

Code of Conduct #our values in action

2018

Code of Conduct, as adopted by the Board of Directors is applicable to all SEEBA partners, employees and associates.



Our mission and vision



Who We Are

We are a business consultant firm that supports leaders in the digital and analogue transformation phase.



Our Mission

We are here to help you and your project to prioritise and ensure that the right action is taken at the right time. Both strategically and practically



Our Vision

We want to help public and private projects, organizations and companies to reach their goals and fullest potential.

The statements

We value our Swedish-Bosnian roots and remain committed to our international presence

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We foster teamwork, partnership and inclusion, trusting that each of us will deliver to the expected standards

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We serve stakeholders best by offering them solutions and participating in value creation

Three interlinked fundamental principles

Code of Conduct



Any observed behaviour representing non-adherence to the Code of Conduct is brought to the attention of the Operations manager and/or CEO.

SEEBBA values

1. Speak up and challenge is our responsibility
2. Demonstrate our integrity by holding ourselves to high ethical standards
3. Maintain an open, credible, constructive and transparent relationship with all stakeholders
4. Committed to sustainable performance by putting long-term success over short-term gain
5. Trust building by implementing appropriate oversight, controls and governance
6. Respect rapidly changing needs of our clients
7. Embrace new and better ways of doing things while fully taking account of potential risks
8. Accept responsibility and assign clear accountability
9. Collaborate in an inclusive environment, respecting diversity and learn from others through open dialogue.
10. Leading by example

The framework

We conduct our business within the framework of applicable laws, regulations and professional standards. Besides legal and regulatory framework we have developed our own policies and standards to underline our specific approach to conducting business activities at the highest professional and personal standards.

The purpose of setting the values and the Code of Conduct is not to be a comprehensive guidance and to anticipate and address any issue that may occur. We aim to provide a broad range of guidance about the standards of integrity and business conduct, but we are aware that no code can address every situation that individuals are likely to encounter.

Therefore, we see the Code of Conduct as a guideline on how to address different challenges by providing clear rules on how to recognize the potential breach of the Code and where and how to seek additional guidance and support from those designated as responsible for business conduct

Applicability and adherence

Compliance with applicable law and regulation our the Code of Conduct sets out SEEBAs Purpose, Values and Beliefs and minimum standards of conduct. SEEBAs requires all employees, partners and associates to comply with the Code of Conduct as well as with all applicable policies and procedures. SEEBAs revise the Code of Conduct every year, while the Board of Directors adopts the Code of Conduct which which is than made available on SEEBAs website. All team members are expected to be familiar with and comply with the applicable laws, rules and regulations, and with the standards that apply to our activities. If you have any questions about the expected standards, laws, rules and regulations that apply to you, talk to your supervisor, operations manager, or CEO.

At the time when hired, engaged or contracted and periodically thereafter, you will be requested to acknowledge that you are aware of, understand and agree to comply with this Code of Conduct and other policies. Regardless of such acknowledgement, this Code and its provisions and other applicable policies, will be deemed to apply to you and you are asked to reflect on these principles in your daily work. Failure to comply with this Code, the policies and applicable laws and regulations will be viewed as a serious violation of your terms of employment and may result in disciplinary action, up to and including termination of employment, engagement or contract.

Code of Conduct

We respect our employees and partners and build trust in the workplace

We do not tolerate disrespectful behaviour, discrimination or harassment or any threatening, hostile or abusive behaviour.

We work together without discrimination based upon an individual's race, colour, sex, national origin, ethnicity, age, religion, disability, marital status, pregnancy, sexual orientation, gender identity and expression, citizenship or any other characteristic protected by law.

We believe that diversity enriches our competence with our clients, our work life, and the communities in which we live and work.

We support our employees' talents and strive to be an employer of choice by complying with all applicable laws providing equal opportunity and advancement opportunities for all individuals.

We strive to resolve employment-related complaints as quickly and as confidentially as possible and in a manner that is respectful to our employees.

We do not tolerate retaliation against anyone for making an employment-related complaint or cooperating with an investigation concerning discrimination or harassment.

Ethics guide

Act ethically - this is how we earn the trust of all our stakeholders by holding ourselves to the highest ethical standards.

Act with integrity - this is how we deal with clients, colleagues, and stakeholders by creating stimulative and positive working environment.

Embed ethics in your decision-making - this is how we achieve long term success. We shall not be guided only by what is allowed or legal, but also by what is right and proper.

Be accountable - this is the way of taking your personal responsibility for your actions or omissions. You will be held responsible for any improper or illegal acts and your conduct may be reported to regulators, if applicable.

Lead by example - this is to be aware that you are responsible for the standard you tolerate.

Leaders and managers

Our leaders and managers must act with integrity and inspire trust. They have to set an example and demonstrate the standards set out in the Code of Conduct.

Their task is to create an inclusive and diverse work environment to attract and retain the best in class.

They have to be committed to innovation, problem solving and successful execution, while supporting employees in their work and development.

They have to set an appropriate control environment for all business activities, designed to adhere to applicable regulatory requirements and to encourage individuals to ask questions, while setting the right tone of action.

They can be held responsible for the actions or omissions of those they supervise, particularly if they not exercise the appropriate level of supervision.

Check list:

- ★ Encourage open and honest discussion
- ★ Promote collaboration
- ★ Insist on treating each other with respect
- ★ Remind employees they will not be subject to retaliation for raising concerns
- ★ Ensure your team is aware of their escalation obligations

Risk awareness

We demonstrate a culture of strong risk awareness and ownership, where all employees act as risk managers.

It is your responsibility to be aware of the risks, which can result from your actions or decisions, and to manage these risks appropriately.

Managers are also responsible for understanding the risks in their business, and appropriately managing those risks within our risk appetite.

When assessing risks, you should be proactive, rigorous and forward-looking. It is also vital that you invite and welcome different viewpoints, as this may help you identify and mitigate risks you had not previously considered.

We have developed a Risk Management Policy and you are obliged to comply with its rules and procedures. You need to be aware of and adhere to these minimum risk management standards. For further information, reference the Risk Management Policy.

Raise concerns, report misconduct, whistleblowing

You are encouraged to express your views and concerns as well as to raise questions or escalate potential misconduct/unethical behaviour. We foster the environment where you will be heard, recognised and protected. You are expected and encouraged to speak up when you are faced with conduct or situations that may raise ethical, legal or regulatory concerns. If you have any questions or concerns about a potential course of action, you should promptly escalate them. There are various internal channels you can use to report potential misconduct or potential ethical concerns, including to your supervisor, Operations manager or CEO.

We seek to create an environment where every employee feels safe to speak up and raise concerns as to potential misconduct, unethical behaviour or possible violations of law or policy, without fear of retaliation. We prohibit retaliation against any individual for reporting potential misconduct, unethical behaviour or potential violation. We also prohibit retaliation against those who assist or cooperate in a subsequent investigation of such concerns. Individuals engaged in retaliation are subject to disciplinary action up to and including termination of employment.

Protecting and handling confidential information

We build the trust with our clients by maintaining the confidentiality of their information, whether that information relates to financial, personal or business matters. Confidential information can be written, oral or electronic and where in doubt, assume all information you receive is confidential. You may not share, make available or disclose such confidential information to anyone inside or outside SEEBA.

We make sure that all persons that need access to any clients data are granted with such access, so it is not your task to share information or data. By Risk management Policy and procedures, the rights and responsibilities, including legal restrictions and definition of confidential information are granted to designated employees, in order to make sure that we meet our client's expectations and avoid breach of legal requirements, including a confidentiality/non disclosure agreement (NDA) with the client.

Conflict of interest

We maintain organisational and systems-related arrangements and take relevant measures to help avoid, minimise or mitigate potential conflicts. We are committed to treating our clients fairly and appropriately handling their interests, including, for example, where one client's interest may be in conflict with another client's interest.

All potential conflicts of interest, including personal ones that you may have with our company, another employee, a client, a vendor, etc., must be reported promptly to the supervisor, Operations manager and/or CEO.

In dealing with potential conflicts, you should act with integrity and use good judgment in a manner consistent with this Code, our policies and our principles, and ask for guidance. When identifying conflicts, be sensitive to the fact that conflicts can arise.

Personal conflict of interests

Employees must disclose any potential conflicts of interests or relationships that could create a conflict of interest, such as in managing a vendor or a client relationship with whom you have a close personal relationship.

We do not permit the offering or accepting of gifts, entertainment or attendance at business events, unless they are reasonable, proportionate and for a legitimate business purpose. You should not create a situation that would involve a conflict of interest, divided loyalty or the appearance of an improper attempt to influence business decisions. In case it is received, anything of value over 50,00 KM has to be reported to the Operations manager.

To avoid the risk of an appearance of impropriety, you must obtain all relevant pre-approvals before giving or receiving any form of gift or entertainment.

Check list:

- ★ **Gifts and Entertainment**
- ★ **Employee trading**
- ★ **Outside Business Interests**
- ★ **Political Contributions**

Anti-money laundering/anti-terrorism financing

Money laundering is the intentional movement of cash and/or assets derived from illegal and criminal activities into the legal, financial and/or business system. The attempt to disguise the true source or ownership of the funds, to disguise the ultimate disposition of the funds and to eliminate audit trails is part of the laundering process.

Terrorism financing is defined as the providing, depositing, distributing or collecting of funds, by any means, intended to be used, or knowing that they are to be wholly or partially used, for committing terrorist acts. It is not relevant whether such funds are of legal or illegal origin.

To combat money laundering and terrorism financing we do detailed background checks of our clients, suppliers and employees, before entering their data into a system and including them on a list of SEEBA partners.

Nevertheless, if you become aware of any new developments whereby some of our partners may be involved into such activities, you are obliged to report it to the Operations manager.

Fraud, Bribery and Corruption

You are responsible for ensuring that you do not commit or contribute to fraud, bribery and corruption. If you have knowledge of such activity or potential activity, have reason to suspect that it has occurred, or an attempt may occur, you must immediately escalate to the Operations manager and/or CEO.

Fraud is defined as any intentional act or omission, including a misrepresentation which misleads or conceals, or attempts to mislead or conceal, in order to gain a personal or business advantage, or to avoid a personal/business disadvantage. We are committed to complying with all applicable anti-bribery and corruption laws and regulations and we expect transparency and integrity in all business dealings, in order to avoid any improper advantage or the appearance of questionable conduct by its employees and associated third parties. You are responsible for preventing, detecting, and reporting bribery and other forms of corruption in connection with our business. Bribery or corruption in any form is not tolerated – you and third parties associated with your business are prohibited from offering, promising, giving or authorising, any form of solicitation, agreement to receive, or accepting anything that constitutes, or could be perceived as constituting bribery or corruption.

Treating clients

You must not engage in activities, practices or conduct that are manipulative, illegal, anticompetitive, or unethical, that exacerbate conflicts between or among our company and/ or our clients, that are contrary to the industry standards or applicable regulations, or that are otherwise damaging to our reputation.

We have defined ourselves as client centric, and part of our success is through creating value to our clients by the solutions we provide and services we offer. Critical to our strategy is delivering what we committed to our clients and treating them fairly and transparently. In practical terms, it means that we may not take unfair advantage of anyone or disadvantage them through manipulation, concealment, abuse of confidential information, sharing or using it improperly, misrepresentation of material facts or unfair dealings or practices.

You must always act fairly, honestly and transparently and avoid providing clients with undue preferential treatment, including over other clients.

Client complaints

A complaint means any expression of dissatisfaction or grievance, regardless of whether justified or not, from or on behalf of a client or counterparty about our provision of, or failure to provide, services. This may also include public relations matters regarding our business practices that have the potential of damaging our reputation, brand and market value. Complaints may be received from a complainant directly or through an authorised third party and can be transmitted via various means, including letter, telephone, email, or in person. They may also involve a demand, express or implied, for a payment or adjustment. You must promptly refer all complaints to your supervisor.

Actual or potential errors or complaints that could result in a client dispute must be referred to Legal and Compliance, while any complaints, errors or irregularities relating to clients that cause breaches of regulatory or legal requirements or obligations must be reported immediately to your supervisor, Legal and Compliance. All errors and complaints must be addressed as soon as practicable.

Communications

Communications, the media, social media and interactions with our regulators is done only by authorised persons. Unless authorised to speak to the media, you must refer all media enquiries concerning business activities, clients, employees, to the Operations manager and/or CEO. You must not make any statements in the name of our company or release any information or documents to the media either directly or through a third party, unless expressly authorised to do so.

The use of electronic or voice communication and the recording of voice communications can be done only by firm-approved communication devices and applications may be used for the conduct of any company business whether by email, chat or other electronic messaging.

You should always use good judgment in your use of social media and other online activities, even in connection with personal matters. Postings on internet and/or social media sites referencing our company, your responsibilities, our clients or your colleagues may have an impact not only on you but our company as well.

Safeguarding

We ensure that our internal and external commitments are safeguarded by adequate processes and controls. In this context we make the respect of human rights including the prevention of child labour, modern slavery and human trafficking a priority. The same accounts for combating climate change.

We are all responsible for implementing policies necessary to observe laws and to maintain an appropriate level of information security. Our assets should be used only for the conduct of our business, except where otherwise provided by our policies. All physical and technological assets provided by our company, whether used inside or outside the workplace are our property and provided for your business use only. Never sell, lend or give away any such assets, regardless of their condition or value unless you are authorised to do so. In general you should not use our assets for your personal activities. Any work product created in the course of your work while at our company becomes our asset.

The collection, use, retrieval and transfer of client information should comply with data protection laws, our policies and any contractual obligations. You are prohibited from collecting, processing or using personal data unless authorised to do so. Data should only be maintained for as long as necessary and should be relevant to the purpose for which it is collected. All data must be secured to prevent unauthorised access, alteration, transmission, publication, loss or damage.

Safeguarding

You are responsible for maintaining accurate and complete records and for complying with all the controls and policies our company has in place. You should never falsify any book, record or account that relates to our business, its clients, employees (including your own activities) or suppliers. You must never dispose of records or information that may be relevant to pending or threatened litigation or a regulatory proceeding unless you are authorised to do so.

Your authority to act on behalf of our company is limited by various laws, rules, regulations, corporate charters, by-laws and board resolutions as well as our policies. You need to be aware of these, how they impact your role, and of the responsibilities attached to it. You should never sign any documents or otherwise represent our company, or authorise any action on our behalf, unless you are specifically authorised and have the required knowledge to do so. You should know the limits of your authority and act within those limits.

Remember



1. Speak up and raise concerns



5. We prohibit retaliation



9. Follow safeguarding policies



2. Respect others



6. When in doubt, assume all information you receive is confidential



10. Build trust



3. Report misconduct



7. Be aware of reputation risk



4. If it feels wrong, stop and seek advice



8. Comply with policies and procedures

