

Hotel Properties Limited Group Code of Conduct

Introduction

The Hotel Properties Limited Group (“the Group”) has adopted a Code of Conduct (“the Code”) that applies to all employees

Compliance with the Law

In addition to the Code, HPL expects employees to comply with all laws, regulations, codes of practice, and legal, regulatory and licensing requirements applicable to the different jurisdictions where it operates.

Employees should not engage in any activity that adversely affects the Group’s interests or reputation, including but not limited to, engaging in any act whether in the workplace or otherwise that, in the sole discretion of the Group, involves violent behaviour, moral wrongdoings, or which constitutes a criminal act under all applicable laws, regulations and legal requirements, regardless of whether the employee is criminally charged or convicted.

Workplace Health and Safety

The HPL Group is committed to provide a healthy and safe work environment for employees, customers, business partners and visitors. Every employee has a personal responsibility to support this commitment.

Employees are obliged to carry out their work in a safe manner, without causing harm to themselves or others, and to report any potentially unsafe or unhealthy situations immediately.

All employees must observe the rules of office security.

Company Property and Assets

Employees are responsible for company property entrusted to them. This property includes, but is not limited to physical property (such as phones, company vehicles or computers), records (such as data on customers and company records, and intangible property (such as computer software and computer records). It is important that, whichever category the property falls into, employees must treat HPL’s property as they would their own and must not damage it, deface it or remove it for personal use, unless authorised to do so.

Computers

Employees must use office computers, or terminals, only in the way in which they have been instructed. They should protect their own password and not use anyone else’s ID or password to access records.

Unless authorised, employees must not alter records or software instructions. They must always ensure that any software they use has been obtained from authorised suppliers and should only install if they are permitted to do so.

Just as they must not misuse company property, they must not dispose of any company property in an unauthorised manner, such as by selling, loaning or giving it away without proper permission.

Use of IT Systems

Employees must act responsibly when updating their personal data or uploading any information (statements, documents, videos, photos, etc.) in any IT systems provided by the Group. They must not knowingly update false information not upload any materials that are defamatory, offensive, obscene, inappropriate or that would violate or infringe any laws, copyright, trademark or any other intellectual property, personal or proprietary rights of any person, including any obligation of confidence.

Work Performance

Employees are required to perform tasks assigned in a responsible and reliable manner and to manage time at work efficiently, without wasting company time and resources by taking part in unauthorised activities including, but not limited, to trading, gambling or political activities on the premises. They must act sensibly and conduct themselves whether at work or outside of work in a manner that upholds the integrity, reputation and values of HPL.

Dealing with other Employees

The Group is committed to provide employees with a work environment which is conducive, safe and free from discrimination. Employees should treat their colleagues and other persons with respect and consideration at all times.

Workplace harassment can occur when one party demonstrates behaviour that causes or is likely to cause harassment, alarm or distress to another party. Examples of behaviour that may be considered harassment include but are not limited to threatening, abusive, or insulting language, comments or other non-verbal gestures, discrimination, physical violence, cyber-bullying, sexual harassment and stalking. Workplace harassment can also take place through different modes of communications, such as by email, text messaging or social media.

The Group will not tolerate any acts of discrimination or harassment and will investigate all complaints and incidents in a fair and timely manner.

The Group prohibits any form of retaliation or intimidation against any person for making good faith reports concerning allegations of discrimination, harassment, violation of the Code of Conduct, or any other allegations of improper behaviour. Any employee, who is found guilty of such acts shall be subject to disciplinary action, which may include termination/dismissal from service.

While on duty, employees must not conduct themselves in such a manner that will interfere with or prevent other employees from carrying out their duties properly.

Alcohol & Drugs

Drugs and/or alcohol can impair an individual's capacity to perform his/her job safely, efficiently and with respect for colleagues and customers. The use of such substances may result in injury or a threat to the well-being of an individual, colleagues, customers or members of the public.

An employee must attend work in a fit state and is not to be under the influence of alcohol or drugs during working hours.

Involvement with the manufacture, possession, use, distribution, sale, purchase, or transfer of illegal drugs is strictly prohibited.

Official Records

Information is valuable asset of the Group and its integrity depends on the honest, completeness and accuracy of its records. This means that anyone preparing the company's records and reports must be diligent in assuring the accuracy and completeness of all data, records, reports and expenditure connected with the company.

Obligation to maintain confidentiality of Confidential and Proprietary Information

During their employment with the Group, employees may receive and/or have access to secret, confidential or proprietary information relating to HPL and/or any company in the HPL Group (including but not limited to joint venture companies held by HPL and/or its subsidiaries) and or any other company or entity (i) in which any of the HPL Group of companies may have an interest (equity or otherwise) or (ii) to whom any of the HPL Group of companies owe an obligation (whether pursuant to a contract or otherwise). Such secret, confidential or proprietary information may, without limitation, be verbal, written, electronic or in the form of image data, photographs or software. Employees are required not to disclose or divulge or cause to be disclosed or divulged such information without the prior written approval of or clearance from the company. This condition shall continue to apply even they are no longer employed by the Group.

When employees leave the company for any reason, including retirement, they must return all the company's property, including all documents and records in their possession, and they must not disclose or misuse company confidential information. Employees are also responsible for protecting information provided in confidence by any third party, such as a customer, supplier, service provider or a partner, after they leave the company.

Conflict of Interest

A 'conflict of interest' arises when employees have a competing professional or personal interest that would either make it difficult to fulfil their duties properly, or would create an appearance of impropriety that could undermine customer or public confidence.

Employees must do nothing that conflicts with the interests of the Group, or anything that could be construed as being in conflict, for example, participating in the evaluation/approval of award to a vendor in which an employee has a vested interest (either personally, or through close relatives).

Employees should declare/disqualify themselves from handling transactions which put them, whether perceived or real, in a position of conflict.

Employees must avoid all situations which could result in conflicts of interest. They should comply with reporting and disclosure requirements of potential or actual conflicts of interest, and disclose any matters which could reasonably be expected to interfere with their professional duties.

Employment Outside HPL Group

Employee should not engage in any outside employment or hold any position without the prior written consent of the Company, as appropriate unless such employment has been arranged or is undertaken in connection with the performance of their responsibilities and duties as part of the HPL Group.

All outside appointments and activities (including business activities), directorships and employment must be declared and approved in advance.

If employees are considering accepting an external appointment, they must consider if accepting this position may give rise to the possibility of conflict. If they have been given permission take on such employment or to have other business relationships, they must ensure that these activities do not negatively affect their ability to fully and effectively perform their role for HPL or HPL's reputation and/or its services to customer or HPL's current or future business plans.

Insider Trading

Employees must not use "inside" information which has not been made available to the public and which may materially affect a corporation's stock price – as the basis for purchasing, or selling, shares in the company, or any other company with which they have dealings. Such information may include unannounced earnings, dividends or potential acquisitions. Employees must not engage in, or procure another person to engage in, any share transactions with respect to the shares of the corporation, whether it is for themselves, anyone else or for the Group, when in possession of inside information.

Data Protection

All employees who have access to and /or collect, use disclose or process personal data of external parties or other employees are expected to take necessary precautions to ensure that HPL and/or any company in the HPL Group are compliant with the requirements of personal data protection laws. Employees understand, agree and consent to collection, use and disclosure of their personal data as described in the Personal Data Consent Policy for Staff. An employee's personal data protection obligations may overlap with obligations relating to secret, confidential or proprietary information relating to HPL and/or any company in the HPL Group, and both these categories of obligations shall apply at all times.

Fraud

HPL Group is committed to high standards of probity and accountability in its affairs. It recognises the importance of protecting its operations, employees and assets against fraud risks and unethical practices, and therefore adopts a “zero tolerance” approach to fraud, corruption and any other form of criminal conduct.

Where an employee has concerns or receives information about any fraud, corruption or other form of criminal record in connection with the affairs of a HPL Group company, it is the employee’s responsibility to report those concerns or information to senior management.

Penalties

Failure to comply with the Code is viewed as a serious matter that can lead to disciplinary action, up to and including termination of employment or dismissal, as well as criminal penalties.