



DENOVO CODE OF  
CONDUCT  
POLICY

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# I GENERAL INFORMATION

## I.1 DENOVO

DeNovo is an energy company focused on meeting the energy needs of Trinidad and Tobago. DeNovo is the owner of Block I(a) located offshore in the west coast of Trinidad. DeNovo currently produces natural gas from the Iguana and Zandolie fields in Block I(a) from four (4) shallow water wells with two (2) unmanned platforms and a 45km pipeline to DeNovo’s Gas Processing Unit which is located onshore.

## I.2 WINNING STATEMENT

We make a difference by safely, rapidly, and efficiently developing and operating greenfield and brownfield assets utilizing green technologies and automated processes (designed and built to industry standards) in order to deliver competitive energy molecules, all done through highly enrolled and empowered DeNovians.

# I ABBREVIATIONS

GE&H	Gifts, Entertainment and Hospitality Health
HSSE	Safety, Security and Environment
IOGP	International Association of Oil & Gas Producers
IP	Intellectual Property
IT	Information Technology
MDI	Managing Director of Integrity
NDA	Non-Disclosure Agreement
PSCM	Procurement and Supply Chain Management
V-ICP	Integrity Compliance Programme for Venezuela

# 2 GLOSSARY

Business:	Includes any contracted consultant, sub-contractor, agent, joint venture partner or supplier that acts on behalf of DeNovo.
Company:	Means DeNovo in all of its forms.
Criminal Property:	Means property acquired with the proceeds of crime.
Confidential Information:	Means any information material to the operations of DeNovo’s business that cannot be learned outside of that business and that information can exist in varied forms, such as written, spoken, observed, electronic, or otherwise.  It includes all non-public information that might be of use to competitors or harmful to DeNovo or others with whom DeNovo does business, if disclosed. It also includes non-public information that clients, suppliers, customers, and others have entrusted to DeNovo.
Conflicts of Interest:	A conflict of interest exists when a DeNovian’s private interest (or the private interest of any other person to whom this Code of Conduct applies) interferes or appears to interfere in any way with the interest of DeNovo or makes it difficult for a DeNovian (or such other person) to perform his or her obligations and responsibilities objectively and effectively. Conflicts of Interest may also arise when a DeNovian (or such other

person), or a member of his or her family, receives improper personal benefits as a result of a DeNovian’s position within DeNovo.

- Corruption: Means in general the abuse of entrusted power for private gain and includes activities such as bribery, money laundering and terrorist financing.
- DeNovians: Means the board members, employees, and Service Providers of DeNovo.
- Duty to Report: Means the duty imposed upon DeNovians by the Company’s Whistleblowing Policy to report in good faith misconduct or suspicions of it to the MDI.
- Facilitation: Means a minor payment to induce a (usually low-ranking) Public Official to expedite or secure performance of a routine duty, which that person is already obliged to perform and where such payment would exceed what is properly due.
- Information Technology: Means the use of computers to create, process, store, retrieve and exchange all kinds of data and information.
- Inside Information: Includes information which, if it were made public, would be likely to have a ‘significant effect’ on price and includes information that a reasonable investor would be likely to use as part of the basis of their investment decisions. Typically, if public knowledge of a piece of information would capture an investor’s attention and affect the price of financial instruments as a result, it should be viewed as being inside information.
- Intellectual Property: Includes patent rights; utility models; trademarks and service marks; domain names; copyright (including copyright of software); design rights; database extraction rights; rights in know-how or other confidential (sometimes called ‘trade secret’ or ‘proprietary’) information; and rights under IP-related agreements.
- Key Performance Indicators: Mean quantifiable measures that gauge DeNovo’s performance against set targets and objectives.
- Money Laundering: Means the process of hiding illegal funds or making those funds look as though they are legitimate, and it includes the use of legitimate funds to support crime or terrorism.
- Proceeds of Crime: Means money or assets gained by criminals during the course of their criminal activity.
- Public Official: Means anyone in a position of official authority that is conferred by a State, including someone who holds a legislative, administrative, or judicial position of any kind, whether appointed or elected, and the term covers government officials.
- Record: Means a subset of information created or received as evidence of a business activity, or required for legal, tax, regulatory or accounting purposes, or of importance to DeNovo’s business or corporate memory. Records may exist on paper, as physical items, as images or be stored in an electronically readable or audible format.
- Service Provider: Are defined as contractors, consultants and others who may be assigned to perform work or services for DeNovo.
- Third Party: Includes a Public Official, client, customer or any person or official acting on their behalf.

## 3 CODE OF CONDUCT

### 3.1 WHAT YOU NEED TO KNOW

- Adherence to this Code of Conduct is mandatory. Any waiver of it, or any part of it, can only be granted in writing by the Managing Director of DeNovo (“MD”) having first received advice from the Company’s Managing Director of Integrity (“MDI”).
- This Code of Conduct applies to all:
  - all DeNovians whilst engaged by DeNovo, including when on secondment to another entity; and
  - directors, board members and employees of our Business Partners, including our agents and any other individuals that perform services for and on behalf of the Company.
- Any questions or concerns that you may have in respect of the application, scope or meaning of this Code of Conduct, or where you suspect that this Code of Conduct has been contravened, should be directed in the first instance to the MDI. However, the ‘golden rule’ is that if you suspect what you are about to do is ill-advised or wrong, then it probably is, and you should not do it. If you do, then your acts or omissions will likely infringe this Code of Conduct.
- An established failure to comply with this Code of Conduct will have consequences, in the sense that:
  - DeNovians may face disciplinary proceedings that may lead to termination of their contracts of employment, legal suit, or the curtailment of their career prospects within the Company (i.e., a DeNovian found to have contravened the Code of Conduct may not be promoted at all or at the rate that he or she would otherwise expect).
  - the contracts of those who work for or with us may be terminated.
- This Code of Conduct is:
  - reflective of international best practice and is influenced by, and benchmarked against, the Codes adopted by other companies; and
  - intended to ensure that all DeNovians together with those men and women who work for our Business Partners adhere to our **FIVE CORE VALUES** of **Integrity, Fairness, Respect, Safety, and Innovation**. These are the values that lie at the very heart of DeNovo.
- DeNovo reserves the right to amend this Code of Conduct as it deems necessary. No amendment will come into effect unless it is approved in writing by the Company’s Managing Director upon the advice of the MDI.

## 4 INTEGRITY

### 4.1 LAWS, RULES, AND REGULATIONS

#### 4.1.1 WHAT YOU MUST DO

- You must read, respect and at all times abide by all of the provisions of DeNovo’s Integrity Compliance Programme for Venezuela (“the V-ICP”) that apply to you, including this Code of Conduct that forms an important part of it, and it will be no defence for you to claim at any point that you were unaware of or did not understand the applicable parts of the V-ICP or this Code of Conduct. For the avoidance of doubt, the V-ICP applies to all of DeNovo’s operations, and its application is not restricted to Venezuela alone.
- You must respect, abide by and obey all laws, rules and regulations, including, where applicable, professional regulations that apply to you in any country in which you find yourself working for or on behalf of DeNovo.
- You must, when working for or on behalf of DeNovo, conduct yourself in a manner that befits your status as a member of a respected, principled, and law-abiding Trinbagonian energy company, and you must avoid doing or saying anything that brings you and/or DeNovo into disrepute.

## 4.2 COUNTERING CORRUPTION

### 4.2.1 WHAT YOU MUST DO

- You must not offer, pay, make, seek, or accept a personal payment, gift, or favour in return for advantageous treatment or to gain a business advantage, and you must not allow anybody else to do so on your behalf.
- You must not make Facilitation Payments. If a Facilitation Payment has been requested or made, you must immediately report it to the MDI and ensure that it is recorded in the Unavoidable Payments Register.
- If you are compelled to make a payment because you genuinely believe that a real and immediate risk of personal harm or unlawful detention exists to yourself, your colleagues, or your immediate family, then this is not a bribe nor is it a facilitation payment, but it must be reported as if it were.
- Know who you are doing business with by conducting the appropriate integrity due diligence, as set out in the Prevention Section of **Section 4 of the V-ICP**.
- Dealing with agents and Government Officials poses a greater bribery risk, so you must follow the mandatory requirements set out in the Prevention Section of **Section 4 of the V-ICP**.
- You must only pay commissions or fees to agents or consultants that are appropriate in relation to the services provided, such that those payments accord with the relevant DeNovo policies, and commissions or fees that could be considered to be improper payments must not be paid. If in doubt, you must consult with the MDI.
- You must report behaviour that you know or suspect to be corrupt. As part of our **Whistleblowing Policy**, you are under the Duty to Report your concerns of all forms of misconduct and wrongdoing.
- Turning a blind eye to suspicions of bribery and corruption is unacceptable, and it will not be tolerated.
- You must not in any way retaliate – either directly or indirectly - or otherwise aid, abet, counsel, or procure retaliation against a whistleblower for complying with his or her Duty to Report in good faith under the Whistleblower Policy his or her concerns of misconduct or wrongdoing.

## 4.3 ANTI-MONEY LAUNDERING

### 4.3.1 WHAT YOU MUST DO

- You must not knowingly deal with criminals, suspected criminals, or the Proceeds of Crime.
- You must follow any integrity due diligence requirements, contracts and procurement procedures specified by DeNovo, so that we know who we are doing business with. By doing so we can ensure that your business transactions on behalf of DeNovo do not involve acquiring, using, or holding money that amounts to the Proceeds of Crime or property acquired with the Proceeds of Crime.
- You must not hide the origin or nature of Criminal Property.
- You must not facilitate the acquiring, ownership, or control of Criminal Property.
- If you have knowledge or a suspicion that a Business Partner or Third Party is involved in money laundering in its dealings with DeNovo, you must promptly report this to the MDI. To meet legal requirements, do not let the Business Partner or Third Party know of your suspicions or the fact that you are reporting or have reported those suspicions to the MDI.
- You must not falsify, conceal, destroy, or dispose of relevant documents.

## 4.4 ANTI-COMPETITIVE BEHAVIOUR

### 4.4.1 WHAT YOU MUST DO

- You must not agree with competitors, even informally, to fix prices or any element of a price, including the application of discounts, surcharges, or credit terms.
- You must not agree with competitors to reduce or to stabilise production, capacity, or output.
- You must not agree with competitors to divide up particular customers, accounts or markets.
- You must not rig bids or tenders.

- You must not agree with others to boycott any customer or supplier except in connection with internationally imposed sanctions.
- You must not attempt to set a minimum or any resale price for an independent dealer, distributor, or reseller.
- You must not share or receive competitively sensitive information without a lawful reason.
- You must not discuss with competitors any matter on which competitors are not legally permitted to agree.
- You must follow the principle that all decisions in respect of DeNovo's pricing, production, customers, and markets must be made by DeNovo alone.
- You must leave industry meetings or other events if competitively sensitive issues arise and ensure that your departure is noted and immediately report the matter to the MDI.
- You must speak up and report to the MDI if you know or suspect the existence of any potentially collusive or anti-competitive practices or if you are uncertain whether or not certain practices are legal.

## 4.5 SANCTIONS MANAGEMENT

### 4.5.1 WHAT YOU MUST DO

- You must comply with all applicable customs and export controls that relate to the conduct of DeNovo's business, and further guidance on this can be obtained either from the MDI or from a representative from the Procurement Department.
- You must follow Company guidance, which includes those policies issued by the IT Department, when travelling with equipment and hardware belonging to DeNovo, including laptops, smartphones, and other communication equipment.
- You must ensure that Business Partners and Third Parties that you deal with have been properly screened against applicable sanctions lists.
- You must stop and seek advice and assistance from the MDI if your dealings with a Business Partner or Third Party identify suspicious facts or 'red flags'.
- You must not deal in a sanctioned country or with a sanctioned party unless specifically authorised in accordance with DeNovo's policies and procedures, as set out in the V-ICP. If you are authorised to deal in a sanctioned country or with a restricted or sanctioned party, you must strictly adhere to all guidance provided by the MDI or his or her representatives.

## 4.6 INSIDER TRADING & INSIDE INFORMATION

### 4.6.1 WHAT YOU MUST DO

- You must not use DeNovo property, information, or your position within DeNovo for improper personal gain.
- You are prohibited from taking for yourself or for your family's opportunities that are discovered through the use of DeNovo property, information or your position within DeNovo, unless such opportunity is first disclosed and offered to DeNovo and DeNovo affirmatively decides not to pursue it.
- You must not share Inside or Confidential Information about DeNovo unless you are authorised to do so.
- If you come across Inside Information about any listed company in the course of your work, you must not deal in that company's shares or securities until any Insider Information you have becomes public. You must also not share the information with anyone unless you are authorised to do so.
- You must not disclose information about DeNovo's business activities, including information relating to the ProMan Group, unless you are authorised to do so. This applies to the things you say, as well as anything in writing.
- You must not engage with the media or the investment community, such as banks and venture capitalists, on behalf of DeNovo without first obtaining permission to do so from either the Managing Director or the MDI.
- If it is part of your role to provide information to the public and/or the investor community in respect of DeNovo's business and finances, including through social media, you must ensure you have the proper clearance and that the information you give is true, accurate, consistent, and not misleading.
- You must only commit DeNovo to obligations if you have corporate authority to do so and you must not issue orders or make decisions for companies that you do not work for. You are required to adhere to the Company's



contract, procurement, and finance standards together with any relevant policies, procedures, laws, and regulations that pertain to procure-to-pay and source-to-contract activities.

- You must not engage in casual conversation on sensitive or confidential matters or send communications containing material that is confidential, racist, sexist, offensive, defamatory, fraudulent, or otherwise inappropriate.
- You can only use DeNovo-approved social media channels for business use if you are an approved user and have received the required internal training.

## 5 FAIRNESS

### 5.1 CONFLICTS OF INTEREST

#### 5.1.1 WHAT YOU MUST DO

- You must not let any decisions you make at DeNovo be influenced by personal considerations, such as relationships or outside interests of yourself, your family, or your friends.
- You should avoid entering into a romantic or sexual relationship with a fellow DeNovian, but if you do enter into such a relationship then you must report it to the MDI.
- You must register all actual, potential, or perceived Conflicts of Interest in the Conflicts of Interest Register held by the MDI, whether or not you think it will actually influence your decision.
- If you are not sure whether such a conflict exists, you must seek advice from the MDI.
- You must withdraw from decision-making that creates an actual, potential, or perceived Conflict of Interest or could be perceived as creating one.

### 5.2 GIFTS, ENTERTAINMENT & HOSPITALITY

#### 5.2.1 WHAT YOU MUST DO

- You must not, either directly or indirectly, offer, give, seek, or accept in connection with DeNovo business:
  - illegal or inappropriate gifts, entertainment, and hospitality (“GE&H”), cash or cash equivalents (including per diems unless contractually agreed), personal services, or loans.
  - GE&H during periods when important business decisions are being made.
  - GE&H that exceed the prescribed limits set out in the V-ICP and elsewhere unless the permission of the MDI has been obtained in writing and in advance.
- You must register in the Gifts, Hospitality and Travel Register all GE&H given or received, including charitable donations.
- When offering GE&H to a Government Official, you must not offer or pay for:
  - additional days of travel to any destination.
  - private visits.
  - family members or guests, unless approved in advance and in writing by the MDI.
- In advance of offering any GE&H to a Government Official, you must request and obtain advance written approval from the MDI.
- Before accepting an honour or award obtained in the fulfilment of your duties owed to DeNovo from a Business Partner or Third Party, you must (1) obtain the written permission of the MDI; and (2) register the honour or award in the Gifts, Hospitality and Travel Register and the Conflicts of Interest Register, both of which are held and maintained by the MDI.

### 5.3 POLITICAL CONTRIBUTIONS

#### 5.3.1 WHAT YOU MUST DO

- You must not use DeNovo funds or resources, either directly or indirectly, to help finance political campaigns, political parties, political candidates, or anyone associated with them.

- You must not use DeNovo funds to make political payments under the guise of charitable donations.
- You must always make it clear that the political views you express or the actions that you take are your own, and not those of DeNovo, unless you are explicitly required to represent DeNovo's views as part of your job.
- You must be aware of the rules on Conflicts of Interest and ensure that your participation in politically motivated activity does not involve you or DeNovo in a Conflict of Interest.
- If you are standing for public office, you must consult with and gain written approval from both the Managing Director and MDI before standing. You must also declare your interest in the Conflicts of Interest Register and comply with local laws regulating political participation.

## 5.4 EQUAL OPPORTUNITY

### 5.4.1 WHAT YOU MUST DO

- You should understand the value and importance of diversity, and you must not discriminate in any way based on race, colour, religion, age, gender, sexual orientation, gender identity, marital status, disability, ethnic origin, or nationality.
- When taking decisions, including hiring, evaluation, promotion, training, development, discipline, compensation, and termination, you must base them solely on objective factors, including merit, qualifications, performance, evidence, and business considerations.

## 6 RESPECT

### 6.1 HUMAN RIGHTS

#### 6.1.1 WHAT YOU MUST DO

- You must ensure that when working for DeNovo you conduct yourself at all times with due regard to the rights of others, including the human rights of those who you come into contact with, including vendors within the Company's supply chain.
- If you know or suspect the existence of any potential human rights violations that in any way relate to DeNovo or the conduct of our business, then it is your duty to report what you know or suspect to the MDI.

### 6.2 BULLYING & HARASSMENT

#### 6.2.1 WHAT YOU MUST DO

- You must treat others fairly and with respect at all times.
- You must not engage in violence or threatening behaviour at work and/or on DeNovo property.
- You must not physically or verbally intimidate or humiliate others.
- You must not make inappropriate jokes or comments.
- You must not display offensive or disrespectful material.
- You should, if you feel able to do so safely, draw a person's attention to the fact that you find their behaviour to be hostile, intimidating, humiliating or disrespectful.
- You must report in accordance with the Whistleblower Policy any concerns that you may have in respect of bullying or harassment to the MDI and, as far as possible, DeNovo will take the necessary steps to protect you from any form of retaliation.

## 6.3 ASSET PROTECTION

### 6.3.1 WHAT YOU MUST DO

- You are personally responsible for safeguarding and using DeNovo assets appropriately.
- You must not cause or engage in, and you must protect DeNovo from, waste, loss, damage, abuse, fraud, theft, misappropriation, infringements, and other forms of asset misuse.
- You must protect DeNovo property that has been entrusted to you and you must also play your part in protecting DeNovo's shared assets against loss or misuse.
- You must be alert to the risk of theft.
- You must not unlawfully conceal, alter, or destroy documents.
- You must comply with DeNovo's policy in respect of the use of corporate funds, including the use of your corporate credit card and petty cash, which means that you should only use corporate funds for appropriate and approved business expenses, and you must not use such funds to purchase prohibited or otherwise unlawful items or services.
- You must respect the assets of others.

## 7 SAFETY & SECURITY

### 7.1 HEALTH & SAFETY

#### 7.1.1 WHAT YOU MUST DO

- You must ensure that in performing your duties, you comply with and follow our Health, Safety, Security and Environmental Policy ("HSSE"), which means that you must stop work whenever you believe that there is a danger to people or the safe and secure operation of one of our assets.
- You must follow the DeNovo Nine Life-Saving Rules, based as they are on the rules promulgated by the International Association of Oil & Gas Producers ("IOGP").
- You must report to work in a condition to perform your duties, free from the influence of illegal drugs, banned substances, cannabis and/or alcohol.
- You must act on a HSSE incident, potential incident or near-miss as soon as you become aware of it by reporting it to your Line Supervisor and/or Manager and/or the MDI.
- You are required to contribute towards meeting DeNovo and your relevant department's Key Performance Indicators for Safety Observation Card participation together with other HSSE initiatives approved by the Company.

### 7.2 SECURITY

#### 7.2.1 WHAT YOU MUST DO

- You must not use, possess, or distribute at work or on DeNovo property illegal or unauthorised drugs, banned substances, cannabis, unauthorised alcohol, unauthorised firearms or weapons, explosives, stolen property, or other such contraband.

## 8 INNOVATION

### 8.1 INTELLECTUAL PROPERTY

#### 8.1.1 WHAT YOU MUST DO

- You must maintain the confidentiality and/or propriety of information entrusted to you by DeNovo, except when disclosure of such information is authorised in writing by the Managing Director, Financial Controller, Company Secretary or where disclosure is required by law.
- You must use DeNovo's brands and trademarks appropriately.
- You must report your innovations and inventions to The Legal Adviser.
- You must classify and store DeNovo business and technical information appropriately, and with appropriate access controls in accordance with Company policies.
- You must not disclose DeNovo's Confidential Information outside of DeNovo without permission or an appropriate Non-Disclosure Agreement ("NDA"), and you must make a record of the information provided under that NDA. All such NDA's will be issued by the Procurement Department or the Legal Department, as appropriate, unless otherwise approved by The Legal Adviser or the Managing Director.
- You must not accept Confidential Information from a Business Partner or Third Party unless you have permission to do so, and you have agreed to receive it under a NDA.
- You must not misuse Confidential Information of a Business Partner or Third Party.
- If you are responsible for introducing new products in a market or new proprietary technology, you must first consult The Legal Adviser to mitigate the risk of DeNovo infringing the intellectual property ("IP") rights of others.
- If you notice that a Business Partner or Third Party is infringing or misusing DeNovo's IP rights, for example by passing on documents containing Confidential Information, it is your duty to report this in writing as soon as possible to the MDI.

### 8.2 BUSINESS COMMUNICATIONS & INFORMATION TECHNOLOGY

#### 8.2.1 WHAT YOU MUST DO

- You must comply with DeNovo's Information Technology ("IT") security requirements.
- You must not use personal email accounts, texts, WhatsApp or similar electronic communication applications or any form of social media accounts for official work communications, unless you are authorised to do so by the MDI.
- You must not store DeNovo documents or information on personal servers or personal external storage devices.
- You must not share your DeNovo IT login details with others or expose those details in a manner that permits others to see and potentially use them.
- You must not modify or disable security or other configuration settings downloaded by DeNovo to your own IT equipment, unless instructed to do so by DeNovo's IT Department.
- You must keep your personal use of DeNovo IT and electronic communications, including social media use, occasional and brief, and not use the DeNovo name or brand in personal emails. You must also not store or transmit images or media files or otherwise generate high network traffic or data storage costs attributable to personal use.
- If you use personal social media for personal purposes to discuss energy-related topics, or to endorse or provide testimonial of DeNovo and its products and/or services, you must disclose in the post:
  - that you are a DeNovian or otherwise connected to the Company.
  - that you are not speaking on behalf of DeNovo.
  - that the views expressed are your own and do not necessarily reflect those of DeNovo.
- If you have a corporate mobile phone, you must follow the Company's policy for acceptable use.
- You must not access, store, send or post pornography or other indecent or offensive material when using DeNovo IT and communication facilities, nor must you connect to online gambling sites or conduct unlawful activities.

- You must not conduct your personal business activities using DeNovo IT or communication facilities, or support others to do so.
- You must only use approved internet-based services to store, process or share business information and this includes a prohibition on downloading and using non-approved applications, sites, and programmes.

## 8.3 DATA PRIVACY

### 8.3.1 WHAT YOU MUST DO

- You must identify the privacy risks before collecting, using, retaining, or disclosing personal data (e.g., when establishing a new IT system, project, or marketing initiative).
- You must only process personal data for specific, defined, and legitimate purposes.
- When you process or share an individual's personal data, you must always inform them. In some cases, you will need to get their prior written consent and if you are uncertain as to whether such consent is required, then you must seek advice from The Legal Adviser or the MDI.
- You must always protect personal data if it is shared with a Business Partner or Third Party. If you are not sure whether you need consent or how to protect personal data when sharing with a Business Partner or Third Party, always seek advice from The Legal Adviser or the MDI.
- You must ensure that personal data in your possession is kept up to date and disposed of in accordance with the Company's IT policies when no longer required.

## 8.4 INFORMATION & RECORDS MANAGEMENT

### 8.4.1 WHAT YOU MUST DO

- You must record and report honestly, accurately, and completely information that relates to DeNovo's business and financial position, and you must ensure that accurate financial and non-financial records are maintained.
- You must assess the risks associated with any information you handle, so that you can properly manage the risks and protect the information.
- When you create or receive information, you must assign it a confidentiality classification, declare it as a Record if required, store it in an approved repository, only share it with those who are entitled and permitted to receive it, and follow DeNovo's more detailed information management policies and procedures.
- If you are working with Business Partners or Third Parties, you must ensure you are authorised to share information before doing so.
- If you have been instructed by The Legal Adviser or the MDI to preserve information, you must ensure it is kept as directed.

## 9 ANNEX – PROOF OF RECEIPT (CODE OF CONDUCT)

The below is an example of the Proof of Receipt (Code of Conduct), of which its form and contents would be incorporated into DeNovo's process.

### PROOF OF RECEIPT (CODE OF CONDUCT)

All DeNovians are to be provided by the Office of Integrity with an electronic version of the V-ICP upon joining the Company or, should they request, a hard copy of the Programme. Within five (5) working days of receiving the V-ICP from the Office of Integrity, all DeNovians are required to sign the following receipt ("the Proof of Receipt"), which upon signature shall be held by the Managing Director of Integrity ("MDI"). A refusal by a DeNovian to sign the Proof of Receipt may lead to a termination of his or her contact with the Company.

#### PROOF OF RECEIPT

I, [Click or tap here to enter full name and address, an employee of DeNovo \[...\]](#) ("DeNovo"), do hereby attest and certify that:

1. I was on [Click or tap to enter a date](#), provided by DeNovo's Office of Integrity with a copy of DeNovo's Integrity Compliance Programme for Venezuela ("the V-ICP") inclusive of DeNovo's Code of Conduct.
2. I have duly read and understood the V-ICP, inclusive of the Code of Conduct.
3. In the event that I do have any questions or queries in respect of any facet of the V-ICP, including its application or any part of it to me, I shall without delay seek clarification from the Managing Director of Integrity or, alternatively, one of the Integrity Officers within the Office of Integrity.
4. I understand and accept that, in the event that I am accused of contravening the V-ICP, inclusive of the Code of Conduct, it shall be no defence for me to claim that I was unaware of the V-ICP or that it or any aspect of it applied to me.
5. I shall comply fully and freely with all aspects of the V-ICP that apply to me.
6. I shall strive at all times, whilst working for or with DeNovo, to conduct myself in an ethical manner and attain and maintain the levels of integrity expected from me by the Company.
7. I understand and accept that DeNovo operates a zero-tolerance approach to corruption and that I risk being dismissed by the Company in the event that I intentionally, recklessly or negligently contravene the V-ICP, inclusive of its Code of Conduct.

**Signature:**

**Print name:** [Click or tap here to enter text.](#)

**Job Title:** [Click or tap here to enter text.](#)

**Date:** [Click or tap here to enter text.](#)