

Code of ethics and conduct for suppliers

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BRIGHTBAY REAL ESTATE PARTNERS LIMITED CODE OF ETHICS AND CONDUCT FOR SUPPLIERS

Introduction

Brightbay Real Estate Partners Limited. (“Brightbay” or the “Company”) is committed to ensuring adherence to the strictest standards of ethical conduct, fair dealing and integrity in its business practices. To this end the Company has adopted a Code of Ethics and Conduct (the “Code”) to which all agents, suppliers of goods and services and employees thereof (together the “Suppliers”) are expected to subscribe.

The Code

The Group’s philosophy is underpinned by the principles of honesty, integrity, respect and dignity, and includes (but is not limited to):

1. Conduct befitting the reputation of the Company.

Suppliers should not engage in conduct or practices that may be, or be construed as being, harmful or prejudicial to the reputation of the Company.

2. Honesty and Integrity

The Company expects Suppliers to:

- a. Observe the highest standards of honesty, integrity, and ethical and law-abiding behaviour when performing their duties or when dealing with any officer, employee, security holder, stakeholder, auditor, lawyer, agent, subsidiary or associated companies.
- b. Foster a culture of honesty, integrity, and ethical and law-abiding behaviour among other officers and employees

3. Anti-bribery

The Company has a zero-tolerance policy to any form of bribery, whether direct or indirect, which will be applicable to all Suppliers and employees thereof.

The Company prohibits the offering, giving, solicitation or acceptance of any bribe, whether cash or other inducement:

- a. To or from any person or company, whether a public official or public body, or a private person or company wherever situated; or
- b. By any Director, individual, agent, or other person or company acting on behalf of the Company; or
- c. In order to:
 - i. Gain any commercial, contractual or regulatory advantage for the Group in a way that is unethical; or
 - ii. Gain any personal advantage, pecuniary or otherwise, for the individual or anyone connected with the individual.

The Group prohibits the making of any payments to any public official for securing or accelerating routine processes and procedures.

The Group prohibits any inducement which results in a personal gain or advantage to the recipient or any person or body associated with them and which is intended to influence them to take action which may not be solely in the interest of the Company or of the person or body employing them or whom they represent.

4. Health and Safety

Suppliers are expected to provide a safe and hygienic place of work for their employees, free from stress, harassment, bullying, discrimination and physical harm.

Suppliers should have effective health and safety systems in place and comply with all relevant legislation.

Code of ethics and conduct for suppliers continued

5. Equal Opportunity, Diversity and Employee Rights

Suppliers should provide equal opportunities to employees, with no job applicant or employee discriminated against directly or indirectly.

Suppliers should aim to manage diversity and acknowledge, accept and accommodate the differences between individuals. Suppliers should strive to treat all employees, fairly and equally, regardless of their gender, sexual orientation, family status, race, colour, nationality origin, religious or political belief, age, physical or mental disability.

Brightbay expects our Suppliers to:

- Not employ child labour;
- Pay the living wage;
- Ensure working hours are not excessive;
- Respect the right to collective bargaining; and
- Ensure no harsh or inhumane treatment is allowed.

6. Protection of the Environment

Suppliers should be committed to sustainability and protecting the environment for future generations. Suppliers are encouraged to consider and promote energy efficient practices and to recycle and use sustainable products where possible and must comply with all relevant environmental legislation.

7. Reporting of unlawful and unethical behaviour

Brightbay is committed to a culture of openness and believes that an important aspect of accountability and transparency is a mechanism to enable directors, employees, Suppliers or any associated individuals to raise concerns in a responsible and effective manner.

Brightbay takes any misconduct or malpractice extremely seriously and encourages all those working on its behalf, including Suppliers and employees thereof, to disclose any information promptly and in good faith:

- a. When there is evidence of illegal or unethical behaviour
- b. If the disclosure is made in good faith
- c. If the allegations are not malicious or unfounded or made for personal gain

Information should be disclosed which, in the reasonable belief of the person making the disclosure, tends to show one or more of the following actions has occurred, is occurring or is likely to occur:

- a criminal offence, such as fraud, financial irregularity, tax evasion, corruption, bribery, slavery or blackmail
- a failure to comply with a legal obligation to which an individual is subject
- a miscarriage of justice
- a breach of health and safety
- damage to the environment
- deliberate concealment of the above.

Failure to comply with, or contravention of the Code is viewed as a serious breach of duty towards the Group and may result in contract cancellation.