



ETHIC CODE AND COMPLIANCE

DENISPECTION Consulting Eng. & Inspection Co.





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1 Presentation

DENISPECTION Consulting Eng. & Inspection Co. (DCICO) strives to gain a foothold in the sector of quality control, demanding more both itself (employees, directors and partners), as well as its suppliers. Among these demands highlights the ethical and professional behaviour.

DCICO builds the foundation for collaboration with its stakeholders on integrity, respect, trust and transparency; with seamless code of ethics and sustained by the values of justice and equity. In short: **"doing things right"**.

DCICO Directorate is committed to ethical culture, to set an example with their behaviour in philosophy and values adopted by the organization, guiding and accompanying workers doing the right thing at all times.

This Policy comes into force on September 31, 2019.

2 Objective

The Code of Ethics of DCICO provides principles and procedures that provide insight and properly manage ethical and responsible act **"doing the right thing"**

3 Scope

This ethical code must be complied with by all parties indicated in the first paragraph of Chapter 1 of this document, as well as all those acting on behalf and / or representation of DCICO, and therefore exercising any function or relationship with external parties the organization.

3.1 *Compliance with other documents.*

DCICO has policies that complement the content of this Code or address issues of corporate integrity not included in this.

In cases where there are laws or rules that are stricter than what is defined in this Code of Ethics, such law or regulation shall prevail.

3.2 *Main objectives of the Code of Ethics*

The Ethical Code has as main objectives:

- Ensure that ethical culture and organizational transparency are part of the strategy and business development in DCICO. Define the corporate policies and ethical commitments to act in DCICO.
- Specify the practices that ensure ethical behaviour of employees and corporate transparency in front of all its stakeholders: customers, suppliers, society, state.

3.3 *Adherence to the Code*

This Code of Ethics has been approved by the Department of DCICO.

It is everyone's responsibility to comply with the ethical code as well as the legislation and rules that apply, including those cited in this document.

DCICO must formalize reception, understanding and commitment to comply with the provisions of this Ethical Code and participate in disclosure or awareness.

3.4 *Obligations and responsibilities*

All DCICO workers have the commitment and responsibility to always act with ethical conduct. Anyone who has under his responsibility work teams must set an example and model of upright conduct.

One of the most important responsibilities the Directorate of DCICO is to act with integrity and ethics toward its employees, customers, suppliers, government, community and general public. Also, it is important to develop the capacity and commitment of other workers to make ethical decisions.

In no case should be promoted, accept or approve any action that might be considered unethical, corrupt or may damage the reputation of the company, including the truthfulness and honesty regarding statements related to the quality of their services.

4 Business ethics

DCICO business ethics is to act under the principles, values, norms and organizational patterns that lead to correct personal and social behaviour within our company.

Working with ethical they are created relationships of trust, transparency and tranquillity, both within the organization and with stakeholders; contributing to sustainability and business growth.



5 Commitment to our employees

DCICO is committed to its workers and other stakeholders to promote respect by betting on:

5.1 Diversity and equal opportunities

At DCICO, we support diversity as an essential element of culture and organizational growth, so we are committed to equal opportunity, fair and respectful treatment towards and among all our colleagues.

Hiring decisions, recognition, promotion and / or dismissal should be based on qualifications, appraisals, skills, experience and performance; no other characteristics such as: race, colour, gender, age, nationality, ethnicity, religion, belief, sexual orientation, marital status, disability, political or any other phenomenon of this nature can influence such decisions.

5.2 Prevention of Workplace Harassment and discrimination

In DCICO there is an express commitment to respect towards and among workers and in that sense, there is no tolerance of any form of workplace harassment.

If it happens, it should be reported and analysed, and if proven, will be taken appropriate disciplinary action, as well as legal actions, in accordance with the provisions of current legal regulations.

5.3 Free association

DCICO respects the right of each worker against free association, of belong to a union or not, to seek other forms of representation and voice their concerns regarding working conditions without fear of reprisal.

5.4 Child labour

DCICO is aligned with international Human Rights policies and does not endorse, promote, or tolerate child labour; nor coexists with practices forced or compulsory labour.

5.5 Fair wages

DCICO is committed to paying its workers or fair compensation according to their duties and responsibilities, taking into account overtime if applicable; In addition, you undertake to respect and comply with current regulations on labour matters.

5.6 Promote health, occupational safety and environmental protection

At DCICO we are aware that safe and healthy working conditions, where the balance between work and personal life is valued, leading to a more productive environment, greater worker satisfaction and better quality of service.

We are committed to maintaining a safe work environment, eliminating risks identified in the workplace, so our security practices are guided by international standards and in compliance with current regulations.

It is essential the commitment of each of the workers in compliance with regulations and policies regarding to health and occupational safety, as well as timely communication of any unsafe practice, incidents and / or accidents, to take preventive measures or corrective that are pertinent.

5.7 Protect the information and personal data of the groups of interest

All employees we are committed to respecting and maintaining the confidentiality of any information that we have of other employees, clients, suppliers and generally any of our interest groups; including non-physical entities such as projects, purchases, etc. Including, without limiting themselves to them: personal data, such as contacts, dates, family, salaries, addresses, bank details, evaluations, medical history, etc.

Information (clients, projects, suppliers) cannot be communicated outside the organization.

The personal information of workers can only be shared when strictly necessary and with the prior consent of the worker owns of the information or a close relative, under the parameters established by the laws related to habeas data and protection of personal data.



6 Commitment as a company

DCICO and its employees are committed to business management culture based on ethics, defining the following principles against such practices:

6.1 Combating Bribery and corruption

Corruption is not only an impediment to economic development, but also represents a significant cost and multiple risks for businesses nationally and internationally.

DCICO and its employees are committed to have zero tolerance for bribery, transnational bribery and corruption in all its activities and businesses both local and abroad.

6.2 Principles of Drug and Alcohol

Every day, we do something that matters to our customers and society at large, so we must ensure that our employees, contractors working for or on behalf of DCICO, perform their tasks effectively and without hindrance.

We believe that the misuse of drugs and alcohol could put our own employees, as well as customers and the general public, at risk.

No one, despite of their role within the organization, must attend or undertake work when their performance is affected by alcohol or other drugs, legal or illegal, prescribed or otherwise.

DCICO operates worldwide, and that means we're subject to the laws and regulations of different countries. When there are differences as a result of customs, standards, local laws or regulations, we apply this policy or local requirements, whichever is more stringent and legally permitted. Local procedures, where they do not currently exist, have to be developed as an addition to this Policy.

6.3 Relations and interactions with third parties

The actions and behaviour of representations of DCICO (external inspectors, partners, etc.) has implications for the image and reputation of DCICO, which is why is our responsibility to ensure that their selection is based on substantial merit, avoiding situations that contravene our philosophy and ethical culture, so must adhere to this Code.

6.4 Free competition and trade restrictions

DCICO is committed to enforcing laws to preserve free competition.

The goal is to give customers products and services of high quality with fair prices, under no circumstances will a price or cost policy be agreed with competitors, nor will a conspire with competitors on any matter that may affect transparent market practices.

To ensure compliance practices based on free competition, any local or international activity must be accompanied by due diligence and so to avoid the violation of local laws or the other countries.

6.5 Environmental aspects

As a socially responsible company, we are committed to the protection and preservation of the environment; For this reason, all employees commit ourselves to it and contribute to meeting the environmental objectives of the company.

These goals include reducing energy use and dependence on fossil fuels in offices, in addition to recycling and / or reuse and / or separation of electronic waste, paper, plastic and organic.

DCICO is committed to comply with local laws and regulations on environmental matter, manages the appropriate action to mitigate environmental risks, all this rests on the implementation of management systems aligned with international standards such as ISO 14001.

6.6 Confidentiality

As a company inspection, certification, testing and consulting, customer communications occur, managing large amounts of information from them.

DCICO and its employees are committed to protecting the confidential information and of a commercial nature; as well as to prevent their undue disclosure, either inside or outside the company.

Access to such information should be limited to only what is necessary and within the legal and contractual principles, making sure not to share or give access to such information to any person without proper authorization.

In the fulfilment of our responsibilities you can have access to commercial information that is not public knowledge, nor should be known by competitors, or other parties that can disseminate it to them such as:

- Information about the business, strategic plans or operations.
- "Secrets" the business, technological information, purchases or resources.
- Clients lists, information, terms or contract tariffs or trade.
- Information, price and supplier discounts
- Among others: marketing plans, development of systems or products owned by the company, possible transactions with other companies or confidential information about other companies, etc.

Share such information with intentional or unintentional external or internal people so could affect the objectives of DCICO and in some cases lead to negligent or fraudulent action allegations, to the detriment of free competition.

It is not allowed to disclose to anyone outside the company, or use such information for their own benefit or third parties. The disclosure of such information is grounds for administrative, civil and even criminal penalties.

6.7 *intellectual property and trademark protection*

Brands and innovations are among the most valuable assets of any company, so all we are obliged to protect intellectual property belonging to DCICO or related third parties.

Proper and responsible use of the brand, corporate image, copyrights and patents, must follow the guidelines and principles that are held for the management of the brand, both by workers, collaborators, and by third parties working with these.

Publications and software programs developed by DCICO should be protected under local laws on copyright; as well as the practices, methodologies, writings, programs and other works created within the company and that should have this protection.

With the same conviction, the intellectual property of other companies, their brands and other aspects of visual identification must be respected. Any use of the trademark requires approval from the owner of the intellectual property.

7 **Conflict of interests**

DCICO behaves in its business activity in accordance with the principle of that conflicts of interest must be managed fairly, both between DCICO and its customers and between a customer and another.

With this conviction, DCICO has structured a series of corporate policies and practices that seek the consolidation of a culture based on ethics, the development of business in equilibrium and socially responsible conditions, in order to strengthen the trust of its partners, customers, suppliers, employees, government, and society in general. As an inspection service provider, DCICO periodically confronts real and potential Conflicts of Interest. Its policy is to take all reasonable steps to maintain and implement organizational and administrative arrangements to identify and manage relevant conflicts.

DCICO Directorate is responsible for ensuring that systems, controls and procedures adopted are adequate to identify and manage conflicts of interest, both real and potential.

DCICO has defined practices and procedures to be followed for the proper management of conflicts of interest that may arise in the development of the social order and to ensure that decisions made are devoid of interference to the independence, impartiality and integrity its determinations.

7.1 **Definitions**

7.1.1 **Conflict of interests**

Situations that could cause a significant risk of harming the interests of a client.

They may arise between:

- ✓ DCICO and a client;
- ✓ A person involved and a Customer;
- ✓ Two or more DCICO Clients in the context of the provision of services by DCICO to those Clients;
- ✓ A DCICO Provider and a Client.

7.1.2 **Clients**

- ✓ Current and potential (those with whom, DCICO seeks to have contractual relations with respect to services);
- ✓ Old clients with whom fiduciary relationships or other responsibilities still exist.



7.1.3 Regulated activities

A "regulated activity" refers to all types of activities such as the Notified Control organism under accreditation according to ISO 17020 for the evaluation of conformity on the CE marking of Pressure Equipment (directive 2014/68 / EU), or also the accreditation according to ISO 17025 for evaluation as an accredited laboratory on non-destructive testing.

7.1.4 Involved person

- ✓ An administrator, partner or equivalent, director or appointed representative of DCICO .
- ✓ An employee to DCICO , as well and any natural person who puts their services available and under the control of DCICO that is involved in the realization of DCICO regulated activities;
- ✓ A natural person who is involved in the provision of services to DCICO under a subcontracting system for the purpose of providing DCICO services and inspection activities.

7.1.5 Relationship with suppliers of DCICO

Relationship that DCICO has with a service provider, not only to entities that provide outsourcing services to DCICO , and provide services to DCICO .

7.1.6 Rules and Regulations

Regulatory and normative bodies publish standards and guidelines regarding conflicts of interest. policy is to adhere to such rules and norms where applicable.

This does not replace the obligation to observe any local regulatory requirements when identifying and managing Conflicts of Interest.

7.2 Identification

All the facts are considered and taken into account, among other things, whether DCICO , supplier or any other relevant person:

- It is likely to get an economic benefit, or avoid a financial loss, at the expense of the Client;
- Has an interest in the outcome of the service provided to the client or a service performed on client's behalf, which differs from the Client interest in that outcome;
- Have an economic or other incentive to favour the interest of one Client or of a group of Clients over the interests of another;

- It performs the same activity as the Client; I
- Receives or will receive an inducement of another person other than the client in relation to a service provided to the customer in the form of money, goods or services, apart from the standard commission or fee for that service.

7.3 Potential conflicts

All DCICO employees have a contractual obligation of loyalty to the company and conflicts of interest with DCICO should be prevented. In some cases, they represent a particularly high risk to reputation or business interests of DCICO , and must necessarily prevent such conflicts.

DCICO respects the rights and choices of their employees and do not want to interfere with private life. However, prevention of conflicts of interest of the people involved is an important to maintain the integrity and sustainability of our business, and contributes to strengthening trust and support among our colleagues and also with our main partners:

TYPE OF CONFLICT	THAT MUST BE PREVENTED OR ELIMINATED
personal relationships in the workplace	Anyone involved should avoid: <ul style="list-style-type: none">✓ Found in a supervisory relationship, subordination or control (e.g. have the authority to influence the conditions of employment) persons closely associated with them;✓ Take part in hiring decisions closely related persons (including internal / external recruitment).
external commitments, including employment	Anyone involved must not have any external commitment, paid or not, with: <ul style="list-style-type: none">✓ Partners or competitors of DCICO , unless it is to fulfil a business purpose of DCICO ;✓ Any other person or company if this has any impact on their performance in DCICO .



Personal financial interests Relationships with business partners and competitors	<p>Anyone involved should avoid:</p> <ul style="list-style-type: none"> ✓ Have interests equal or greater than 1% in companies that compete or maintain a business relationship with DCICO ✓ Negotiate on behalf of DCICO with entities in which they have a substantial interest or with which they have a close relationship; ✓ Act as responsible or advisor any government agency with regulatory authority or oversight on DCICO .
Gifts, invitations, travels, entertainment *	<p>Anyone involved shall not solicit or accept, directly or indirectly, from any business partner or competitor DCICO :</p> <ul style="list-style-type: none"> ✓ Compensation in cash or equivalent (p. g., shares, gift vouchers, discounts not derived from collective agreements, etc.). Here's This includes business partners and current and potential competitors; ✓ Gifts. If, despite everything, gifts are received, they must be returned if they influence or be perceived to influence the decision criterion of the DCICO representative; ✓ Invitations, travel or entertainment activities, unless primarily fulfil a commercial objective of DCICO , they are made in the company of a representative of the company that provides and do not influence (nor can they be perceived to influence) business judgment of the representative of DCICO . The acceptance of invitations for extraordinary or exceptional entertainment activities requires the approval of the superior.
Fees, commissions, services and other favours	<p>Anyone involved must not:</p> <ul style="list-style-type: none"> ✓ Request or receive fees, commissions, services or other favours from business partners or DCICO current or potential competitors.

7.4 Gifts and entertainment

All employees must abide by the commitment to refrain from soliciting, accepting or giving gifts either in the form of money, valuables or receive preferential treatment and care that may influence or appear to influence, professional judgment and objective and that may affect the good DCICO name.

They are not the subject of discussion these attentions of advertising elements such as agendas, pens of little economic value and participation in certain academic events.

Regular courtesy offerings, of a non-binding nature for the awarding of projects (dinners, accommodation ...) may be accepted with the following limits:

- Members or representatives of DCICO can never accept gifts or offerings (such as food or lodging) above 50 euros value.
- Beyond this value, and up to 150 euros, it is to be communicated to the person responsible for authorization.
- Any gift or offering whose market value is more than 150 euros will be strictly prohibited. The member or representative of DCICO kindly reject the proposal and inform their superiors if necessary, to take any additional action.

7.5 Communication

DCICO is aware that it is not always possible or practical to prevent a conflict of interest. When it cannot be prevented, we have to communicate it.

Having a conflict of interest is not necessarily bad, but it can become a problem or legal issue if you try to influence the outcome of commercial results for your own benefit, direct or indirect. That is why transparency through communication is essential and helps to protect the integrity and reputation of DCICO and Personnel Involved.

As soon as the Person Involved notices a probable conflict of interest have to inform, if possible, before being immersed in it.

The staff has recently joined DCICO have to report any conflicts of interest they have with the company during the hiring process, so inform the hiring responsible.

When communicating a conflict of interest, the first thing to do is consult the superior, and write a record of the communication.



7.6 Additional Control Measures

DCICO maintains access permission policies that are designed to restrict that some information flows between different areas of DCICO. The measures are implemented to prevent that DCICO and the Persons Involved to carry out activities on behalf of the Clients without being influenced by other information maintained in DCICO that could cause a potential Conflict of Interest.

In addition, the following additional measures are available to adequately manage the potential conflict:

- Implementation of information barriers (access permits) specific to *ad hoc* services or other methods of segregation of information, taking into account all relevant information available to management;
- decline to act.

7.7 Treatment by the Directorate

The communication of conflicts of interest provides to DCICO transparency about them, whether they are real, potential or perceived. It is a necessary to reduce risk, but communication alone is not enough. It is also necessary that conflicts of interest are addressed.

Addressing a conflict of interest is everyone's responsibility, but mainly of the DCICO superior. It is expected from the superior:

- an affair evaluation of the situation regarding the conflict of interest reported by the personnel involved, including the risks that such conflict may harbour for commercial interests and the reputation of DCICO ;
- Seek for advices, if necessary, from the directly responsible and other departments, including the legal department, HHRR...;
- take a pragmatic decision to address the conflict of interest, in order to minimize risks of DCICO and protect, as far as possible, the interests of the personnel involved;
- Communicate the decision and its arguments to the personnel involved and to perform timely follow up to ensure that the employee understands and abides by it;
- Document the decision using, for him/her or the person involved the local online communication system.

7.8 Disclosure of Conflicts and Client Consent

As global inspection service organization, DCICO is involved in many activities that may conflict with the interests of their clients. Sometimes, if any conflict remains and where permitted by local regulations, you have to reported to an affected customer to get the client's consent to act. It will be informed so generally and / or about the origins of the conflict that allow the client to make an informed decision.

7.9 Records

When communicating the existence of conflict of interest by the personnel involved, the system of local online communication (email) will be used.

DCICO maintains and regularly updates a register of types of regulated activities carried out by or on behalf of DCICO which have emerged Conflicts of Interest that entailed a risk of significant damage to the interests of one or more clients or, in the case of a service or an ongoing activity, that arising.

The information contained in the registration facilitates the identification and effective management of any potential conflict of interest.

8 Help, recommendations and guidance

DCICO makes a channel available to stakeholders that guarantees total independence, transparency, confidentiality and reliability.

Any complaint or query may be exposed anonymously. It should stand who wish to be identified, DCICO is committed to protecting the complainant and ensure an environment free from retaliation.

8.1 Training and awareness

All personnel involved should be familiar with this Code and participate in training sessions to be organized. Superiors should also receive training on their particular responsibility to assess a effectively address conflicts of interest.



8.2 Ethical channel

Compliance with laws, regulations and policies, including this Code of Ethics is the responsibility of all of us. Employees with personnel in charge also have a responsibility to support their teams in all matters relating to the implementation of this Code.

All employees of the company are encouraged to ask questions, seek guidance and report any infringement, suspected or known, whether to this Code, or actual or potential infractions to the laws, regulations, statutes and other company policies.

To share information or concerns about ethical principles should be used regular channels, so DCICO will soon make available to all stakeholders an "ethical line" access on the web pages and their internal management software.

DCICO will conduct a review and / or complete, impartial and thorough investigation, as appropriate, doing their best at all times to protect the privacy and dignity of employees and any other outside person involved.

8.3 Whistle-blower protection and retaliation-free environment

DCICO ensures that no adverse employment consequences as a result of raising report a complaint, complaint or query. It undertakes to release from retaliation and protect the complainant, provided that:

- The statement is in good faith.
- Believe that is true or not try to deflect another research situation.
- Do not act maliciously or make false accusations.
- Do not look for any financial gain or personal with the complaint or inquiry.

Those who report possible misconduct, provide information or provide any other assistance in an investigation into possible misconduct will receive protection against retaliation.

8.4 Disciplinary actions and violations of the Code

Compliance of the established at Ethics Code is mandatory for all DCICO workers and breaches thereof will be sanctioned in accordance with the internal regulations, without prejudice to the provisions of local laws.

It is the responsibility of each worker:

- Refrain from authorizing, motivate, approve, participate in or tolerate violations of this Code.
Report violations of the provisions of this Ethics Code.
- Refrain from retaliation, directly or indirectly, or encourage others to do so, against any employee for reporting a suspected violation of the Code.
- Act or intervene in a timely and diligent manner, facts or circumstances that contravene the principles established in this code; especially when a management position is concerned.

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