



TRUSTED NOT TO COMPROMISE

Code of Conduct

January 29, 2019



Title: **CODE OF CONDUCT**

Effective Date: January 29, 2019

Version: 2

Objective:

This Code of Conduct is intended to set out appropriate standards of conduct and behavior by the Directors and employees (collectively referred to as “**Associates**”) of Pakistan Cables Limited (the “**Company**”). The Associates are expected to act with integrity and objectivity, striving at all times to enhance the reputation and performance of the Company.

1. General Principles

- Associates must recognize that their primary responsibility is to the Company as a whole. Associates of the Company must act honestly, in good faith and in the best interests of the Company as a whole.
- Associates must not take advantage of their position for personal gain, the gain of their affiliates or to cause detriment to the Company.
- Associates have an obligation to comply with the spirit, as well as the letter, of the law and with the principles of this Code.
- The Company views breaches of this Code as serious misconduct. Associates who have become aware of any breaches of this Code must report the matter immediately to senior management personnel and/or a Director, as may be appropriate.
- Any Associate who in good faith, reports a breach or a suspected breach will not be subject to any retaliation or recrimination for making that report.
- Associates who breach the policies outlined in the Code may be subject to the disciplinary action including, in the case of serious breaches, dismissal.



2. General Principles

Associates have a duty to use due care and diligence in fulfilling the functions of their position and exercising the powers attached to their association with the Company.

As such, each Associate shall observe the highest standards of honesty, integrity, ethical and law-abiding behavior when performing their duties and dealing with other Associates, shareholders, customers, suppliers, or other advisers of the Company.

3. Confidentiality

Information received by Associates in the course of the exercise of their duties remains the property of the Company and must be kept confidential at all times. Confidential information may only be released or used with specific permission from the Company and/or where such disclosure is:

- required to be disclosed to another Associate in the normal conduct of the Company's operations;
- authorized by the Board of Directors;
- required by law or a regulatory body.

An Associate's obligations in respect of confidentiality shall continue after an Associate's association with the Company is concluded.

4. Conflict of Interest

A conflict of interest arises when a personal, professional or business interest of an Associate are potentially at odds with the best interests of the Company.

In the event that such a conflict arises, or is perceived to arise, the matter shall at all times be resolved in favor of the Company. Moreover, all Associates must:

- Declare, to their reporting manager and the HR Head, any potential, actual or perceived conflicts of interest that exist at the time of commencing their association with the Company;



- Declare, to their reporting manager and the HR Head, any potential, actual or perceived conflicts of interest that arise, or are likely to arise, during the course of their association with the Company; and
- Avoid being placed in a situation where there is, or potentially may be, any potential, actual or perceived conflicts of interest.

5. Gifts, Hospitality and Entertainment

Accepting and offering of gifts, hospitality or entertainment should not unduly influence business decision-making or cause others to perceive that there has been undue influence. Insofar, Associates must exercise the utmost care when offering or accepting gifts, hospitality or entertainment to protect the reputation of the Company against allegations of improper behavior and to ensure that anti-corruption laws are not breached. Such activities shall at all times be carried out in accordance with prevailing laws and Company policies.

6. Corrupt Conduct

Corrupt conduct, which includes but is not limited to bribery, blackmail, unauthorized use of confidential information, fraud, theft, will not be tolerated by the Company. Disciplinary action up to and including dismissal will be taken in the event of any Associate participating in corrupt conduct. In addition, the Company will report any instances of corrupt conduct of Associates to the appropriate governmental authorities, which may result in an Associate facing legal prosecution.

7. Stakeholders

The Company recognizes its multiple stakeholders, including its shareholders, customer, suppliers, bankers/lenders, media, regulators, employees, the community etc. All Associates shall ensure appropriate stakeholder engagement in a manner that fosters good relations in accordance with prevailing law, Company policies and industry good practices.



Prepared by:
Zarrar Nasir Khan
GM – HR, IR and Admin

A blue ink signature of Zarrar Nasir Khan, written over a horizontal line.

Reviewed by:
Kamal A. Chinoy
Chief Executive

A blue ink signature of Kamal A. Chinoy, written over a horizontal line.

Approved in the 450th Board Meeting held on January 29, 2019:
Mustapha A. Chinoy
Chairman - BoD

A blue ink signature of Mustapha A. Chinoy, written over a horizontal line.