



Code of Ethics

Introduction



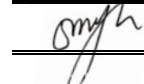
The aim of this Code of Ethics (hereafter referred to as 'the Code') is to convey JHoldings (Pvt) Ltd.'s (hereafter referred to as 'the Company') commitment to conduct all its business affairs with the highest regard to its ethical responsibilities and in a professional and transparent manner. It is the Company's desire to operate in a completely transparent and fair way, free from corrupt practices and this principle applies to all its Stakeholders including the board of directors, shareholders, employees, contractors, auditors, customers, suppliers and any other party who has a relationship with the Company. This Code applies to JHoldings (Pvt.) Ltd as well as all its subsidiaries.

The Company seeks to create a culture in which it develops trusting relationships with all its Stakeholders, as well as a working environment built upon honesty and integrity. Its ethical principles should be prioritized above company advantage and therefore it will not partake in any business operation or agreement which causes its moral standpoint to be compromised. With the assistance of this Code, it is the Company's aim to communicate this clearly to all relationships it enters into whether on an individual, corporate, national or international level, including:

- employment contracts
- contractor agreements
- supplier contracts
- customer contracts

The Code will be used as a tool to ensure ethical conduct is upheld in all dealings. In particular, the following areas will be addressed:

- commitment to anti-money laundering and anti-corruption and bribery;
- training and implementation of the Code for new and existing employees;
- commitment to honesty and professionalism in engagement with peers, colleagues, clients and partners;
- providing equal opportunities both in recruitment and ongoing professional development for current employees;
- creating a working environment and culture built upon the Code as its foundation, to include health & safety;
- protecting the natural environment;
- storing and handling of data;
- treatment of company information and accounting records;

	Name	Signature	Date
Prepared by:	<u>EmmaRuth Vadevalloo</u>		<u>07-04-2020</u>
Reviewed by:	<u>Farheen Younus</u>		<u>22-06-2020</u>
Approved by:	<u>Omer Jaffer</u>		<u>23-06-2020</u>



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- applying the Code internationally and externally;
- safeguarding against any conflict of interest;
- ongoing monitoring and implementation of ethical practices; and
- the procedures for breaches of the Code.

Company Values

The Company is dedicated to upholding its company values and seeks to use these as its moral compass in its approach to all business dealings and activities across all areas.

Accountability

We strive to deliver our best in everything we do and commit to keep ourselves accountable for results.

Dedication

We are dedicated to our customers and principals. We aim to satisfy their needs and to honour the commitment that we have made with them profitably in-line with the highest standards of integrity and ethical value.

Ownership

We have the courage to own our actions and decisions whether they are right or wrong.

Communication

We encourage our team to openly share their opinions and views in a professional, concise and respectful manner, without any fear of reprisal.

Professionalism


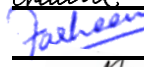
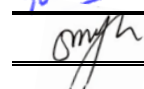
We will work with our Partners, adhering to a moral, ethical and professional code of practice.

Teamwork

Our team is supportive of each other's effort, loyal to one another, and cares for one another both personally and professionally.

Integrity

We are an organization that expects and values honesty, transparency and sincerity from its clients, partners, and employees. We strive to maintain high standards of integrity in all that we do.

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Diversity and Inclusion

We want every team member to feel that he/ she is valued, rewarded, recognized by dedication in work and to also enjoy their time at the work place.

Growth and Learning

We aim to foster and develop a learning and growth culture as we understand that we can only be successful by developing our team.

Respect



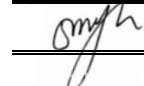
We treat our team members, customers, partners and suppliers with mutual respect and sensitivity, recognizing the importance of diversity. We respect all individuals and value their contributions.

Anti-Money Laundering

The Company seeks to ensure it only deals with reputable companies and trustworthy individuals. In encouraging complete transparency, it will have no dealings with parties who may be using ill-gotten gains for transactions. The Company carries out Anti-Money Laundering and Know Your Customer (KYC) compliance checks on any new company it is seeking to engage business in, carrying out further annual compliance checks in case of any changes. If money laundering is suspected amongst any of our clients, this will immediately be reported to the Company's compliance officer for investigation. If the suspicions are well-founded, a report will be made to the relevant governing body which for Pakistan is the Financial Monitoring Unit and for the UK is the National Crime Agency. The Company guidelines on money laundering can be found in more detail in the Policy for Anti Money Laundering & Know Your Customer.

Anti-Corruption & Bribery

The Company strictly prohibits any act of engaging in corrupt business practices, and/or in promising, accepting or offering bribery in any form. Therefore, it will not have any dealings with companies who take part in corrupt practices, in keeping with its commitment to honesty and transparency. If it is discovered that a client is engaging in these activities, the Company will terminate the contract with immediate effect. It will also have a duty to report the offender to the relevant governing authorities. Any employee found engaging in activities of corruption or bribery will be subject to disciplinary action which may include termination of their employment and may lead to legal proceedings. The Company guidelines on corruption and bribery can be found in more detail in the Anti-Money Laundering & Bribery policy.

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Training & Implementation

Since the concept of ethics and its outworking is translated through human behaviour, it is the Company's intention to provide comprehensive training to all its employees in order to create a culture of moral responsibility within the workplace. The Company aims to make its employees familiar with its values and their responsibility to have an ethical approach in a number of ways.

Training at Commencement of Contract

The Company seeks to provide comprehensive training to educate new employees of its company values and guidelines. Company policies are given to new employees during their orientation and explained in detail in order to familiarise them with Company practices and to encourage their attitudes and actions to reflect them. They are required to sign declarations in order to confirm their understanding and acceptance of these policies, and their commitment to adhere to them. These declarations are then stored in the employee's file.


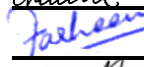
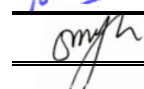
Ongoing Training

All Company policies as well as ongoing training material are stored on the company drive which is accessible to all employees at any time. Employees are encouraged to regularly read the policies and training material so that they are well-acquainted with their content. The company provides training on subjects such as Anti-Money Laundering, Anti-Corruption & Bribery and how to apply these principles to their duties at work in an ethically responsible way. Annual refreshers are given so as to re-enforce the importance of these matters and to ingrain these values into their daily activities. Observance and compliance of these policies are actively promoted and are the expected standards of the company. If there are any shortcomings in adhering to policies, employees will be without excuse.

Equal Opportunities

The Company is an equal opportunities employer which permeates its recruitment, retainment and development of employees. It is committed to:

- protecting against discrimination on grounds of race, skin color, national origin, gender, sexual orientation, disability, religion, political belief or age
- protecting against corruption of any form
- protecting against exploitation of child or forced labour
- promoting freedom, equality, dignity and health

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The Company seeks to have these commitments underlying all their decisions with regards to employment, as well as encouraging them amongst colleagues so that all will feel they are treated equally.

Recruitment


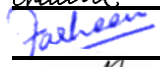
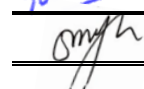
When looking to recruit a new member of staff, care is taken to avoid any direct or indirect discrimination. Job advertisements should not be aimed at any particular group unless this is essential to the role, and instead should be focussed on the desired qualifications or qualities needed to perform the role adequately. Similarly, interview questions will concentrate on the candidate's ability to carry out their responsibilities rather than personal questions such as their marital status, family situation or personal views unrelated to the position. The selection process will be based solely on the candidate's skills and competency to perform the job role. All candidates will be treated fairly in this regard and will have an equal chance at securing the position.

Professional Development

The Company is committed to giving all employees equal opportunities to develop themselves both personally and professionally. Management are prohibited from showing favouritism so that all employees are treated fairly and given the same opportunities to advance in their careers. HR will consider ways in which employees can develop themselves and have discussions with employees in this regard at least quarterly during their performance reviews.

Through methods such as goal setting and measuring an employee's individual performance across different areas, each employee will be encouraged to reach their full potential, either by developing their current role, widening their experience by moving to another role within the business, or achieving a promotion in which they are able to take on more responsibility. Promotion or pay increments will not be given automatically due to an employee's age or experience. Instead, any professional development will be based on recognition of merit and will be recorded on a performance review form as evidence of their good performance. If an employee is not living up to expectations, this must also be communicated transparently but confidentially, so that the employee has every opportunity to improve their performance.

There is an expectation that company ethics should be adhered to when pursuing company targets. All employees should recognise that good moral conduct is prioritised above commercial gain. A desire to achieve targets is not an excuse for poor moral conduct and an ethical approach should be considered when pursuing professional development. There will be zero tolerance for any breach of the Code or of the Anti-Corruption & Bribery policy in this respect.

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Working Environment

The Company aims to create a working environment that promotes health, safety and personal dignity for each and every employee. The Company values are proudly displayed in various areas of the office to remind employees of the behaviours that should be exhibited in the office environment. Respect for each other is one of the core values and it is expected that all employees adopt this in their attitudes to one another. Some ways in which this will look practically are:

- ensuring private correspondence and company data is kept confidential
- allowing all employees to contribute and have their views heard
- discouraging interruptions or interference in meetings and presentations
- prohibiting harmful control or manipulation
- adhering to standards of quality, timelines and integrity


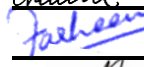
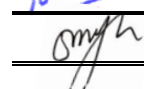
Freedom of Conscience

The Company seeks to provide working conditions in which an employee can feel both safe and dignified. It should be a place where one can exercise their human rights and freedom of speech in a way which is edifying to the company and its employees. They are free to hold and express their beliefs, provided it is not contrary to the Company's values, policies or the law. An employee's moral integrity and conscience should be safeguarded so that they are able to perform their duties with a clear conscience, and not be put in a position where that integrity could be compromised. In promoting openness, communication and confidentiality, an employee should feel safe and able to raise any concerns they may have to the relevant person should they be in any doubt as to the integrity of a situation.

Harassment

We support a non-discrimination and non-harassment work environment. The Company has a no-tolerance attitude to intimidation, discrimination or harassment in the workplace against any customer, business partner, employee, and/or visitor. Any team member found engaging in any form of discrimination or harassment towards another colleague, business partner, customer or visitor may be subject to corrective action up to and including termination.

Examples of discrimination and harassment in the workplace include:

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- Discrimination may happen when an employee or job applicant is treated unfavorably because of his/her race, skin color, national origin, gender, sexual orientation, disability, religion, or age.
- Workplace harassment may occur when unwelcome conduct from a boss, co-worker, group of co-workers, vendor, or customer whose actions, communication, or behavior mocks, demeans, puts down, disparages, or ridicules an employee.
- Physical assaults, threats and intimidation are forms of harassment.
- Forms of harassment include offensive jokes, name calling, offensive nicknames, and offensive pictures or objects. Interfering with an employee's ability to do his or her work is also considered harassment.

Health & Safety


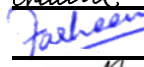
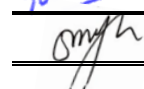
The Company is committed to providing a safe working environment to protect the health of all its employees, taking all necessary and appropriate measures to ensure the highest standards of safety and hygiene. By having periodic Health & Safety visits ensuring adherence to standards of best practice and carrying out regular risk assessments, potential risks which could cause injury or a negative impact on a person's health are minimised.

With regards to health, the Company seeks to provide a working environment that is clean, well-ventilated and a comfortable temperature. The Company regularly asks employees to fill out a Display Screen Equipment (DSE) Workstation checklist. Upon completion, the Health & Safety compliance officer will be able to offer recommendations to ensure their workstation is comfortable and will not contribute negatively to an employee's health and well-being.

Sick pay will be available for any person who contracts an illness which prevents them from carrying out their normal duties. If 3 or more days are taken, it will be necessary for the employee to present HR with a medical note. Upon their return, an interview will be conducted to ensure the employee is in good health and to offer any necessary support.

With regards to safety, it is an expectation that all employees will be responsible in keeping their workspace clean and tidy, free of loose cables and any other obstacles which could be deemed a tripping hazard. Any equipment not in use should be tidied away, chairs should be safely tucked under desks and jackets should be hung on hooks provided.

Risk assessments should be carried out in cases where work must take place outside the office, for example, a client or site visit. Employees should do everything possible to keep themselves free from harm, to include wearing protective clothing, and taking caution in areas which may present risks.

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Separate health and safety training is provided for specific job roles, dependant on the risk they may encounter in that role. The Company is committed to the ongoing safety of all by:

- continuing to improve health and safety performance of all employees
- identifying areas to improve health and safety and best techniques
- controlling and reducing hazardous substances.

Environment

The Company feels a moral responsibility to protect the environment by making an effort to reduce its ecological footprint. It strives to seek a balance between economic interest and protection of the environment.


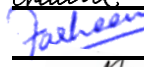
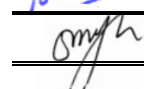
The Company is mindful of how its business activities may impact the environment and have taken necessary action in order to reduce any negative impact it may have, including:

- reusing and recycling where possible
- saving energy
- saving water
- using sustainable materials where possible
- reducing carbon emissions and pollution
- control and reduction of using hazardous substances.

Employees should do their part in contributing to the above resolves and should be made aware of the environmental impact of their day to day activities, and how they can be made more environmentally friendly. Furthermore, the Company continues to consider how its working methods and practices can improve so that it can continue to do its part in protecting the environment, in line with the latest scientific research and data. Ongoing monitoring of current practices ensures that all employees are being morally responsible in relation to the environment.

Confidential Data

The Company seeks to act with integrity when dealing with confidential data belonging to both employees and external parties and expects reciprocity of the same including adherence to employee

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non-disclosure and non-compete agreements. Personal data is collected and stored on a need-to-know basis to include an individual's name, address, CNIC no. and date of birth. This information will be stored securely and will never be given to a third party unless the person concerned gives their prior written consent.

Internal

HR and other company stakeholders have a duty to keep all internal information private, respecting an individual's personal information. Therefore, all data stored electronically should be accessible only to those working in an HR capacity and should only be shared with others on a need-to-know basis. Computers or laptops should be locked when unattended to prevent any other person from viewing personal data. Physical employee files should be kept in locked cupboards. When in use, the responsible employee should be vigilant in keeping this information confidential and not left out unattended.

External


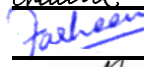
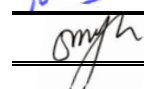
The same approach should be used when handling customer and contractual information. Client/contractual information should only be shared with those who need access to it in order to perform their job roles and care should be taken to keep customer information confidential and secure. This is covered in more detail in the Policy for Document Integrity and Confidentiality. Employees should refer to this policy and adhere to all its recommendations and guidelines.

Company Records

Accounting Records

The Company will act with integrity and transparency in order to produce precise, clear and truthful accounting records. Appropriate checks will be in place at different levels of the process to ensure that accounting records are of good quality and accurately reflect the company's financial situation. Supporting documentation will be available and supplied wherever possible, therefore it is paramount that all documentation is kept in an organised manner.

All accounts will be audited by a regulated firm of auditors and the Company will make every effort to supply them with any information or documentation they may request to check financial reports or accounting methods. The Company also takes responsibility to ensure all financial statements are filed on time, and that the appropriate amount of tax is paid to the authorities in a timely manner. Financial statements data will be stored and accessible according to relevant government regulations.

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Company Information

The Company will make all non-confidential information, data and reports readily available upon request. A list of company personnel such as directors and beneficial owners will also be publicly available and correspondence addresses visible.

All shareholders will have equal access to company data and information and should not have any information withheld from them. Furthermore, any governing body who needs a clear view of the economic or financial position of the company, may request any information and this will be provided to them promptly and efficiently, and presented in a clear way.

International Compliance

Due to the nature of the business, the Company regularly partakes in international trade and transactions with employees often being required to travel abroad in order to carry out their duties. There may be additional national or international laws that should be adhered to and the Company recognises the need to be familiar with the industry-specific regulations of the countries with whom it deals with. Wherever possible, the Company will research areas of international law which may apply and educate employees where necessary. Employees should be aware of this and should obey any laws issued by the authorities of those countries, provided they are not conflicting with its own.


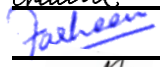
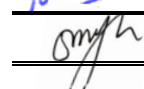
External Relations

The Company is independent and does not adhere to any political party, political movement or trade union. It will endeavour to neither support nor oppose any of the above.

Conflict of Interest

Employee relationships

Employees should not enter into business relationships with close family members, relatives or based on other close personal relationships. If the Company enters into a business relationship in which a close family member or relative is involved, the employee must declare it, and wherever possible, responsibility for that contract should pass to another employee who has no personal or family relationship with them.

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Government relationships

If an employee has previously worked for a government institute, they must declare it by completing a declaration. A collection of employee declarations showing their connections or previous connections to government institutes is available upon request. It is prohibited for an employee to enter into paid employment with the government (or any other) during their employment with the Company.

Financial Interests

An employee must not join any discussions or agreement where they stand to gain from dealings with suppliers, customers, subcontractors or competitor.


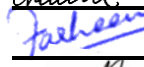
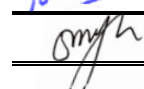
Surveillance Body

The Company has a surveillance body in place to monitor and assess the effectiveness of the Code. Its purpose is to verify the application of the Code and detect any behaviours amongst employees, contractors, clients or suppliers which do not align with the Code. In these cases, action will be taken depending on the offender and the severity of the breach as detailed below under 'Breaches of the Code'.

From time to time, partners may carry out their own review of employee behaviour. It is requested that employees fully cooperate with any such review, however intrusive the process may appear. This may include attending an inquiry and answering any questions truthfully; sharing freely any correspondence you have sent or received; and handing over company property for inspection such as a mobile phone or laptop.

The Surveillance Body will assist in promoting the Code in the workplace and to external parties, ensuring the Code is available to all, and providing necessary training so that all are aware of the Code and its practical application. It will also communicate any violations of the Code to those parties and any consequences or disciplinary action which may result.

If any person would like to make a report of a violation of the Code, they can make this report to the Surveillance Body for their investigation. This should be a written report, referencing the individual(s) involved, giving specific examples of ways in which the code has been violated. The person making the report may request anonymity which is automatically granted to Whistle-blowers.

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Breaches of Code

The Company sincerely hopes that there will not be any breach in the Code since even a 'minor' breach damages the trusting relationship between the Company and its stakeholders. The trust the Company places in its relationships should be treated as a privilege and with respect. The consequences of a breach of the Code will depend upon the nature of the relationship that the offender has with the Company as well as the severity of the breach. These are some of the measures that may be applied, regardless of any criminal activity which may lead to prosecution in more serious cases.

Company personnel to include Directors or Shareholders


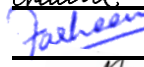
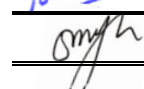
- statement of breach of Code to be entered in the board meeting minutes
- issue of an injunction
- organization of a board meeting in which it will be discussed if revocation of appointment is necessary i.e. for a director this will mean immediate termination, for a shareholder this will mean the selling of their shares to other shareholders at nominal value
- legal proceeding, if breach has caused Company serious damage either by reputation or financially

Employees

- Verbal warning
- Written record of breach in employee's file
- Dismissal with notice
- Dismissal without notice

Third parties

- Termination of contractual agreement with notice
- Termination of contractual agreement without notice

	Name	Signature	Date
Prepared by:	<u>EmmaRuth Vadevalloo</u>		<u>07-04-2020</u>
Reviewed by:	<u>Farheen Younus</u>		<u>22-06-2020</u>
Approved by:	<u>Omer Jaffer</u>		<u>23-06-2020</u>



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Conclusion

It is hoped that the Company's commitment to the Code will create an atmosphere of mutual respect, professionalism and integrity. It is the responsibility of every individual to foster these attitudes and adhere to the above guidelines so that every person working for or engaged in business with the Company will have a pleasant experience. It is the duty of the employee to carry out all their activities in a way that reflects the values outlined in the Code, and they will be held accountable accordingly.

Acceptance

For any queries, please contact the HR department on hr@jholdings.com.pk.

I have read and understood the Code of Ethics. I will comply with the expectations set therein and understand failure to do so could result in disciplinary action.



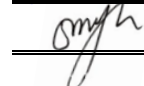
Name: _____

Designation: _____

Department: _____

Date: _____

Signature: _____

	Name	Signature	Date
Prepared by:	<u>EmmaRuth Vadevalloo</u>	<u></u>	<u>07-04-2020</u>
Reviewed by:	<u>Farheen Younus</u>	<u></u>	<u>22-06-2020</u>
Approved by:	<u>Omer Jaffer</u>	<u></u>	<u>23-06-2020</u>