


<p>ARC ENERGY RESOURCES LTD</p> <p>COMPANY INSTRUCTION</p>	<p>No: Ci136</p> <p>Rev: 2</p>	<p>By: R Robinson</p> <p>Date: 12/02/18</p> <p>Page 1 of 3</p>	
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BUSINESS ETHICS

SCOPE

Arc Energy Resources expects and demands that all of its employees and Directors carry out their business and perform their duties to the highest ethical standards and in compliance with all relevant legal principles. This standard of behaviour and performance is maintained in the Company's dealings with employees, customers, suppliers, shareholders and all other stakeholders

GENERAL PRINCIPLES

The Company and its employees will at all times demonstrate the highest levels of integrity, truthfulness, and honesty in order to uphold both personal and corporate reputations and to inspire confidence and trust in their respective actions. The Company will conduct its business in a competent, fair, impartial, and efficient manner.

Employees will be supported in the understanding and adherence to this code with training where appropriate.

Arc Energy Resources will seek to do business with partners whose business practices are consistent with the spirit of this principal and who will in turn encourage their supply chains to abide by the same spirit.

CONFLICT OF INTEREST

The integrity of all employees must be capable of scrutiny at all times. While Arc Energy Resources respects the right of employees to privacy in their personal activities and financial affairs, employees must not have personal interests which conflict, or could conflict, with those of the Company. If any actual or potential conflict arises it must be raised with the Board of Directors as soon as it is known.

GOVERNMENT, REGULATORS, AND LEGISLATORS


The company will seek to comply with all international, national, and local legislation affecting its operations. It will strive to follow the best practice in corporate governance. It will meet its tax obligations. It will not make any financial contributions or offer support to any political party.

BRIBERY AND CORRUPT PRACTICE

In accordance with the Bribery Act 2010, the company does not allow the direct or indirect offer, payment, solicitation, or acceptance of bribes in any form. Fees or commissions for services rendered by third parties must be for legitimate business purposes and not an improper incentive for a business transaction.

GIVING AND RECEIVING OF GIFTS AND ENTERTAINMENT

Employees will neither seek nor accept for themselves or others any gifts, favours, or entertainment from any person or business organisation that does or seeks to do business with, or is a competitor of, Arc Energy Resources if the acceptance of such gift, gratuity or the like has an undue influence over the decision regarding Company business. Gifts, favours, and entertainment may be given to others at the expense of the

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company as long as these are consistent with customary business practice and are not excessive in value. This is clearly stated to all employees in the Employee Handbook

CONFLICT MINERALS

The Company maintains a separate policy on Conflict Minerals (Ci130) and will take all possible steps to adhere to the relevant voluntary OECD guidance and guidelines, ensuring that it and its suppliers do not source conflict minerals, (Tantalum, Tin, Tungsten, Gold, or their derivatives) or any other mineral or its derivatives considered to be financing conflict in DR Congo or its neighbours.

The Company will take all possible steps to ensure that it and its suppliers do not source tools containing industrial diamonds that have been illegally traded to fund conflict in war-torn areas, particularly in central and Western Africa

SLAVERY AND HUMAN TRAFFICKING

In accordance with the Modern Slavery Act 2015, the Company has a commitment to adhere to all relevant human rights laws and regulations. The Company recognises that complex supply chains call allow forced labour to thrive. It will take all reasonable steps to ensure that its supply chain does not support any involvement in slavery, servitude, involuntary labour or trafficking of groups or individuals for the purposes of labour exploitation.

CHILD LABOUR

Arc Energy Resources will take all possible steps to ensure that it and its suppliers do not use or support of practices that may inhibit the development of children. The Company will not engage for work, either directly or indirectly, any person who is defined as a ‘child’. The term ‘Child’ refers to any person under the age of 15 (or 14 where the law of the country permits) or under the age for completing compulsory education, or under the minimum age for employment in the country, whichever is the greatest.


The Company may use legitimate and supervised workplace apprenticeship programmes or work experiences which comply with all local laws and regulations.

INTELLECTUAL PROPERTY

Arc Energy Resources respects third party intellectual property and confidential information and will not take advantage of such third party assets which are protected by law, registration or contractual agreement. In addition, it will take all reasonable steps to maintain the confidentiality of third party proprietary information, including procedures, drawings, models, lists etc. Where appropriate, suitable non-disclosure or confidentiality agreements will be required.

TRADE CONTROLS

Arc Energy Resources will comply with applicable import and export laws and regulations and obtain authorisations for the import and export of goods, technology and information as required.

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COMPETITORS

Arc Energy Resources will comply with the competition laws in the territories in which it does business. It will compete vigorously and lawfully and will prohibit co-ordination or market conduct with competitors or suppliers that may improperly restrict competition.

CUSTOMERS

The company will take all reasonable care to avoid misleading statements, concealment, and overstatement in all of its advertising and public statements. It will seek to build long term partnerships with its customers by being honest and straightforward in its dealings at all times. It will respect the confidentiality of any information that it might obtain in relation to its customers.

SUPPLIERS

Suppliers will be chosen on the basis of factors such as price, quality, delivery, service, and integrity. The company's choice of suppliers will be made objectively. Honesty and openness will be paramount in the company's dealings with its suppliers.

HEALTH SAFETY AND ENVIRONMENT

Arc Energy Resources is committed to adhering to all relevant health, safety and environmental laws and regulations in any country of operation. The Company will provide a safe and healthy working environment for all of its employees, contractors and visitors and those in the community who may be impacted by its business activity, in accordance with its OHSAS 18001 and ISO 14001 accreditations.

EMPLOYEES

The Company holds the Investors in People Silver award. All employees are treated with dignity and respect with equal employment opportunities given to all irrespective of their race, religion, gender, sexual orientation, maternity, marital status, family status, disability, age, or national origin. Employees are offered a safe and healthy workplace and the company will not tolerate any form of harassment. The Company is committed to paying staff at or above the Living Wage

WHISTLEBLOWING

The Company will ensure that any employee who has a concern that a member of Arc Energy Resources or another employee is behaving illegally or in breach of this Code can raise such concerns openly and confidentially without fear of reprisal