic resources, as permitted by law. It is understood that, in the course of our work and business activities with Cosmos-E and where justified to the extent permissible by law, any personal information that is exchanged, stored or processed using Cosmos-E electronic resources may be subject to the above monitoring and review. We understand that this information may also be subject to disclosure to law enforcement authorities

## **8.2 CONFIDENTIALITY INFORMATION**

- Our confidential information is one of Cosmos-E's most important assets. We must prevent inappropriate or unauthorized access to or disclosure of any confidential information belonging to Cosmos-E or entrusted to us by third parties.
- Our obligation to safeguard the confidentiality of information continues even after the termination of our employment with Cosmos-E.

## **8.3 INTELLECTUAL PROPERTY**

- Copyrights, trademarks, designs, names, logos, photos, videos and any other form of intellectual property created or modified during the course of our relationship with Cosmos-E will remain the exclusive property of Cosmos-E.
- In addition, any intellectual property developed outside of our relationship with Cosmos-E belongs to Cosmos-E if its development arises as a result of the use of confidential information acquired in the course of our relationship with Cosmos-E. The copying, taking or destroying of any Cosmos-E intellectual property upon the cessation of our relationship with Cosmos-E is unlawful. Moreover, Cosmos-E strictly forbids the unauthorized use, theft or misappropriation of intellectual property belonging to third parties.

## **8.4 EXTERNAL COMMUNICATION**

- Any contact with the media must be done as private citizens and not as representatives of Cosmos-E. Unless otherwise has been requested and approved by
- Any time we participate or represent Cosmos-E as a participant in a conference, panel or any form of media—television, radio, online, social medium, print, etc.—we must be authorized by our manager and notification must be provided to Communications in advance.
- Cosmos-E members should not disclose any confidential information on social media to which we might be aware of and must always remember to respect our Code.

## 9 REPORTING VIOLATION AND COMPLAINTS

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### 9.1 REPORTING

- It is the responsibility of each and every one of us to ensure that we all live by the values of Cosmos-E and our Code.
- We all have an important duty and a responsibility to report in good faith any known or suspected violation of our Code and its underlying policies, as well as any violation of applicable laws, rules or regulations or any observed instances of misconduct or pressure to compromise our ethical standards.
- If we are involved in a situation or become aware of something that is or may be in breach of our Code or its underlying policies, we must promptly report it via any of the following resources: ›
  - Our manager or leadership team;
  - Our Human Resources representative;
  - Other relevant representatives (Health, Safety & Environment, Legal, Global Security, Finance or Internal Audit);
- Cosmos-E is committed to creating an environment in which every person feels free to confidentially report suspected or actual violations of our Code or its underlying policies and strictly forbids retaliation against any individual who, in good faith, reports a violation, whether actual or suspected. If we believe we have experienced forgiveness, we are expected to report it just as any other violation would be reported. If we have any concerns about our duty to report and/or withdraw, we should contact the previous reported resource.