



EMPLOYEE AND STAKEHOLDER CODE OF CONDUCT & ETHICS

AQUA SERVICES & ENGINEERING			
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ORIGINATOR	NAME AND DESIGNATION	SIGNATURE	DATE
	Manager: Human Resources Ms L. de Klerk		
REVIEWED BY	General Manager: Finance & Administration Ms L. Schoonbee		
APPROVED BY	Managing Director Mr CD. Stöck		
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1. DEFINITIONS

The following words, unless the context otherwise dictates, shall bear the following meanings:

Term	Definition
“AQUA Group”, “ASE”, “AUC” or “The Group”	Refers to AQUA Services & Engineering (Pty) Ltd and AQUA Utilities Corporation (Pty) Ltd
“discrimination”	<p>Any unfair, bias dealing towards any individual on one or more of the following grounds -</p> <ul style="list-style-type: none"> • race, colour, or ethnic origin; • sex, marital status or family responsibilities; • religion, creed or political opinion; • social or economic status; • degree of physical or mental disability; • AIDS or HIV status; or • previous, current or future pregnancy. <p>This includes such behaviour that occurs telephonically, virtually, at any premises other than ASE, irrespective of the time such behaviour occurs.</p>
“ethics”	Moral principles that govern a person's behaviour or the conducting of an activity.
“equipment”	<p>Tangible property used to carry out ASE business.</p> <p>Equipment includes machinery, furniture, fixtures, vehicles, computers, electronic devices, and other office machines.</p>
“harassment”	Unwanted behaviour, both physical, written and verbal, which has the intent of harming an individual or making them uncomfortable. This includes such behaviour that occurs telephonically, virtually, at any premises other than ASE, irrespective of the time such behaviour occurs.
“incorporeal property”	<p>Also known as intangible property, is property that a person or corporation can have ownership of and can transfer ownership to another person or corporation, but has no physical substance.</p> <p>This includes knowledge, patents, brands, trademarks, copyright and other property (information, reports etc.)</p>

<p>“sexual harassment”</p>	<p>Per section 5(7) of the Labour Act 11 of 2007: <i>“any unwarranted conduct of a sexual nature towards an Employee which constitutes a barrier to equality in employment where –</i></p> <p><i>(i) the victim has made it known to the perpetrator that he or she finds the conduct offensive; or</i></p> <p><i>(ii) the perpetrator should have reasonably realised that the conduct is regarded as unacceptable, taking into account the respective positions of the parties in the place of employment, the nature of their employment relationship and the nature of the place of employment...”.</i></p>
<p>“Stakeholder”</p>	<p>Anyone who has a vested interest in ASE and can either affect or be affected by ASE’s business operations and performance.</p> <p>Typical stakeholders may include, but are not limited to the following:</p> <ul style="list-style-type: none"> a. investors; b. customers; c. suppliers; d. communities; e. governments; or f. trade associations. <p>An entity’s stakeholders can be either internal or external to the organisation.</p> <p>ASE conducts business most frequently with its suppliers and customers.</p>

2. Policy Statement

- 2.1. We, at AQUA Services & Engineering (ASE), promote freedom of expression and open communication. At the same time, we expect all employees and stakeholders to follow and abide by our Employee and Stakeholder Code of Conduct and Ethics (“Code of Conduct” or “the Policy”).
- 2.2. Employees and stakeholders should by all reasonable means avoid offending, participating in serious disputes and/or disrupting our workplace and our operations. Employees and stakeholders are expected to foster a well-organised, respectful, honest and collaborative environment.

3. Our Vision

- 3.1. Our vision at ASE is to passionately provide reliable solutions in sustainable water and wastewater treatment to all our customers in Namibia and beyond.
- 3.2. We aim to be the trusted supplier of water and wastewater treatment equipment, chemical reagents and the preferred partner in operations and maintenance.
- 3.3. ASE is a passionate service provider to our community and industry, reliably supplying treatment chemicals, systems and equipment focusing on sustainable results, backed by a dedicated and professional team.



4. Purpose of the Policy

Our Code of Conduct outlines our expectations regarding employee and stakeholder conduct towards their colleagues, supervisors, overall organisation and all our stakeholders.

5. Application of the Policy

- 5.1. This Code of Conduct is applicable to all employees within the ASE, regardless of employment agreement or employment position.
- 5.2. This Code of Conduct also applies to all stakeholders of ASE.
- 5.3. All ASE employees and relevant stakeholders bear the responsibility of reading, understanding, acknowledging and applying all ASE publications relating to their individual roles, responsibilities and functions at ASE and as representatives of the organisation in their daily lives in the community, as applicable.

6. Objectives of this Policy

- 6.1. The main objective of this Code of Conduct is to set and maintain adequate standards for acceptable and ethical conduct for all employees and all relevant ASE stakeholders.
- 6.2. This Policy is a reminder to our employees and our stakeholders of what is expected from them individually and collectively, as and when applicable. The Policy further highlights that employee and stakeholder conduct should always be aligned with the Code and acceptable practices of the business.



- 6.3. In addition, this Policy should provide employees and stakeholders with an understanding of the potential consequences and/or disciplinary actions (against employees) if misconduct is committed.
- 6.4. If employees and/or stakeholders are in doubt about application of this Code of Conduct, they should discuss the matter with the Human Resources Manager or the Managing Director.

7. Our Values

7.1. Our values drives our purpose. The code of conduct is aligned to our values and our purpose in order to fully live by our values and purpose at ASE. Our values are as follows:

- 💧 ASE is a reliable and trusted supplier for innovative water and wastewater treatment reagents and plant in Namibia and beyond.
- 💧 Through passionate service delivery, ASE is reaching out to more than 45% of the Namibian population daily.
- 💧 ASE solutions and services are providing optimized results based on environmental conscious principals.
- 💧 With integrity and drive, Operation and Maintenance services are provided professionally by ASE.
- 💧 The ASE Team is empowered, diverse and results driven, while being taken care off.



8. Our Ethical statement

8.1. Ethics Conduct

- 8.1.1. **'Ethical behaviour'** is the application of moral principles in a given situation. It means to behave according to the moral standards set by society (and/or workplace) which we live (or work) in.
- 8.1.2. Ethical behaviour is doing what you know is the right thing in all instances, even when no one is looking, with specific focus on the workplace.
- 8.1.3. ASE strives to conduct business in an honest, transparent and ethical manner and, in order to do so, require our employees and stakeholders to conduct business in an ethical manner and to always uphold our values.

8.2. The Business

- 8.2.1. We, at ASE, strive towards living our purpose and values and act in an ethical and honest manner with both our employees and stakeholders.
- 8.2.2. Employees and stakeholders shall, at all times, have ASE's best interest at heart.

8.3. Our People

- 8.3.1. At ASE, we encourage our people to act in a respectful and honest manner to fellow staff members and stakeholders.
- 8.3.2. We aspire to have a diverse and inclusive workforce who come together and share ideas and drive innovation through their various experiences.
- 8.3.3. We strive to have a responsive and co-operative workforce.

8.4. Our Stakeholders

- 8.4.1. We understand that our stakeholders play a crucial role in living our purpose and achieving our vision, we therefore strive to treat them fairly and with respect.
- 8.4.2. We believe that acting in an ethical and transparent manner with our stakeholders will drive the success at ASE.
- 8.4.3. In return, we encourage stakeholders to reciprocate such behaviour in order for us to do business in an ethical and transparent manner while growing together.

8.5. Our environment

- 8.5.1. In line with our vision, we focus on the sustainability of our environment.
- 8.5.2. We, at ASE, aim to afford the environments we operate in the utmost level of protection. We aim to protect and uphold the environment in all that we do.
- 8.5.3. Employees shall protect and sustain the environment to the best of their abilities.
- 8.5.4. Stakeholders will support ASE's vision of a sustainable environment through their conduct when doing business with us.
- 8.5.5. From the design stage, ASE considers environmental factors to ensure that the final products supplied conform to environmental requirements.

9. Employee Job duties and authority

- 9.1. All employees shall fulfil their job duties with integrity and respect towards relevant stakeholders.
- 9.2. Supervisors and General Managers shall not abuse their authority. We expect them to delegate duties to their team members, taking into account their competencies and workload.
- 9.3. Likewise, we expect team members to follow team leaders' instructions and complete their duties with due care and in a timely manner. Insubordination will not be tolerated.
- 9.4. We encourage learning and mentoring throughout our company.
- 9.5. We encourage stakeholders to report instances where ASE job duties are not performed with integrity and / or where authority is abused.

10. Personal appearance

All staff must adhere to the dress code as stipulated by ASE during working hours.

11. Punctuality and Absenteeism

- 11.1. Employees shall follow their prescribed work schedules as stipulated within their respective employment contracts and are expected to be punctual when arriving to and from their respective duties
- 11.2. Employees should communicate flexible working arrangements with their General Managers, which will also be subject to HR Manager approval.

12. Communication

- 12.1. ASE encourages open and honest dialogue amongst all employees and stakeholders.
- 12.2. All employees are encouraged to communicate with their colleagues, supervisors/management, team members and relevant stakeholders.
- 12.3. All supervisors and management staff are to maintain an open-door policy for all employees, at all times, to encourage communication amongst all ASE employees.
- 12.4. Stakeholders are encouraged to communicate openly and honestly to parties acting on behalf of ASE and should uphold a platform for open communication.

12.5. E-mail and electronic communication:

- 12.5.1. The internet and e-mail are there for business purposes and to assist and facilitate the employee in carrying out their roles and responsibilities effectively.
- 12.5.2. Emails are to be used mainly for business purposes . Employees are to consider this especially when communicating matters of a non-business nature in the form of emails as this may become disruptive to work.
- 12.5.3. Internet usage during working hours will be used mainly for business purposes. Internet usage for personal purposes is permitted outside business hours, provided that browsing is done on legal, unrestricted sites.
- 12.5.4. Employees shall remain respectful and professional in all communications and uphold ASE's good image, reputation and social standing.
- 12.5.5. Stakeholders shall communicate professionally and communications in electronic format should be used for business purposes.

13. Employee benefits

- 13.1. ASE offers certain benefits to its employees. These benefits include:
 - a. Staff loans;
 - b. Overtime claims;
 - c. S&T claims;
 - d. Driving time claims;
 - e. Cell phones for applicable personnel;
 - f. Long service awards;

- g. Medical aid; and
 - h. Pension fund.
- 13.2. ASE also offers a car allowance benefit to its managerial staff as well as company vehicles to the foremen for company use.
- 13.3. Employees shall not abuse their employment benefits in the form of staff loans, overtime claims, cell phone allowance and car allowance (where applicable).
- 13.4. Employees shall strictly follow the procedures prescribed by ASE in obtaining the benefits that may be due to them and shall not attempt to bypass/circumvent any of the controls that are in place in this regard.
- 13.5. Employees and stakeholders are encouraged to report any instances where abuse of ASE employee benefits occurs e.g. improper use of a company assets for vacations or other personal recreation or misuse of company assets for own personal gain such as side jobs.

14. Compliance with law

- 14.1. All employees and stakeholders must strive to protect ASE's legitimacy. All employees and stakeholders shall comply with all laws that govern the Republic of Namibia.
- 14.2. **Competition law:**
- 14.2.1. Namibian Competition law is governed by the Competition Act, 2 of 2003. The Act prescribes, amongst others, the following:
- a. The promotion of competitive prices and products for consumers;
 - b. The promotion of employment, the social and economic welfare of Namibia;
 - c. The expansion of opportunities for Namibian participation in international markets;
 - d. Ensuring that small businesses have an equitable opportunity to participate in the economy, etc.
- 14.2.2. Employees and stakeholders should strive to fully abide to the Competition Act as well as all other local legislation within the Republic of Namibia; and to report any breaches of such legislation to Manager: Human Resources at ASE.

15. ASE Property, Plant and Equipment (Assets)

15.1. Protection of Company Property

- 15.1.1. ASE avails company property and resources for Company business purposes and to assist and facilitate the employees in carrying out their roles and responsibilities effectively.
- 15.1.2. All employees and stakeholders should treat our company's property, whether material or incorporeal, with respect and due care, and should refrain from misusing such assets for personal gain
- 15.1.3. ASE staff are permitted to use ASE property such as telephones and printers on a limited basis, provided that such use does not constitute to a conflict of interest. Should such use result in disrupting work or a case of misuse, disciplinary action may be taken.
- 15.1.4. Employees and stakeholders shall treat company information as confidential and not disclose trade secrets or other sensitive information belonging to the company and/or stakeholders to any outside parties.
- 15.1.5. Employees and stakeholders are encouraged to report any instances where abuse and/or misuses of ASE assets/property have taken place to the Manager: Human Resources at ASE.

16. Fraud and Corruption

16.1. Fraud

What is fraud?

Fraud as defined by CR Snyman is *“the unlawful and intentional making of a misrepresentation which causes actual prejudices or which is potentially prejudicial to another.”*

ASE has a zero tolerance policy for fraud and immediate disciplinary action will take place for employees found guilty of committing fraud.

16.2. Corruption

What is corruption?

- 16.2.1. Corruption in Namibia is governed by the Anti-Corruption Act, 8 of 2003. This Act covers, amongst others, the following:
 - a. Offences that constitute corrupt practices, etc.;
 - b. The reporting of suspected corrupt practices to the Anti-Corruption Commission;

- c. The investigation of such reported suspected activity; and
- d. Appropriate penalties for such offences.

16.2.2. Various corrupt practices can be defined in Chapter 4 of the Anti-Corruption Act, 8 of 2003.

16.2.3. In line with the abovementioned Acts, ASE will not tolerate employees and/or stakeholders corruptly soliciting, accepting or agreeing to accept an inducement or reward for doing anything or omitting to do anything as required of an employee's role at ASE. These payments are referred to as facilitation payments, which are prohibited as it is unlawful. Should an employee or stakeholder commit such as act, ASE will take disciplinary action as per ASE's disciplinary code

17. Conflict of interest

17.1. What does it mean to have an 'interest' and/or 'outside interest'?

17.1.1. An "interest" is a commitment, obligation, duty or goal associated with a particular business, social role or practice.

17.1.2. An "outside interest" is an interest in an external business/role/practice that is not otherwise connected with one's work (i.e. involving ASE). This may include, amongst others:

- a. Outside activities (i.e. Owning a side business or earning additional income after hours);
- b. Outside employment (i.e. Employment for a competitor of ASE or another company other than ASE); or
- c. Outside directorship positions held (i.e. Acting as a director for any company other than ASE).

17.2. When does a Conflict of interest arise?

17.2.1. As per the Conflict of Interest Directive 08 December 2014 issued by Namibia Financial Institutions Supervisory Authority (NAMFISA), Conflict of Interest can be defined as:

"Any situation in which a financial service provider or a representative has an actual or potential interest that may, in rendering a financial service to a client-

- a) *Influence the objective performance of his/her or its obligations to that client; or*
- b) *Prevent a financial services provider or representative from rendering an unbiased and fair financial service to that client or from acting in the best interest of that client, including but not limited to:*

- i. A financial interest;*
- ii. An ownership interest; and*
- iii. Any relationship with a third party.”*

17.2.2. A conflict of interest can additionally be viewed as a situation in which a person is in a position to derive a personal benefit, through an outside or internal interest, from actions or decisions made in their official capacity.

17.2.3. A conflict of interest can further be a state where doubt is placed on whether ASE or a specific person at ASE can conduct business with a specific individual or party.

17.2.4. Conflicts of interest may arise in the following non-exhaustive examples:

- a. Starting a company that delivers similar services to ASE (potential competition to ASE);
- b. An employee not disclosing a personal relation (family or personal relationship) that exists to a supplier or customer to ASE;
- c. Unduly using your position for personal gain; and
- d. Conducting work for a competitor of ASE.

17.2.5. Personal relations and associations may result in conflicts of interest.

17.2.6. ASE employees and stakeholders should always have ASE's best interest at heart and therefore should not place their own interest above that of ASE.

17.2.7. Should such conflicts of interest arise, this should be reported immediately to the Manager: Human Resources at ASE.

17.2.8. Stakeholders are not permitted to headhunt ASE staff as this may potentially result in a conflict of interest.

17.2.9. Stakeholders are not permitted to create an unfair advantage to any party, especially to ASE competitors.

18. Declaring of Gifts

18.1. As a general rule, employees are not allowed to receive and accept gifts of material value from stakeholders (i.e. gifts with a market value exceeding N\$ 500).

18.2. However, should an employee receive a gift from an ASE-related stakeholder, employees should:

- a. Determine the value of the gift(s) in cash or otherwise;
 - b. Declare the gift(s) (irrespective of its value) within two (2) working days of receipt of the gift to the HR manager which will be appropriately considered, approved and added to the gift register manually; and
 - c. Upon approved, the ASE employee may formally accept the gift.
- 18.3. Stakeholders issuing gifts to ASE shall not do so in a secretive manner and will respect and uphold ASE's gift threshold and gift declaration process.

19. Confidentiality

- 19.1. ASE takes the necessary steps to ensure that employee and stakeholder privacy and confidentiality is maintained with the highest priority.
- 19.2. At ASE, employees are expected to treat all information as discrete and maintain confidentiality.
- 19.3. ASE may request employees and/or stakeholders to complete non-disclosure agreements if the need is identified by ASE management.

20. Financial reporting and accounting

- 20.1. Employees are responsible for ensuring that their company's financial and accounting information is valid, complete, accurate and reliable i.e. reflects the true nature and status of the business' transactions and financial status at all times.
- 20.2. Employees will ensure that their business' financial and accounting records are drawn up in line with the generally accepted accounting standards and principles, and are maintained and kept, in the prescribed format, for the required 5-year period, as stipulated in the Companies Act 28 of 2004.
- 20.3. For due diligence purposes, stakeholders will ensure that their business' financial and accounting records are drawn up in line with the generally accepted accounting standards and principles, and are maintained and kept, in the prescribed format, for the required 5-year period, as stipulated in the Companies Act 28 of 2004.
- 20.4. **Improper payments:**
- 20.4.1. Employees and stakeholders shall not make, receive or facilitate improper payments (payments that are of an inaccurate nature and/or that are not duly authorised and/or may seem suspicious) on behalf of or appearing to be on behalf of ASE.

20.4.2. Employees and stakeholders shall not pay, receive, facilitate or condone any form of bribery in an attempt to induce others.

20.4.3. Should employees and stakeholder become aware of such transactions, they are expected to escalate it to the Manager: Human Resources at ASE as soon as possible.

21. General conduct guidelines

21.1. Employee and Stakeholder Health and safety

21.1.1. ASE strives to protect their employees and stakeholders as outlined in the Labour Act 11 of 2007 schedule, item 2(2).

21.1.2. ASE expects that their respective stakeholders abide to the provisions as outlined in the Labour Act 11 of 2007 schedule, item 2(2).

21.2. Harassment and discrimination

21.2.1. ASE has zero tolerance for any form of harassment and discrimination against any individual as defined in section 1 above.

21.3. Drug and alcohol abuse

21.3.1. ASE has a zero tolerance for alcohol and illegitimate drug consumption during working hours.

21.3.2. Staff and stakeholders are not permitted to be found at ASE or during working hours impaired, to any degree, by means of alcohol or illegitimate drug consumption. Such a transgression will give grounds for dismissal with immediate effect.

21.4. Smoking

21.4.1. Smoking breaks are permitted at the designated smoking areas at ASE. No detail around the times and duration of the breaks are stipulated in this Code. However, should the occurrence and extent of the smoke breaks become disruptive to the work of staff members (preventing work from continuing or operating in a normal and reasonable way), ASE take disciplinary action as stipulated in ASE's disciplinary policy.

21.5. Physical protection

21.5.1. The possession of harmful weapons (i.e. weapons or objects that when used may inflict serious injury to another) are prohibited by ASE. ASE has the right to at any given time search employees and stakeholders to establish whether there may be a potential possession of such a weapon.

21.5.2. Should such weapons be discovered, these will be confiscated and disciplinary action per ASE's disciplinary code will take place.

21.6. **Political Support**

21.6.1. We at ASE, encourage and support involvement in community activities.

21.6.2. Employees and stakeholders shall not represent and express their personal political affiliations or views as if it were those representations and expressions of ASE.

21.6.3. Employees and stakeholders shall not use ASE resources (or creating the appearance that ASE is supporting, endorsing, or opposing any particular political position or political party/candidate, charity, product, or specific religion), without approval from the Managing Director.

22. **Reporting suspected ethical violations and grievances**

22.1. Employees and all other stakeholders should contact the Manager: Human Resources to consult on areas where clarity may be required or to report violations of the code by making use of the following platforms:

- a. Contact number: +264 (0) 61 261 143; or
- b. Suggestion box.

22.2. Employees and stakeholders may opt to remain anonymous by making use of any of the strategically placed suggestion boxes within the ASE premises.

22.3. Employees and stakeholders are encouraged to consult whenever they are in doubt of any areas regarding the Code.

23. **Disciplinary actions**

23.1. All employees have the duty to abide by the rules and regulations set out by ASE.

23.2. ASE may have to take disciplinary action against employees who repeatedly or intentionally fail to follow our Code of Conduct.

23.3. Disciplinary actions will vary depending on the violation and as stipulated per ASE's disciplinary policy.

23.4. Possible consequences include:

- a. First warning (verbal);
 - b. Second warning (written);
 - c. Final warning;
 - d. Demotion;
 - e. Reprimand;
 - f. Suspension or termination for more serious offenses; and/or
 - g. Detraction of benefits for a definite or indefinite time.
- 23.5. Management will be at the discretion to establish the form of discipline depending on the complexity of the violation as well as the guidance per ASE's disciplinary policy.
- 23.6. ASE may take legal action in cases of fraud, corruption, theft, or other unlawful behaviour.

24. Employee/Stakeholder Acknowledgement

I have read the above Code of Conduct and hereby declare to abide by this Code to the best of my ability.

Signed by:

ASE employee/stakeholder representative

Receiving ASE

Full name of employee:
Employed by ASE as (position):
Signed at (location):
Date:
Signature:

Full name of receiving ASE representative (General Manager level or above):
Employed by ASE as (position):
Signed at (location):
Date:
Signature:

Each signed pledge document shall be kept on the individual employee's personnel file or stakeholder files as deemed relevant.

