

Human Resources Policy Manual Section-11

(CODE OF CONDUCT- ETHICAL AND LEGAL RESPONSIBILITIES)

SECTION 11. CODE OF CONDUCT- ETHICAL AND LEGAL RESPONSIBILITIES

11.1 **Purpose.** Professionalism, high ethical standards, integrity and honesty of employees are crucial for FFS in pursuing and maintaining its business goals. The purpose of this Code is to set down the employees' legal and ethical obligations while under the employment of FFS and which they are required to comply. These are the core values employees must follow and nurture. This Code also provides guidelines to assist employees in understanding and complying with such obligations.

11.2. **Compliance.** Employees must comply with all the requirements set out in this Code in addition to the terms and conditions of employment set out in their contracts of employment/appointment letters. If any inconsistency exists, this Code shall prevail. Those who are in breach of any provision of this Code may be subject to summary dismissal. Employees who have any doubt about any provision specified in this Code should consult the Human Resources Department. If they are facing difficulties in determining whether taking a certain action is appropriate or not, they should consider the following questions:

- a) Is the action to be taken right?
- b) Can this be justified in the eyes of the stakeholders?
- c) Can we defend the action?
- d) Is this complying with the Group's policy?
- e) Is the action legal under the existing law of the land?

11.3 **Ethics at Work.** Employees must devote to their work with a high degree of dedication, enthusiasm and professionalism. It is important that employees :

- a. Accomplish and discharge their duties and responsibilities prudently and diligently to the best of their professional knowledge, skills and abilities in order to meet the time, quality and productivity standards of work;
- b. Engage faithfully only in activities that are consistent with their official responsibilities and authority and which do not damage the business interests of FFS;
- c. Utilize time, supplies, equipment and office facilities with due caution solely for the benefit of FFS;



- d. Behave properly at all times with integrity and courtesy to upkeep the FFS's public image as a respectable high performance organization; and
- e. Co-operate with fellow employees and work as a team for the benefit of FFS.

11.4 Outside Employment. As a full time employee of the Group, employees are not allowed to undertake any part time or full time job after the office hours or during the holidays (also see Section 2, Clause 2.20). They should not involve themselves in any business activities, such as trading of shares, securities and debentures etc. If an employee starts speculating in the share market, he/she might be distracted from his/her own duties as the former might create stress for him/her due to unpredictable nature of the business and this might lead to a conflict between the personal interest of the employee and the interest of the Group.

11.5 Behavior in Public. FFS expects its employees to behave with integrity and act lawfully on or off duty, and at social or private occasions. Employees must be careful when expressing views and opinions about the operations of FFS. They should refrain from commenting on individual cases and from disclosing or discussing information which may be market sensitive.

11.6 Respects for Others. An employee must acknowledge and respect the right of other employees of the Group. An employee must treat fellow employees with courtesy and respect. He/she must not behave in a manner that is likely to offend or embarrass other employees of the Group or members of the public. Wishing (directing salam) and standing up to show respect to a senior officer on meeting him for the first time in a day is customary and must be practiced. Respecting others will create a better work environment and foster fellow feeling and harmony among the employees.

11.7 Maintenance of Secrecy. No officer or employee of FFS shall divulge any secret or confidential information which comes to his / her knowledge during the course of discharge of his / her duties or in any other way relating to the policy, measures, trade and business of the member / members of the FFS or of FFS itself.

11.8 Integrity of Records, Customer/Buyer Privacy and Employer Information. All the employees of FFS should maintain books, records and transactions with integrity, accuracy and in a timely manner. In carrying out the business, we must protect the integrity of information. We must maintain the integrity of records of the customer/buyers in all circumstances and at all times. We are responsible to the customers/buyers for protection of the privacy of their records.



11.9 Misappropriation and Bribery. No employee of the Group shall convert any funds or property which are not rightfully theirs to their own use and benefit or knowingly assist another person (whether employee or not) doing the same. We should demonstrate the highest ethical standards and should not involve ourselves in activities leading to misappropriation and avoid participating in bribery to facilitate any activity.

- a) We must act with integrity and honesty and no way involve ourselves in misappropriation of the Group's properties.
- b) We should not impose our rights to any properties of the Group unless authorized to do so.
- c) We must not bribe any person or entity to get a job done or receive bribes in facilitating any work.

11.10 Use of Corporate Name and Letterhead Pad. An employee should not use FFS'S name, logo or corporate letterhead for any purpose other than in the normal course of Group's business. There's no way in which one can use these items for personal purposes. Improper use might bring the Group's name to disrepute and bind the Group in legal problems.

11.11 Use of Service Facilities. An employee must ensure that service facilities, equipment, computer, telephone, vehicles etc. are used effectively and economically in the course of performing his/her duties. An employee must not use service facilities, equipment or vehicles for private purposes except where such use is authorized by the Management.

11.12 Borrowings. An employee shall not borrow money from any customer, buyer, colleagues and money- lender or from any person who might have business relation with the Group. Habitual borrowing of money means that the borrower is not maintaining his livelihood as per his/her earning and that might lead him/her to compromise the Group's ethics and standard in dealing with that person from whom the money is borrowed. If an employee sees that someone is borrowing money, he must bring it to the notice of his superior and HR immediately.

11.13 Acceptance of Gift. An employee is not encouraged to accept a gift, benefit, hospitalities, invitation to meals or offers for travel and lodging from the customers/buyers or persons intend to have business dealing with the Group. After receiving gifts, the clients may ask for special favors which might go against the interests of the Group. Gift must not be accepted when there is a possibility that the employee receiving the gift might be or might appear to be compromised in the process. However, gifts may be accepted when:

- a. Refusal to accept the gifts, benefits, entertainment etc may offend the customer/ buyer/ business associates.
- b. The gift is not costly in terms of price/cost like souvenirs, calendar, diary, notebook, pen holder etc.



- c. If the cost of the gift is more than Tk 1,000/- (one thousand), the matter to be informed to the HR Department for further disposal.
- d. No gift is acceptable in the form of cash.

11.14 Bar on Use of Political or Other Influence. An employee of FFS shall not directly or indirectly participate in any political activities and shall not take part in any sort of political discussion or activities during their employment with the Group. They will not write or distribute any political leaflets. Use of any outside influence, political or otherwise, by an employee for furthering his/her personal interest shall be considered as an act of indiscipline.

11.15 Bar on Certain Writings and Speeches. Extra-curricular contributions outside duty hours are not discouraged but employees are required to exercise judgment and restrain in cases where writing of books, articles, letters or making speeches or joining any organization are prejudicial to the overall interest of FFS.

11.16 Bar to Join any Organization. Employees are encouraged to take active interest in trade bodies and institutions pertaining to the core business of FFS. However, prior approval of the management will be necessary, if any employee desires to contest any election to the Committee of a trade organization/institution/club or if he/she wishes to participate or join in any seminar, training courses, conferences or delegations.

11.17 Contacts with Press and Media. Contacts with press and media, if required, should be centralized through the authorized spokesman of FFS. Employees should avoid making personal comments to or answering queries about FFS from members of the press and media. They should refer all media inquiries to the Managing Director or the authorized spokesman.

11.18 Alcoholism. An employee must not consume alcoholic drinks during office hour. It is also expected that our employees will refrain from damaging the Group's image /reputation when they engage themselves in social activities which promote alcoholism. The life of an alcoholic person is always under threat. Alcoholism can spell disaster for anyone.

- a) One should not try alcoholic products, even if it's for fun.
- b) Anyone having this habit should give it up.
- c) One should not attend parties where offer alcoholic beverages are served. Under circumstances where attending such parties is must, one should refuse or avoid intake of alcoholic beverages.



11.19 Drug Addition. An employee must not contemplate experimenting with drugs. Drug addiction can have adverse consequences in an employee's personal and professional life. Any evidence of drugs abuse on the employee's part will result in prosecution.

11.20 Speak up. All employees are encouraged to speak out to raise concerns with confidence about any instances of malpractice and misconduct. They should speak up or raise the issue in front of the appropriate authority, if they suspect an actual, planned or potential behavior that is illegal or unethical and is going to breach the laws and regulations of the Group. One should not remain tight-lipped when he/she notices someone is engaged in the wrong activities or is involved in unethical practices:

11.21 Attire. Employees should dress in an appropriate and presentable way while discharging duties inside or outside the FFS's premises. Except for those who are required to wear uniforms, employees should wear business casual attire to work. However, full business attire i.e. business suits, shirts and ties for male employees and Salwar-kameez/Sari for female employees is required when interacting with external parties or attending formal meetings or events. Following is the business casual attire guideline which is subject to review from time to time:

- a. **For Male Employees.** Short or long sleeved shirts with collar, full length trousers and shoes with socks.
- b. **For female employees.** Salwar with half/full sleeved kameez or Sari.
- c. **Casual Wear.** The wearing of casual wear such as **jeans, T-shirts, and sports shoes etc. is not permissible except on Saturdays and holidays** if employees are required to report for duty or in special circumstances as approved by their Heads of Division/Department. At all times, tank tops, low cut shirts, mini shirts, hot pants, slippers, and other inappropriate items must not be worn in the workplace. Heads of Division/Department should ensure that their subordinates are dressed in an appropriate manner when discharging duties. This would help create a positive and professional image for FFS.

11.22 What is Expected. Every employee shall:

- a) Maintain proper decorum in office at all times.
- b) Conform to and abide by the rules and regulations of FFS.
- c) Observe, comply with and obey all lawful orders and directions which may from time to time, be given by the person or persons under whose jurisdiction, superintendence or control, he / she may be placed.
- d) Serve FFS honestly and faithfully with integrity and sincerity.
- e) Be properly and neatly dressed while he/she is on duty.
- f) Hand over all papers, property, equipment etc. belonging to FFS and acquired by him in connection with his employment or service in the Group Before leaving his/her job.
- g) Avoid Talking very loudly so as to cause disturbance for others.

