

SUMMERTOWN CODE OF BUSINESS CONDUCT

Summertown's Code of Business Conduct represents the company's commitment to encourage business ethics both internally and through suppliers and customers. Its aim is to foster an open and transparent culture through the adoption of guiding principles to uphold ethical standards in conducting business inline with our core values.

Core Values

Our core values are practices that we use everyday, in everything that we do, and are always constant. Creating our core values was an important step in ensuring that we are on the road to building a great company that is bigger, better and more lasting than ourselves. We take these core values and weave them into our processes and the way we do business.

- **Quality** – Ensure all projects delivered are of the highest quality
- **Continuous Improvement** – Drive continuous business improvement
- **Socially Responsible Organization** – Contribute to the improvement of the local community, industry and environment
- **Diversity** – Create a diverse workforce and provide equal opportunities to men and women
- **Hard work and Productivity** – Recognize and reward hard work as well as encourage employees to drive business efficiencies

Summertown's business is built on these values, and on the trust and reputation of the Company. These factors influence how our employees, our customers and suppliers feel about the products and services that we provide. We are committed to protecting and enhancing the reputation of Summertown and ultimately creating an environment that our employees want to come to work to, and an organization that partners want to do business with.

Summertown's Code of Business Conduct is our commitment to ensure that we are clear with all of our stakeholders of our business principles and practices that we operate, and to set clear standards of behavior for how we expect our employees to conduct business on behalf of the Company.

As representatives of the Company to the outside world, and regardless of the pressures inherent in conducting business, we will act responsibly and in a manner that will reflect favorably on us and the Company. We will carry out our assignments guided by the principles set forth in our vision and values and in compliance with this Code and our corporate policies.

What Is Expected of Everyone?

Understand the Code. Comply with the Code and the law wherever you are. Use good judgment and avoid even the appearance of improper behavior. If ever in doubt about a course of conduct, ask yourself:

- Is it consistent with the Code?
- Is it ethical?
- Is it legal?
- Will it reflect well on me and the Company?

If the answer is "No" to any of these questions, don't do it. If you are still uncertain, ask for guidance. You can seek help from your Direct Manager or HR Manager.

What Is Expected of Managers?

Managers should at all time model appropriate conduct. As a manager, you should:

- Ensure that the people you supervise understand their responsibilities under the Code and other Company policies.
- Make opportunities to discuss the Code and reinforce the importance of ethics and compliance with employees.
- Create an environment where employees feel comfortable raising concerns without fear of retaliation.
- Never encourage or direct employees to achieve business results at the expense of ethical conduct or compliance with the Code or the law.
- Always act to stop violations of the Code or the law by those you supervise.

OUR PEOPLE

We Respect Diversity and Equal Opportunity

At Summertown, diversity means embracing differences and promoting an inclusive organization that values the diversity of employees, customers, suppliers and community partners.

We are committed to attracting, developing and retaining a highly qualified, diverse and dedicated work force. We provide equal opportunity to all employees without regard to nationality, color, religion, age, gender, disability, marital status or any other legally protected status. This policy applies to all phases of the employment relationship, including hiring, promotions, terminations, compensation and selection for training or related programs.

Summertown does not and will not employ child labor or forced labor.

We Work in a Positive Environment

We seek to provide a work environment that will attract and retain highly talented people and help them achieve their full potential. Each of us is responsible for creating a climate of trust and respect, and for promoting a productive work environment. We encourage open communication by being receptive to the ideas and concerns of others, and we offer and receive feedback constructively.

Summertown has zero tolerance for discrimination, sexual harassment or other harassment based on race, color, religion, age, gender, nationality, disability, marital status or any other status. Harassment includes but is not limited to, racist, sexist or ethnic comments, jokes or gestures, or any conduct or statement creating an intimidating or offensive work environment. Summertown will not tolerate any threatening, hostile, abusive behavior or violence in the workplace.

A complaint procedure is available to employees to report any harassment. If you feel you have been harassed, inform the offender that the action is unwelcome. If you are not comfortable with a direct approach or if it fails to correct the problem, discuss the matter with your Manager or HR Manager.

We Provide a Safe and Healthy Workplace

We are committed to providing a safe and healthy workplace for all of our employees. As part of this commitment, our office and sites must comply with workplace safety laws. We demonstrate respect and care for the health and well being of people and the environment in everything that we do.

All employees are expected to perform their job in a safe and environmentally responsible manner at all times in compliance with applicable Summertown policies and taking appropriate action when a safety hazard arises. When a risk or an unexpected danger emerges, act quickly and safely to get it under control and seek help right away. We must report all accidents and work related injuries and take actions to correct unsafe practices and conditions.

Summertown prohibits the consumption of alcohol or other intoxicants that affects our work performance or the work environment of the Company.

OUR COMPANY AND SHAREHOLDERS

We Safeguard Non-Public Company Information

We protect from disclosure or misuse all non-public information pertaining to the company, including unannounced business and financial information, competitive position, strategies, customer data, and service costs. Such types of information are considered trade secrets or confidential information. Each of us is responsible for protecting the confidentiality of company information. General guidelines for protecting confidential company information include:

- Not discussing sensitive company business in public
- Using password protection on computer files (and not sharing your password with other employees)
- Securing sensitive information in locked files and cabinets

Even after the employee leaves the company, he is obligated to maintain the confidentiality of company information and return all documents and files.

We Maintain Accurate Business and Financial Records

We are committed to maintaining Summertown's financial books and business records with the highest degree of accuracy, completeness and integrity. We rely on our financial books and business records to make smart, timely business decisions. We also recognize that our investors rely on our books and records to get an accurate picture of the company's position.

All employees generate records as part of their regular tasks, including, but not limited to, expense reports, contracts and proposals, quality reports, emails or any other. We are expected to create accurate records that reflect the true nature of the transactions and activities. Even the smallest misrepresentation will damage our reputation and credibility. You must record all financial information and business transactions completely, accurately and in a timely manner. Summertown does not tolerate falsification or improper alteration of records.

We Protect and Use Company Assets Properly

All employees are expected that the Company's assets are properly maintained and used in an economical and efficient manner. The Company has three types of assets:

- Physical assets such as materials, supplies, software, computers, internet access and technologies;
- Information assets such as confidential and proprietary business information and intellectual property
- Resource assets such as capital and company time during the work day.

Employees must take all reasonable steps to protect Company assets from theft, destruction, or other loss and to ensure that assets are not wasted, misused, or diverted. We must use Company's assets for their intended business purposes. While some personal use may be allowed, such use must always be legal, ethical, and reasonable and should not interfere with your job.

We Avoid Conflicts of Interest

Each of us and our immediate families should avoid any situation that may create or appear to create a conflict between our personal interests and the interests of Summertown. A conflict of interest may arise when an employee takes actions or has interests that may make it difficult to perform his or her duties and responsibilities to the Company objectively and effectively. Examples of actual or potential conflicts of interest include:

- Accepting a gift or loan from a current or potential supplier, customer, competitor
- Having a close family member work for a supplier, customer, competitor
- Receiving any form of compensation from a supplier, customer, competitor
- Having a personal interest or potential for gain in any company transactions;
- Having outside (paid or non-paid) employment with an organization that competes with our company
- Using company property to conduct business for another enterprise.

OUR CUSTOMERS

We Provide Quality Products and Services

We are committed to meeting or exceeding customers' expectations for quality, reliability and value and to satisfy their requirements with on-time project execution within approved budget constraints.

The achievement of our quality goals and objectives depends on our ability to listen and respect customer needs in every project. All of our projects are executed in accordance with the internationally recognized ISO 9001:2008 quality management system. We also offer sustainable project solutions to our customers and are committed to sharing our knowledge and experience of LEED interior (*Leadership in Energy and Environmental Design*) and LEED EBOM (*Existing Building: Operations and Maintenance*) certification through our workshop program.

We Seek Business Openly and Honestly

We market our services fairly and responsibly based on proven quality standards, integrity, reliability, delivery and value to our clients. Summertown strictly prohibits bribes or any other form of improper payment, direct or indirect, to any supplier, customer or any representative of Government in order to obtain a contract or some other commercial benefit. The Company also strictly prohibits any employee from accepting such payments from anyone. Reasonable business entertainment and customer gifts of nominal value are permitted. Customer entertainment and gifts must be discussed in advance with the Managing Director.

We communicate clearly and precisely, either orally or in writing, so that our customers understand the terms of our contracts, including performance criteria, costs and schedules.

We believe that customers and society as a whole benefit from fair, free and open markets. Therefore, we compete on the merits of our services and do not make agreements with competitors to fix prices. We do not share or exchange price or bid information with competitors. If a competitor volunteers such information, we should terminate the conversation immediately and bring the situation to the attention of the Management. We compete fairly and honestly. We do not gather market information through misrepresentation, theft or invasion of privacy.

OUR SUPPLIERS

We Seek Long-Term Relationships

Together, we strive to build long-term relationships with our suppliers. We select products and services that best contribute to the long term well-being of Summertown. We choose our suppliers based on price, quality, delivery, service, reputation, environmental and business practices.

We treat our suppliers and subcontractors with fairness and integrity. We respect the terms and conditions of agreements with suppliers and we honor our commitments. We are careful to protect the confidential and proprietary information of our suppliers. To ensure that all suppliers are given an opportunity to compete for our business, we obtain competitive bids where it is feasible to do so.

We Will Not Be Influenced by Gifts

We will not be influenced by gifts or favors of any kind from our current or potential suppliers. All employees are expected to exercise reasonable judgment and discretion in accepting any gift. As a common business courtesy, you may receive occasional gifts, provided that the below considerations are met:

- Do not accept gifts in exchange for doing, or promising to do, anything for a customer or supplier
- Do not ask for gifts from a customer or supplier
- Do not accept gifts of cash or cash equivalents
- Do not accept gifts of more than modest value such as pens, note pads, calendars etc
- In no event should a gift be accepted from a supplier or potential supplier during contract negotiations.

You may accept an occasional meal or entertainment in the normal course of business relations, paid for by a supplier or potential supplier, is permitted provided that a representative of the supplier is in attendance and such hospitality is not excessive or unusual in nature.

If you are offered a gift, meal or entertainment that exceeds the guidelines noted above, politely decline and explain the Company's rules. If returning a gift would offend the giver, or the circumstances under which it was given preclude its return, you may accept the gift, but should notify your Direct Manager or HR Manager. They will work with you either to donate the item to charity, or to distribute or raffle the item among a large group of employees.

OUR COMMUNITIES

We Are Committed to Sustainability and Social Responsibility

Over the past few years, our commitment to sustainability and social responsibility has increased as we have integrated these initiatives into our business operations. This integrated approach has strengthened our sustainability and social responsibility initiatives and our business performance, helping us recruit and retain the best talent and enhance our relationships with our stakeholders.

We aim to create a positive impact by bringing value to the community in which we are living, by focusing on three main areas:

Environment

We are committed to taking every effort in order to reduce the carbon foot print of the company. We are utilizing LEED Ebom as a framework in order to address the following key areas:

- Reduction of energy consumption
- Reduction of water consumption
- Reduction of site and office waste
- Introduction of sustainable purchasing policies
- Employee wellbeing
- Adoption of sustainable transportation measures

Our aim is to not only improve our environmental impact, but also to reduce cost streams associated with building operations, offer healthier and more productive workspaces for our employees, and in turn achieve recognition for our approach to sustainability.

Education and Development

We believe in educating others and sharing our experiences in order to encourage other like minded organizations to do the same. Individuals from customer organizations or partner firms are invited to join us for one of our popular 'Green in Action' workshops whereby we share our knowledge and own experiences in creating a sustainable work environment and showcase how to maximize on the investment through living a greener lifestyle. We also attend various events as a speaker to share our journey and knowledge in CSR and discuss the aspects that address how companies can take improvement actions that deliver environmental, economic and corporate benefits. Clients and partners are invited to visit our own office premises as we demonstrate a live example of how companies can enjoy the benefits of occupying a green interior.

We are committed to improving and developing the knowledge of our own team members through memberships of sustainability focused groups and associations, and training and development of our employees through LEED certified accreditation programs.

Volunteering

We are committed to supporting our employees' involvement in the wider community, by lending their voluntary support to programs that enrich the quality of life and opportunities for other people. This support may take many forms and allows employees to utilize part of their working week to be actively involved in either their own volunteering initiatives or to join forces with other employees and to volunteer through the Summertown Employer Supported Volunteering Scheme. The intention is for employees to participate in 'giving back and supporting the community' and to allow all employees of Summertown to share in that effort. The employees are given 2 days paid leave every year to participate in voluntary activities during working hours.

Examples of Community Investment Projects:

- Cash donations to various charities.
- Employee matched funding schemes, e.g. where an employee gives an amount to a charity, which is then matched by the company.
- Volunteering projects which may work with a particular community organization to support a diverse or vulnerable group, e.g. people with illnesses/disabilities, homeless people, children in need, older people etc.
- 'CSR in Action' and "Green in Action" workshop programs – free for individuals from customer or partner firms to attend whereby attendees can learn how to, and share their own experiences of integrating Corporate Social Responsibility into their organization

ADMINISTRATION OF THE CODE

Raising Concerns

We hire employees with sound character and judgment, whom we trust will act responsibly. However, there may be times when we need to raise concerns about behavior that we believe violates Summertown's values and standards. If you observe such behavior you have an obligation to discuss it with your Manager or HR Manager. Doing so will allow the Company to deal with the issue and correct it, ideally before it becomes a violation of law or a risk to health, security or our reputation.

No Retaliation

Summertown values the help of employees who identify potential problems that the Company needs to address. Any retaliation against an employee who raises an issue honestly is a violation of the Code. That an employee has raised a concern honestly cannot be the basis for any adverse employment action, including separation, suspension, loss of benefits, threats, harassment or discrimination. If you work with someone who has raised a concern, you should continue to treat the person with courtesy and respect. If you believe someone has retaliated against you, report the matter to HR Manager.

Investigation of Possible Misconduct

Summertown takes all allegations of misconduct seriously. We will confidentially investigate all reports of alleged misconduct to determine if any law, regulation, policy or procedure may have been violated and the investigation will be closed within a maximum of 30 days.

Disciplinary Actions May Be Taken

The Company has a "zero tolerance" policy for any conduct that violates the Code. This means that when an occurrence of a violation has been verified, appropriate action commensurate with the nature and extent of the violation will be taken. No individual or Manager in the Company has authority to engage in conduct that does not comply with this Code, or to authorize, direct, approve or condone such conduct by any other person.

Other

The Code does not include all of the policies of the Company. In some instances Summertown's Employee Handbook provides additional or more detailed policies. Employees are expected to comply with the Code and the applicable government laws, rules and regulations. If a provision of the Code conflicts with the applicable law, the law controls. The Code and its terms may be modified or eliminated at any time by the Company. The most current version of the Code is available on the Summertown website.

INDEX

Accidents, 3
Alcohol, 3
Books or records, 3
Bribe, 4
Child labor, 2
Core Values, 1
Competitors
 Competitive information, 4
 Fair competition, 4
Company assets, use of, 3
Communication, 2
Community investment, 6
Concerns
 Raising, 6
 Reporting misconduct, 6
 Investigation misconduct, 7
 Retaliation, 7
Confidential Information, 3, 5
Conflict of interest, 4
Data protection, 3
Discrimination, 3
Diversity, 2
Education, 6
Equal opportunity, 2
Entertainment, accepting and offering, 5
Environment, 5, 6
Fair treatment, 2
Gifts, Giving and receiving, 5
Harassment, 2
Health, 2
LEED/LEED Ebom, 4
Non-public information, 3
Physical assets, personal use of, 3
Quality, product and service, 4, 1
Relationships
 Communities, 5
 Family and personal, 4
 Shareholders, 3
 Suppliers, 5
Safety, 2
Sexual Harassment, 3
Suppliers Selection, 5
Volunteering, 6
Work environment, 2
Workplace violence, 3