



**CODE OF BUSINESS CONDUCT AND ETHICS
JO-SC-MAN-001**

C02	01-01-2025	Re-issued for Implementation	SJL	CL	SJL
C01	01-01-2023	Issued for Implementation	CL	DG	SJL
A01	01-12-2022	Issued for Review	CL	DG	SJL
REV	Date	Reason for Issue	Prepared by (Sign)	Checked by (Sign)	Approved by (Sign)

CONTENTS:

2.	Introduction	2
3.	Anti-Bribery and Anti-Corruption	2
4.	Anti-Harassment and Anti-Discrimination	2
5.	Anti-Money Laundering and Criminal Activity	2
6.	Health and Safety	2
7.	Fair Dealing and Antitrust.....	2
8.	Gifts, Entertainment and Hospitality	3
9.	Relations with Political & Religious Organizations and Trade Unions	3
10.	Conflicts of Interest	3
11.	Facilitation Payments	3
12.	Intellectual Property	3
13.	International Trade.....	4
14.	Records Management and Privacy	4

Document Owner	Supply Chain Manager
Documents Custodian	QHSSE Manager

1. Introduction

This Business Partner – Code of Business Conduct and Ethics (“Code”) applies to all of our vendors, suppliers, service providers, agents, distributors and resellers, joint venture partners, consultants and intermediaries, (collectively, our “business partners”). As an overarching principle, our business partners must comply with all applicable laws and regulations governing their business activities, but the commitment does not stop there. Ethical business conduct is of paramount importance to our relationship with our business partners. The following standards, therefore, while not all inclusive, serve as guidelines to our business partners regarding our expectations for ethical business practices.

2. Anti-Bribery and Anti-Corruption

Business partners must comply with the United States Foreign Corrupt Practices Act and the U.K. Bribery Act, as well as all other local anti-corruption and anti-bribery laws where JERA operates. These laws make it illegal for companies to pay or offer to pay anything of value to foreign government officials or other persons to obtain or retain business. Agents, distributors, resellers, joint venture partners, and consultants and intermediaries are subject to rigorous due diligence processes and must truthfully complete all necessary documentation and furnish all information requested of them.

3. Anti-Harassment and Anti-Discrimination

JERA expects its business partners to maintain a workplace free from discrimination, where each individual has equal employment opportunity regardless of sex, race, colour, age, religion, national origin, height, weight, marital status, sexual orientation, disability, or veteran status. JERA embraces diversity not only in its relationships with its business partners, but in its relationships with its employees, customers, shareholders and all others with whom contact is made in the normal course of business. JERA expects its business partners to maintain a workplace that is free from all forms of harassment, including sexual harassment. Actions of others that are inconsistent with a supportive and respectful environment will not be tolerated. Any complaint alleging harassment or discrimination will be investigated without the threat of retaliation against the individual who files the complaint.

4. Anti-Money Laundering and Criminal Activity

Business partners are prohibited from moving, managing, facilitating, assisting or disguising the source of incoming or outgoing funds. JERA is committed to ensuring that all of the transactions that we enter into are not associated with criminal activities and our business partners must also be aware and committed to this practice as well. Examples of prohibited activities include, but are not limited to, tax evasion, price-fixing schemes, collusion, industrial espionage, shell companies, and hidden/disguised owners or beneficiaries. Business partners are required to report instances of such conduct when they become aware of them to their sponsor or contact at JERA, or to the ethics and compliance hotline described below.

5. Health and Safety

JERA expects its business partners to provide a safe and healthy work environment for their employees, subcontractors, customers, and all visitors to their premises. This includes, for example, requiring regular safety training and reviews, following all safety policies, procedures and work rules, and complying with all local and federal safety regulations.

6. Fair Dealing and Antitrust

Business partners are prohibited from colluding with JERA employees to limit competition in the marketplace. JERA endeavours to deal fairly with all business partners and expects that our business partners also follow all laws protecting free enterprise and companies and consumers from unfair business practices. More specifically, business partners are prohibited from price-fixing, bid-rigging, dividing markets/territories or customers, and restricting sales/output with JERA employees or on JERA behalf.

7. Gifts, Entertainment and Hospitality

JERA expects its business partners to adhere to our guidelines for the exchange of business courtesies such as gifts, meals and entertainment. Providing JERA employees with cash or a cash equivalent of any kind is strictly prohibited.

Acceptable forms of entertainment may include infrequent, moderate hospitality such as meals or gifts of nominal value. Unacceptable forms of entertainment include gambling or sexually oriented entertainment. Your JERA contact can answer any questions you may have in this area.

8. Relations with Political & Religious Organizations and Trade Unions

JERA does not give any direct or indirect contributions or donations in whatever form to political parties, religious organisation, committees of trade unions, or to their representatives and candidates.

JERA may give donations to selected charity's from time to time. This kind of expense requires approval from the Director and must be recorded in the gifts and hospitality register.

9. Conflicts of Interest

The Company expects its business partners to work with JERA employees to identify and prevent situations where there is an actual conflict of interest or the appearance of such. Any material transaction or relationship that involves or may involve a conflict of interest or potential conflict of interest must be disclosed promptly to an authorized representative of the Company for further evaluation. Business partners shall certify that they are free from conflicts of interest either through contractual provision or on a standalone certification basis.

10. Facilitation Payments

Facilitation payments are small bribes paid to facilitate routine Government action. The UK Bribery Act does not (unlike US foreign bribery law) provide any exemption for such payments. They are sometimes demanded in overseas countries and undermine corporate anti-bribery procedures such as this. The Government recognises the problems that commercial organisations face in some parts of the world and in certain sectors. If asked for a "facilitation payment " or something of that type JERA employee should refuse to make any such payments, seeking justification for why the payments are necessary and commercially justifiable, pointing to JERA's corporate position. JERA employee must also make the position known to the Director who will advise.

11. Intellectual Property

JERA expects its business partners to protect our intellectual property and the intellectual property of others including trademarks, trade secrets, patents and copyrights.

12. International Trade

Compliance with customs, visa, licensing and trade control laws is critical to our international business. These laws apply to the products we make, the services we provide and the technical information we transfer. Accordingly, our business partners must obtain all necessary licenses and permits applicable to JERA imports and exports to ensure every cross border transaction includes proper import and export classification, valuation, and country of origin information. Business partners must also know where JERA is authorized to operate. Trade sanctions and boycotts impose restrictions on who we can do business with; our business partners are restricted from participating in any boycott or trade restriction that would violate U.S. or other applicable law.

13. Records Management and Privacy

JERA expects its business partners to honestly, accurately, and timely record and report all business information (including financial records) to ensure that such information is maintained in a manner consistent with applicable laws and regulations and that effective internal controls are in place to protect and comply with these same requirements. In addition, JERA expects its business partners to protect the confidentiality and privacy of these records and only allow authorized personnel to access and use those records for authorized business purposes. We expect to be advised immediately of any clerical or accounting errors as they become known and when there may have been an inadvertent disclosure of confidential or private information.

Not only does JERA expect its business partners to adhere to the standards above, we also expect them to ask questions and report concerns regarding possible ethical or legal violations so that we can respond, investigate, and resolve these issues. Our ethics and compliance hotline is a confidential and anonymous reporting system available to all business partners to raise concerns or ask questions, online via www.JERA-offshore.com. JERA promptly investigates all reports of violations and treats these investigations confidentially. General questions can be addressed to info@jera-offshore.com. This email address monitored by company General Management and will be addressed to Company Legal Department. Business partners are also expected to fully cooperate in any investigation initiated by JERA. JERA does not tolerate any form of retaliation against an individual or a firm who raises good faith concerns regarding misconduct of its employees or its business partners, and we expect our business partners to follow this same rule.

While no set of guidelines can be all-inclusive, adhering to our Business Partner – Code of Business Conduct and Ethics and the core values at its foundation is critical to the success of our business partnership. Upholding the highest standards of ethical business conduct is a shared responsibility – ours and that of our business partners. It is the responsibility of the business partner to ensure that its representatives understand and comply with this Code. We look forward to doing business with partners who understand this responsibility and join in our commitment to these principles.

I certify that I have read and fully understood the above Code of Business Conduct and Ethics.

Signed on behalf of JERA,

Name:	Stephen Lumsley
Title:	CEO, JERA
Signature:	<i>Stephen Lumsley</i>
Date:	01-01-2025