

CANDINO (WEST AFRICA) LTD

CODE OF ETHICS AND COMPLIANCE

1. Introduction

Candino (West Africa) Ltd is a registered company in Nigeria with a footprint in Africa continent-wide to carry out market research and consultancy services with international standards and affiliations. Hence, we are one of the leading independent consultancy and full-service market research company specializing in market research data collection through market research surveys - Quantitative and Qualitative.

With the privilege of the ECOWAS framework, Candino is permitted by legislation to freely and able to extend all of our services across the ECOWAS territories without a hitch or any interference and the rest of the Africa continent via our on-the-ground team players under our direct control and management, as well as the third parties registered under our network and/or those that have passed through our internal assessment and has become a partner whom we/will collaborate with on project/business basis. All Candino employees (Officers, Directors and Employees), sub-contractors, third parties and others performing work for Candino or on its behalf are expected to lawfully and honestly act in the best interests of the Company while performing their duties on behalf of Candino and are guided by these code of ethics and compliance identified below.

2. Our Mission

Our mission is to provide our clients with reliable data and dependable market insights to accelerate growth.

3. Our Vision

- I. We put in our best to exceed each clientele's expectations and anticipate their changing needs.
- II. To put in place state-of-the-heart research facilities and capabilities in enhancing our services for the sole satisfaction of our clientele.

4. Our Values

- I. Professionalism: We strive to develop professionally each member team on a continuous basis and operate strictly in line with rules and standards of WIN-Gallup, ESOMAR and International Code of Marketing and Social Research practices.

- II. Commitment: Research is our passion and we are always committed to doing what we understand most how to do best.
- III. Transparency: We only report based on our research findings, and the reality of our approaches and methodologies.
- IV. Integrity: We stay focus on the requirements of our clients and avoid conflicts of interest in whatsoever manner.
- V. Long-term relationship: We value long-term relationships with our clients Therefore, we invest in a strategic understanding of each client's business, so as to exceed our clients' expectations and anticipate their changing needs.

5. Privacy Policy

Candino (West Africa) Ltd and its subsidiaries comply with the Personal Data Protection Act of all major Local and International Laws in Africa, Asia, Europe and United States Data Protection Directive.

6. Employee Code of Conduct Policy

Our Employee Code of Conduct policy states our requirements towards employees' behavior and attitude with their colleagues, supervisors and the overall organization in the workplace.

We promote open communication, interaction and freedom of expression. However, we expect all employees to abide by the company's code of conduct. Employees should avoid any form of offending, disputes and disrupting our workplace. We also expect the employees to foster a well-organized, respectful and collaborative atmosphere within the workplace.

This policy applies to all our employees regardless of position, hierarchy, rank or employment agreement. The employees are bound by their contract to follow our Employee Code of Conduct in their line of duties. The following outline the components of our Code of Conduct below:

I. Compliance with applicable laws:

All employees must protect our company's legality. Employees must comply with all the safety and environmental laws. We expect employees to be ethical and responsible when dealing with our company's finances, products, partnerships and public image.

II. Respect in the workplace:

All employees should respect their colleagues. We will not allow any kind of discriminatory behavior, seduction, discrimination of any kind, harassment or victimization. Officers, directors

and employees should obey all Equal Employment Opportunity laws and act with respect and responsibility towards others in all of their dealings from recruitment and performance evaluation to interpersonal relations.

III. Company Property Protection:

All employees should treat and handle the company's property whether tangible or intangible with care and respect. Employees should not misuse the company assets or equipment and should regard all kinds of disincorporate property including copyright, trademarks and other intellectual properties (information, reports, proposals, etc.). They are only meant to be used in completing employees' official job assignments.

Employees should protect company facilities and other material properties from any form of damage and vandalism, whenever possible.

7. Professionalism

All employees must exhibit a high level of integrity and professionalism in their lines of duty both internally and externally in the workplace.

I. Integrity:

Candino (West Africa) Ltd will conduct its business honestly and ethically wherever we operate in the world. We will continuously improve the quality of our business services, products and operations to improve our reputation, code of ethics and sound business judgment. No unethical conduct on the part of officers, directors, employees or affiliates is in the company's best interest. Candino (West Africa) Ltd will not compromise its principles for short-term advantage.

II. Confidentiality:

Officers, directors and employees of Candino (West Africa) Ltd will often come into contact with, or have possession of, proprietary, confidential or business-sensitive information and must take appropriate steps to assure that such information is strictly safeguarded. This information – whether it is on behalf of our company or any of our clients or affiliates – could include strategic business plans, operating results, marketing strategies, customer lists, personnel records, acquisitions, new investments, costs, processes and methods. Proprietary properties, confidential and sensitive information about this company, other companies (clients and partners), individuals and entities should be treated with sensitivity and discretion and only be disseminated on a need-to-know basis.

III. Use of material:

Misuse of material inside information in connection with trading in the company's securities can expose an individual to civil liability and penalties under the law. Under this Act, directors, officers, and employees in possession of material information not available to the public are "insiders." Spouses, friends, suppliers, brokers, and others outside the company who may have acquired the information directly or indirectly from a director, officer or employee are also "insiders." The Act prohibits insiders from trading in, or recommending the sale or purchase of, the company's securities, while such inside information is regarded as "material". The following guidelines should be followed in dealing with inside information:

- ✓ Until the material information has been publicly released by the company, an employee must not disclose it to anyone except those within the company whose positions require the use of the information.
- ✓ Employees must not buy or sell the company's securities when they have knowledge of material information concerning the company until it has been disclosed to the public and the public has had sufficient time to absorb the information.
- ✓ Employees shall not buy or sell securities of another corporation, the value of which is likely to be affected by an action by the company of which the employee is aware and/or which has not been disclosed publicly.

IV. Personal appearance:

All employees must comply with our dress code and personal appearance guidelines at all times.

V. Corruption:

We discourage our officers, directors and employees from accepting gifts from clients or partners. We prohibit bribes, offering, reward, promising, giving, accepting or soliciting of an advantage as an inducement for the benefit of any external or internal party in order to gain any commercial, contractual, regulatory or personal gain. No bribes, kickbacks or other similar remuneration or consideration shall be given to any person or organization in order to attract or influence business activity. Officers, directors and employees shall avoid gifts, gratuities, fees, bonuses or excessive entertainment, in order to attract or influence any business activity. The purpose of this policy is to establish controls to ensure compliance with all applicable anti-bribery and corruption regulations, and to ensure that the Company's business is conducted in a socially responsible manner.

VI. Job duties and authority:

All employees should fulfill their job duties with integrity and respect toward customers, stakeholders and the community. Officers, directors and employees must not abuse their authority. We expect them to delegate duties to their team members taking into account their competencies and workload. Likewise, we expect team members to follow team leaders' instructions and complete their duties with skill and in a timely manner without any form of insubordination. We encourage monitoring throughout our company.

VII. Absenteeism and tardiness:

Employees should follow their schedules. We can make exceptions for occasions that prevent employees from following standard working hours or days. However, we expect employees to be punctual when coming to and leaving from work.

VIII. Conflict of interest:

Officers, directors, and employees of the company must never permit their personal interests to conflict, or appear to conflict, with the interests of the company, its clients or affiliates. Officers, directors and employees must be particularly careful to avoid representing Candino (West Africa) Ltd in any transaction with others with whom there is any outside business affiliation or relationship. Officers, directors, and employees shall avoid using their company contacts to advance their private business or personal interests at the expense of the company, its clients or affiliates.

IX. Collaboration:

Officers, directors, and employees should be friendly and collaborative. They should try not to disrupt the workplace or present obstacles to their colleagues' work.

X. Communication:

Officers, directors, and employees must be open to communication with their colleagues, supervisors or team members.

XI. Benefits:

We expect Officers, directors, and employees to not abuse their employment benefits. This can refer to time off, insurance, facilities, subscriptions or other benefits our company offers.

XII. Human rights:

In our business operation, our employees/sub-contractors/third parties' labour rights are well protected and respected. Hence, we are committed to providing transparency across all our operations ensuring stakeholders' trust in what we do and how we do it. These include such matters as health and safety, freedom of association and the right to collective bargaining, non-discrimination, disciplinary practices, trafficking, avoidance of child labour and avoidance of forced labour.

8. Disciplinary Actions

Our company may have to take disciplinary action against officers, directors, and employees who repeatedly or intentionally fail to follow our code of conduct. Disciplinary actions will vary depending on the violation weight.

Possible consequences include:

- Demotion.
- Reprimand.
- Suspension or termination of appointment.
- Detraction of benefits for a definite or indefinite time.

We may take legal action in cases of corruption, theft, embezzlement or other unlawful behavior depending on the company's sole discretion. The degree of discipline relates in part to whether there was a voluntary disclosure of any ethical violation and whether or not the violator cooperated in any subsequent investigation.

Remember that good ethics is good business.

9. Corporate Opportunities

Officers, directors, and employees may not exploit or take advantage of business opportunities that are privileged through the use of Candino's proprietary property, information, or position for personal gain unless such opportunity is disclosed to the Company and Candino discourages pursuing such opportunity.

10. Financial Responsibility

Officers, directors, and employees are expected to take full responsibility and ethically respect matters involving the company's finances. All financial-related matters must accurately enter into proper records of the

company and complete reports must be submitted according to the company's system of internal controls, including controls relating to the proper review, approval, and execution of contracts.

Authorization functions such as purchasing, signing cheques, accounts adjustments, extending credit and likewise account reviews and verification functions such as reconciliation of bank statement to the record of cash receipts and disbursements are sole responsibilities of the assigned Board of Directors.

11. Training

Officers, directors, and employees, as well as contingent workers (sub-contractors) and third parties (partner agencies), as determined by our ethics and compliance must undergo rigorous training and/or prior to commencement of employment or any study to induct them on the study background objectives and methodology to familiarize themselves with and complete training on the Code. The company is responsible to secure that all employees/suppliers/sub-contractors are informed about and understand this code of conduct. It is mandatory that each employee receive relevant training and conduct orientation training for the new employees. All employees must receive a yearly mandatory training including compliance with laws, regulations, or standard conducts relevant for our field of business.

12. Supplier Business Relationships

We act with due diligence before contracting with a business partner and ensure that subsidiaries and business partners know and respect our business ethics. Our procurement practices are a fair and transparent exercise and with due care when evaluating major prospective suppliers. We follow the conduct of suppliers and have a right of termination in the event they are found negligent of any of our business code of conduct.

13. Business Continuity Plan

The function of this Business Continuity Plan is to assist impacted areas of the company in ensuring that critical business functions are maintained, restored, or augmented as quickly as possible. Our recovery strategies are currently in progress and updating the same, and to be outlined here later on the areas' business continuity and business resumption plans.

The Business Continuity Management Specialist team can be reached as follows:

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