

The DOF Group

Code of Business Conduct

Guidelines for safe, legal, ethical decision-making, everywhere we do business



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Message from CEO



"The DOF Group
absolute commitment
to honest, ethical business"

Dear Colleagues,

The DOF Group has grown to become a global organisation, operating in a complex environment. For over 35 years, since our inception, we have seen many changes, but one thing has been constant. Over this time, the key to the DOF Group's success remains unchanged – our people.

Everywhere the DOF Group does business we act responsibly and ethically. Each of us play an important part and take pride in the way we do business. Our actions and decisions have always been guided by and grounded in our values – respect, integrity, teamwork, excellence – and above all we are safe. In this way, we ensure we are honest, fair and equitable in all our dealings, deserve our reputation and continue to build our future.

The Code of Business Conduct has been updated because the global business world is complex. It is a resource you can read and refer to and is designed to support your sound judgement and common sense. This new format aims to help us all meet the Group's expectations for professional standards and to comply with all legal and regulatory obligations.

Individually and as a Group, respect underpins everything we do and every interaction we have. Be guided by this principle - respect for people: our colleagues, our customers, and our business partners – to help us work as a global team and utilise the strengths of the Group. The Code of Business Conduct is here as a guide and cannot cover every situation you may encounter, if in doubt, apply the watertight integrity test.

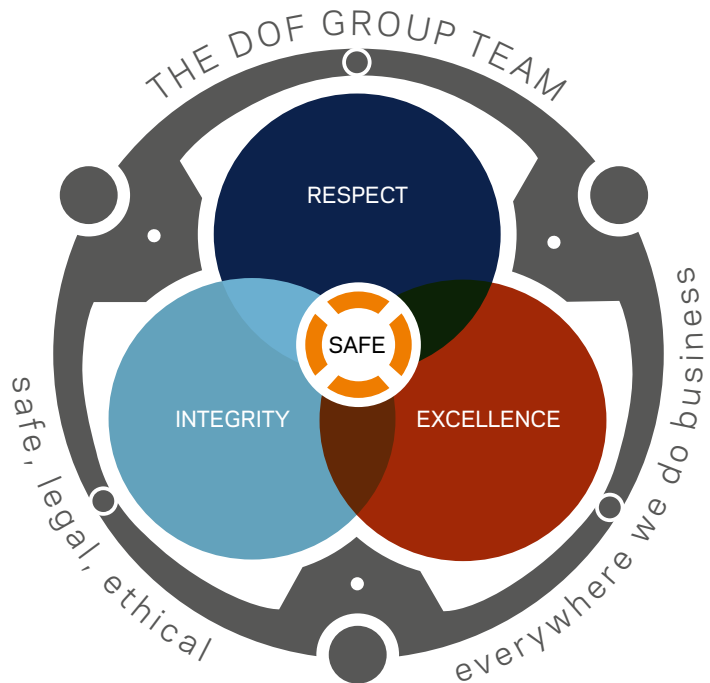
Thank you for contributing to the achievement of our vision - *"To be a world class integrated offshore company, delivering marine services and subsea solutions responsibly, balancing risk and opportunity in a sustainable way, together, every day."*

A handwritten signature in blue ink, appearing to read 'Mons S. Aase'. The signature is fluid and cursive.

Mons S. Aase
Chief Executive Officer

Our Values

We conduct our business ethically and with integrity. Our values interact with each other to shape our remarkable team and strong safety culture. They are embedded in our policies, our code of business conduct and our safety culture. The DOF Group values are Respect, Integrity, Teamwork, Excellence, and above all we are SAFE.



Why we need a Code of Business Conduct:

The **Code of Business Conduct** supports **good decision-making**. Our values, **Respect, Integrity, Teamwork and Excellence (RITE)** help define each of **our roles and responsibilities** in complying with laws, regulations and policies, **everywhere we do business**.

The DOF watertight integrity test

Think the RITE way. Apply this watertight integrity test and if the answer to any of these questions is **'No'**, take action.



IS IT SAFE?

Never compromise safety, your safety is our priority



IS IT LEGAL?

Wherever we work, we never break the law



DOES IT REFLECT DOF VALUES?

Always act safely, respectfully, with integrity, contributing to the team to achieve excellence



AM I SETTING A GOOD EXAMPLE?

Consider the team, make positive contributions, speak up when necessary



WOULD I BE COMFORTABLE TALKING ABOUT IT?

If you wouldn't feel comfortable talking about this with your family, friends and colleagues or if your actions won't withstand scrutiny, change your behaviour; don't do it

What to do if you see something unacceptable ...

We all have a part to play in fostering a culture of corporate compliance, ethical behaviour and good corporate governance. The DOF Group maintains an open working environment in which employees and contractors can feel comfortable reporting any breach of law or any violation of the DOF Group's policies, or other legal or ethical concerns, without fear of intimidation or reprisal.



Unacceptable conduct?

- Dishonest, fraudulent or corrupt
- Illegal, such as theft, drug sale or use, violence, harassment or intimidation, criminal damage to property or other breaches of state or federal law
- Unethical, such as dishonestly altering company records or data, adopting questionable accounting practices or willfully breaching DOF's policies
- Potentially damaging to DOF or a DOF person, such as unsafe work practices or wasting company resources
- May cause financial loss to DOF or damage its reputation or be otherwise detrimental to DOF's interests
- Involves any other kind of serious impropriety

... raise your voice



The Code of Business Conduct is approved by the Board of Directors and supported by the management structure. Concerns can be resolved using the structure shown below. However, you can also report them anonymously.

If you see something unacceptable raise your voice.

- Report it immediately to your supervisor or any other senior member of your business unit or the human resources manager or a member of the legal department.
- Go to the Ethics Helpline available via a link on the BMS, Portal and Website.

If you feel a concern has not been adequately addressed or you feel the parties above may not be impartial, you can address external authorities, directly.



The Ethics Helpline

is hosted and staffed by an independent third-party provider.

It is available via a link on the BMS, Portal and Website - 24 hours a day, 7 days a week and in multiple languages.

Reports can be made by phone or online you can choose to remain anonymous, or not.

Think  the RITE way

Our non-retaliation policy strictly prohibits acts of retaliation or harassment against any person who has raised a concern in good faith, or anyone who participates in an investigation. This means you may raise concerns without fear of your employment being negatively affected. Our policy against retaliation protects anyone who makes a report in good faith, even if you are found later to be mistaken.

All of our
actions are
grounded
by our
values



Conduct business with **respect**

Protect our reputation, assets and the environment

Human rights **10**

Sustainable environmental management **12**

Taking care of our vessels and assets **14**

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Human rights

As a responsible organisation the DOF Group support and promote fundamental human rights. In line with the United Nations guidelines we will ensure our operations do not breach international standards and conventions. We will avoid causing or contributing to adverse human rights impacts through our activities and seek to prevent adverse human rights that are directly linked to activities through our business relationships.

Always follow these rules:

- **Comply with all applicable laws** and respect internationally recognised human rights, where we operate
- **Follow consistent procedures** among our companies and business partners to achieve a high common standard even where business practices in the countries in which we operate differ
- **Ensure all parties we work** with share and implement the same standards of human rights
- **Always report** incidents of unacceptable behaviour or deficiencies in the system

DEFINITIONS

Human rights: The rights inherent to all human beings, whatever our nationality, place of residence, sex, national or ethnic origin, colour, religion, language, or any other status. We are all equally entitled to our human rights without discrimination. These rights are all interrelated, interdependent and indivisible.

Trafficking: Human trafficking is to exploit children, women and men to perform work and services using force, violence, threats, deception or exploiting the person's vulnerable situation.

Child Labour: Child labour refers to the employment of children in any work that deprives children of their childhood, interferes with their ability to attend regular school, and that is mentally, physically, socially or morally dangerous and harmful.

"Always conduct business with the principles of honesty and fairness"

Examples and Dilemmas

One of your peers has refused to accept that his/her employees are part of a union.

At DOF, all employees are free to associate, organise and bargain collectively. You should bring this to your co-workers attention as it is against the company's policy.

You have been made aware that a supplier is using children to pack their goods for shipment to our DOF vessels. What is the right thing to do?

Notify Senior Management and the Legal Department and suspend use of that supplier.

Is it okay to use a subcontractor who underpays his employees?

No it is not! Notify Senior Management and the Legal Department and suspend use of that supplier.

RELATED LINKS AND DOCUMENTS

[DOF ASA Human Rights and Slavery Statement](#)

Think  the RITE way

Apply this watertight integrity test -
If the answer is 'No', take action.

You can see due diligence has been followed to ensure business partners comply with applicable Human Rights laws and DOF values.

You suspect a violation of Human Rights laws and have promptly reported it.

You would be comfortable if a member of your family, or friendship group was treated in this way.

Sustainable environmental management

We all have a duty-of-care for our environment. It is important to act with care and consideration and ensure we minimise our environmental impact everywhere we operate.

By understanding and taking practical measures to reduce DOF Group's environmental impact we work safely and sustainably.

Always follow these rules:

- **Familiarise** yourself with the Environmental Impact Policy and use it to guide your approach to environmental care
- **Implement controls and actions** to meet statutory and non-statutory requirements
- **Consider environmental impacts and interactions** in decision making and risk management processes
- **Plan, organise and assess** activities and ask *“what are the direct or indirect impact of our actions on the environment?”*
- **Take a precautionary approach** if there is an unknown impact to the environment, until there is enough information to make a decision
- **Ensure due diligence has been followed** to verify business partners comply with the same standards of environmental management

DEFINITIONS

Environmental Aspects:

Elements of DOF Group's activities, products or services that interact or can interact with the environment.

Environmental Impact: Change to the environment wholly or partially resulting from DOF Group's environmental aspects.

Sustainable Operations:

The balance of social, economic and environment factors allowing organisations to meet their goals, without compromising the resources available to future generations.

"Ensure our activities have minimal impact upon the environment"

Examples and Dilemmas

You realise that seven cubic metres of sludge and bilge water delivered from your vessel to a subcontractor for destruction has been tipped into a river instead of being discharged as specified in the contract. What should you do? You should immediately report this to your senior officers and they will consult the Shipboard Oil Pollution Emergency Plan, SOPEP. Local government and nearest coastal state need to be contacted. The sludge and bilge water is still under DOFs responsibility and liability. This is an environmental crime and needs to be dealt with accordingly. To prevent such outcomes, we must carefully select and evaluate the subcontractors who deal with our environmental discharges.

You have an option to replace cable-ties, which are being used to secure cabling subsea with 'biodegradable cable-ties'.

You can replace conventional plastic with biodegradable cable ties only if the functionality of the cable-ties isn't compromised.

You should also consider whether the cable-ties will biodegrade at proposed depth/temperature/light.

A new lubricant has been introduced to the market that is 'marine friendly'. However, consequence of long term human exposure is unknown at this stage.

There is no situation where environmental management should be at the expense of personnel safety.

Conclusive, credible and medically supported evidence must be available regarding safe use, before the new lubricant would be considered for use.

RELATED LINKS AND DOCUMENTS

[Environmental Impact Policy](#)
[Environmental Management Manual](#)

Think  the RITE way

Like other risk management processes we must identify and evaluate the risks and use 'as low as reasonably practicable - ALARP' principles to apply control measures.

Apply this watertight integrity test -
if the answer is 'No', take action

Has everyone's personal safety been considered?

Have other risk profiles been considered?

Is this a balance of environmental, economic and social considerations?

Are we using the best available Environmental Management technologies, methodologies and management methods?

Have we taken ALL stakeholders into account?

Taking care of our vessels and assets

Our fleet and assets are essential to our business and the way we look after them secures our capability to operate safely, efficiently and deliver high quality services to our clients. Properly planned and managed maintenance programs ensure safe and efficient project delivery. All personnel involved in maintenance activities on behalf of the Group help to keep themselves and colleagues safe, care for the environment and avoid project delays.

Always follow these rules:

- **Familiarise yourself** with and follow the applicable company policies, guidelines and manufacturer guidelines
- **Report** all preventive and corrective maintenance activities into DOF Group maintenance system (all requirements are recorded to ensure equipment operates safely and efficiently)
- **Carry out maintenance** activities safely
- **Conduct** risk evaluation and management across the maintenance process
- **Generate and be aware of** technical bulletins - keep your colleagues up-to-date with important information
- **Never modify equipment** without an approved Management of Change
- **Ensure** assets, including lifting equipment or handling systems, meet specific requirements for certification
- **Preserve equipment** according to maintenance requirements when not in use
- **Speak up if you see something that needs to be improved** - the vessel is your second home

DEFINITIONS

Preventive maintenance:

Pre-scheduled interval actions taken to maintain the required function(s).

Corrective Maintenance: Work

carried out after identification of failure. Purpose is to restore function(s) and prevent failure to develop into full function failure/ breakdown of the equipment.

Condition Monitoring: Monitoring

to identify potential machinery problems at earliest possible stage, and track significant changes that indicates failure development.

"Properly planned and managed maintenance programs ensure safe and efficient project delivery"

Examples and Dilemmas

You think a co-worker signed off a job that hasn't been completed. What do you do?

If you see a job being signed off and you think it may not have been completed, you should first notify the person signing off the job. Ask about the reason for the unfinished job being signed off. Based on the reason, it might be necessary to, for example, make a correction in the Maintenance Management System.

Walking around the vessel, you see a corroded pipe that requires maintenance.

If you see something that requires maintenance, you should notify the person onboard responsible for that equipment/department. Make sure they are aware of the issue and that the job has been registered in the Maintenance Management System.

You see a co-worker operating equipment outside its purpose.

The consequences can be a safety risk to the equipment operator and have economic implications. Your first responsibility is to the safety of your colleagues, intervene when it is safe to do so.

RELATED LINKS AND DOCUMENTS

[Maintenance Manual](#)
[Marine Maintenance Policy](#)
[Global Asset Storage Guideline](#)
[Subsea Assets Maintenance Guideline](#)

Think  the RITE way

Apply this watertight integrity test -
if the answer is 'No', take action

Have you planned the job?

Do you have the required work permit for the task you are to undertake?

Have you considered the safety hazards?

Do you have the right equipment for the job?

Do you have the right knowledge to do the job?

Is the asset safe to use/operate?

Has it been maintained as instructed?

Have you considered the risk of environmental pollution?

Cyber-attacks and security

The internet is part of everyday life. For companies and individuals alike, it is this internet connection that makes us vulnerable to cyber-attack. The internet is the primary distribution channel for viruses, malware and misinformation. Cyber-attacks are an increasing, unrelenting and costly threat to us all. We need to be vigilant to keep intellectual property, private information and systems secure.

Always follow these rules:

- **Be responsible**, avoid loss, damage, theft and unauthorised use of computers, and other mobile devices
- **Protect** your computer (or mobile device) with a password when it is not in use
- **Never** share your passwords and always keep them up to date
- **Always be** cautious when opening hyperlinks in e-mail attachments. If the link looks suspect – **DO NOT CLICK AND REPORT TO MARIN IT**
- **Do not** download programs and other files unless you trust the sender or the website that they come from. Outsiders are always looking for a way into our systems.
- **Only** provide personal details and credit card information when using a secure connection and when there is a natural need for this information. The sign of a secure connection varies somewhat between browsers, but they often include a padlock symbol on the status line at the bottom of the screen or next to the address at the top of the screen
- **Reject** any offers of free software, anti-virus programs or other protection. The Company's computers have the protection they need

DEFINITIONS

Cybersecurity: The preventative techniques used to protect the integrity of networks, programs and data from attack, damage, or unauthorised access. Cybersecurity involves protecting information and systems from major Cyber-attacks.

Cyber-attack: An attempt to damage or destroy a computer network or system and the information that resides there.

Cyber intrusion: Unauthorised access to a computer or device without owner's permission.

Phishing: The attempt to obtain sensitive information such as usernames, passwords, and credit card details (and, indirectly, money), often for malicious reasons, by disguising as a trustworthy entity in an electronic communication.

"Be vigilant, outsiders find ways into our systems by tricking you into helping"

Examples and Dilemmas

I received an email from a colleague, and clicked on a link, I realise it wasn't a genuine email address. What should I do?

Users who observe or suspect that an IT security incident is in progress or has happened should disconnect from the network immediately and contact Marin IT's Service desk. Then let a colleague help you to send an email to servicedesk@marinit.no

Can I give a DOF Group-owned Computer to my family member for use?

No. You are responsible for protecting the DOF Group's assets at all times. You must follow all security procedures for the DOF Group's property.

You are on holiday and a colleague asks for your password to release an invoice that is business critical.

Giving away your password to anyone (including IT personnel) is strictly forbidden. There are other means built into the various systems that can take care of situations like this.

RELATED LINKS AND DOCUMENTS

[DOF Group IT Standard](#)

Think  the RITE way

Apply common sense and sound judgement to computer, phone and other mobile device use.

Apply this watertight integrity test - if the answer is 'No', take action

All my devices - PCs, Mobile devices - phones and PDAs are password protected?

Content on my devices is only accessible to authorised persons?

Important Company documents have been saved on the network and archived to DOFs document handling system?

Has sensitive or important information been removed from my local computer?



All of our
actions are
grounded
by our
values

Always act with **integrity**

Comply with all laws, regulations, and policies to conduct business fairly

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Conducting business fairly

Conducting business fairly is a core principle for the DOF Group but also involves some complex areas of law and regulation which can have implications for you and the Company. If you're in doubt always ask for advice from the Legal Department. The DOF Group promotes competition and free enterprise and will not act in any way that will breach antitrust and competition laws or the principles of fair dealing. We strive to develop positive perceptions and confidence when dealing with all customers, suppliers and other business partners.

Any violation of Antitrust and competition laws can subject The DOF Group to criminal and civil penalties; you are caretakers of our integrity. Anyone responsible for inappropriate conduct will be subject to disciplinary action.

Always follow these rules:

- **Familiarise yourself and always comply** with competition law in your business and jurisdiction. Ask the Legal Department for advice if you are unsure
- **Treat customers and suppliers fairly** and with integrity
- **Never enter into an agreement that is not legitimate** - if you're unsure, ask
- **Never enter into any contract or commit DOF Group resources** unless authorised
- **Respect confidentiality** of our customers' and suppliers' information
- **Communicate honestly** in all proposals, bids or contract negotiations
- **Keep records** of meetings with competitors
- **Note the origin** of information you collect regarding competition on the market
- **Pay attention** to the existence and operation of purchasing groups in which the Company wishes to participate

DEFINITIONS

Antitrust and Competition: Laws that support free enterprise by prohibiting the practices that unreasonably restrain trade. This definitely includes agreements between competitors that fix prices, and can include restrictive supply or distribution agreements. Ask for advice.

Developing positive perception and confidence: The trust and confidence of those with whom we do business is a vital resource. By behaving with integrity, the DOF Group's reputation and sustainability is safeguarded.

"The confidence of our customers, suppliers and other business partners is vital"

Examples and Dilemmas

A former colleague, now working for a competitor, calls you and suggest that you should discuss on a general level an upcoming tender. How should you respond to this?

You should tell your former colleague that such discussions cannot take place as this might be in breach of competition laws. Do not propose or reach an agreement or understanding with any competitor regarding any aspect of competition.

You meet a person working for a subcontractor at a conference, and they want to share some pricing information about their services 'off record'.

Avoid any "off record" discussions on prices. Leave any meeting that enters into this territory.

I have received an email that contains a competitor's confidential information. Can I use the data?

No, you can't use or share this information as it would contravene business laws and the DOF Group values. Bring the email to the attention of the Legal Department.

RELATED LINKS AND DOCUMENTS

For more info, please visit
<http://konkurransetilsynet.no/en/>

Think  the RITE way

Conduct DOF Group business fairly. Both you and the company can be held responsible for non-compliance with applicable laws and the penalties can be severe.

Apply this watertight integrity test -
If the answer is **No**, take action.

Is this agreement legal, fair and ethical?

Is this information in the public domain?

Is this comparison between our strengths and our competitors' fair?

Am I upholding my legal obligations to my former employer(s)?

Avoid bribery and corruption

Working globally is complex. The DOF Group operates across geographical borders, under different regional and international legislation, depending upon each vessel's flag state, country of operation, and type of operation. It is important for us all to understand the risks associated with bribes and improper payments – and the ways in which we can protect ourselves. The DOF Group promotes and maintains the highest level of integrity, ethical behaviour and accountability.

Any violation of Anti-bribery and Corruption laws can subject The DOF Group to criminal and civil penalties; you are caretakers of our integrity. Anyone responsible for inappropriate conduct will be subject to disciplinary action.

Always follow these rules:

- **Do not** make payments to political parties, organisations or their representatives
- **Do not** accept or give a bribe, kickback or other improper payment for any reason
- **Never offer** gifts or hospitality to influence imminent business decision-making process or cause others to feel under obligation to the DOF Group
- **It is strictly forbidden** to give any gifts or money to any public official to gain any advantage with regards to any services.
- **Follow consistent procedures** among our companies and business partners to achieve a high common standard even where business practices in the countries in which we operate differ
- **If you are threatened or in physical danger** due to a hostile situation, your personal safety is the highest priority

DEFINITIONS

Bribe: Anything of value given, offered, promised, accepted, requested or authorised with the intent that a person who is trusted or expected to act in good faith or with impartiality, performs that function improperly or in order to obtain a business advantage.

Kickback: A gift or payment made with the intention of obtaining or retaining business or a business advantage which is not legitimately due.

Corruption: Corruption is a form of dishonest or unethical conduct by a person entrusted with a position of

authority, often to acquire personal benefit.

Facilitation payment: Payment offered to attempt to expedite or secure performance of a routine government action. Facilitation payments are illegal in most countries.

"We act ethically and lawfully to protect the DOF Group reputation and comply with applicable laws, wherever we do business"

Examples and Dilemmas

An official asked me to make a payment for goods to clear customs processes?

If a payment is going to an official's agency or department with some sort of agency form or application, it is likely to be a permissible payment; but if it is going in the pocket of the official, it is likely to be considered a bribe.

I would like to invite a client to a fund-raiser dinner. We have a submitted a tender to the Company they represent, but it's a different division. This should be okay?

We never offer gifts or hospitality to influence imminent business decision-making process or cause others to feel under obligation to the DOF Group. If you have a tender underway with the Company, accepting your invitation may be prohibited by the recipient's organisation, so it is best avoided.

A colleague has been using money from the petty cash without receipts and have been accused of corruption.

The act is suspicious but the definition may be wrong. If the money has been used for personal gain this is not corruption, but embezzlement. However if it has been used to bribe an official, this is corruption. Always raise your concerns if you see something like this.

RELATED LINKS AND DOCUMENTS

[Supply Chain Management Manual](#)

Think  the RITE way

If you are concerned that something doesn't feel right, speak up. Both you and the company can be held responsible for non-compliance with applicable laws and the penalties can be severe.

Apply this watertight integrity test -
If the answer is **No**, take action.

You have kept adequate books and financial records.

You suspect a violation of anti-bribery laws and have promptly reported it.

You can see due diligence has been followed to ensures business partners comply with applicable anti-bribery laws and DOF values.

Non-public information

Our reputation and the trust and confidence of those with whom we deal are vital. We must all comply with the legal and regulatory obligations for confidential non-public information about the Group, the Group's activities and related Companies. It is important for the DOF Group to ensure material information is factual, accurate, is always communicated consistently and is not disclosed selectively or inappropriately.

Always follow these rules:

- **Comply** with all laws, regulations, and policies
- **Only** disclose information that is publicly available – this ensures company disclosures of financially sensitive and other information which would be expected to be released initially to the stock exchange is disclosed in a timely, consistent and appropriate manner
- **Do not** participate in any business or investment opportunity you've learned of through your position within the Group or that may be offered to you because of your position
- **Only provide access to material, non-public information on a strict need-to-know principle.** Do not pass on any inside information to others, such as friends or relatives
- **Comply** with guidelines for retention and disposal of DOF Group records
- **Do not disclose confidential information** to regulatory bodies or other third parties without checking with the DOF Group Legal Department
- **Be aware** of the specific procedure for releasing material information and ensure you have all approvals, including client approvals, for media releases

DEFINITIONS

Material information: Any information that a reasonable investor would consider important in a decision to buy, hold or sell stock.

Common examples of material non-public information: Financial results, business acquisitions or sales, gain or loss of a major customer or supplier, management changes, stock splits, major litigation, and communications and rulings from government agencies etc.

Insider dealing: The illegal practice of trading on the stock exchange to one's own advantage through having access to confidential information.

"We ensure material information is factual, accurate, is always communicated consistently and is not disclosed selectively or inappropriately"

Examples and Dilemmas

We have won a contract and it would seem a good time send out a press release and a good time to buy shares.

Wrong. This is material, non-public information. Consult the DOF Group authorised spokesperson, or the office of the CFO for approval and sign off before any release can be made. It is important the information is released to the Stock exchange prior to any other disclosure. You may not purchase this stock until the financial information is made known to the public through official channels.

I've been contacted by the media to discuss DOF Group.

You are not authorised to speak on behalf of the DOF Group, refer to the Communications Standard for the authorisation matrix.

My manager asked me to add a transaction to my expense claim. Is it OK to do this?

No it is not. All business transactions will be recorded accurately and fairly in the company accounts so the DOF Group can provide timely, accurate, consistent, complete and fair disclosure of information to enable investors to make informed and orderly decisions.

Think  the RITE way

Keep DOF Group confidential information secure. Both you and the company can be held responsible for non-compliance with applicable laws and the penalties can be severe.

Apply this watertight integrity test -
If the answer is 'No', take action.

Am I authorised to disclose this information to a third party?

Is this information secure? (Computers, offices, documents).

Should I discuss this information where I could be overheard?

Has this business transaction been recorded accurately and fairly ready to appear in company accounts?

RELATED LINKS AND DOCUMENTS

[Communication Standard](#)

Conflict of interest

A conflict of interest arises when your professional obligations to the DOF Group are influenced by a secondary and competing interest. It is easy to be unaware when a situation constitutes a potential conflict. If you suspect your judgment is no-longer impartial or neutral, ask for advice and remove yourself from the situation.

Always follow these rules:

- **Be aware of situations** that can create conflict of interest by knowing what can bias good judgement. Good judgement can be biased by things like money, ambition, prestige, love, friendship, even envy. Remember this is not necessarily about 'favouritism' as we may be harder on those with whom we have a relationship.
- **Remove yourself** from the decision-making, if you can see you have a competing interest.
- **If you are in any doubt**, disclose the potential conflict and ask for guidance.

DEFINITIONS

Nepotism: The practice of people with power or influence favouring their relatives or friends, especially by employing them or awarding them contracts (can include business, political, entertainment, sporting opportunities etc.)

Self-dealing: The conduct of a person taking advantage of their position and acting for their own interests rather than for the interests of the beneficiaries of the trust, corporate shareholders, other employees or clients.

Employment: An agreement between an employer and an employee that the employee will provide certain services in return for payment. The work will occur at a site designated by the employer.

"Always conduct business with the principles of honesty and fairness"

Examples and Dilemmas

You are on the employee selection committee and a member of your family has applied for the role.

This is a conflict of interest. Disclose the conflict of interest to your manager and remove yourself from the selection committee.

You have been approached to work as a freelance engineer by a DOF Group client.

Any outside employment such as this, where interests conflict, is not acceptable.

You have been appointed as a board member of the local Red Cross organisation. Is this OK?

Being a member of a voluntary organisation is OK. The dilemma is if you are employed and paid as an employee. In such situations you are obliged to inform your manager.

Think  the RITE way

Apply this watertight integrity test -
If you answer 'NO' to any of these questions, take action

Are you sure you will not personally benefit from the transaction being conducted?

You are sure your outside employment doesn't compromise your role or your obligations to DOF?

The potential recruit is unknown or unrelated to you or anyone in the team you control?

The personnel or controllers of the firm you are purchasing goods or services from are unrelated to you?

All the equipment and means you are using to support your external business is your own?

RELATED LINKS AND DOCUMENTS

For further information, please contact the Legal department

Operating responsibly

The DOF Group aims to achieve excellence in all its operations, in every jurisdiction in which it works. We operate a responsible organisation under laws and regulations which vary and are subject to change. We are always guided by our values and the highest principles of integrity and responsibility. The DOF Group is committed to paying its fair share of taxes to the countries in which it operates; complying with international export, import and trade laws and regulations and operating Anti-Money Laundering principles.

Always follow these rules:

- **Cooperate fully** with legal and regularity authorities
- **Know and comply with** tax legislation, law and transfer pricing guidelines
- **Ensure** our inter-company transactions are based on arm's length terms, in accordance with guiding principles such as the OECD Transfer Pricing Guidelines
- **Encourage** our employees worldwide to adopt best practice in relation to declaring taxes on personnel income earned whilst working for the DOF Group anywhere in the world
- **Know and comply with** all export, import and trade laws and regulations.
- **Become aware** of the 'red flags' for potential money laundering activity
- **Always follow** established Policies and Procedures to observe and record all payments and transactions. Follow Global Financial Standards for acceptable forms of payment and keep current, complete and accurate records of every business transaction
- **Report** any suspicious activity
- **Conduct** appropriate due diligence on all subcontractors, suppliers, consultants and agents

DEFINITIONS

Tax: A compulsory contribution to state revenue. The DOF Group ensures that all tax obligations are complied with in a timely, efficient and cost-effective manner, in all operational locations.

International Trade Compliance: How well a company observes the laws and regulations that govern its international business operations.

Money Laundering: is understood as the process of taking funds obtained through illegal activities and making those funds appear legal.

"Working globally is complex. We are always guided by our values and the highest principles of integrity and responsibility"

Examples and Dilemmas

A project manager tells you there is no need to spend time on tax compliance, as there is no budget for this in his project. How should you respond?

Explain to your colleague that DOF is committed to being tax compliant in any jurisdiction that the Group operates, and that internal budget constraints cannot override a requirement to perform mandatory tax compliance.

A cab driver asks you to pay for the trip in cash; in return he will stop the fare meter before your end destination. Should you agree to this?

You should never agree to pay cash in situations like this, as you will most likely contribute to income being withdrawn from taxation.

A subcontractor wants to be paid for legitimate services, to a private account. Is this OK?

No, payments shall be done according to pre-approved terms and conditions and between public registered and legal entities.

Think  the RITE way

Apply this watertight integrity test -
If the answer is 'No', take action.

Has this business transaction been recorded accurately and fairly, ready to appear in company accounts?

You can see due diligence has been followed to ensure business partners comply with applicable laws and DOF values?

RELATED LINKS AND DOCUMENTS

[DOF Group tax strategy](#)
[Anti-Money Laundering Regulations](#)

Gifts, entertainment and hospitality

The exchange of gifts, general entertainment and hospitality is often common practice in business. However, this simple practice can easily create a conflict of interest or, in some instances, be considered a bribe. A conflict of interest creates an ethical dilemma and a bribe is unlawful and can lead to criminal prosecution for the individual and/or the Company.

Always follow these rules:

Only accept if;

- **The gift, entertainment or hospitality is acceptable** within the business ethics policy
- **You can reciprocate** with a 'similar' reasonable or modest gift, entertainment or offer of hospitality
- **The gift, entertainment or hospitality complies with local business and industry practices**, and is not prohibited by the recipient's organisation
- **You are sure** the Company does not have a current business decision pending (e.g. a competitive tender, an open negotiation, etc.):
- **The offer is not cash or a cash equivalent** (such as a gift cards or voucher)
- **The gift, meal, or entertainment cannot be construed** as or make someone feel like it is a bribe or payoff

DEFINITIONS

Gifts: Items, including personal gifts, to and from officials or people with whom we have or may have business dealings.

Entertainment: Attendance at social, cultural or sporting events, to and from officials or people with whom we have or may have business dealings.

Hospitality: Meals, drinks, as well as lodging and travel expenses given to and from officials or people with whom we have or may have business dealings.

"Always follow the Business Ethics policy to protect your own and the Company's reputation"

Examples and Dilemmas

A supplier has offered me an all expenses trip, airfares, hotels and tickets to a prestigious sporting event. Can I accept?

This isn't a 'modest' gift. If you apply the '*can I reciprocate?*' test - as this is quite an extravagant gift, you would not be able to make or return the same offer to your supplier - it is easier to assess if this is not something you can accept.

A supplier has asked my partner and myself to dinner.

This may or may not be acceptable, depending on a range of factors, '*can I reciprocate?*' or do we have current business negotiations (in which case you can't accept). Refer to your manager for guidance.

I have been offered money to help get a business decision over the line. What should I do?

Report this immediately. This is a bribe and against the law. Neither you or members of your family should accept such offers.

RELATED LINKS AND DOCUMENTS

[Business Ethics Policy](#)

Think  the RITE way

Apply this watertight integrity test -
If the answer is 'No', take action.

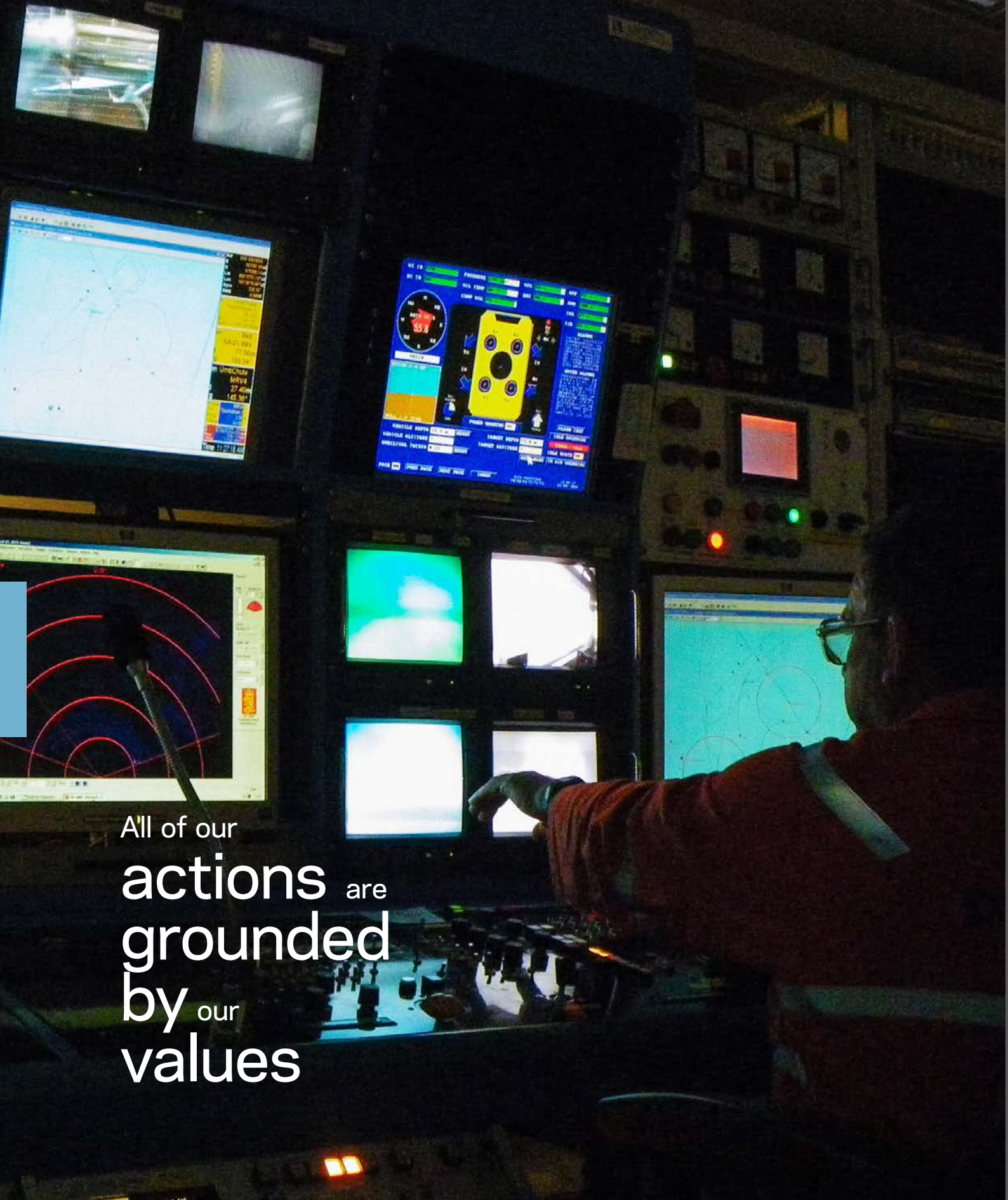
Can you reciprocate or offer an equivalent gift, entertainment or hospitality?

Does the value of the gift, entertainment or hospitality fall into the usual gift-giving practices in this culture or country?

Have you taken into account the total value of gifts, entertainment or hospitality given or received from a person or entity in this financial year?

Have you considered how the gift, entertainment or hospitality could impact on a business relationship?

Is the value of the gift, entertainment or hospitality below the amount that would be seen as income in the country in which it is offered?



All of our
actions are
grounded
by our
values

Trust in the **team**

Safeguard our people: dignity and respect
in the workplace and communities where we work

HSE **34**

Social Media engagement **36**

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The DOF Group ambition is to be an incident free organisation. By planning, organising and assessing activities, we ensure all identified risks and hazards are reduced to a level that is as low as reasonably practicable.

Always follow these rules:

- **Always apply applicable laws and regulations:** if they are not clear, or they are lacking, use the company and industry best-practice to guide your actions
- **Consider** all accidents, incidents and occupational illnesses to be preventable
- **Always speak up** - use your Stop Work Authority - when you see a potential risk. Never remain silent – bring the risk to someone’s attention
- **Play your part** in implementing and maintaining our Health and Safety Systems
- **Consider** the continued need to protect personnel, assets and the environment while ensuring Health and Safety systems are provided and maintained
- **Promote a working culture which empowers all personnel** to achieve best practice and performance in Health and Safety
- **Feedback deficiencies** when identified
- **Choose** products and technical solutions with the least impact to your health and environment
- **Communicate** and share Health and Safety experiences with all personnel, industry organisations and the wider community

DEFINITIONS

Occupational Health and Safety: All aspects of health and safety in the workplace or at work with a strong focus on primary prevention of hazards.

Working environment: The location where a task is completed. When pertaining to a place of employment, the work environment involves the physical geographical location as well as the immediate surroundings of the workplace, such as a construction site or office building.

"Everybody has the authority to stop work if they see something that places themselves or others at risk"

Examples and Dilemmas

You see a breach of our PPE standard, what do you do?

You are obliged to stop the person. Address them directly and let them know what they need to do to correct the situation.

You get minor cut to your arm at work and seek advice by your doctor after work. He gives you a tetanus shot. Should this be reported?

Yes, and as a start you should seek advice from your local HSE advisor.

You are in a rush and are told to skip the permit to work rules. Is this OK?

No, it is never acceptable to skip the permit to work rules. Breaking the life saving rules could have deadly consequences for yourself and others.

Think  the RITE way

Nothing is more important than your safety and that of your colleagues. The DOF Group's ten life saving rules assist with planning, organising and assessing activities before starting any task. They help identify hazards, manage risks and put critical controls in place.

Apply this watertight integrity test - if the answer is 'No', stop and re-plan the task

Has a proper Toolbox Talk been conducted?

Does the task fit within the rules?

Have risk assessments been conducted and safety precautions implemented?

Are all permits to work and authorities in place?

Am I wearing the correct PPE?

Do I have fall protection equipment if I am working at heights?

RELATED LINKS AND DOCUMENTS

[Health, Safety and Working Environment Policy](#)

[Occupational Health and Safety Manual](#)

Social Media engagement

Social media is an important part of our lives, and a great communication tool when it is used in a sensible way. We acknowledge that we live in a world where digital material (words, photographs, videos) posted on social media cannot be erased, it is in the public domain and under scrutiny. This can have far reaching consequences for the Company and for all of us, where a posting is considered inappropriate, breach the DOF Group's obligations or jeopardise the DOF Group's ability to respond to an Emergency or Crisis. Follow these guidelines and use social media responsibly, if you need more detail please see the Social Media Engagement (SME) Global Standard Document.



Always follow these rules:

- **Always** comply with the DOF Group's policies
- **Do not** disclose any information about DOF's business, activities, clients, customers or suppliers or other employees that is not public knowledge
- **Before** you contribute to any discussion or post any material, ask yourself if it could have a negative impact on our reputation, or impact on business activities or bring DOF into disrepute
- **Do not** post selfies, photographs, or videos of employees, colleagues or associates participating in entertainment activities (such as drinking, partying or compromising photos) while undertaking business activities or trips
- **Do not** post photographs of client/customer/supplier projects, assets or equipment on social media
- **Check** with DOF Group communications managers before posting any DOF Group material including logos, photographs, technical drawings, videos etc.

DEFINITIONS

Official Use: of social media is where an employee is officially accredited to represent the DOF Group on social media or is required to comment on DOF Group business related issues as part of their work.

Professional Use: of social media is when an employee associates themselves with the DOF Group and is commenting as an experienced person in their particular field. However, they are not officially representing the DOF Group.

Private Use: of social media is when an employee uses social media platforms and makes no reference to the DOF Group's business, activities, its clients, customers or suppliers, or other DOF Group employees.

"Everything our employees post in public forums can affect the DOF Group's reputation and business interests"

Examples and Dilemmas

Is it okay to post images of my colleagues out socialising on a recent business trip because it's on my personal Instagram feed?

When you are on business travel, you are representing the company and it this is an example where you could bring the company reputation and your own professional reputation into disrepute.

My teammates have set up a Facebook page for our current offshore project and are sharing stories and photos

This is not acceptable; the Company and the individual are under contractual obligations to maintain privacy agreements. All images and project details fall into this category.

I saw a post about a colleague that was unkind, should I report it?

If you see something like this, always speak up. Bring it to the attention of your HR Manager.

Think  the RITE way

If you are thinking about posting something in a public forum, apply this DOF Group watertight integrity test. If you can't answer 'YES' to the following questions, do not share the information.

Is it clear it is my personal view?

Is it information that is publicly available?

Would I like it if someone said this about me?

Does it conform to the DOF Group Code of Business Conduct?

RELATED LINKS AND DOCUMENTS

[Social Media Engagement Standard](#)

[Communication Standard](#)

Privacy

The DOF Group applies all applicable privacy and data protection laws, wherever we do business. We protect the personal information of all individuals who may provide such information to The Group in the course of their business or employment-related dealings with us. Data privacy laws vary by country and can be complex; you should consult the Legal Department if you are not sure of the legal requirements.

Always follow these rules:

- **Only** access, collect, use, share, transfer or store the personal information of others when authorised and only as necessary for legitimate business purposes
- **Observe appropriate safeguards** and security measures when handling such information
- **Make sure** your activities are permitted by applicable law and DOF policies
- **Never** collect, use or disclose personal information without the knowledge and consent of the individual whose data you are handling
- **Never** disclose personal information about DOF employees, customers and business partners to third parties
- **Only transfer data** containing personal information from one country to another, even among DOF Group companies, if you have a legitimate business reason and the consent of the individual

DEFINITIONS

GDPR: General Data Protection Regulation is set by EU for the protection of natural persons with regards to the processing of personal data and on the free movement of such data.

Personal Information: Any information relating to an identified or

identifiable natural person ('data subject'); an identifiable natural person is one who can be identified, directly or indirectly, in particular by reference to an identifier such as a name, an identification number, location data, an online identifier or to one or more factors specific to the physical, physiological, genetic, mental, economic,

cultural or social identity of that natural person.

Legitimate business purpose: In this context means, but is not limited to, information required for visa applications, crew lists, internal transfers, lists of crew next-of-kin, etc.

"The DOF Group only uses personal information as necessary and for legitimate business purposes"

Examples and Dilemmas

You have been asked to send an individual's private information to an immigration agent to assist with a visa application. Is this allowed?

If you have a legitimate business reason and you have the permission of the individual whose personal information you are handling, it is okay to do so.

You want to access the e-mail account of one of your employees to check some correspondence with a client when he is on holiday. Can you do this?

No you cannot. This is illegal.

You have stored your CV on your email account in a private archive, so you can apply for possible new positions in your department. Is this OK?

As a rule, you should not store personal or private information in your business email account.

Think  the RITE way

Apply this watertight integrity test -
if the answer is 'No', stop and re-plan the task

Am I authorised to access, store or disclose this individual's personal information?

Is this individual's personal information being collected for legitimate business reasons?

Is the individual whose information I am handling aware that the company is collecting and using it?

Is this information secure (computers, offices, documents)?

Are all my devices; PCs, mobiles devices (phones and PDAs) password protected?

Can this information only be accessed by authorised persons?

RELATED LINKS AND DOCUMENTS

[DOF Group IT Standard](#)

All of our
actions are
grounded
by our
values



Deliver business **excellence**

Safeguard the qualities that set us apart from our competitors

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Excellence is our quality commitment

The DOF Group provides technical capability, experience and state-of-the-art assets globally. We ensure our clients' projects run smoothly and to schedule, so it's important we understand our clients' business and meet requirements consistently. Consistency is key to delivering quality products and services, and having ISO 9001 compliant business management systems is essential. Using these systems help us to maintain standard, monitor and improve our products and services.

Always follow these rules:

- **Comply** with The DOF Group policies, procedures and processes in the business management systems
- **Always** expect high standards of yourself and others at all levels throughout the Group
- **Use judgment** in establishing appropriate controls beyond the business management systems for specific projects and activities
- **Always** ensure that all job functions are performed by competent personnel
- **Make yourself aware** of our quality performance and give feedback so our quality management systems drive continual improvement
- **Always apply** and maintain the highest technical standards on all vessels and projects at all times
- **Always communicate and share** Health and Safety experiences with all personnel, industry organisations and the wider community – it helps keep people safe

DEFINITIONS

Quality Assurance (QA): The process of verifying whether a product meets required specifications and customer expectations.

Quality control (QC): The procedure or set of procedures intended to ensure that a manufactured product or performed service adheres to a defined set of quality criteria or meets the requirements of the client or customer.

Audit: A systematic and independent examination of books, accounts, statutory records, documents and vouchers of an organisation to ascertain how far the financial statements as well as non-financial disclosures present a true and fair view of the concern.

"Consistency is key to delivering quality products and services"

Examples and Dilemmas

You have noticed a gap in one of the company guidelines leading to repeated errors. What should you do?

It is an obligation to make the owner of the guideline aware of your observation. The best way is to use the comments function on the Management System.

You observe that we have entered in wrong figures in our maintenance system over a long period and you fear for the integrity of the system. What do you do?

Raise your voice. Address the concern to your line supervisor and escalate if necessary.

You have received a phone call from a client who is very disappointed with delivery of the last project. What do you do?

This should be regarded as a customer complaint and be raised as a non-conformity report, and handled according to procedure. You should ensure that the client gets a formal notification when the issue has been dealt with.

RELATED LINKS AND DOCUMENTS

[Quality Policy](#)
[Quality Manual](#)
[Management System Manual](#)

Think  the RITE way

Apply this watertight integrity test -
If the answer is 'No', take action.

Have you:

Taken time to review a task and asked yourself how it can be improved?

Highlighted to your manager or supervisor you are working outside of your experience?

Given feedback with the intention of improving the work result?

Highlighted and communicated potential risk?

Rigorously checked your own work before passing it on?

Maintained the highest technical standards on all vessels and projects?

Drugs and alcohol

The DOF Group has a duty of care to ensure that all individuals are “fit for work” whilst undertaking activities on the Group’s behalf. Factors such as substance and alcohol abuse, fatigue, stress and illness impair personal performance and pose a risk to a safe working environment. The DOF Group has zero tolerance towards employees or third parties who do not adhere to the Drug and Alcohol Policy in the workplace or at work, meaning that DOF Group will not accept any content of alcohol or drugs in breath, urine or blood.

Always follow these rules:

- **Never** show up for work under influence or affected by drugs or alcohol and remain unaffected while at work
- **When on board our vessels always** disclose any prescription drugs you are taking that can impair work performance to the Medic or Captain
- **Always** remember you are still representing the Company when you are travelling home from work. You should not be intoxicated or impaired by alcohol or drugs when travelling on company business.
- **Never** use, store, distribute, purchase or sell alcohol or drugs in the workplace or at work

DEFINITIONS

Drugs and Alcohol: Includes alcohol, illegal drugs, narcotics, prescription and non-prescription drugs, and other substances that can be inhaled, injected, ingested, or otherwise absorbed by the body and can alter a person’s mood, comprehension, coordination, reaction, or judgment.

An illegal or prohibited substance: A substance that has not been obtained by persons authorised to do so. Prescription drugs purchased illegally or not prescribed by a licensed physician are also considered illegal or prohibited substances.

"The DOF Group has 'zero tolerance' to drugs and alcohol in the workplace or at work"

Examples and Dilemmas

You are receiving medical treatment that includes drugs that may affect your ability to perform your work duties safely. There is an obligation to report this to the medic/captain when working offshore. Onshore, it is a courtesy to mention this to your manager or HR as it could affect your work.

Some of your colleagues are drinking on the way to the vessel for next offshore trip. They are still under influence when they come to the gangway. What should you do?

DOF has a zero tolerance policy for alcohol content in the body when entering any vessel. People under the influence of alcohol are not allowed to enter our vessels.

You want to arrange a social function for your team and are planning to do that after work in a bar nearby the office.

This is often common practice and is important for building relationship with our colleagues. If alcohol is served it must be served and consumed in a responsible way. Always remember that it is still work arrangement.

RELATED LINKS AND DOCUMENTS

[Fitness for work Policy](#)
[Drug and Alcohol Standards](#)

Think  the RITE way

Never consume alcohol or illegal substances when performing activities for the DOF Group.

Apply this watertight integrity test -
If the answer is 'No', take action.

Are you sure you are not impaired in anyway by drugs or alcohol, illegal or otherwise?

Equality, diversity and dignity in the workplace

The DOF Group strives to promote a workplace where all are treated fairly, accepted equally, without any exclusion - in a harassment-free workplace. As a Group, we benefit from the different talents, experiences and perspectives equality and diversity brings to the workplace and the individual contribution employees make. Our guiding principle is that everyone should be treated with dignity and respect at work.

Always follow these rules:

- **NEVER** accept any form of harassment. If you see something that is inappropriate, raise your voice. Never remain silent – bring the behaviour to someone’s attention
- **Become** familiar with and follow the applicable company policies, procedures laws and regulations
- **Be guided** by principles of fairness and respect: treat employees equally regardless of age, sex, race, disability, political, religious or sexual orientation/preference, or national origin
- **Recruit**, reward or promote employees, based on merit, using transparent, fair and equitable processes
- **Actively** promote a safe, healthy and fair environment in which people can work to their full potential and meet business objectives
- **Be aware** and recognise behaviours that are considered unacceptable

DEFINITIONS

Equality and Diversity: The current term used for ‘Equal Opportunities’. It is the legal obligation to protect against discrimination using the principle of treating all people the same, and not being influenced by a person’s sex, race, religion, etc.

Workplace Harassment: A verbal or physical conduct designed to threaten, intimidate or coerce an employee, co-worker or any person working for or on behalf of the DOF Group.

"Individual contribution, different talents, experiences and perspectives benefit us and our workplaces"

Examples and Dilemmas

You believe you have been subjected to prohibited workplace conduct.

Immediately report the matter through the reporting channels. The DOF group does not tolerate any form of harassment, (including sexual harassment or bullying) in the workplace. The Group seeks to create an environment of empathy, mutual respect, and understanding amongst all staff.

You see what you think may be an example of inequality.

Always raise concerns regarding behaviour that is contrary to our policies, laws or regulations.

You have been on a selection committee and, although no rules or principles have been broken, you have some thoughts on how it might be improved.

Always record ideas for improvement through the management system so it can be assessed, actioned and not lost.

RELATED LINKS AND DOCUMENTS

Workplace Harassment Policy
Equal Employment Opportunity Policy
Health, Safety and Working Environment Policy
Business Integrity and Ethics Global Standard – Reporting of Unacceptable Conduct – Whistleblowing
Human Resources Policy
Grievance Procedure

Think  the RITE way

Apply this watertight integrity test -
If the answer is 'No', take action.

All the selection processes you are involved in are based on merit

Have you removed yourself from involvement in the recruitment, or promotion of a family member or close friend?

Have you made sure no-one in the team you control is involved in the selection of a family member or close friend?

Do you recognise the factors that can bias good judgement?

Do you treat everyone equally?

If you have witnessed bullying or harassment, have you reported it?

Does it conform to the DOF Group Code of Business Conduct?

