

## CODE OF CONDUCT

### 1. PROFESSIONAL CONDUCT AND ETHICS

SYNLAB is committed to providing a conducive working environment and members of staff are required to observe the highest standards of business ethics at all times. This includes conduct which is professional and conforms to policies and procedures developed by the company in compliance with legislation.

### 2. USE OF SYNLAB'S NAME

The use of the company name, without the express approval of management is not allowed. The approval of management is necessary to ensure that the views, beliefs or activities of an individual or external organization are not perceived as those of the Company or as endorsed by it.

In addition, the use of official SYNLAB stationery, including letter headed paper, notepads, envelopes, etc. is limited to the authorized official business of the Company. Internal correspondences from one function to another or between the Laboratories are to be signed by members of staff at the appropriate level as authorized by the company.

### 3. CONFIDENTIALITY AND INTELLECTUAL PROPERTY

The company takes every care to protect its Standard Operating Procedures, books, record and trade secrets, know-how and official information. No employee or ex-employee of the company shall, except under the compulsion of the law or, where still in employment, with the permission of the Chief Executive Officer, disclose, employ, store or in any other way use any information that has been imparted to the employee, revealed to the employee, compiled by the employee or in any way discovered by the employee in the course of his/her employment with the company.

All information acquired in the course of employment with the company whether it is revealed to the employee or compiled, gathered or developed by the employee and whether it is a customer list, marketing data, staff list, trade secrets, standard operating procedures, know-how or any other type of information whatsoever shall be considered to be confidential and to be the property of SYNLAB. Any employee or ex-employee of the company shall make no unauthorized use of such information.

SYNLAB considers both breaches of confidence and confidentiality, whether deliberate or arising out of negligence or imprudence, to be a very serious misconduct, which will be sanctioned in accordance with the company's disciplinary procedures or by a Court of Law.

### 4. CUSTOMER RELATIONSHIP

The company expects all relationships between you, the patients and Doctors to be professional and transparent at all times. You should be helpful and courteous to customers in all situations and at all times. The company considers as inappropriate any display of discourteous behavior to its customers. In addition, you are not allowed to engage in personal business relationships with any of SYNLAB's customers.

### 5. CONFLICT OF INTEREST

Employees must ensure that there is no conflict of interest between their personal interests and their duties, obligations and responsibilities to the company.

A conflict of interest might arise where a staff member engages in activities which advance personal interests at the expense of the company's interest or the interest of other staff members.

Employees shall avoid situations in which private interests, whether pecuniary or otherwise, conflict with or might reasonably be thought to influence judgments made during the course of their professional duties to the Company. Conflicts of interest should be assessed in terms of the likelihood that staff members possessing a particular interest could be improperly influenced or might appear to be improperly influenced, in the performance of their duties on a particular matter.

While it is impractical to enumerate all situations in which your interest may be in conflict with that of SYNLAB, Where you or any member of your immediate family has an interest in an entity dealing with the company, which might affect independent and objective decision-making, it is important that you report the interest to the Company as soon as possible. See employee manual for more details.

## **6. MATERIAL DISCLOSURE**

SYNLAB requires you to disclose fully as soon as you become aware, any matter which has become the subject of official enquiry, investigation or litigation, arising from your private activities while in a previous or current employment. The company considers a breach of this requirement as serious misconduct, which will be sanctioned in accordance with company disciplinary procedures.

## **7. ADDRESSING THE PRESS / PUBLIC SPEAKING**

If you wish to address the press or make any public statement on company official matters, you will require the prior approval of the Chief Executive Officer. Also, if you wish to write essays or articles for publication in the press, you should obtain an approval from the Chief Executive Officer.

Where you intend to engage in private speaking engagements during office hours, you will need to obtain the approval of the Chief Executive Officer.

In all cases where you address the public or originate any article for publication in your personal capacity, the onus lies on you to ensure that you include appropriate disclaimer clauses, so that your views are not associated with your official title or the official position of SYNLAB.

## **8. PUBLIC DUTIES**

You should not accept any appointment, nomination or election into any office in any organization without the express permission of the Board of Directors unless such office is for a charity or a non-for-profit organization. Any request for permission should be passed through your supervisor and / or Departmental Head, who will forward it to the Chief Executive Officer.

Approval of requests will be based on the merit of each case. If you want to run for an elective office, you are required to discuss the intent with the Chief Executive Officer. If necessary, you may be granted a leave of absence or requested to resign your appointment with SYNLAB.

## **9. GRATIFICATION, COMMISSIONS AND BRIBES**

The company does not expect any member of staff to accept any gratuity, commission, bribe or any form of gratification whatsoever for the performance of official duties. Employees are required to report any offer of gratification in any form whatsoever to their line manager or Human resources as appropriate.

Any member of staff found to accept any gratuity, commission, bribe or any other form of gratification in the course of their duties would be sanctioned in accordance with company disciplinary procedures.

Likewise, the company prohibits employees from giving bribes, gratifications, kickbacks or other improper payments to any person, or attempts to influence clients, public officers or elected officials of any government (whether such attempts are real or might appear to be real). Any member of staff found giving bribes, gratifications or kickbacks while in employment would be sanctioned in accordance with company disciplinary procedures.

## **10. ANTI-CORRUPTION AND MONEY LAUNDERING**

Employees shall comply with Anti –Corruption Laws (defined below) and shall not cause SYNLAB or its Affiliates to be in violation of any Anti-Corruption Law. "Anti-Corruption Laws" mean collectively: (i) the United States Foreign Corrupt Practices Act ("FCPA") and the United Kingdom Bribery Act 2010 (each as amended from time to time), of which the Customer specifically acknowledges and confirms its understanding; (ii) any applicable legislation or regulation implementing the Organization for Economic Cooperation and Development Convention Against Bribery of Foreign Public Officials in International Business Transactions; and (iii) all other applicable laws, regulations, orders, judicial decisions, conventions and international financial institution rules regarding domestic or international corruption, bribery, ethical business conduct, money laundering, political contributions, gifts and gratuities, or lawful expenses to public officials and private persons, agency relationships, commissions, lobbying, books and records, and financial controls.

**11. GAMBLING AND MONEY LENDING**

Gambling and all forms of unofficial money lending activities on company premises or in the course of carrying out company duties are strictly prohibited.

**12. HONORARIUM**

Any fee or financial reward you receive from engaging in public or private speaking, either in your personal or official capacity, should be declared to the Human Resources Department.

**13. HARASSMENT**

At SYNLAB it is important for us to create a work environment, free from harassment or offensive behavior and the company prohibits any form of harassment, victimization or discrimination on account of age, disability, sex, marital status, religion, race or tribe. Verbal or physical conduct that denigrates or displays hostility towards another person as a result of any of the above-mentioned factors must be reported to the Head, Human Resources immediately. Any employee found to have committed an infraction related to harassment will be liable to disciplinary action. Conversely, any employee who makes a malicious claim in this respect will also be liable to disciplinary action.

**14. FIGHTING**

As the company is committed to maintaining a safe work environment, fighting or any other form of physical assault on the premises is prohibited and punishable accordance with company disciplinary procedure.

Accordingly, fighting or any form of anti-social or offensive behavior indulged in by a member of staff (even if done outside company premises), which in any way negatively affects the corporate image of the company, shall be sanctioned in accordance with company disciplinary procedures.

**15. SMOKING, ALCOHOLISM, AND DRUG ABUSE**

The company promotes a smoke, alcohol and drug-free environment. Accordingly, the use of narcotic drugs at any time or consumption of alcoholic beverages during office hours or on company premises or smoking of cigarettes and/or cigars is prohibited to all members of staff. Any infringement of these rules is considered as misconduct and punishable in accordance with company disciplinary procedures.

**16. EATING WITHIN SYNLAB'S PREMISES**

Employees are prohibited from bringing food items into, or eating within office premises, except within specific designated areas for eating. In instances in which organized catering services are required within the building, necessary authorization must be obtained from the requisite supervisory Head.

**17. SPEAKING VARNACULAR WITHIN OFFICE PREMISES**

Employees are not allowed to speak vernacular within office premises, except under special circumstances as may be required for official duty and with due authorization.

**18. WHISTLE BLOWING**

Whistleblowing is the disclosure of information which relates to suspected wrongdoing or dangers at work. This may include:

- Criminal activity;
- Failure to comply with any legal or professional obligation and/or regulatory requirements; miscarriages of justice;
- Danger to health and safety; damage to the environment;
- Financial fraud or mismanagement; bribery under our Anti-corruption and Bribery Policy;
- Breach of our internal policies and procedures including company Code of Conduct;
- Conduct likely to damage our reputation or financial wellbeing;
- Unauthorized disclosure of confidential information;
- Negligence; Other Workplace-Specific Concerns;
- The deliberate concealment of any of the above matters.

A whistleblower is a person who raises a genuine concern relating to any of the above. Employees with any genuine concerns related to suspected wrongdoing or danger affecting any of company activities (a whistleblowing concern) should report it under the whistleblowing policy.

**19. DISSEMINATION AND AMENDMENT**

This Code shall be distributed to each employee, officer and director of the Company, and each employee, officer and director shall certify that he or she has received, read and understood the Code and has and will comply with its terms.

This Code shall also be distributed to each consultant that the Company engages for any material activities on behalf of the Company and such consultant shall certify that he or she has received, read and understood the code and will comply with its terms. The Company reserves the right to amend, alter or terminate this Code at any time for any reason.

The fact that employees are required to subscribe to the Code of Conduct shall be reflected on all contracts of employment and services issues by the company.

Non-compliance with the Code of Conduct by employees may result in disciplinary action, including dismissals.

Every employee to which this Code of Conduct applies shall be required to subscribe to it at the time designated by the Board of Directors.

**20. ATTESTATION**

I, \_\_\_\_\_  
(Print Name Above)

Currently employed as \_\_\_\_\_

Do hereby certify that:

1. I have received and carefully read the Code of Conduct and Ethics of the Company.
2. I have had ample opportunity to ask questions and seek clarification with respect to the Code of Conduct Ethics of the Company.
3. I understand the Code of Conduct and Ethics of the Company.
4. I have complied and will continue to comply with the terms of the Code of Conducts and Ethics of the Co

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Date)

EACH EMPLOYEE, OFFICER AND CONSULTANT IS REQUIRED TO SIGN, DATE FORM IN DUPLICATE IN THE PRESENCE OF THE HEAD OF HUMAN RESOURCES OF THE COMPANY.  
THE ORIGINAL COPY MUST BE RETURNED TO HUMAN RESOURCE OFFICER WITHIN 10 DAYS OF ISSUANCE TO AV SANCTION.  
FAILURE TO DO SO MAY RESULT IN DISCIPLINARY ACTION.