



APEX

**APEX
CODE OF CONDUCT**

V1.00

CHAIRMAN MESSAGE



At APEX our integrity is what defines us, we can proudly say we are a highly integral and professional company. In order to ensure that all employees understand this, I would like to introduce our Code Of Conduct (CoC). This is our guide to doing the right thing in business. It is a must-read and a must-follow for all of us. Nothing is more important to APEX than keeping our reputation as a highly integral company and making sure we always do what is right. We simplified the CoC (Code of Conduct) and made it focused on the most important principles and expectations rather than writing detailed rules.

It can be difficult at times to identify the right course of action. In situations where your action does not feel right and you require guidance, the Code of Conduct serves as a practical guide to help you make the right legal and ethical choice, as well as asking your management for support and guidance. Together with the policies and business practices referenced, the Code of Conduct highlights the important legal, ethical and regulatory requirements that govern our operations and provides guidance on how to report potential violations, because the actions that we take each day ultimately defines us as a company.

Please have the courage to speak up if you see anything that appears to breach this Code of Conduct. Your concerns will be considered seriously, and APEX will not tolerate retaliation against anyone. Our values are the foundation for our Code of Conduct. We are a company that competes vigorously but honestly and will always focus on delivering a superior service to our customers while always treating employees, competition and all other stakeholders with respect.

Doing business in line with our CoC, responsibly, ethically, and diligently is not just a message we preach, but rather a commitment that we live by every day at APEX.

I would like to thank all of you for your commitment in ensuring that we conduct business based on these values and represent the company in the most ethical manner.



Dr. Faisal Al Thani
Chairman

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OVERVIEW



Purpose

The APEX Code of Conduct (“Code”) is a practical guide that is designed to help each employee handle business situations professionally and fairly. It reinforces our commitment to maintaining high ethical standards and defines us as a company.

Applicability

Our Code of Conduct applies to all directors, officers, employees, and contractors of the Company (collectively and/or individually “we”, “us” or “our”), as well as third parties who do business with the Company, and can only be waived by written approval of APEX’s Board of Directors.

Likewise, each of our business partners, suppliers, and agents are required to comply with the laws of the countries where they operate and to act responsibly and ethically in a manner consistent with our Code of Conduct, which includes, maintaining policies to safeguard against human rights violations such as discrimination, child labor, and slavery, prohibiting bribery and corruption, and responsibly sourcing materials. Our commitment to these requirements must be unwavering.

The Code and any associated Company policies, standards and guidelines will be reviewed and updated on a regular basis.

Scope

The Code applies in both letter and spirit and is supplemented by Company policies, standards, and guidelines. Where the text of these documents is not clear or specific, their spirit prevails.

We are also subject to the laws and customs of the countries where we operate. Sometimes these laws vary from place to place and may even conflict. We are responsible for knowing and following the laws and regulations that apply where we work. When local laws or practices are not as strict, the Code of Conduct and other APEX requirements still apply.

Reporting a Concern or violation

If you are aware of, see, or suspect a violation of the Code of Conduct, report it to APEX. Speak up, knowing that when you share your concerns you are supporting an ethical workplace, making our Company stronger and protecting your colleagues from harm.

You do not need to be certain that a violation has occurred to report a concern. At the same time, you have an obligation to promptly raise a concern when you see a situation where you reasonably suspect the Code of Conduct is not being followed.

There are several ways to report issues and share concerns. Your first point of contact should be your direct or functional manager. If this is not practical, you may contact a manager in Human Resources, Finance, or another relevant function, or the Legal Counsel. In addition, you can raise your concerns online via speakup@apexws.com.

Investigation

Where the law allows, you may report violations anonymously. Please understand that it may be difficult or impossible for APEX to thoroughly investigate reports that are made anonymously, so we encourage you to consider sharing your identity to enable follow-up and improve fact-gathering. If you do decide to remain anonymous, please provide as much information in your report as possible.

No matter the manner of reporting you select, your issue will be treated with the same level of importance. All reported compliance concerns are taken seriously and handled promptly, professionally, and thoroughly.

During the investigation process, APEX will:

- Forms an investigation team and approved it by the Legal Counsel (must not include any person who could affect on the transparency or be bias on the investigation due to his/her relationship with the investigated person)
- Confidentially Interview the involved personnel and review the documents and facts presented; Recommends corrective action, as appropriate; and
- Provides the person who raised the original concern (if that person is known) with feedback on the case.

Retaliation

APEX prohibits retaliation for good faith reporting of a potential or actual violation of the Code of Conduct, our internal requirements, or applicable laws. Retaliation is any adverse action taken against an individual for filing a complaint and can include overt or subtle acts of harassment, intimidation and discrimination. We will not tolerate any form of retaliation against individuals who raise issues in good faith.

Disciplinary Action

Violations of the Code, which may include failing to promptly report a known or suspected violation of the Code, knowingly filing false reports, and retaliating against any employee for reporting a concern may be subject to internal disciplinary action, up to and including termination, as well as potential civil or criminal prosecution.

CODE OF CONDUCT POLICIES

Health, Safety, and Environment

The long-term business success of APEX depends on our ability to continually improve the quality of our services and products while protecting people and the environment. To ensure the safety of our employees, the environmental awareness while maintaining operational excellence requires a strong safety leadership across all levels of the organization. All our employees are fully empowered and responsible to stop any unsafe acts or conditions that they might encounter. APEX's leadership team are responsible and accountable for driving a strong HSE culture by ensuring effective implementation of our standards.

We will demonstrate our Health, Safety, and Environment (“HSE”) commitment by:

- Setting up a clear HSE management system that ensures adhering to the laws and regulations of the countries where we operate and applying the highest standard when conflict arise.
- Setting a clear (SMART) HSE performance objective; measure results; and assess and continually improve processes, through the use of an effective management system that is designed to provide support from leaders to achieve targets.
- Minimize our impact on the environment through pollution prevention, reduction of natural resource consumption and emissions, and the reduction and recycling of waste.
- Encourage positive HSE attitude by setting up a reward system that recognizes such behaviour.
- Ensure that all our employees & contractors are well trained and understands our HSE standards and procedures.
- Report HSE issues transparently with an effective communication plan with our stakeholders and setting a clear improvement plan for all identified risks.
- Ensuring HSE considerations are factored into the design, engineering, and deployment our services and products; and
- Maintaining an updated response plan to minimize the effect of any emergency, business disruption, or crisis.

APEX's leadership team are responsible and accountable for positively driving a strong HSE culture by ensuring effective implementation of our standards across the organization.

Service Quality

We are committed to deliver products and services that meet or exceed our customers' expectations and objectives while complying with legal, international, national, customer and other applicable standards and requirements.

Our commitment to service quality relies on the following:

- **Competent Resources:** Providing certified and fully operational assets, as well as motivated, experienced personnel to perform our operation and represent the company.
- **Operating Standards and Processes:** Developing and implementing a clear, understandable, and practical work standards and procedures that ensure a top service delivery which must meet and exceed our client expectation.
- **Auditing and Continuous Improvement:** Regularly assessing our performance and the effectiveness of our quality processes and compliance levels and taking appropriate action to continuously improve our products and services to achieve client satisfaction.

Personnel and Asset Security

The safety and security of our employees are set on our top priority as well as protecting the company assets and we strive to do so by:

- **Security Risk Assessment:** It is necessary to understand and manage security risks before engaging in any operation in a given country or location. This assessment is required as part of due diligence for new operations and regular reviews for ongoing operations. Under no circumstance will personnel or assets be exposed to unmanageable security risks.
- **Security Procedures:** Each APEX office and operational base must have a security procedure tailored to the specific country and location risk profile. This procedure must be updated regularly and effectively communicated by security training, briefings and inductions.
- **Emergency Response Plans:** It is essential for every APEX office and operational base to have an Emergency Response Plan, updated and drilled regularly, according to the country and location risk profile.

Anti-Corruption and Bribery

It is APEX's policy to conduct all of its business in an honest and ethical manner. APEX takes a zero-tolerance approach to bribery and corruption and is committed to acting professionally, fairly and with integrity in all its business dealings and relationships. It is the goal of APEX to avoid acts which might reflect adversely upon the integrity and reputation of the Company.

We demonstrate our anti-corruption and bribery commitment by:

- Not making nor accepting facilitation payments or “kickbacks” of any kind. Facilitation payments are typically small, unofficial payments made to secure or expedite a routine government action by a government official. Kickbacks are typically payments made in return for a business favor or advantage. We must avoid any activity that might lead to or suggest that a facilitation payment or kickback will be made or accepted by us.
- Neither providing or promising to provide any payment of money, gifts or hospitality with the purpose of inducing or influencing behavior to a public official in the performance of his or her duties to assist in retaining business or securing any improper business advantage for or with the Company.
- Not making contributions of any kind to political parties. No charitable donations will be made for the purpose of gaining any commercial advantage. APEX is politically neutral and does not make political contributions. You may not use Company funds or assets for political purposes. With respect to public policy matters affecting the Company and its shareholders, APEX may engage in a direct dialogue with decision makers but does not use paid lobbyists or seek to bring about a particular outcome or decision. As a result of the Company's stance of political neutrality, APEX does not maintain a political action committee, nor does it contribute to any third-party political action committees or other political entities.

This does not prohibit giving and receiving promotional gifts of nominal value or normal and appropriate hospitality. However, in certain circumstances, gifts and hospitalities may amount to or be construed as bribery. We must comply strictly with APEX ethics requirements in respect of gifts and hospitalities and the associated financial authorization procedures. If any question exists as to the appropriateness of a gift or hospitality, guidance from APEX Legal team should be sought.



Gifts and Entertainment

All business decisions made on behalf of APEX must be based on sound ethical judgement, in the best interest of APEX and free from any undue influence, preferential treatment or special benefit to any individual or any other type of behavior that might allude as unethical. The giving and receiving of gifts and entertainment can found and strengthen goodwill. However, some gifts and entertainment secure or appear to secure improper influence and might even be seen as bribes. Such behavior is strictly forbidden at APEX.

Gifts and entertainment can be anything of value to the receiver. They may include meals, tickets to sporting, theatre or other cultural events, promotional items, discounts, loans, cash, favorable terms on any product or service, services, prizes, transportation, use of another company's vehicles/transport, use of vacation/holiday facilities, stocks or other securities, home improvements and gift certificates. Excluded are courtesies and gratuities of negligible value for instance promotional items, diaries, calendars or similar.

While in many cultures, constructive business relationships may include the exchange of incidental gifts and entertainment, employees in their corporate capacity must not give or accept any gifts that are more than a nominal value of \$100, nor can you give gifts to, or accept gifts from, the same vendor more than once per year. Should such prohibited gifts be inadvertently received, they should be returned, with a note of thanks addressed to the vendor, including a polite reminder of Company policy.

Conflict of Interest and Donations

A conflict of interest (COI) is a situation in which a person is involved in multiple interests, and serving one interest could involve working against another. Typically, this relates to situations in which the personal interest of an individual might adversely affect a duty owed to make decisions for the benefit of himself or a third party.

While such behavior is unacceptable APEX expectations are:

- Directors, Officers, and employees are expected to avoid situations where an employee's own personal interest may interfere in any way with the Company's interest. All such individuals are expected to refrain from taking for themselves opportunities discovered through their use of corporate assets or through their positions.
- Business dealings with family members or with a business where a family member plays a significant role should be avoided. Conflicts of interest may arise when an employee and/or his or her family members receive an improper personal benefit as a result of their dealings with the Company.
- Investments of over five percent in an outside company could create a conflict of interest if that company is a competitor, supplier, customer or other related party. These situations should be avoided and, where unavoidable, should be approved in writing by APEX Legal.
- Other employment outside of the Company should be evaluated as a possible conflict of interest, as it could detrimentally affect employee performance and/or responsibilities.
- Donations, where made, must be strictly controlled and approved by Executive Management and APEX Finance. No Company donations of any sort should be made without approval of Executive Management.
- All APEX employees must make prompt and full disclosure to their supervisors of any situations involving a possible conflict of interest. Such situations should be reviewed with APEX Legal.

Ethics and Business Integrity

All APEX employees must perform their jobs in compliance with all applicable laws, rules and regulations of the jurisdictions within which the Company operates. Employees should demonstrate compliance by:

- Strictly following Company policies, procedures, standards and guidelines to deal ethically with our customers, suppliers, contractors, government agencies, and fellow employees.
- Respecting our competitors and their offerings, vigorously and fairly competing with them, and never colluding to gain an unfair industry advantage.
- Assigning responsibilities based on competency and trust and demanding personal accountability.
- Promoting transparency and exercising due care in the manner in which we work and how we obtain our results.
- Honestly and accurately reporting and tracking all of our business activities.
- Disclosing to Executive Management any unscrupulous or material information as and when it may become available.
- Conducting periodic internal and external audits of all departments to verify that we are meeting our obligations.

All employees are empowered to promptly escalate any issues that may lead to a regulatory compliance breach or deviation from these requirements via speakup@apexws.com.

Competition and Intellectual Property

Technology development and protection is one of our values at APEX. We invest in technology and that requires strong protection of the resulting intellectual property assets. Intellectual property is created when an APEX employee makes a new discovery or conceives of an idea, device, technique, or process that is related to our business. The invention becomes the exclusive property of APEX. Upon joining the company, all employees agree to this concept as a condition of employment. The company also protects its intellectual property and confidential information by using non-disclosure agreements and confidentiality policy. As much as we protect our IP's we must ensure that we protect others.

APEX respects copyright and trademark laws and observes the terms and conditions of software license agreements. Never make unauthorized copies of software, publications or other copyrighted material. Likewise, never use trademarks without proper authorization. All the software, copyrighted material or trademarks we use must be properly licensed or owned by APEX. We must comply with company restrictions on the installation and use of third-party software on company computers.

All APEX employees are required to respect their competition and intellectual property obligations by:

- Not using any Company data to compete against the Company in any manner whatsoever;
- Not disclosing any Company confidential or sensitive information to any external source without relevant and documented management approval;
- Understanding and agreeing that all intellectual property such as inventions, innovations, discoveries, improvements, or ideas conceived or developed as an employee of the Company will be considered the Company's sole property; Firmly protecting the Company's rights to its intellectual property;
- Prohibiting the disclosure or misuse of the Company's intellectual property; and Responsibly using the intellectual property of others.

Confidentiality

Information, written or otherwise, regarding the Company's business, including but not limited to information regarding customers, employees, costs, prices, earnings, products, operations, potential acquisitions, and other arrangements, is presumed to be confidential information. It should be considered that any non-public information shared by the Company, its suppliers or customers is confidential, whether or not it is marked.

- We must not, without the Company's prior written consent, publish or disclose to anyone outside of APEX or use in any other than the APEX's business, any confidential information, whether during the course of their employment with the Company or thereafter.
- We, our relatives, and associates are prohibited by law from buying or selling the Company's securities when in possession of material, non-public information ("MNPI"). There is no exception for transactions that may be thought to be necessary or justifiable; we must avoid the appearance of sharing or taking action when in possession of MNPI.
- We undertake not to reproduce copies or take excerpts from any Company document available to us for any purpose other than those involving the activities of the Company. Any breach of confidentiality will be treated as misconduct and would be subject to disciplinary or legal action.

Compliance with this policy is a condition of employment, and failure to observe it may result in legal consequences, including criminal penalties under insider trading laws.

We will undertake to keep secret all technical, commercial and financial information concerning the aims and activities of the Company and its affiliates, of which we gained knowledge during the course of employment within the Company.

We aggressively protect our confidential data and enforce our rights against others who take or use it without proper authorization.

Information Security

APEX provides its employees with a range of information technology tools, such as computers, software and networks for business purposes. Reasonable personal use of these tools is allowed. All electronic records produced using APEX tools or transmitted using APEX networks are APEX property, including email, instant messages and computer files. APEX has the right to review the information stored or transmitted using these tools. Employees should have no expectation of privacy over any such information, subject to applicable data privacy laws.

We protect our Information by:

- **Information Technology Systems Security:** We will ensure our IT systems are protected by latest security systems and software, and backups and business continuity workflows must be in place to avoid any business disruption due to loss of data.
- **Mobile Devices and Office Access Control:** In every APEX location and office, all measures must be in place to ensure that APEX mobile devices (laptops, phones) are secured at all times, including while traveling.
- **Employee Training and Accountability:** APEX employees must be trained on how to handle, manage, store and dispose of both customers' and APEX's proprietary and sensitive information. We expect each employee to prevent disclosure of confidential information and to protect access to company property.

Accidental disclosure of confidential information can be as harmful as intentional disclosure. If we have access to information that is commercially sensitive or confidential, we may not disclose that information to any unauthorized person, inside or outside APEX, without obtaining the necessary prior approvals. We need to be particularly careful of what we and our family members say or do in our day-to-day interactions with customers and other business associates and in social settings. Be careful when handling computers, software and data to prevent inadvertent disclosure of sensitive information. Protect company computers and other data devices from theft and damage. Everyone must obtain the appropriate management authorization to access company property, including buildings, equipment and data.



In our daily lives, we interact in a variety of public forums, such as conferences and professional society events or through the Internet and social media. In these situations, we may unintentionally be seen as representing APEX in an official capacity. We represent APEX whenever we identify ourselves as APEX employees or affiliates. What we publish externally reflects on the entire company. Any profile and related content that we post on personal or social networking web sites must be consistent with how we are expected to present ourselves to customers and colleagues as APEX employees. Refrain from discussing APEX business or confidential company information on these web sites or anywhere else outside the company.

Social media should not be used to publish, post or discuss APEX or customer related information without prior approval. Photos of APEX or customer equipment, premises or products could contain such proprietary information. Also, the presence of other individuals in the photos could raise questions about data privacy.

To ensure that our communications are always accurate and consistent, a limited number of individuals are responsible for communicating on our behalf.

Data Integrity

At APEX we provide the following guidelines for our employees' use of IT and data in order to protect all data connected to our clients as well as protect APEX's IT infrastructure against infringement or data leaks.

We always preserve the integrity of all customer and internal data, whether received or generated for the duration of the authorized use, or as legally required.

We will protect data by:

- Putting processes in place to manage and control customer and internal data;
- Creating awareness around data integrity by training and communication campaigns;
- Only requesting and accessing customer data when required and only for legitimate business purposes;
- Taking all reasonable measures to protect the confidentiality of any trusted or sensitive information of our customers;
- Immediately notifying our customers of any unintentional access or wrongful receipt of proprietary data;
- Sharing customer data internally only with those employees whose job roles require access to such data;
- Diligently preparing and accurately recording at the highest quality, data and business records as required;
- Securely retaining and appropriately disposing of customer data where and when required to do so;
- Never preparing inaccurate records or tampering with or altering data in an attempt to conceal potential wrongdoings; and
- Defining clear accountability lines with regard to handling, generating, transmitting, receiving, storing and disposing of customer and internal data.

Trade Control Compliance

We must demonstrate our commitment to trade control compliance by:

- Complying with all applicable import and export laws, rules, regulations and licenses controlling the shipment or movement of any products or services wherever we do business;
- Complying with all applicable laws and regulations related to the transmission of technical data or software products wherever we do business;
- Complying with all applicable economic and trade sanctions or restrictions;
- Conducting all of our business ethically and within the framework of all applicable antitrust and competition laws;
- Refraining from knowingly circumventing any laws, rules, regulations and licenses whilst pursuing any Company business activity; and
- Remaining up to date with all laws, rules, regulations and licenses related to trade and movement of goods as may be required.

Workplace Harassment

APEX is committed to promoting and ensuring a working environment free of harassment where employees are treated with respect and dignity, enabling them to achieve their full potential.

We do not tolerate harassment. For the purpose of this statement, harassment is defined as any offensive behavior, including unwelcome comments (written or spoken), acts or conduct that violate an individual's dignity, and/or create an intimidating, hostile, degrading, humiliating or offensive environment for that individual. Harassment can occur on the grounds of race, religion, gender, age, disability, etc., and can take place in person, online, and other ways.

Harassment may not necessarily be confined to the behavior of senior staff towards junior staff; it can take place between colleagues at the same level or involve staff behaving inappropriately towards more senior staff.

You are required to report any known harassment at speakup@apexws.com or as otherwise set out in this Code of Conduct.

Non-Discrimination

APEX is committed to a work environment in which all individuals are treated with respect and dignity. Each individual has the right to work in a professional atmosphere that promotes equal employment opportunities and prohibits unlawful discriminatory practices. Therefore, APEX expects that all relationships among persons in the office will be business-like and free of explicit bias and prejudice.

Such policies are developed to ensure that no decisions are made based on race, color, religion, sex, disability, marital status, citizenship, or any other characteristic or class protected by the laws or regulations in the locations where we operate. The Company administers its personnel policies, programs, and practices in a nondiscriminatory manner in all aspects of the employment relationship, including recruitment, hiring, work assignment, promotion, transfer, termination, wage and salary administration, and selection for training.

APEX has developed this policy to ensure that all its employees can work in an environment free from unlawful discrimination and retaliation. APEX will make every reasonable effort to ensure that all concerned are familiar with these policies and are aware that any complaint in violation of such policies will be investigated and resolved appropriately.

Any employee who has questions or concerns about these policies should talk with the human resources department or his manager.

Managers and supervisors are responsible for implementing and administering this policy, maintaining a work environment free from unlawful discrimination, and promptly identifying and resolving issues related to equal employment opportunity.

Individuals who believe they have observed or been subjected to prohibited discrimination should immediately report the incident to their supervisors, upper management, their designated Human Resources contact or at speakup@apexws.com.

APEX encourages reporting of all perceived incidents of discrimination. It is the policy of APEX to investigate such reports promptly and thoroughly. APEX prohibits retaliation against any individual who reports discrimination or participates in an investigation of such reports.



Substance Abuse

Alcohol, drug abuse, inhalants or any other form of substance abuse poses a threat to the health and safety of APEX employees as well as has the potential to impair their ability to perform properly effecting their efficiency and productivity as well as resulting a risk to the security of the company's equipment facilities and business overall. For these reasons, APEX is committed to the elimination of drug and alcohol use and abuse in the workplace, where its strictly prohibited.

Likewise, the misuse of over the counter or prescription drugs, or the use, possession, distribution, or sale of illicit or un-prescribed controlled drugs on Company business or premises, is strictly prohibited and is grounds for termination of employment. Possession, use, distribution, or sale of alcoholic beverages on worksites is not allowed.

Being unfit for work as a result of drug or alcohol use is grounds for termination of employment.

Financial Transactions and Reporting

All Company assets and liabilities must form part of the books of account included in the Company's financial statements, and we must ensure that all books and records are fully available for audit by internal auditors and/ or independent external auditors.

We must ensure that any reporting or disclosure of financial information, whether inside the Company or to the public, is made by authorized personnel and approved by the appropriate authority of the Company and that this reporting or disclosure complies with all applicable laws, regulations and APEX Financial Procedures.

Crisis Management

A crisis is any event or period that will lead, or may lead, to an unstable and/or dangerous situation affecting our employees' health and security or business. Crises are negative changes, especially when they occur abruptly, with little or no warning.

The best and most efficient way to maintain the safety of our personnel while maintaining business continuity and minimal operational disruption is by being ready for such events with a clear action plan. Such plans will require a collective effort between leadership and the rest of the organization to manage any situation.

Such strategic actions will require setting up the following:

- **Crisis Management TEAM:** Such a team must be Composed of members of heads of each key function led by QHSE, Operations, HR, Supply Chain, Legal as core functions and additional invitations could be made as and when seen appropriate by the Crises Management TEAM. The mandate of such team is to review the situation and provides general oversight for the entire planning process while reviewing the progress of such plans by meeting regularly to address emergency preparedness, response, and identify areas of additional focus and support.
- **Crisis Management Response Plans:** Our structured crisis management response plans outline steps on how to handle a crisis to protect APEX's people and assets, as well as to mitigate any impact on our business. These plans must be developed within a period of 1-7 days Maximum depending on the type of crises being managed and the plan must include communication protocols, evacuation procedures, drills and resource planning.



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