

# GMC Consulting

## Code of Ethics and Integrity Policy



## LETTER FROM MANAGING DIRECTOR

To all our staff and clients.

Our Company's reputation is one of our most valuable assets and preserving it is essential to retaining our talented employees and loyal employers. Since establish we've worked hard to build our reputation as a values-based Company, a distinction earned through the actions of our employees. However, like all reputations, all it takes is one questionable act to damage it.

Our Code of Ethics and Integrity Policy were developed to provide clear guidelines to help you make ethical decisions as we do business every day. These important policies are a statement of my strong commitment, and the company's commitment, to anti-bribery, anti-corruption, non-discrimination and transparency to ensure we are operating according to our core values.

Therefore, our continued success hinges on our employees conducting business with integrity every day. And it is why we encourage you to follow rules of Code of Ethics and Integrity Policy.

Asif Ibrahimov  
Managing Director  
GMC Consulting LLC



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# 1 RULES OF ETHICAL CONDUCT

Fully aware of the importance of consulting and engineering to achieve sustainable development of society and the environment, we have developed and implemented a series of measures aimed at making our ethical behavior one of the main characteristics of GMC Consulting.

All these and all future actions are and will be included in our Integrated Management System, which reflects the Company's official policies and procedures, to ensure that the Company's services are carried out at a highly professional level in accordance with the highest international standards. This includes quality assurance, environmental sustainability and employee health and safety.

## 1.1 SCOPE OF APPLICATION

The Code of Ethical Conduct applies to all GMC Consulting in any country and at all levels of the organization, taking into account cultural, social and economic differences. This applies to the following persons in the performance of their duties and responsibilities: employees, independent contractors (eg consultants, representatives, brokers or agents), business partners and any other parties engaged in commercial activities with GMC Consulting.

The principles set out in this Code of Conduct represent the general values and basic, mandatory standards that all persons to whom the Code applies must comply in the performance of their duties.





In the event of an inconsistency between the principles contained in this Code of Conduct and local law, the more restrictive provisions shall apply, whether contained in the Code of Conduct or the law of the applicable country. GMC Consulting is committed to providing adequate information, communication, prevention and control tools to facilitate compliance at all levels and in all countries.

The Code of Conduct is an integral part of the employment contract. Compliance is an important part of the responsibilities of GMC Consulting personnel. Violations of the provisions of the Code of Conduct may result in consistent, impartial, and uniform disciplinary action based on the seriousness of the violation and in accordance with applicable legal requirements.




Adherence to the Code of Conduct for independent consultants and third parties is an important basis for entering into and/or maintaining any professional relationship or partnership with GMC Consulting.

## 1.2 RESPONSIBILITIES OF EMPLOYEES AND INDEPENDENT CONTRACTORS

Each employee and contractor is under an obligation to:

-  Avoid behaviour contrary to the provisions of the Code;
-  Report any information regarding the violation of the Code during the conduct of business;
-  Cooperate with internal departments involved in the investigation of any violation;
-  Not to take any other initiative that may be against the provisions of the Code.

Each employee and contractor who interacts with GMC Consulting shall:

-  Ensure that they are sufficiently informed about the provisions of the Code;
-  GMC Consulting requires compliance with the provisions of the Code when carrying out their activities, and requires that their lawyers observe these provisions and contracting parties.
-  To take the measures stipulated by this Code when the obligation to comply with the provisions of the Code is violated by third parties;

### 2.1 RESPONSIBILITY TO SOCIETY AND THE CONSULTING INDUSTRY

GMC Consulting and all its employees:

- Will accept the responsibility of the consulting industry to society.
- Will look for solutions in accordance with the principles of sustainable development and environmental protection.
- At all times will protect the dignity, standing and reputation of the consulting industry.

### 2.2 COMPETENCE

GMC Consulting and all its employees:

- Maintain knowledge and skills at levels commensurate with developments in technology, legislation and management and will apply due skill, care and diligence in customer service.
- Will perform the Services only if authorized to perform them.

### 2.3 FAIRNESS

GMC Consulting and all its employees:

- Always act in the client's legitimate interest and will provide all services fairly and faithfully.

### 2.4 COMPLIANCE WITH LAW

GMC Consulting and all its employees:

- To carry out all activities in accordance with national and international norms and regulations, to refrain from corruption and any illegal practices.
- Will respect the laws and regulations in force in the national and international territory.

### 2.5 IMPARTIALITY

GMC Consulting and all its employees:

- Professional advice, judgment or decision making will be impartial.
- Will inform the client about any potential conflict of interest that may arise during the performance of services.
- Will not accept an award that impairs independent judgment.

### 2.6 FAIRNESS TO OTHERS

GMC Consulting and all its employees:

- Promote the concept of "Quality-based choice" (QC).
- Do not do anything, recklessly or intentionally, to damage either the reputation or business of others.
- Do not directly or indirectly attempt to replace another consulting engineer already assigned to a particular job.
- Shall not accept another consultant engineer's work before notifying the concerned consultant engineer and without written notice by the client of termination of pre-appointment for that work.

- If asked to attend to another's business, will act with appropriate manners and courtesy.

## 2.7 CORRUPTION

GMC Consulting and all its employees:

- The Consulting Engineer shall neither offer nor accept any reward that attempts to influence the unbiased judgment of the Engineer.
- Will fully co-operate with any legally constituted investigative body investigating the administration of any contract for services or construction.
- Will not always act improperly and violate the law related to corruption such as bribery, collusion, bribery and fraud.

With the approval of this Conduct and Integrity Policy, which applies to all levels of GMC Consulting's corporate structure, we will continue to deliver new internal guidelines aimed at strengthening our corporate values in the pursuit of excellence through our professional integrity and support, and support the principles of human rights, labour, the environment and anti-corruption.

### 3 RELATIONSHIP WITH THIRD PARTIES

GMC Consulting is committed to acting with the highest ethical standards and requires its employees to do the same. All forms of corruption are unacceptable. Any employee who engages in corrupt practices in the performance of their duties will face severe disciplinary action, including dismissal. GMC Consulting expressly prohibits offering, giving, soliciting or accepting any form of bribery, whether in cash or otherwise, or accepting any other type of corrupt practice.

In general, any offer or mere promise, solicitation, payment by an employee or anyone acting on behalf of GMC Consulting to third parties, or any conduct or conduct intended to obtain or retain an illegal advantage over businesses, directly or indirectly indirect acceptance of money or other valuable items is prohibited.

In addition, it is not allowed to make payments in cash or other non-traceable form, to make payments to numbered bank accounts or to transfer any cash to unauthorized persons.

#### 3.1 RELATIONS WITH THE PUBLIC SECTOR

GMC Consulting's dealings with the Public Sector must be based on the strictest compliance with legislative and regulatory requirements and in no way compromise our integrity and reputation.

Acceptance of obligations and management of any kind of relationship with the Public Sector rests exclusively with duly appointed and authorized corporate officers and departments.

In dealings with the Public Sector, GMC Consulting shall not attempt to inappropriately influence the decisions of the relevant body.

#### 3.2 GIFTS, HOSPITALITY AND ENTERTAINMENT

Offering money, gifts or benefits of any kind to obtain an illegal advantage in dealings with third parties is expressly prohibited. Any offer of gifts, hospitality or entertainment to public officials or private persons shall in all cases comply with the following rules:

- ☰ Comply with legislative and regulatory requirements and applicable procedures
- ☰ Be of modest value consistent with normal commercial practices and in any event not give the impression, for example, to the other party or an outside or impartial third party that their objective is not to obtain an illegal advantage or to exercise undue influence over the other party's activities
- ☰ Does not take the form of cash payment

In addition, no employee of GMC Consulting is permitted to accept any form of conditioning or corrupt practice by third parties in connection with decisions and/or performance of activities related to their work. In particular, when receiving gifts or any other benefits that do not comply with the above principles, the employee must refuse such a gift or other benefit and inform his supervisor about it.

#### 3.3 RELATIONSHIPS WITH INDEPENDENT CONTRACTORS

Each employee is responsible for his position

- ☰ Independent contractors (eg consultants, representatives, brokers, agents etc.) to strictly adhere to internal procedures regarding the selection and management of relationships with
- ☰ Strict selection of qualified persons and companies with good reputation
- ☰ Immediately notify supervisor of any alleged violations of the Code by independent contractors

#### 3.4 RELATIONSHIPS WITH CUSTOMERS AND SUPPLIERS

As a result of regulations protecting competition and the market, GMC Consulting employees must do so

- ☰ To comply with the provisions of this Code
- ☰ Strictly follow internal procedures related to customer relationship management
- ☰ Provide accurate, truthful and comprehensive information about the services offered by GMC Consulting so that the client can make informed decisions.
- ☰ To provide high quality services that meet the reasonable expectations of the customer and protect the security and integrity of the customer
- ☰ To provide correct information in advertising and commercial communications and in general in any other form of communication

Employees and independent contractors have a written commitment to comply with the provisions of this Code and any other internal procedures when concluding purchase agreements and generally contracts for the supply of goods and services. In any case, the selection must be made on the basis of objective criteria, respecting the principles of transparency, traceability, openness, free competition, non-discrimination, equal treatment and rotation, and competitiveness and the quality of the products and services requested.

### 3.5 IN PARTICULAR, EMPLOYEES AND INDEPENDENT CONTRACTORS

In particular, employees and independent contractors must:

- ☒ To apply objective and transparent selection criteria in the selection of potential suppliers that meet all necessary requirements
- ☒ Obtaining the cooperation of suppliers in ensuring customer satisfaction in terms of quality, price and delivery times
- ☒ Comply with applicable law and contractual requirements regarding supplier relationships
- ☒ Adhere to the principles of fairness and honesty in correspondence and other communications with suppliers in accordance with the strictest commercial practices

The need to obtain the greatest possible commercial advantage for GMC Consulting is, in any case, always subject to the legal requirements in force by its suppliers, the content of this Code and, more generally, the principles of personal, labor, health and safety and environmental protection.

### 3.6 CONFLICT OF INTEREST

In the performance of their duties, employees must refrain from any activity that is not in the interests of GMC Consulting.

Employees must refrain from all activities, including during working hours and outside the office, that may or may appear to be in conflict with the Company's interests or that may interfere with their ability to make decisions in the Company's exclusive interests. There are obvious reasons for the convenience.

If a conflict of interest occurs, the employee must immediately report it to the appropriate departments and refrain from any activity related to the situation causing the conflict.

Examples of conflicts of interest include:

- ☒ Obvious or hidden interest of the employee or his family members in the activities of suppliers, customers or competitors
- ☒ Using the employee's position within the company to achieve personal interests that are against the interests of the company
- ☒ Use of the information obtained during the performance of labor activities for the employee's own benefit or for the benefit of third parties and in any case contrary to the interests of the Company
- ☒ Carrying out any kind of work-related activity (physical or intellectual) for customers, suppliers, competitors and/or third parties against the interests of the company



## 4 OUR PEOPLE

We believe that our employees are our most important asset and are critical to the Company's continued success. We will maintain an organizational structure that allows the Company to grow continuously (in line with market conditions) and invest in strategies to attract, retain and develop skilled employees.

Our people play a key role in the success and future growth of GMC Consulting. In order to develop the capabilities and skills of our people, for each person to fully realize their potential, relevant departments should:

- ☰ Must apply a merit-based approach that takes professional experience into account when making decisions about our employees.
- ☰ Select, hire, train, pay and manage employees without discrimination, treating all employees equally, regardless of gender, age, nationality, religion, ethnicity, belief or sexual orientation
- ☰ Guarantee equal opportunities in all aspects of their employment, including but not limited to promotions, pay, refresher courses and training

GMC Consulting is committed to protecting the mental and physical integrity of people by respecting the distinct personality of each person and ensuring that they are not subjected to any distress or distress.

Our people must know this Code and the required behavior. To this end, GMC Consulting undertakes to implement continuous training and awareness programs focused on its content.

In order to protect its image, GMC Consulting reserves the right to consider any relevant behavior outside of work to be offensive and must intervene to prevent offensive or defamatory behavior. Therefore, our people are obliged to work together to protect the environment of mutual respect and refrain from behavior that can damage the dignity, honor and reputation of each person.

GMC Consulting will actively seek feedback from employees on issues ranging from job satisfaction to work-life balance.

### 4.1 HARASSMENT IN THE WORKPLACE

GMC Consulting requires that no form of harassment, including, for example, a hostile work environment against individual employees or groups of employees, or unreasonable interference with the work of other people or employees, occurs in internal or external work relationships.

### 4.2 ALCOHOL AND DRUGS

Employees must refrain from working under the influence of alcohol or drugs or similar substances and from taking these substances while on the job.

Permanent addiction to alcohol and (or) drugs, which can affect the employee's ability to perform his duties and disrupt the normal performance of these duties, is considered as described above.

## 5 PROTECTION AND PRIVACY






### 5.1 CONFIDENTIAL INFORMATION AND PRIVACY PROTECTION

The activities of GMC Consulting include the continuous collection, storage, processing, communication and circulation of data, documents and information related to negotiations, procedures, transactions and contracts to which the Company is a party.

The Company's databases may also contain personal information protected by statutory provisions on privacy, information that cannot be disclosed to the public, and information that may be harmful if published.

The persons to whom this Code applies are obliged to protect the confidentiality of the information they obtain while performing their duties. All information and data obtained or processed by employees in the course of their duties are owned by the Company and may not be used, transferred or distributed without prior and specific permission.

Employees must:

-  To obtain and process only the information that is necessary and directly related to their tasks
-  To store information in a way that prevents access by third parties
-  Transfer and distribute information in accordance with the procedures established by the company or with the prior authorization of its manager
-  To ensure confidentiality of information
-  Ensure that there is no obligation of confidentiality for any relationship with third parties

GMC Consulting, for its part, undertakes to protect data and information relating to persons to whom this Code applies and to prevent any unlawful use of data in accordance with the relevant data protection laws (Legislative Decree 196/2003 and European Regulations (EU) . 2016/679), the General Data Protection Regulation (GDPR).

### 5.2 ADJUSTMENT OF E-MAILS

Employee e-mails should never contain words or phrases that could even remotely be believed to encourage, condone, or even condone any conduct prohibited by our integrity policy.

Regardless of the source, any comment made in the body or line of an e-mail, if received directly, by accident, or with a CC, may lead the sender to suspect fraudulent or corrupt activity. should be answered in a firm tone, reject and condemn this behavior if it is obvious, and mention that it will be brought to the attention of his supervisor, who will take appropriate measures.

If the content of the e-mail causes confusion and can be interpreted in different ways, the sender is asked to rephrase the idea to avoid misinterpretations.

Under no circumstances should GMC Consulting staff mention the alleged corrupt practices of others or express their opinions about corrupt practices to third parties. Objective facts known to the public are included only after publication in the mass media (in which case the source is indicated) or after a judgment issued by a competent body (court or competent state body).

### 5.3 TELEPHONE CONVERSATIONS

Under no circumstances should GMC Consulting staff mention the alleged corrupt practices of others or express their opinions about corrupt practices to third parties. Objective facts known to the public are included only after publication in the mass media (in which case the source is indicated) or after a judgment issued by a competent body (court or competent state body).








If, during a telephone conversation, the other party directly or indirectly solicits, claims, suggests or implies that an employee engage in or facilitate any practice prohibited by this Integrity Policy, they must cease briefly and firmly and strongly emphasize that , GMC Consulting rejects and does not tolerate any activity directly or indirectly related to corruption or any similar conduct. The employee's attitude to this issue should always be firm, calm and determined.

If the person on the other end of the line mentions that a third party has been involved in a corrupt practice, they should be advised that GMC Consulting does not support or encourage comments that are not based on publicly known facts and are asked to refrain from reporting it.

## 6 COMPLIANCE, EVALUATION AND CONTROL

GMC Consulting employees must accept and implement the core principles contained in this document, which includes the corporate Code of Conduct and Integrity Policy.

When employees encounter situations not specifically covered by this Code, asking the following questions can help determine the appropriate course of action.

-  Is it compliant with legal and corporate values, principles, policies, procedures and guidelines?
-  Will my actions put anyone's health and safety at risk?
-  Do I have all the information that is important for the decision I will make?
-  Can I be sure to explain my actions to senior management or external authorities?
-  Are my actions transparent? Is there anyone else I should notify of my actions?
-  What will be the consequences for my colleagues, my employer, other parties and me?
-  Would I like it if I was treated this way?

Employees who fail any of the above tests or have any doubts about the appropriate course of action should discuss their concerns with their supervisor.

In order to ensure compliance with the above-mentioned basic principles, GMC Consulting will establish a system for reporting incidents and reporting violations via e-mail, with the aim of reporting any behavior that is contrary to the standards of conduct established by the Company.

The Director of GMC Consulting is responsible for the administration, evaluation and coordination of the Code of Conduct and the Integrity Policy, and therefore must resolve any doubts that may arise regarding their implementation, as well as revise the documents as necessary to update or expand their content. The Director will also personally deal with any complaints.