Code of Conduct

CASTOR VALI

Table of Contents

1 Primary Principle 2
2 Responsibilities 2
3 Professional Conduct in Security Operations 2
4 Operating Environment and Context 3
5 Performance and Improvement 3
6 Standards and Quality Assurance 3
7 Culture, Ethics and Respect 3
8 Corporate Social Responsibility 4
9 Health & Safety 4
10 Environment 4
11 Human Rights 4
12 Equality and Discrimination 5
13 Child Labour and Young Workers 5
14 Working Hours and Pay 5
15 Freedom of Association and Collective Bargaining 5
16 Drugs and Alcohol 6
17 Crime 6
18 Bribery and Corruption 6
19 Business Gifts and Hospitality 6
20 Confidentiality 7
21 Financial Accuracy 7
22 Counterparty Due Diligence 7
23 Conflict of Interest 7
24 Complaints and Grievances 7
25 Reporting Obligations 8
26 Whistleblowing 8
27 Non-retaliation 9
28 Public Communication 9
29 Personnel Acknowledgement and Attestation 10

1 Primary Principle

This document sets out Castor Vali's Code of Conduct and its enduring commitment to the highest ethical standards and compliance with applicable national and international law. It applies to all persons working for or on behalf of Castor Vali, including employees, consultants, individual contractors, subcontractor personnel, agents, embedded personnel and outsourced partners. Compliance with this Code is a condition of employment, engagement or deployment, as applicable. All personnel must acknowledge and comply with the Code and act honestly, professionally and with integrity and sound judgement.

2 Responsibilities

As part of the commitment highlighted above, Castor Vali actively promotes and encourages responsible work practices throughout its operations. All personnel are expected to acknowledge and comply with this Code and applicable company policies and procedures, conduct their duties in an ethical, legal and socially responsible manner, and encourage these standards in their dealings with clients, suppliers, subcontractors and other third parties.

Castor Vali communicates this Code through induction and refresher training, applicable employment and contractual arrangements, SharePoint and other relevant operational briefings. Personnel acknowledgement and training records are retained as documented evidence. The Code is also made available to clients through the Castor Vali website, tender and due-diligence submissions or directly upon request.

3 Professional Conduct in Security Operations

Personnel performing or supporting security operations must comply with Castor Vali's Statement of Conformance and Applicability, Security Management Policy, Human Rights Policy and all applicable legal, contractual, operational and task-specific requirements. Personnel must understand and remain within their assigned responsibilities, authority and competence and must comply with approved operational plans, SOPs, task instructions and escalation arrangements.

Personnel must treat all persons with dignity and respect, take reasonable steps to prevent human-rights abuses and promptly report any actual or suspected abuse, unlawful conduct, serious misconduct or other breach of this Code. Any use of force must comply with applicable law, authorised rules for the use of force and Castor Vali procedures and must be necessary, proportionate and limited to the minimum reasonable force required in the circumstances. All use-of-force incidents must be reported immediately.

Company Overview

The Castor Vali Group is a UK and Africa-based global security and risk management organisation specialising in providing Corporate Security and International Protective Services in emerging and high-risk markets.

"Our mission is to provide comprehensive intelligence-led security and risk management solutions tailored to our clients' needs. We leverage our deep expertise, especially in Africa, to deliver operational services that protect our clients and the communities in which we operate"

4 Operating Environment and Context

We have carefully considered all internal and external environmental factors. These include: international and national legal and regulatory requirements (e.g. licensing and export/import control); the political, natural and physical environments; the role, perceptions and risk tolerance of our clients and other interested parties; as well as key international developments and trends in home state, flag and coastal states and other areas of operation.

5 Performance and Improvement

As a company, we strive for excellence in all that we do and have an enduring commitment to continual improvement. We are passionate about delivering a service and performance that exceeds the expectations of our clients. We seek new opportunities and innovative solutions to overcome challenges efficiently and effectively in order to excel in our field.

6 Standards and Quality Assurance

We pride ourselves on the quality of our services and the professionalism of our personnel. We maintain this quality through our Integrated Management System, which includes a robust audit and review programme as well as client feedback, which covers the aims, activities, outcomes and the cost-effectiveness of every project. Castor Vali's Integrated Management System is independently audited by an accredited certification body and certified to the applicable international standards listed below. ISO 18788 is currently being implemented and will be incorporated into the certified management system following successful certification:

- ISO 9001 Quality Management Systems.
- ISO 28000 Specification for Security Management Systems for the Supply Chain.
- ISO 28007 Guidelines for Private Maritime Security Companies (PMSC) providing privately contracted armed security personnel (PCASP) on board ships (and pro forma contract).
- ISO 14001 Environmental Management Systems.
- ISO 45001 Occupational Health and Safety Management Systems.
- ISO 18788 Management System for Private Security Operations - implementation and certification in progress

7 Culture, Ethics and Respect

Castor Vali conducts services honestly and honourably, and we expect our clients and suppliers to do the same. Our advice, assistance and the methods imparted through our training and service delivery take proper account of ethical considerations, together with the protection and enhancement of the moral position of our clients and suppliers. As an international operator, all personnel will consider, in the execution of their duties, local laws, customs and culture. We will ensure that our services are delivered within legal boundaries and company policy whilst respecting local customs.

8 Corporate Social Responsibility

Castor Vali acknowledges our corporate social responsibilities. Our business approach is not only to complete our mission and that of our clients but also to manage our business in a way that has a positive impact on the societies and communities in which we operate. As part of this commitment, we implement successful local content programs as part of our operational activities; these programmes draw support from the indigenous workforce and contribute to the local economy.

9 Health & Safety

We place the highest priority on the health and safety of our employees, contractors and other third parties. We comply with applicable laws and regulations and have implemented a variety of measures including our Health and Safety Policy and a safe system of work to ensure a safe working environment. We recognise the inherent dangers and limitations presented by the complex environments in which we operate and ensure that reasonable precautions are taken to identify and control risks and hazards. All personnel are trained and supplied with appropriate protective equipment to mitigate the risk of harm from workplace activities. All personnel are actively encouraged to report any health and safety risks or near-miss situations. Our policies and processes comply with the requirements of ISO 45001 Occupational Health & Safety Management Systems.

10 Environment

Castor Vali complies with applicable local and national environmental laws and regulations. We have a well-developed environmental management system with policies and processes that are compliant with ISO 14001 Environmental Management Systems that highlights our commitment to:

- Annual objectives and targets designed to continually improve our environmental performance.
- Assess and identify any environmental impact within the areas of our operations.
- Implement controls to prevent any environmental damage or pollution.
- Enhance environmental awareness and commitment through structured training and encourage the adoption of sound environmental principles and best practices among our suppliers and partners.

11 Human Rights

Castor Vali conforms to the rule of law and acknowledges our corporate responsibility to respect human rights. We believe that all businesses and organisations, including ourselves, should avoid causing any adverse effect on human rights. This is reinforced by our commitment to the *International Code of Conduct,* the *Voluntary Principles on Security and Human Rights* and the *UN Basic Principles on the Use of Force and Firearms by Law Enforcement Officials*. Castor Vali is a certified member of the International Code of Conduct Association (ICoCA), reflecting our commitment to responsible security practices, respect for human rights and independent oversight of our compliance with the International Code of Conduct for Private Security Service Providers.

Castor Vali also endorses the principles of *The Montreux Document* on private military and security companies and the *United Nations Guiding Principles on Business and Human Rights and their* "Protect, Respect and Remedy*" framework*. Castor Vali does not permit or condone the use of corporal punishment or other forms of mental or physical coercion, sexual harassment or abuse, nor does it execute threats of such treatment. All Castor Vali personnel are trained to recognise and report any abuses of Human Rights.

Where clients, suppliers, subcontractors, operational partners or host-nation security forces are directly linked to Castor Vali operations, Castor Vali shall communicate the applicable human-rights and conduct expectations and use its influence, within the limits of its authority and control, to prevent or address conduct inconsistent with these commitments.

12 Equality and Discrimination

Castor Vali will treat all our personnel fairly and with respect, and comply with applicable employment laws. Our decisions or actions will never be influenced by issues of gender, race, religion, colour, age, disability, sexual orientation or any other characteristic protected under applicable law. All employment decisions will be made on qualifications and competency compared to clearly stated job specifications. Castor Vali will not tolerate any form of harassment or abuse; personnel should report any harassment or discriminatory behaviour to senior management or a Human Resources representative.

13 Child Labour and Young Workers

Castor Vali prohibits child labour and will not employ or engage anyone below the applicable legal minimum working age or, in any circumstances, below 15 years of age. Where local law specifies a higher minimum age, that age shall apply. Persons under 18 may only undertake lawful, non-hazardous and non-security work. No person under 18 shall be employed, engaged or deployed in security operations, protective services, armed or unarmed guarding, journey-management security duties or any other hazardous activity. These requirements also apply to contractors, suppliers and subcontractors.

14 Working Hours and Pay

Castor Vali complies with National Law and International Conventions on Working Hours, Leave and Wages. Our personnel are remunerated fairly within agreed timeframes and receive any legally mandated benefits required and applicable to their employment or contractual arrangements. Any overtime is voluntary and is appropriately compensated. Personnel do not work more than 48 hours per week unless it is permitted according to applicable laws, regulations and collective agreements. Specific information regarding remuneration and working hours is set out in the applicable employment or service agreements.

15 Freedom of Association and Collective Bargaining

Castor Vali respects the right of its employees to associate freely, form or join organisations of their choosing and to bargain collectively in accordance with recognised international instruments, local laws and regulations, in full freedom and without fear of reprisal, intimidation or harassment. Castor Vali also recognises its employees' right to refrain from collective representation. Castor Vali is committed to conducting collective bargaining with freely chosen employee representatives of a legally recognised union.

16 Drugs and Alcohol

We operate a zero-tolerance policy towards drugs and alcohol, which means that any person found to be under the influence of illegal drugs or alcohol whilst on duty will be subject to appropriate disciplinary or contractual action, in accordance with applicable law and company procedures, which may include termination of employment or engagement.

The Castor Vali Drug and Alcohol Policy clearly states that employees or contractors are not permitted to consume alcohol or illegal drugs immediately before or during any operational activity. Furthermore, they are not permitted to have any alcohol or non-prescription drugs in their possession whilst embarked on any vessel. We aim to ensure that the use of alcohol or drugs does not in any way compromise the safety and efficiency of our services. Where justified by the role or operational risk, permitted by applicable law and undertaken in accordance with company procedures, Castor Vali may conduct pre-deployment, for-cause or random drug and alcohol testing.

17 Crime

Castor Vali will not contract with, support or service any government, person, or entity in a manner that would be contrary to National or International Law or Convention. Further to this, we will not, and require that our personnel do not, participate in, encourage, or seek to benefit from any form of criminal activity including but not limited to: war crimes, crimes against humanity, genocide, torture, enforced disappearance, forced or compulsory labour, hostage-taking, sexual or gender-based violence, human trafficking, the trafficking of weapons or drugs, child labour or extrajudicial, summary or arbitrary executions.

18 Bribery and Corruption

Castor Vali adheres to the UK Bribery Act and acknowledges other international legislation including the US Foreign Corrupt Practices Act and other legislation in the territories in which we operate. We are committed to transparency and honesty, and oppose financial crime of any kind, including bribery and corruption. Personnel are trained to be aware of and recognise forms of bribery. Our policy states that those acting on behalf of Castor Vali must not promise, offer or give to any person or public official, directly or indirectly, anything of value for the public official or another person or entity, in order for that person to act or refrain from acting in the exercise of his or her official duties if such inducement is illegal. This includes the prohibition of facilitation or “grease” payments. Further to this, Castor Vali does not directly or indirectly make political contributions or donations. Personnel found to have engaged in bribery or corruption will be subject to appropriate disciplinary or contractual action, in accordance with applicable law and company procedures, and will be reported to the relevant authorities where required by law. Castor Vali has a detailed Anti-Bribery Policy, which all personnel must refer to for their specific anti-bribery obligations.

19 Business Gifts and Hospitality

Personnel must not offer or accept any inappropriate or valuable personal gifts, hospitality or services from any person or business entity. The receipt or provision of any appropriate or authorised gift or hospitality must be reported and recorded. Any inappropriate offer or request for gifts or hospitality must be reported

to senior management. Personnel must refer to the Castor Vali Anti-Bribery Policy for further guidance on gifts, hospitality and associated reporting requirements.

20 Confidentiality

Castor Vali is committed to providing a discreet and professional service. This includes the protection of all confidential information, both in terms of commercially sensitive data and personal information.

We recognise our responsibilities under applicable data protection and privacy laws and regulations in the jurisdictions in which we operate and are committed to protecting personal information in accordance with relevant legal requirements and data protection principles.

We will not disclose any sensitive or confidential information outside of the company, nor will we use this information inappropriately. Personnel must not discuss or disclose any confidential information in public where this can be seen or overheard by others. Confidential information must be stored in a safe and secure location.

21 Financial Accuracy

All financial transactions must be conducted correctly and honestly. Personnel must obtain appropriate approval from personnel with the requisite financial authority before undertaking any financial transaction or commitment on behalf of Castor Vali. Personnel must not intentionally do anything which may be dishonest, misleading or incorrect. All transactions must be recorded accurately and promptly and held for audit purposes.

22 Counterparty Due Diligence

Castor Vali will identify counterparties for every project and satisfy appropriate levels of due diligence before any business relationship. In so doing, we will endeavour to confirm the true nature, capability, trading history and identity of any business entity. As part of this process, Castor Vali will require counterparties to comply with applicable legal, ethical and contractual requirements, including the **Castor Vali Supplier Code of Conduct (CVMS052)** where relevant.

23 Conflict of Interest

Personnel must not engage in any activity which conflicts or competes with the interests of Castor Vali or in any way damage the company's reputation or integrity. Personnel must not exploit their position or influence, or misuse any Castor Vali asset, including confidential information, for their personal gain or benefit or that of an unauthorised third party. This also precludes any unfair bias or favouritism during the recruitment of personnel or any other business activity. Any actual, potential or perceived conflict of interest must be promptly disclosed to senior management.

24 Complaints and Grievances

Castor Vali has an established complaint and grievance procedure to address any issues or allegations raised.

Castor Vali will:

a) Welcome any report or allegation of improper and/or illegal conduct, including such acts or omissions that would violate the principles contained in this Code. Procedures will be fair, transparent and offer effective remedies, including recommendations for the prevention of recurrence;
b) Investigate allegations promptly, impartially and with due consideration to confidentiality;
c) Keep records of any such allegations, findings or disciplinary measures. Except where prohibited or protected by applicable law, such records should be made available to a Competent Authority on request;
d) Cooperate with official investigations and ensure that personnel do not obstruct or interfere with witnesses, evidence, testimony or investigations;
e) Take appropriate disciplinary or contractual action, which may include termination of employment or engagement, where violations or unlawful conduct are established, in accordance with applicable law and company procedures. Personnel who report wrongdoing in good faith will be protected against retaliation, and matters raised will be examined and addressed without undue delay.

No provision in this Code should be interpreted as replacing any contractual requirements or specific Company policies or procedures for reporting wrongdoing.

25 Reporting Obligations

Personnel must promptly report any known or reasonably suspected violation of this Code, applicable company policies, law, contractual requirements or Castor Vali's human-rights commitments. Reports must be made through the incident-reporting, complaints, grievance or whistleblowing channels appropriate to the circumstances, including those established under **CVMP014 Whistleblowing Policy** and **CVMP016 Complaints and Escalation Policy**.

Reports will be assessed, investigated and escalated in accordance with the applicable controlled procedure. The C-Suite or an authorised representative will determine whether notification to a client, competent authority, regulator, insurer or other external party is required, taking account of applicable law, contractual obligations, human-rights considerations and the seriousness and immediacy of the matter. Nothing in this Code prevents lawful reporting to an appropriate external authority.

Personnel must also promptly notify Group HR or Group Compliance of any relevant criminal charge, proceeding or conviction; suspension, revocation, expiry or loss of a professional licence, permit, clearance or authorisation; or other material change in circumstances that may affect their suitability to perform their assigned duties.

26 Whistleblowing

Castor Vali is committed to maintaining an environment in which all personnel can raise genuine concerns about suspected wrongdoing, misconduct, safety risks, human rights violations or breaches of company policies without fear of retaliation.

Concerns may be reported through any of the channels established under the Castor Vali **Whistleblowing Policy**, including a Line Manager, the Compliance/HR Manager, the Chief Operating Officer, the Chief Executive Officer, another appropriate Group Director or the confidential or anonymous Castor Vali Whistleblowing Portal. Personnel are not required to report through their normal management chain and may select the channel they consider most appropriate.

All reports will be handled confidentially, with access restricted to those who have a legitimate need to know, subject to applicable legal requirements and the need for a fair investigation. Anonymous reporting is permitted, and personnel who raise concerns on reasonable grounds will be protected against retaliation, even where the concern is not subsequently substantiated.

Further information on reporting channels, investigation procedures, confidentiality, protection against retaliation and external reporting is provided in **CVMP014 Whistleblowing Policy**.

27 Non-retaliation

Castor Vali does not tolerate retaliation, harassment or victimisation against anyone who raises a concern or grievance in good faith, supports an investigation or refuses to participate in wrongdoing. Any retaliation, obstruction, intimidation or attempt to discourage reporting or cooperation with an investigation will constitute a violation of this Code and may result in disciplinary or contractual action in accordance with applicable law and company procedures.

28 Public Communication

Castor Vali believes that open, honest and accurate communication is key to the success and integrity of our business. To ensure accurate and consistent corporate communications, only authorised personnel may speak with the media or make statements on behalf of Castor Vali on social media. Any private use of social media must not breach security or confidentiality obligations or compromise Castor Vali's reputation or business interests. Any request for an official comment on behalf of Castor Vali must be referred to senior management.

Policy approved by: **Steve Grant**
CEO
Castor Vali Group

This policy is reviewed by the Castor Vali Senior Management Team in accordance with the company's Management Review Schedule.

29 Personnel Acknowledgement and Attestation

I confirm that I have read and understood this Code of Conduct and agree to comply with its requirements and the applicable commitments contained within Castor Vali's Statement of Conformance and Applicability.

I attest that, to the best of my knowledge, nothing in my present or past conduct contradicts this Code, Castor Vali's Statement of Conformance and Applicability or the ethical and human-rights commitments applicable to my role. I undertake to notify Castor Vali promptly of any change in circumstances that may reasonably affect my suitability to perform my assigned duties.

Name: _____

Signature: _____

Date: _____