

Standards of Business Conduct Required From ATOG Employees

INTRODUCTION

1. ATOG expects its staff (including temporary, agency, interim, contractor or consultant staff) to be scrupulously impartial and honest in all affairs relating to the Company and their job within it. All staff also bear a responsibility as employees to act as ambassadors for the Company in terms of their general conduct both within and outside the organisation. This policy outlines the responsibilities of staff working for the Company.

The duties of an employee are embodied in Common Law and built on by Statute.

2. Under Common Law the duties of an employee are as follows:
 - to be ready and willing to work;
 - to offer their services personally: for example they must not subcontract the work for which they are employed;
 - to take reasonable care in the exercise of that service, including the duty to be competent at work and to take care of the Company's property;
 - to not wilfully disrupt the Company's business;
 - to obey reasonable orders as to the time, place, nature and method of service;
 - to work only for the Company in the Company's time;
 - to disclose information to the Company relevant to the Company's business: for example that they might know or discover;
 - to hold solely for the Company the benefit of any invention relevant to the business on which the Company is engaged;
 - to respect the Company's trade secrets;
 - in general, to be of good faith and do nothing to destroy the trust and confidence necessary for employment;
 - to account for all benefits – monetary or in kind - received in the course of employment;
 - to not give or receive bribes or otherwise act corruptly
 - to indemnify the employer for loss caused by the employee.
3. United Kingdom Statute places further responsibilities on individual employees in regard to their own behaviour and their behaviour towards other employees.

STANDARD OF CONDUCT REQUIRED BY THE COMPANY

Bribery and Other Corrupt Behaviour

4. ATOG has a strict anti-bribery and corruption policy in line with the Bribery Act (2010). A bribe is defined as: giving someone a financial or other advantage to encourage that person to perform their functions or activities improperly or to reward that person for having already done so.
5. If an employee bribes (or attempts to bribe) another person, intending either to obtain or retain business for the company, or to obtain or retain an advantage in the conduct of the company's business this will be considered gross misconduct. Similarly accepting or allowing another person to accept a bribe will be considered gross misconduct. In these circumstances the employee will be subject to formal investigation under the Company's disciplinary procedures, and disciplinary action up to and including dismissal may be applied.

Gifts and Hospitality

6. In addition to the duties placed on employees by Civil and Statute Law. ATOG requires

its employees to ensure that gifts and hospitality offered by suppliers and potential suppliers of goods and services to the Company are appropriate.

7. No employee or any member of his or her immediate family should accept from a supplier, customer or other person doing business with Anglo Tunisian Oil & Gas Ltd, payments of money under any circumstances, or special considerations, such as discounts or gifts of materials, equipment, services, facilities or anything else of value unless:
 - a. They are in each instance of a very minor nature usually associated with accepted business practice.
 - b. They do not improperly interfere with your independence of judgement or action in the performance of your employment.
8. Any circumstance where a gift is accepted should be reported to the Compliance Manager.

Transaction of Private Business

9. Employees having official dealings with contractors and other suppliers of goods or services must avoid transacting any kind of private business with them by any means other than the Company's normal commercial channels. No personal favours or transactions should be sought or accepted.

Identification

10. Employees who have been issued with identity badges should wear or carry these whilst carrying out their duties.

Confidentiality

11. At all times confidentiality must be maintained. No information can be released to unauthorised persons or organisations. The Chief Executive Officer or other Directors of the Company will inform employees of those authorised to receive information.

Outside Interests and Employment

12. Outside interests include directorships, ownership, part ownership or material shareholdings in companies, business or consultancies likely to seek to do business with the ATOG. These should be declared to the individual's line manager as should the interests of a spouse / partner or close relative.

Political and civic activities

13. No Company employee should permit his or her company affiliation to be noted in any outside organisation's materials or activities without the express written approval of a member of senior management.

General Conduct

14. Employees should at all times conduct themselves in such a way as to enhance the reputation of the Company.
15. ATOG will support employees who become aware of and are willing to report breaches of this policy or who genuinely believe that a breach is occurring, has occurred or is likely to occur within the business. Employees should raise the issue internally with their manager or supervisor or in accordance with the Company's Whistleblowing Policy.
16. These standards of conduct are intended to underpin and clarify standards required by the Company of its employees and form a fundamental part of the employment contract. Staff who fail to comply with the guidance detailed in this Policy could be subject, following full investigation, to disciplinary action up to and including dismissal. If through their actions or omissions staff are found to be in contravention of either this Policy or, indeed, their legal responsibilities then the Company reserves the right to take legal action if it deems it to be necessary to do so.