



TPL Holdings

Tomorrow Delivered Today

Code of Conduct





| Contents | Page No. |
|--|-----------------|
| Message from Management | 02 |
| About us | 03 |
| Introducing Code of Conduct | 04 |
| Foreword | 05 |
| Company Image | 06 |
| Environment | 06 |
| Health and Safety | 06 |
| Equal Opportunity | 06 |
| Conflict of Interest | 06 |
| Bribery and Corruption | 07 |
| Business and Financial Record | 07 |
| Use of Company assets and information | 08 |
| Email, telephone and other office supplies | 08 |
| Agreement with agents, sales representatives or consultant | 09 |
| Disciplinary Action | 09 |
| Workplace Harassment | 09 |
| Confidentiality and Accuracy of information | 10 |
| Resignation and termination of employment | 10 |
| Legal Proceedings | 10 |



Message from Management:

All Employees,

We recognize that the key to our success is built on the commitment and skills of our people. The most valuable assets of TPL Holdings Group are its integrity, reputation and code of ethics.

It is the job for all employees to protect this code of conduct in order to help all of us comply with the law and maintain the highest standards of ethical behavior. The Code of Conduct does not cover every issue that may arise, but sets out basic principles and a methodology to help guide all of us in the attainment of this common goal.

Please read this handbook carefully and apply the principles it states in the course of your work.

Our reputation is integral to our success and it comes from our actions on a continuous basis. Your performance in conducting our business in a manner that is consistent with the principals contained in the Code of Conduct will enable us to keep and enhance that reputation.

Thank you,

Ali Jameel

CEO

TPL Holdings



About us:



We at TPL Holdings Group are committed to making a positive contribution to create and deliver innovative concepts for our customers. All the companies under TPL Holdings Group are committed to being best in class in their respective businesses focusing on delivering unparalleled services to all our customers and signifying a vision of dynamism and promise resulting in the ultimate masterpiece of a global leader.

The TPL Holdings Group has the following ventures



TPL Trakker Limited is Pakistan's first and the region's largest vehicle tracking and fleet management service provider established as a joint venture with DigiCore Holdings (www.digicore.com) of South Africa and serving over 150,000 vehicles.

TPL Trakker Limited is truly a regional player with operations in Pakistan, UAE, Bangladesh, Afghanistan, Qatar and will soon expand to Oman, Kuwait and Jordan.

TPL Trakker Limited was formerly known as Trakker (Pvt) Ltd and was established in 1999.



TPL Direct Insurance is Pakistan's first and only Direct insurance company that offers host of products and services through a 24-hour Call Centre operations with claims and underwriting services, also pioneered the concept of web based services to allow customers to interact and retrieve progress of their insurance policies and claims. With a promise to lodge claims in just 60 seconds and to process them in 45 minutes, TPL Direct Insurance upholds quality service standards through a team of highly motivated and dedicated staff.

TPL Direct Insurance Limited was formerly known as Trakker Direct Insurance Ltd and was established in 2005.



Centrepoint is TPL Properties (Pvt) Ltd's first project and is designed as a state-of-the-art office complex. It adheres to the highest international standards of design and technology in commercial buildings and is a unique addition to Karachi's skyline.



TPL Security Services is Pakistan's first licensed and specialist stolen vehicle recovery company, which provides a host of services to protect TPL Trakker and TPL Direct Insurance Portfolios. TPL Security Services deploys Trakker Recovery Teams (TRT) nationwide.

They work in close coordination with TPL Trakker, the Law Enforcing Agencies (LEA) and are the main reason for TPL Trakker's enviable stolen vehicle recovery rate.

Code of Conduct

Helping you shape your professional lives according to our core values and our general business principles

Introducing Code of Conduct

This is your code of conduct and it is relevant to you. Read it, understand it and follow it. The rules and guidelines contained in this handbook are the boundaries within which every TPL Holdings Group employee must operate every day. Following are the core values and business principles, which instructs and advises you how to avoid situations that may damage you or TPL Holdings Group. It sets high standards and shows you how to achieve them.

Why do we need a code of conduct?

To describe the behavior expected of our employees and how they relate to our business principles and core values

Our Core Values



How can the code of conduct help you?

In this book you will find practical advice about laws and regulations, expectations and guidance about relating to others. We will also provide directions to further information sources to help you use your own good judgment.

1. Foreword:

Being a highly responsible corporate, TPL Holdings Group expects its employees to uphold and enhance the reputation of the company by following the Code of Conduct. It is vital for all employees to maintain an impeccable standard of integrity in all their business relationships both inside and outside the company. The code of conduct has been prepared to assist each of us in our efforts to not only maintain but enhance this reputation.

The code of conduct helps us in fostering the highest standard of conduct and competence amongst those for whom they are responsible and ensuring transparency in business transactions and rejecting any business practice, which might be deemed to be improper.

We expect all employees to promote fair business practices and ensure compliance with legal and regulatory requirements.

The TPL Holdings Code of Conduct applies to all affiliates, employees, and others who act on our behalf nationwide, within all sectors, regions, areas and functions.



2. Company Image:

All staff members must avoid participating in any political activity or in such personal behavior during or after office hours, which may bring disrepute to the company.

3. Environment:

To preserve and protect the conducive work environment, all employees should:

- Design and operate the company's facilities and processes so as to ensure the trust of adjoining communities;
- Promote conservation of resources and waste minimization;
- Strive continuously to improve environment awareness and protection.
- Make our environment paper free.
- Not indulge / cause mistrust, jealousy, discontentment, envy or disputes amongst various categories of the staff, which will lead to invoking disciplinary action.

4. Health and Safety:

Every employee should take reasonable care to ensure the health and safety of him/herself and others who may be affected by his / her acts at work. Staff members should not tamper with or misuse any item provided by the company to secure the safety, health and welfare of its staff and for protection of the environment.

Company will provide and maintain safe and healthy working conditions, equipment and systems for all its employees. To build awareness on the Health, Safety and Environment standards, the company will on recurring basis, provide such information and relevant training to the company employees

5. Equal Opportunity:

TPL Holdings Group will ensure that its employment-related decisions are based on relevant qualifications, merit, performance and other job-related factors. TPL Holdings Group will not tolerate unlawful discrimination relating to employment.

6. Conflicts of Interest:

Your judgment is one of your most valuable assets. You should avoid any activity, interest or association that conflicts with or appears to compromise your exercise of independent judgment in the Company's best interests. Conflicts can arise in many



situations. It is impossible to cover them all here and it will not always be easy to distinguish between proper and improper activity. When in doubt, consult your manager, human resources department or our global legal advisor or consultant before taking any action

7. Bribery and Corruption:

Bribery occurs when you offer, pay, seek or accept a payment, gift or favor to influence a business outcome improperly. Bribery and corruption – whether involving government officials, or commercial entities, including joint ventures – can be direct or indirect through third parties. Even turning a blind eye to your suspicions of bribery and corruption can result in liability for TPL Holdings Group and for you personally.

Personal gifts given or received beyond norms of business etiquette, which are likely to improperly influence business decisions are unacceptable.

Never offer, pay, make, seek or accept a personal payment, gift or favor in return for favorable treatment, to influence a business outcome or to gain any business advantage. Ensure people you work with understand that bribery and corruption is unacceptable. If you suspect or know of corruption within the group or in any party (company or individual) TPL Holdings does business with, you must inform the management within due time.

8. Business and Financial Records:

Ensuring accurate and complete business and financial records is everyone's responsibility. Accurate recordkeeping and reporting reflects on the company's reputation and credibility also ensuring that the company meets its legal and regulatory obligations. Always record and classify transactions in the proper accounting period and in the appropriate account and department.

Do not delay or accelerate the recording of revenue or expenses to meet budgetary goals.

- Never falsify any document.
- Do not distort the true nature of any transaction.



9. Use of assets and information:

All employees should:

- Ensure use of facilities and amenities provided to him / her by the company with care.
- Return the company property while leaving the company on discharge / termination / resignation.
- Not to disclose business strategies / operations to any stranger.
- Not to take away critical document / information either physically or through emails.
- Company's Email and Intranet should be primarily used for company's business and not for personal gains.
- Not to send or browse discriminatory / obscene / objectionable pictures or matter.

10. E-Mail, Telephone & Office Supplies:

In principle, all resources and supplies provided to any employee are for official use. A careful distinction must be made between official and personal use. Specific guidelines are as follows:

a) Internet/ Email:

To be used only for official work. Private and personal use must be strictly avoided. In rare cases, if someone wishes to use the Internet for personal purpose, it must be with the prior permission of the departmental head. Browsing or surfing on websites not related to official work or taking print outs of private mail is strictly prohibited.

b) Telephone:

To be used only for official work. Occasional calls in emergency, brief and to the point, for personal purpose are allowed.

c) Office Supplies & Stationery:

All the Office resources – stationery, paper, pens, markers, photocopying, scanning, printing, etc. - are meant for official use only. Even for official use, facilities should be used with considerations for economy and efficiency (avoiding misuse, wastage, etc.).



11. Agreement with Agents, Sales Representatives or Consultants:

Agreements with agents, sales representatives or consultants shall clearly specify the services to be performed for the company, the amount to be paid and all other relevant terms and conditions.

All payments and transactions shall be supported by documents and will be approved by relevant department.

12. Disciplinary action:

The Company intends to prevent the occurrence of conduct in compliance with this Code of Conduct, applicable laws and other policies, procedures and guidelines prepared by the Company. The allegations of non-compliance or reported violations with the Code of Conduct will be investigated whenever necessary and evaluated at proper level(s) by management. Those found to be in violation of this Code of Conduct are subject to appropriate actions up to and including termination of employment.

Criminal misconduct may be referred to the appropriate legal authorities as per law.

13. Workplace Harassment:

Workplace harassment is an unwelcome conduct that shows hostility or an aversion toward another person on the basis of any characteristic protected by law. A conduct is unwelcome if the employee did not solicit, instigate or provoke it and the employee regarded the conduct as undesirable or offensive.

The staff will maintain an environment that is free from harassment and in which all employees are equally respected irrespective of their gender, religion, race or ethnicity. Harassment will not be permitted or condoned within TPL Holdings Group.

All staff members must avoid hostile or offensive work environment which could invoke disciplinary action.

HR works consistently to deal with complaints and holds private discussion with victims to reach a solution

Please refer to the policy manual for detail sexual `policy harassment.



14. Confidentiality and Accuracy of Information:

The confidentiality of information received in the course of business must be respected and never be used for personal gain; information given in the course of business must be honest and never designed to mislead. Further, all company affairs to be treated as confidential and should not be discussed with third parties not only during their services with the company, but even after leaving the services. Interaction with competitors beyond the approved level will be regarded as gross misconduct.

15. Resignation or Termination of Employment:

On leaving employment under whatever circumstances, I hereby agree not to seek employment or offer any kind of advice or consultancy to our competitor's or their legal appointees unless and until the company has agreed to such an agreement.

16. Legal Proceedings:

It is essential that a staff member, who becomes involved in any legal proceedings, whether civil or criminal, should immediately inform his/her supervisor with a copy to the HR Department in writing.



Karachi Corporate Office: 11th & 12th Floor, Centrepoint, off
Shaheed-e-Millat Expressway, Near KPT Interchange, Karachi Postal-74900