

Corporate Ethics

NMT is committed to delivering quality service to all our customers' whilst ensuring an excellence of moral professionalism is achieved.

In complying with corporate policies and procedures NMT achieves a high level of ethics through all company practice.

1.0 INTRODUCTION TO ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

1.1 Background and Purpose

It is vital that anti-bribery and anti-corruption compliance is a company-wide initiative. NMT Projects has implemented this Policy to inform all Personnel and Business Associates about NMT Project position on bribery and corruption, to help us to comply with the law and to ensure the long term success of NMT Projects.

NMT Projects is committed to conducting business in compliance with the law, including all applicable anti-bribery and anti-corruption laws in all countries in which NMT Projects operates. Bribery is illegal and exposes NMT Projects, its Personnel and Business Associates to fines and other penalties including imprisonment.

Should any laws and regulations exist in any countries which are more rigorous or restrictive than this Policy, those laws and regulations should be followed by any Personnel operating in that country.

This Anti-Bribery and Anti-Corruption Policy ("Policy") sets out NMT Projects requirements in relation to dealings with Government Officials and Third Parties. This Policy does not disallow dealings with Government Officials; rather it disallows corrupt interactions with Government Officials.

NMT Projects strives to maintain the highest ethical standards and has adopted this Policy to encourage full compliance with Anti-Corruption Legislation, as well as any other anti-bribery and anti-corruption laws and regulations that operate in the regions where NMT Projects does business.

2.0 DEFINITIONS TO ANTI-BRIBERY AND ANTI-CORRUPTION

In this Policy the following words or phrases have the following meanings:

Anti-Corruption Legislation means in accordance with the local code or practice for each country including specific policies such as: Australia's Criminal Code Act 1995 (the "CCA"), the United States of America's Foreign Corrupt Practices Act (the "FCPA"), and the United Kingdom's Bribery Act 2010.

Bribery means the offering or providing (or authorising the offer or provision) of any loan, gift, lavish trip or entertainment, donation, payment, or any other thing of value directly or indirectly, in cash or in kind, to or for the benefit of any Official or Third Party to obtain or retain business or to secure any improper advantage for NMT Projects.

Business Associates means third party companies and individuals (such as joint venture partners, consultants and agents) acting on NMT Projects behalf, whether directly or indirectly, by representing NMT Projects interests to foreign governments in relation to international business development or retention of business opportunities.

Facilitation Payment means payments of nominal amounts to persons in order to ensure or expedite the performance of a Government Official's routine governmental duties or actions.

Government Official means anyone regardless of rank or title who is

- Engaged in public duty in a government agency whether elected or appointed, and at any level of government including national, state or local government entities;
- A member of any legislative, administrative or judicial body;
- An employee of a government agency, regardless of rank including an administrative and/or office worker;
- An officer or employee of a government-owned or government-controlled entity, including state-owned entities that operate in the commercial sector;
- An officer or employee of a public international organisation (such as the United Nations, the World Bank or the International Monetary Fund); or
- Acting in an official capacity for a government, government agency, or state-owned enterprise.

Item of Value or anything of value includes cash, travel, meals, gifts, and other tangible or intangible benefits.

Official means a Government Official, political party, official or officer of a political party or candidate for political office.

Personnel means all persons acting on behalf of NMT Projects at all levels, including officers, directors and employees of NMT Projects. Secure an improper advantage includes obtaining any commercial or financial benefit.

Third Party means any individual or organisation other than Officials, with whom NMT Projects personnel come into contact during the course of their employment or business relationships associated with NMT Projects.

3.0 SCOPE

NMT Projects requires all Personnel to comply with this Policy as well as the Anti-Corruption Legislation and any applicable anti-corruption laws and regulations specific to the location(s) in which they operate.

This Policy applies to all Personnel and Business Associates of the Company.

4.0 POLICY COMPLIANCE AND REVIEW

The Compliance Officer for NMT Projects, and is responsible for the administering this Policy. The Compliance Officer will review on an ongoing basis the Policy's suitability and effectiveness. Internal control systems and procedures will be audited regularly to confirm that they are effective in minimising the risk of non-compliance with this Policy.

All Personnel are required to read, understand and comply with this Policy and to follow the requirements set out in this Policy. Regular and appropriate training on how to comply with this Policy will be provided to all senior Personnel.

The deterrence, exposure and reporting of bribery and other inappropriate conduct addressed by this Policy are the responsibility of all those working for or engaged by NMT Projects. All Personnel should be alert and report any breaches or suspicious activity to the Compliance Officer immediately.

5.0 CONSEQUENCES OF BREACH

Bribery and the related inappropriate conduct addressed by this Policy are very serious offences. If NMT Projects is found to have taken part in bribery or any other related inappropriate conduct addressed by this Policy it could face fines and suffer reputational damage. An individual may be subject to penalties or imprisonment. Breach of this Policy by Personnel will be regarded as serious misconduct, leading to disciplinary action which may include termination of employment.

6.0 POLICY

6.1 Bribery and Corruption Prohibited

NMT Projects strictly prohibits Personnel participating in or allowing Bribery or any other form of corruption.

The prohibition of Bribery under this Policy includes the provision or conveying of anything of value to any Third Party, Official or family members of Officials, whether directly or indirectly, to secure any improper advantage or to obtain or retain business. This means that Personnel must not:

- Offer, promise or give an Item of Value with the intention of influencing an Official or Third Party who is otherwise expected to act in good faith or in an impartial manner, to do or omit to do anything in the performance of their role or function, in order to provide NMT Projects with business or an improper advantage; or
- Authorise the payment or provision of Items of Value to any other person, if it is known, or reasonably should have been known, that any portion of that payment or Item of Value will be passed onto an Official or Third Party to secure an improper advantage or obtain or retain business; or
- Engage, or procure, a third party to make a payment or provide an Item of Value to an Official or Third Party, (or to procure another person to make such payment or provision), in order to secure an improper advantage or obtain or retain business.

The prohibition of Bribery under this Policy also includes the request or acceptance of (or the agreement to accept) anything of value from an Official or Third Party either:

- Intending that, in consequence, a function or activity should be performed improperly (whether by the requestor/acceptor or another person); or
- Where the request, agreement or acceptance itself constitutes the recipient's improper performance of a function or activity; or
- As a reward for the improper performance of a function or activity (whether by the recipient or another person).

6.2 Interactions with Officials and Third Parties

All interactions with Officials and Third Parties must comply with this Policy and the Company and Personnel must not take any actions, whether direct or indirect, which create the appearance of impropriety regardless of whether there is any improper intent behind

their actions. If you are in any doubt as to the appropriateness of any gift or entertainment, you should consult the Compliance Officer before it is given or accepted or otherwise as soon as possible. The prohibitions under this Policy include a prohibition on Personnel using personal funds to undertake any interaction or transaction that is prohibited under this Policy.

6.3 Compliance with Local Laws

If local laws, codes of conduct, or other regulations in a particular country or region are more restrictive than this Policy, then any Personnel, including any Business Associates operating in that country or region must fully comply with the more restrictive requirements.

6.4 Reporting Violations and Suspected Misconduct

Any Personnel or stakeholder who believes that a violation of this Policy or any laws has been committed, is being committed, or is being planned, should report the matter immediately to the Compliance Officer or use the procedure set out in the Whistle-blower Policy.

If anyone is unsure whether a particular act constitutes bribery or a facilitation payment, or has any other queries, they should ask the Compliance Officer.

6.5 Protection against Retaliation

NMT Projects prohibits retaliation against anyone reporting such suspicions. Personnel who wish to raise a concern or report another's wrongdoing, or who have refused pressure to either accept or offer a bribe, should not be worried about possible repercussions. NMT Projects encourages openness and will support anyone who raises genuine concerns in good faith under this Policy.

7.0 INTRODUCTION TO WHISTLE-BLOWER

7.1 What is a whistle-blower?

Whistle-blowers are those who sound the alert on scandal, danger, malpractice, or corruption.

7.2 Purpose

This policy outlines the rights of Personnel and Business Associates of NMT Projects to: Report any perceived wrong doing, impropriety, serious unethical behaviour, legal or regulatory non-compliance or questionable accounting or audit matter; and Expect and receive protection from any reprisal or detrimental action resulting from such disclosure.

NMT Projects is committed to the highest standards of conduct and ethical behaviour in all of our business activities, and to promoting and supporting a culture of honest and ethical behaviour, corporate compliance and strong corporate governance.

8.0 DEFINITIONS TO WHISTLE-BLOWER

In this Policy the following words or phrases have the following meanings:

Business Associates means third party companies and individuals (such as joint venture partners, consultants and agents) acting on NMT Projects behalf, whether directly or indirectly, by representing NMT Projects interests to foreign governments in relation to international business development or retention of business opportunities.

Personnel means all persons acting on behalf of NMT Projects at all levels, including officers, directors and employees of NMT Projects

9.0 POLICY AND PROCEDURE

9.1 Reporting

Personnel are encouraged to report any behaviour, practice or activity that they reasonably believe to be:

- Unethical or improper;
- Financial malpractice, impropriety, corruption or fraud;
- Potentially damaging to NMT Projects, Personnel or Business Associates;
- In breach or potentially in breach of legal or regulatory provisions;
- An abuse of authority;
- Non-disclosure or manipulation of the internal or external audit process; and
- Involves harassment, discrimination, victimisation or bullying

Employees are encouraged to use the internal complaints process at the first instance. Where it appears to the internal investigator that the breach or potential breach is serious and/or may involve illegal activity, the internal investigator shall refer the matter to the external complaint process. The procedures for each of these complaint processes are detailed below.

In making complaints under this policy, employees must act on a genuine belief that there has been wrong doing, and not for any malicious purpose. Where it is determined that a complaint is made against another employee falsely or for a malicious purpose, NMT Projects reserves the right to take disciplinary action against the complainant.

9.2 Internal Complaints

Employees are encouraged to report any internal complaint to their Manager. All complaints reported internally will be documented and investigated promptly.

In relation to internal complaints, the Manager will commence an immediate investigation into the claim. The Manager is required to:

- Act impartially and document the complaint,
- Conduct all interviews, and
- Report on the results of the investigation and any recommendations.

All investigations will be carried out as quickly as is practicable.

9.3 External Complaints

If the Manager determines that a staff member has reported on activity or conduct which is potentially illegal, then the matter will be determined in accordance with the external complaint process.

In this event:

- NMT Projects will afford appropriate protection to the discloser and will, to the extent it can do so and is legally permitted, keep in confidence the name of the discloser and the content of the disclosure.
- NMT Projects will report the matter to the relevant regulatory authority or police agency
- NMT Projects will only disclose the identity of the disclosing employee to the relevant regulatory or police agency on the basis that where legally permitted, the employee's identity will be kept confidential.
- Disclosure of the identity of the disclosing employee to any other organisation or person requires the consent of the disclosing person.
- Report on the results of the investigation and any recommendations.

9.4 Protection from Reprisals

NMT Projects will not tolerate any reprisals against employees who have made a report of any matter under this policy where the employee has acted on a genuine belief or perception of wrong doing, and on reasonable grounds. NMT Projects will act in the best interests of a discloser to protect them from any victimisation, adverse reaction or intimidation, and commits to ensure confidentiality and fairness in all matters raised under this Policy.