

# CODE OF BUSINESS CONDUCT (COBC)

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# Foreword

The Code of Business Conduct is a document specifying the Culture of GreenFeed Vietnam Corporation and more than anyone else, GF understands well its mission as "Bringing the efficiency and satisfaction to customers and stakeholders; providing an interested workplace with opportunities for learning, challenging and self-motivation" and pursuing the ambition "GreenFeed strives to become an effective solution provider of the safety food industry".

COBC is the guideline that directs employees' communication and behavior to the ethical standards, abide by the laws and always express:

- **Integrity:** Words and deeds are identical
- **Self-confidence:** Firm and strong in works
- Enthusiasm: Passion, creativity, commit to tasks and result
- Execution: Always prepare the next step for planning, action plans to achieve the objectives.
- **Determination:** Determination, resoluteness until it completes
- Thirst for progress: Constantly studying, striving, developing
- Consensus: Strongly communicate, open share but consistent, coordinate and collaborate as agreement.
- **Teammates:** Transfer energy, cooperate, collaborate; complement, absorb to improve instead of disagreement.
- Courage: Recognize difficulties, challenges, weaknesses to overcome and rise.

We are responsible for developing together with all our capabilities to contribute to the development of the company by the dedication – wisdom, cooperation – sharing, the creativity - efficiency of each business unit, departments, individuals together to create the typical of GF's culture.

We need to combine both the meaning and spirit of the Code of Business Conduct into all our actions, the results of which will not only contribute to the accomplishment of the GF's Vision and Mission, but each of us will become experts and be professional in everything, be ethically and be proud as a member of GF.

Chairman of the Board of Directors GreenFeed Vietnam Corporation

(Signed)

Mr. Ly Anh Dung

#### I. PURPOSE AND SCOPE

#### 1. Purpose:

- Code of Business Conduct is intended to ensure the long-term success of the Company through the proper conduct of employees' behavior.
- Code of Business Conduct expresses the rules, instructions for employees to be applied while encountering special situations and the right perception to help us recognize and work out the right way to do daily works.
- Code of Business Conduct also clearly defines our responsibilities to the GF, the laws, third parties, and each other.
- The principle is that we behave as integrity, passionate, loyal, responsible for our actions.

#### 2. Scope:

- Code of Business Conduct shall be binding on all GF's employees, including its head office, representative offices, warehouses, farms, business units and subsidiaries/ affiliates.
- All executive levels, management team and employees of GF are all responsible and obliged to comply with this COBC.
- We communicate and expect from our partners, suppliers, customers, investors/ stakeholders respect this COBC.

#### II. GENERAL INSTRUCTIONS

Code of Business Conduct is a fundamental guide for all of us, but it could not solve all things. Therefore, GreenFeed believes in the self-discipline of each person, including aware of the right time to get a guidance and direction for a right behavior.

#### 1. Instructions to staffs

All employees should think thoroughly before acting and seeking a direction for any queries. If you are unsure, before starting any action, please ask yourself as the following questions:

- Am I entitled to do this?
- This action is correct?
- This action complies with legal and COBC or GF's policies?
- Am I proud to report something to someone I trust in?
- This action has positive effects if they show on the press, media?
- This action increases prestige for GreenFeed?

If the answer to any above question is "NO" or if you have any question or concern about the interpretating or applying COBC, standards, policies, procedure of GF, you should discuss this with your manager or Human Resources Dept. or Internal Control Dept.

Noted, when we are faced with any dilemmas or conflicts of interest and use of business opportunities, each of us is encouraged to immediately contact with the Internal Control Department for assistance if any.

#### 2. Instructions to management team

In the position of management, we are expected to not only understand and comply with the COBC but also act as a direction and set a high standard. Particularly, we are honored to shoulder the following responsibilities:

#### Firstly, advancing compliance:

- We must ensure our subordinates understand and be aware that our work and responsibility are governed by the Code of Business Conduct and policies, other regulations of GF. Particularly, we provide opportunities to open discussing, as well as build up and establish a comfortable environment in which each of us will be enable raise questions or express any queries or concerns.
- As leaders, we should never encourage or imply or directly instruct staffs to moral trade-off for anything.
- Stay one step ahead, taking reasonable actions to prevent COBC's violations as our responsibility.
- Secondly, take interest in and listen someone to feedback and answer the queries:
  - Pay attention to employees when receive some feedback on COBC or any queries related to the business conduct. Let's clarify the information and respond/reply as soon as possible.
  - The answerer, but we are also not obliged answering or replying immediately all issues; we also seek help/direct from the higher level or the line manager or the internal control department to get an accepted answer.

# 3. Violation/Discipline

- For any violation, GF encourages notification as well as commits to establish favorable conditions for notifying to the Internal Control Department.
- Violations are acts that do not comply with the laws, COBC, regulations, policies and
  other regulations of the Company or inciting other people to do so for any reason.
   Furthermore, we should remember that no reason even a desire to hit a target of their
  job, should be the cause of leading to violations.
- GreenFeed will apply the appropriate disciplinary including the highest form of dismissal. However, GF undertakes that the process will always be complied with the laws and obtain justice.
- Facing with any violation or when there is a reason to suspect a violation, everyone should make an action by promptly notifying this violation to the authorize person. Particularly, GF always encourages each of us voluntarily confess at fault and it will be an opportunity to get a tolerance appropriately from GF.
- No chastise action who complains, reports, participates, assists in investigations of COBC violation, unless the information is not correct or not true is found to be untrue on purpose and GF will keep all complaints confidential.

#### III. INTERNAL CONDUCTION

#### 1. Company and employees

At GreenFeed, we always respect and believe in the talents, qualifies and efforts of all employees who have been and will strive for the GF's growth, holding and running those values; GreenFeed always respects its employees and right employees are the valid asset.

#### a) Respect

GF respects the human rights and dignity of all the employees and believes that the integrity is inherent in each of us. Respect means that we accept the differences of each other, the views that come from those differences. Respects shows:

#### - Communication

- GF encourages and builds an open communication environment for employees with the information timely about their works, relationships and performance.
- GF respects the constructive opinions and contribute to the company in many aspects from employees in all levels. Particularly, contributions to the improvement of the working environment or what related to the specific works.

#### - Personal information

GF respects the privacy and selt respect. The gathering, processing, storage and using employees' personal information only be made in cases of necessary and abide by the laws.

#### b) Fairness

GF commits to treating fairly with employees, which means:

- Fairness in evaluating the employees' performance although still have the different views and opinions at work.
- Recruitment, assignment work, setting a pay grade and other benefits for employees shall be based on the appropriate basis of responsibility, competency and attitude and experiences as well as the results come from the employee's performance.
- GF shall provide equal opportunities for employees to:
  - Firstly, commit to set the suitable target, always bring the fitting and challenges to employees.
  - Secondly, commit to provide the opportunities of training, coaching and promotion and create good conditions for employees' development.

• Thirdly, it will be assessing the results of performance and getting the feedback frankness and rudeness on open discussion.

## c) Working environment

GF shall be a teammate and efficient working environment, welcome and facilitate the talented and right people. It is an environment show that:

- All employees have an opportunity to develop and prove their competency at the highest level for developing their career and contribute to the success of GF.
- GF complies with regulations on HSE such as occupational safety and cares for employees' health by medical insurance, health insurance, accident insurance, periodically health check and encourage employees do exercise daily or participate in sports activities.

In any cases, there is anything unsatisfying or any evidence to confirm that the above commitments are violated, everyone shall boldly speak up by notifying to the Internal Control Department or write down their opinions and then send them to the mailbox of Internal Control Dept. at your workplace (the Company will not consider any anonymous letters).

#### 2. Employees and Company

#### a) Assets

The concept of "Assets" mentioned in this COBC includes all tangible and intangible assets what GreenFeed is entitled to manage, using and dispose these assets. The GF's intellectual properties including but not limited to the business ideas, information, and business secrets. Intellectual properties are the GF's assets and created from the ideas, initiative which leading to innovations and improvements in technology and our products. Any intellectual property developed in the time employees work for GreenFeed then it will belong to GF.

- All employees shall use GF's assets to make values and efficiency for GF
- All employees shall be responsible for protecting the GF's assets, must use them in the right purposes and not use them in the wrong purposes, especially when such assets are assigned to employees for keeping up and using
- All employees shall be responsible for take care and maintain the GF's assets so that they are always in good conditions for using and increase the useful life of the assets
- GF's assets are invested and equipped for the purpose of serving the GF's production and business; employees are not allowed to use these assets for personal purposes or others without approval.

#### b) Information system

- GF's information system includes the email service, intranet system, servers, software, telephone, voice mailbox, wireless devices, Internet access, fax, personal computers, data warehouse.

- All employees must comply with the information security policy and are responsible for protecting the data and information system of GF.
- All access and use of the GF's information system is controlled and granted the right to user
  or accessor; the information will no longer be private when it is sent /received /stored in the
  GF's information system. As a result, information may be blocked or reviewed by the
  Company (deemed necessary).

#### **Employees may not:**

- Carry out activities that may affects to the image, trademark, brand name and goodwill
  of the GF.
- Disclose GF's confidential information to others without authorization or permission
- Do illegal activities such as fraudulent and sabotage activities.
- keep/release files and programs with illegal contents such as: harassment, political incitement; religious division.
- Upload information and images of the Company on websites, social networking sites (Facebook, Twitter, YouTube...) without approval.
- Send malicious code, spread viruses, forwardedemails
- Use another account to access the GF's information system without the account holder's permission.
- Do activities as testing GF's information system without official approval from the GF's authorized person.
- Allow unauthorized person to access the GF's information system.

#### - E-mail

Depending on the scope/need for working, employees may or may not be granted an e-mail account in the e-mail system of GF. Employees are only allowed to use the granted e-mail account by GF for the purposes of the Company's works. Other external e-mail systems as well as forums (board, forum...) are not allowed using them for communicating of the GF's works

#### - ERP and networking system:

Employees shall be only granted the right to access and process information in accordance with their assigned works. In exceptional cases, employees must be approved by the authorized Manager/Director/IS Manager. The illegal access and handling of information belong to GF without approval is the act in breach of GF's property.

#### - Software/Business applications

The software/BA used in GF must be controlled by the IT/ERP Department. Private software may only be used in GF with the approval of the authorized Manager/Director/IS Manager. All employees are responsible for using these software/BA in the daily work efficiently and effectively.

Employees should not make any decisions regarding GF's property. Contact the GF's Management or Internal Control Department to know which level is entitled to make decision on the assets.

#### c) Information

During the working process, employees are allowed to access information; GF's requirement is that employees must strictly comply with the regulations for protection of confidential information.

#### - Confidentiality of information

Confidentiality of information is responsible for GF's employees and then everyone must do steps to protect the critical information what we are not allowed to disclose to outsiders unless it is approved. GF will severely prosecute any unauthorized disclosure of confidential information.

Information is a valid asset, we are required to comply with regulations on gathering, using, transferring, cancelling, protecting information with different security levels including but not limited to the following information as below:

- Information on governance, restructuring
- Annual budgeting
- Strategy/business planning for mid term and long term
- Legal actions
- Marketing and business plans
- Analysis and assess market, competitors, risks
- Product plan, product formula
- Costing, expenses, sales volume, sales revenue
- Key contracts, M&A (Mergers & Acquisitions) contracts
- Forecast figures
- Financial reports and figures
- HR information
- Technical designs of feed Farm Food
- Information related to the customers, partners, potential customers, suppliers provided to GF is also considered as confidential information.

#### - Employees shall avoid:

- Discuss confidential information in an open place where a third party may record and capture information.
- Discuss confidential information with third parties without permission or even without an agreement/commitment not to disclose information (NDA).
- Discuss confidential information with partners, customers, suppliers without approval and recognize it is confidential or not.
- Destroy documents/notes which contain confidential information by the wrong way.
- Store and hold important information on personal computers (important information must be stored on the GF's information system as regulation

- Note that the confidentiality obligation takes effect while the employee is working at GreenFeed and will be prolonged after the employee leaves GreenFeed.
- ♣ For any non-compliance or concerns regarding confidential information, employees can directly contact with the Managers or Directors or Internal Control Department

#### - Disclosure of information

To ensure that the information provided is complete, accurate, lawful and avoid misunderstanding causing bad consequences, the information provided, announced, spoken shall only be made in accordance with the regulations on disclosure of information by the authorized person of GreenFeed.

Employees shall not be allowed to contact the mass media (newspapers, television, radio broadcasting, etc..) to give interviews on behalf of GreenFeed without the legal assignment by the authorized person of GreenFeed.

#### d) Conflict of interest.

As a representative of GreenFeed in any given situation, we must align ourselves with the highest standards of integrity and in ways that respect the reputation as well as the standing of GreenFeed.

We must be fair and integrity in business transactions with customers, suppliers, shareholders, competitors and even with our employees to avoid conflicts of interest, and we also respect the COBC of others.

Conflicts can occur in many circumstances. It is very difficult for this COBC to cover all cases as well as easily to distinguish what is right and what is not. The follows are the most basic ones that each of us should avoid:

#### - Personal interest

GreenFeed respects the employees' right to establish person-to-person relationship in the work environment, but each one must be using the judgment by themselves to ensure that such relationships will not negatively affect the independence and integrity at work. The conflict of interest in this case occurs when the employee acts in the manner that is not in the best interests of GreenFeed but for personal interest or friends or relatives. Employees in a personal or friendship relationship should act tactfully with their own judgment and sensitivity in a situation that it will be falling into a case of conflict of interest.

- Employee must report to the competent authority or Internal Control Department immediately about the conflict when they recognize it and strictly comply with what they are required to follow (or get a written approval before doing) when employees are on behalf of GF doing business with any third party in which the employee or family member has an interest.
- Any conflict of interest should be resolved before recruiting or appointing to a new position

#### - Relationship at the workplace

- Employees (including executive and management team) with their authority may refer and accept any friends, family members or those who have a close relationship to impact in the recruitment process. In such situations, employees are required to notify the Internal Control Department, Human Resources Department and Managing Directors and are recruited only with the approval of the authorized person. Special cases will be reviewed and decided by the General Director on a case-by-case basis and must ensure the assignment to these employees on the rule not conflict of interest (reporting line directly or indirectly propose benefits by superiors who are relatives).
- Employees must disclose relationships that may cause a conflict of interest with GF;
   and in both private life and working employees avoid falling in a situation to repay others for a favor or kindness.

#### - External work

- Employees may not participate in or support any third party while working for GreenFeed without permission (whether paid or not) in cases conflicts with functions and duties themselves or it may affect performance and judgment at work and conflict with GF's interests.
- Employees may not use the time, equipment, materials of GreenFeed to do external work for any private purpose that is not related to the main task at GreenFeed without permission.

#### - GF's opportunity

Employees may not use GF's property, information, position at GreenFeed to compete or deprive GF's opportunity for their benefits directly or indirect to a family member or whom have close relationship or others.

#### - Representation

Employees may not do transactions as an agent, authorized by GF's customers/suppliers or representative person for their interests these may give rise to an identifiable conflict of interest. When such situations occur, employees are required to notify the Company's Management and the Internal Control Department, the Company's Management will review and handle on a case-by-case basis.

#### Abuse of authority

Abuse of authority to carry out acts not for GF's interest, in many cases, be determined including but not limited to a conflict of interest as follows:

- Employees is not allowed to, in the name of GreenFeed, borrow, rent, guarantee loans for personal purpose that may cause negative impacts or brand name or goodwill of GreenFeed.
- Employees must not take advantage from their position to offer services and goods to third parties, customers, suppliers. Particularly, employees must avoid cases when they are directly involved as well as their affects to the decision for using or purchasing services and

goods from these third parties.

- In case it is impossible to refuse for reasons, employees are also only allowed to provide the name of the service provider or goods supplier without participating in the decision making, in this case, the employee is required to report the issue to the Company's Management/Internal Control Department.
- Employees shall not take advantage of their position to carry out or influence for private gain that the Company intends to buy or rent.
- Employees shall not take advantage of their position to conduct business or other transactions for private gain or interest of other organizations and individuals.
- Executives and managing people do not take advantage of their position to pay undue debts in the facing of possible finance risks for GF.

#### - Presents/Gifts

Business decisions must be based on the real business. Employees may not accept gifts, money or other benefits that can affect their business decision. GreenFeed does not encourage receiving and giving gifts, in cases gifts are allowed it shall not be exceeding 2,000,000 VNĐ, including:

- Gift or entertainment received from customers or suppliers that do not affect or influent business decisions.
- There must be a business purpose for any business gift or entertainment, it must be in accordance with the local culture and lawful.
- Value of the gift must be a minimum cost and frequency. The gifts, entertainment offered by the guests then must be reasonable cost and frequency.

If employees, offered a gift or invited, judges that these cases meet directions as presented above, politely refuse the gift or the invitation. If refusing a gift or invitation could make breaking or losing business relationships, these situations accept the gift on behalf of GreenFeed and promptly report to the line manager and then transfer the gilt to the Administration Department for handling and using as regulated.

#### - Securities

Employees shall not invest in places that can affect their decisions in the Company's business such as buying, selling, owning securities from competitors. If you have any doubt as to the correctness of any transaction, should seek advice from the Company's management before action.

#### **Disclosure of benefits:**

Employees, by their judgment, recognize that interest from business transactions in which he or she is involved in a conflict of interest then the employee must disclose the fact. In addition, employees must not affect transactions and contracts in which they have benefits as mentioned in the above contents. There are many ways and procedures to avoid conflicts of interest. GreenFeed takes a note that each employee should identify, evaluate, decide to **VOID** business transactions to comply with this COBC.

For any disclosure related to a conflict of interest, employees should seek an assistance from the Company's management or the Internal Control Department ASAP (as soon as possible). A judgment, determined by the jurors and including take advice from experts, finally will be working out by the Internal Control Department.

#### 3. Employee and employee

At work, we communicate with each other every day and in that relationship each of us shall work with each other based on the Company's culture and always set on top priority as ethics, integrity, respect, efficiency.

#### a) Successful relationship

At GreenFeed, we are proud of the dedication, the cooperation, the achievements from dedication, will and cooperation. This is more significant and powerful in a working environment full of Reliability, Openness, Integrity and Respect. All interactions between colleagues, between superiors and subordinates, should be done in the cooperation for development together.

Upholding that as well as performance of each member, we fulfill our responsibilities and trust in our colleagues that everyone is as dedicated as each of us. Besides, we are ready to assist our colleagues for achieving their tasks.

In the relationship between superiors and subordinates, GF encourages the Respect and Integrity:

- Respecting superiors means that we always keep faith with our superiors, completed tasks efficiently, feedback on the work with creative proposals as well as comment on the negative aspects or shortcomings.
- Respecting and integrity towards subordinates means that we always express Integrity,
  Fairness and listening to feedback, enthusiastically assist when required. Moreover, as a
  manager, we ourselves must be responsible for defining performance standards as well as a
  working environment that promotes teammate and encourage creative thinking.

#### b) Communication and behavior based on openness, sincerity, frankness.

We work and communicate with each other in the Company daily. Our attitude and behaviors are significant influences on the working environment. Promoting or restricting on the cooperation between each of us depends on the frankness, openness, sincerity.

- Communicate and behavior based on an openness means that we integrate into fully the collective environment. We respect the difference of each person because the differences will be making a diversity but a strong team. Being openness does not mean being permissive conversation or behavior, even more openness does not mean disrespectful commenting on others. We are enthusiastic but always act based on the ethical standards and working principles of the company; we are frankly but always for the mutual progress.
- Communicate and behavior in a sincerity means that all our actions and words come from the heart. We are not arrogant; don't let our ego be too big to cover all our thoughts

and actions. Sometimes, we should put ourselves in the shoes of others to adjust our own actions. Sincerity does not mean that we cross the line of intimacy without approval. Sincerely promote the integrity and be the steady basis for building the employees' trust.

- In some cases, in addition to Openness and Sincerity, employees must express their consistent and Integrity by being more frankly in communication, contributing positive ideas for achieving GF's objectives/goals.

#### 4. Department and department

- Regularly work together and between departments for learning and sharing experiences and intensifying knowledge about the works which an employee is not in charge of yet.
- Be always open-minded, polite, friendly, cooperative. Be ready, quickly coordinate to work with effective alternatives. Be a sympathetic character, deeply sympathize with the difficulties of life.
- Do not shying away and passing the responsibility to others. Do not jealous, envious, factions, internal disunity.
- Do not make any difficulties, obstacles, non-cooperation while working together.
- When we recognize that a colleague had actions non-cooperation for working, we must promptly report to relevant leaders.

#### 5. Oneself and the outside activities

We ourselves are responsible not only to GF, colleagues, superiors, but more importantly, we will be responsible to ourselves. The following situations refer to sensible cases that need to consider:

#### a) Laws:

We respect and abide by the law in all of our activities not only protect the reputation of GreenFeed but also to establish our own discipline. However, in the real life and working, there may still be cases of non-compliance by each of us or forced. This COBC refers only to cases that may consider as following:

- In cases an employee is forced or force majeure to do something wrong and violate the law, the employee must immediately notify the Company's Management or Internal Control Department to get an appropriate advice from them. Employees will also act in the same way if he or she may be in complicated situations or bearing a penalty for breaking the law.
- Employees who intentionally do or force others to do somethings wrong, violate the law, depending on the wrongdoing will be disciplined and treated by the GF's regulations adequately.

#### b) Financial difficulties

In the private life, employees may face on worries and worries that can affect the work's efficiency as well as lead to inappropriate behavior. One of the difficulties that causes and has a significant impact is the personal finance. GF's employees are encouraged to discuss to their superiors to work out how to best support in these situations.

Management, in this case, should better listen and discuss with the relevant department about this to find the appropriate alternative or a necessary support/help for their employees.

#### c) Alcoholic drinks and stimulants

A healthy working environment (HSE) that is not affected by alcohol, beer, stimulants. Therefore, employees be always aware of these for self-control and do not:

- Use alcoholic drinks (beer, wine, etc..) to the extent that it may affect the works or decisions during the working time. Drunk while working is forbid strictly
- Keep, use (such as: smoke, inhale, inject), own, buy or sell stimulants, narcotics (drugs, drug-related tools) in the Company or any place and any time where an employee can be identified as a GF's employee.

There is any finding related to the above situations, employees must immediately notify to the management, HR Department or Internal Control Department.

# IV. COBC TOWARDS THE CUSTOMERS, SUPPLERS

#### 1. For customers

We strive to make the differences with other companies by constant efforts improving the quality of customer services. GF always encourage employees to approach customers in the focused method as well as take care of customers in the courteous, professional, respectful behavior:

- **Greetings**: Polite, courteous, coordinate with customers
- Smiles: Joyful and warm welcoming to customers
- **Be cautious**: Don't make mistake while serving customers
- **Show attentions**: Caring for customers' needs
- Gratitude: Appreciate/grateful to customers always remember to GF

#### 2. For suppliers

GreenFeed always look forward to building a sustainable cooperation and harmonize benefits with suppliers at a high standard and based on the principles:

- Win win cooperation, respect each other, long-term cooperation and development together
- Business transactions, agreements will be carried out based on the compliance with the law and respect for the interest of both parties, strictly complying with what has been agreed. The attitude must be polite, friendly, reasonable, efforts to complete responsibilities efficiently in the fastest.
- In case conflict of interest (if any), it should be resolved on the principle of fairness, cooperation, respect for the interests of both parties. It is not allowed to have the act under constant, touting for business, unfair for personal gain.
- Supplier selection must be based on the Company's supplier evaluation and selection process.

GreenFeed will support suppliers to compete fairly, equality of opportunity, aggressively for the business objectives and take the attitude against illegal or unethical. In addition, GreenFeed always hope that suppliers will observe GF's COBC as well as business ethics, comply with the law and ensure the products and services that suppliers provide to GreenFeed meet the signed standards.

# V. REPORT ON VIOLATIONS AND COMUNICATION LINE

We encourage employees to report violations of laws, GF's COBC and regulations of the Company; employees, in each specific case, may use the available communication as following:

- By writing a report and then drop it into the mailbox of the Internal Control Department (It is placed at each Business Unit of GreenFeed), or
- By e-mail, then sent it to: <u>tuyet.vtn@greenfeed.com.vn</u> or <u>long.bh@greenfeed.com.vn</u> or
- By making a call and/or sending SMS to 0983.934509 at any time

All reports must be a factual report, not assume and should get as much information as possible to make more accurate assessment. In addition, all reports should be sufficient information as evidence to support an investigation including: the name of the suspected individual, the relevant facts of the violation; how to whom the complainant/reporter is aware of the violation, who may be harmed or affected by the violation.

The Company strictly forbid retaliation against any director, staff or workers who made the report.

