



OMNI HELICOPTERS INTERNATIONAL

# Group Code of Conduct





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# Message from the Group Chief Executive Officer

Integrity allows us to conduct proper business, build confidence with our stakeholders and create a culture of sustainable success. This Code of Conduct Guide is designed to elaborate on our key operating principles and define our behavioural norms and expectations. Please read it carefully, regularly and discuss openly with your colleagues.

In this guide, you will find best practices to keep the OHI Group compliant with regulations and to set an example of excellence in our industry. You will also find each section details key business activities that deserve special attention. This is the roadmap of how we conduct our business. This document is evolving. We will update it regularly as we continue to grow, encounter new challenges and build a sustainable business.

We all have a responsibility to act sensibly, legally, and most importantly, to promote a culture of integrity. This responsibility extends beyond us to our suppliers, customers and key stakeholders. Please do your part and continue to make our group a stand out organization with a culture of excellence. Act in accordance with our Code of Conduct.

Yours Truly,

*Jeremy Akel*



Jeremy Akel,  
OHI Group CEO





# 1. Introduction

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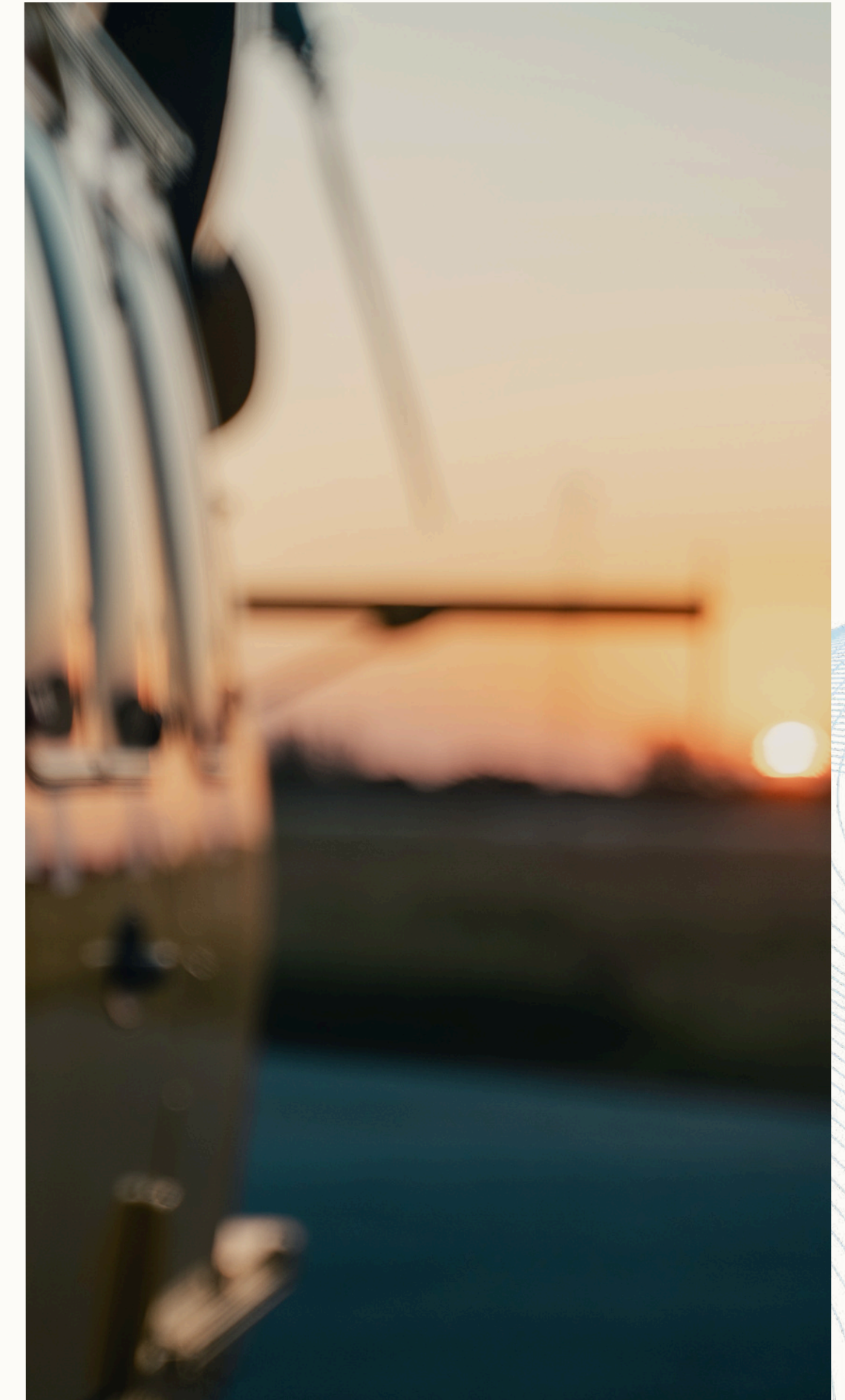
The aim of this Code of Conduct (“Code”) is to clearly define the ethical principles that guide the conduct of the company and, consequently, of its employees and third parties who represent it, establishing recommended practices in internal and external relationships, in dealings with clients, suppliers, contractors and society, ultimately to foster growth and development of the company and its people, and aligned with our Omni Way.

Employees in leadership positions must clearly communicate the importance of ethics and integrity and encourage their employees to use the Code as a reference in their day-to-day work, as well as communicate that violations of the Code are unacceptable and will lead to disciplinary measures, in addition to other legal consequences.

The essence of the code is as important as the Code itself, so, when a situation of apparent conflict with this Code, its purpose and broad principles must serve as a guideline for the solution of the conflict.

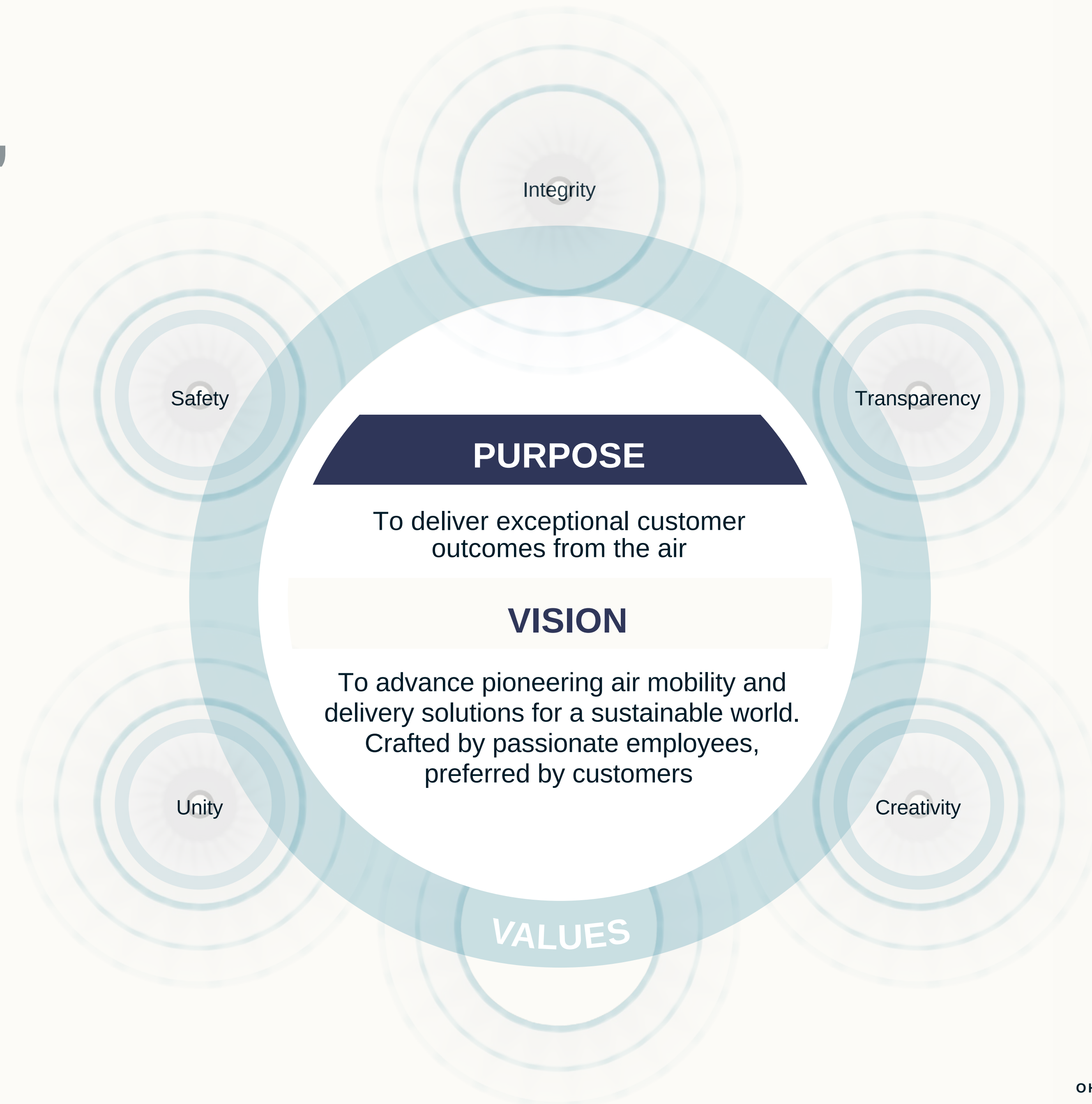
In the relentless pursuit of excellence in quality in the provision of our services and the well-being of employees, Omni has outlined below the principles to guide itself in its day-to-day actions.

Next, learn about the purpose, vision, and values that guides Omni.



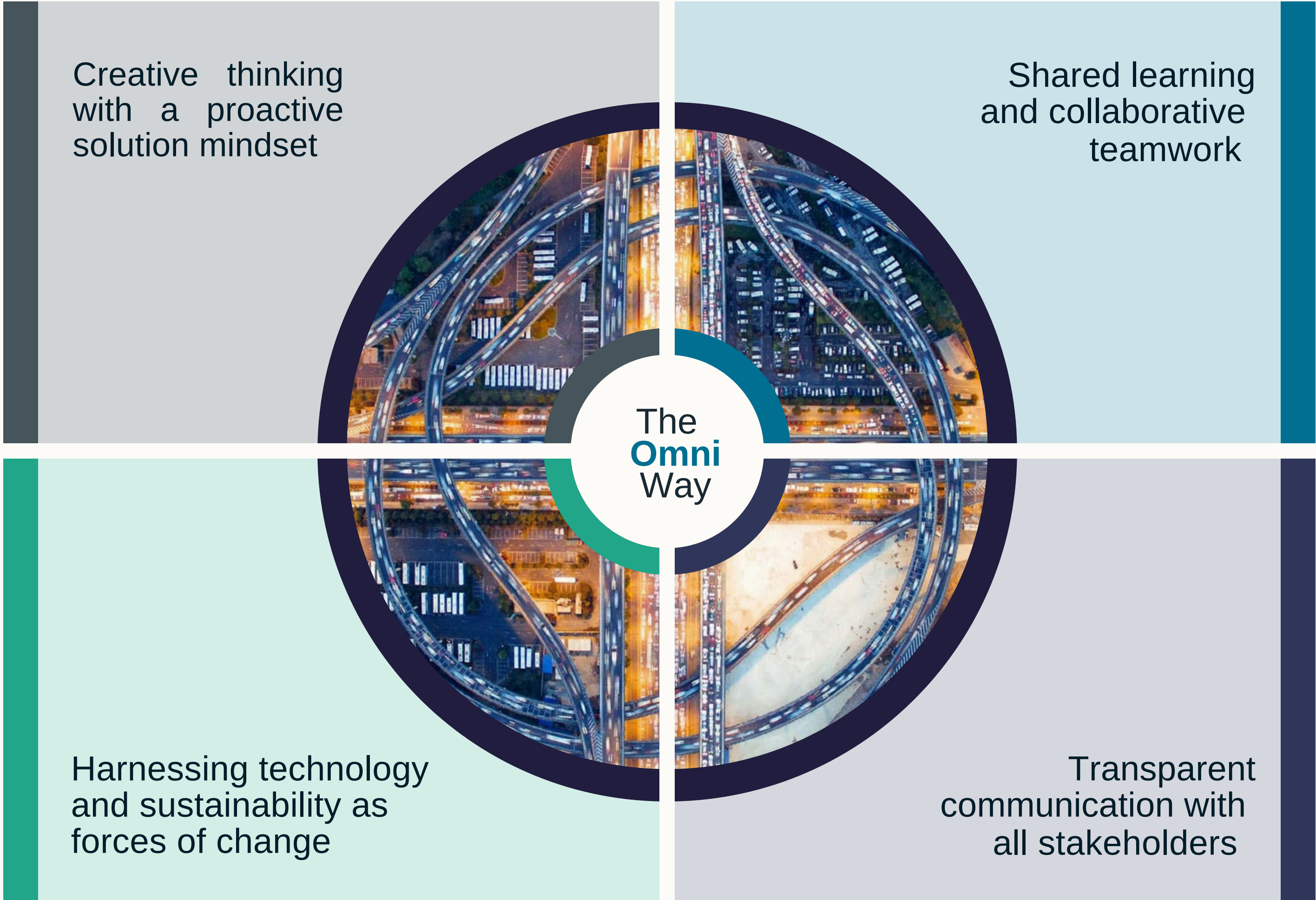


# Our Purpose, Vision and Values





# The Omni Way





## 2. Application

This Code applies to all directors, officers, employees, contractors and interns at all levels of OHI Group SA and its wholly-owned subsidiaries and affiliates (collectively “company” or “Omni”).

The Codes extends to third parties and suppliers that represent the company in applicable circumstances.

## 3. General Principles

- 3.1** All people are free and have the right to individuality, privacy, and respectful, dignified, and fair treatment without prejudice of any kind.
- 3.2** Omni and its employees undertake their activities based on respect, legality, equality, loyalty, trust, transparency, dignity, commitment, quality, impersonality, and fairness.
- 3.3** Omni’s activities are developed strictly in compliance with the legislation in force in the countries where it operates, and legal infractions and/or non-compliance with the specific country’s standards are not allowed, for any reason or purpose. All employees must know and conduct the activities applicable to their position in compliance with the laws, regulations, rules and policies.
- 3.4** Omni is committed to developing fair labour relations through an environment which is based on mutual trust, cooperation, and solidarity, making clear to employees what is expected of them in accordance with the corporate mission, vision, and values.
- 3.5** Omni’s essential principle is to act proactively in pursuit of excellence in air transport, performing it with high levels of safety, quality, profitability, social responsibility, ethical leadership, fair competitiveness, and respect for the environment, health, and human resources, promoting the training and development of individuals, respecting, above all, the cultural, regional, and social particularities of the various environments in which it operates and those of its employees and suppliers.





# 4. Corporate Governance

- 4.1 Omni is committed to conducting its activities with integrity and transparency, working to maintain credibility before its employees, clients, suppliers, and business partners.
- 4.2 Omni is growing its business based on ethics, good principles, honesty, respect, commercial loyalty, and social and environmental responsibility.
- 4.3 Omni values diversity in the workplace and promotes an environment that is inclusive of all people and their abilities. Omni will always support and respect diversity in each other, our customers, suppliers, all business partners and all others with whom we interact.
- 4.4 Omni faithfully complies with and encourages its employees, interns, third parties, service providers and partners to strictly comply with the guidelines of this Code, encouraging them to transmit and disseminate its essence.
- 4.5 Omni will monitor the effectiveness of this Code and will accordingly make the necessary adjustments and measures from time to time.





# 5. Books and Records

- 5.1 When carrying out its activities, Omni will meet the standards and procedures of the applicable law and Public Bodies.
- 5.2 Omni will pay all taxes due, arising from the activity performed and instituted by local laws.
- 5.3 The financial and accounting statements and books of Omni, fully reflect the company's activities and records, according to the current legislation and accepted and applicable procedures.
- 5.4 All financial records shall be audited by an independent accounting firm, which shall issue an opinion attesting to the veracity of the records.
- 5.5 Omni must keep accurate and transparent records to make responsible business decisions. Strong corporate financial stewardship is a must for business success and accountability to owners, government agencies, and other third parties. Omni will not hide, alter, falsify, or disguise the true nature of any business transaction.
- 5.6 Omni has processes in place to control how the company's money is spent and to whom payments are made, "Financial Controls". Authority to commit the company to spend and for the final execution of payments is restricted to those with delegated authority.
- 5.7 Employees are required to provide all the information requested by internal and external auditors.





# 6. Relationship with Employees

- 6.1 It is the duty of all employees, contractors, interns, third parties, and service providers to strive to build and preserve Omni's image every day as its most important asset.
- 6.2 The relationship with employees is demonstrated in the practices and actions of administration and people management, such as recruitment, selection, hiring, promotion, performance management, training, compensation, recognition, and any other item inherent to the professional activity of the company. Omni adopts effective practices to comply with this Code.
- 6.3 The differences in position, function, or hierarchical level do not prevent an employee from dealing with, identifying or exposing matters, whether of a professional or personal nature, as long as they respect the principles of conduct contained in this Code, thus ensuring equality and impersonality in the relations between the company and the employee.
- 6.4 Regarding recruitment, selection, and promotion, the candidate must be evaluated on the requirements for the position, without discrimination based on race, creed, age, sex, gender, nationality, marital status, sexual orientation, or for having special needs.
- 6.5 When filling a vacancy, Omni considers internal hiring an opportunity for professional growth, and, whenever possible, internally discloses existing vacancies, as long as there is an internal candidate qualified to assume the position.
- 6.6 Omni follows performance evaluation criteria and training policy, developed based on its strategic planning. The company approves and, through specific policies, encourages constant learning, updating, and intellectual development of its employees.
- 6.7 It is the employee's duty to act, in its daily dealings, with professionalism and in full accordance with the principles of this Code, in particular that:
  - 6.7.1 Work relationships must be guided by trust, honesty, integrity, impartiality, and respect.
  - 6.7.2 No prejudice and/or discrimination of any kind is allowed - religious belief, philosophical or political conviction, nationality, sex, gender, age, color, marital status, sexual orientation, and disability.
  - 6.7.3 The search for conciliation between Omni's and the employee's interests, through dialogue, in the direct relationship between leaders and subordinates, is a priority.
  - 6.7.4 Abusive practices against employees, such as moral or sexual harassment, intimidation, retaliation or threats are not allowed.
- 6.8 Volunteer work activities are allowed and encouraged by Omni, as long as they do not compete with the time the employee must dedicate to the company.
- 6.9 Omni recognizes its employees' right of free association, respecting their participation in unions and does not practice any acts of negative discrimination with respect to a unionized employee.
- 6.10 In order to preserve Omni's name and image, employees must guide their actions and attitudes, in accordance with the Code and with common sense and good practices and judgement while wearing the company's uniform and/or badge, and improper use is considered serious misconduct.
- 6.11 Employees who consider themselves discriminated against, subjected to prejudice, pressure or practices that make them work in fear or in a disrespectful situation must communicate the facts to their line manager or the level immediately above, or to Human Resources, knowing that they will not be retaliated against as a result of such communication.





# 7. Relationship with Clients

- 7.1 Relationships with clients constitute business acts, operations, negotiations, and transactions that result in Omni providing its business(es) to any other company, corporation, association, Public Authority entity, legal entity, or whoever needs the service(s) performed by the company.
- 7.2 Relationships with clients are also considered to be the actions after the negotiations, the execution of the work, including the management of what was agreed upon after its completion.
- 7.3 In any case, it is the duty of all Omni employees, in any position or hierarchical level, to treat client representatives respectfully, cordially, with integrity and professionally.
- 7.4 Omni seeks, whenever possible and as long as it does not compromise the established principles in this Code nor safety, to adapt its activity to the client's needs, treating with clarity and truth the cases in which such adaptation is not feasible, never committing to perform what it is not capable of, whatever the reason for the incapacity.
- 7.5 Regardless of the client's needs and the possibility to meet them, Omni will only perform activities in strict compliance with the legislation in force.
- 7.6 Any complaints, disagreements, conflicts, or inadequacies raised by clients will be heard and managed by the company, always within the possibilities and in compliance with this Code.





# 8. Relationship with Competitors

- 8.1 The employee must ensure fair competition and not engage in activities or business that are harmful to the consumer, the public administration, or society.
- 8.2 All Omni's relations with its competitors are based on ethics, respect, and honesty, adopting explicit rules about anti competition procedures and business practices.
- 8.3 In relation to competitors, in no circumstances shall Omni reach agreements (explicitly or otherwise) on prices, production capacities, market, territory, or production programs sharing, and attitudes that eliminate healthy competition.
- 8.4 Omni shall not make agreements with competitors not competing, restricting business with suppliers, making fictitious offers within the scope of proposals, or sharing clients, markets, territories, or production programs.
- 8.5 Omni shall not obtain nor use confidential information from competitors.
- 8.6 Fair competition laws (also called "antitrust" laws in the United States) prohibit practices or activities that unfairly restrict competition. The penalties for violating these laws are severe.
- 8.7 Omni employees shall avoid any formal or informal agreements or understandings with competitors to:
  - 8.7.1 Share information about contracts, prices, profits, or profit margins.
  - 8.7.2 Allocate markets, territories, or customers.
  - 8.7.3 Fix or coordinate prices or business costs.
  - 8.7.4 Boycott certain customers or suppliers.
- 8.8 Omni staff shall limit interactions with competitors to the minimum possible level and always avoid discussion of the matters listed above. If a competitor engages an employee in a conversation concerning these topics, end the discussion immediately and inform the immediate superior.

- 8.9 Omni is committed to maintaining transparency and loyalty in negotiations, including when such negotiations involve disputes with competing companies, always explaining the truth about the characteristics and peculiarities of the activity or service.





# 9. Relationship with Suppliers and Business Partners

- 9.1** All Omni's suppliers must act according to the principles outlined below, and employees must assist in monitoring them:
- 9.1.1** Comply with all applicable laws.
  - 9.1.2** Prohibit acts of corruption.
  - 9.1.3** Engage in the implementation of mechanisms to combat corruption, fraud, money laundering, cartel, and other illegalities in the public administration.
  - 9.1.4** Respect employees' basic human rights.
  - 9.1.5** Prohibit slave labor and child labor.
  - 9.1.6** Take responsibility for the health and safety of their employees.
  - 9.1.7** Act in accordance with applicable local and international standards relating to environmental protection.
  - 9.1.8** Promote, within their supply chain, compliance with these requirements.
- 9.2** Any third-party or legal entity that manufactures, resells, or holds expertise used by Omni due to its activity(ies) is considered a supplier.
- 9.3** Omni employees who, with decision-making power or interference determined by the position they hold, accept, or receive any kind of benefit to enable or facilitate suppliers' access to the company shall not be tolerated and such attitude is considered a serious misconduct.
- 9.4** Discriminatory or restrictive acts will not be accepted, either to suppliers who already work with Omni or to those who intend to or come to work with Omni. The company, however, reserves the right to apply strict criteria to select such suppliers, always with the major aim of ensuring excellence in the quality of its activities and safety, in addition to all the other principles contained in this Code.
- 9.5** Contractors are those service providers who are not part of Omni's staff, but who perform functions as part of the company's core activity.
- 9.5.1** All the standards contained in this item, respective sub-items, and in this Code are applied to the contractors.
- 9.6** Omni employees must report to their supervisors or to the Compliance team when they identify any situation established with suppliers or contractors that violates or may violate the standards or principles of this Code, that shows non-compliance with legal requirements, or that compromises the excellence in quality, safety and/or the environment and that is causing or may cause losses to the company.
- 9.7** In the event of any of the situations mentioned in the item above, Omni may immediately terminate relations with the supplier or contractor concerned, regardless of whether all obligations have been fulfilled or not, without liability.





# 10. Relationship with Public Bodies

- 10.1 Contracts with the government on behalf of the company are coordinated exclusively by the Senior Group Management or by the areas designated by them.
- 10.2 The duties of management and employees are:
  - 10.2.1 To respect the applicable legislation and the principles of this Code in the relationships established with public bodies in general.
  - 10.2.2 To the extent necessary establish relationships with authorities, politicians and public agents guided by ethics, professionalism, and transparency, immediately reporting to the company any form of pressure, offer or request by a public agent contrary to these principles.
  - 10.2.3 Not to offer gifts, presents or any kind of advantage, financial or otherwise, to any public or political agent, or to people related to them in exchange for private benefits or for the company.
  - 10.2.4 Not to use an interposed individual or legal entity to hide or disguise interests or the identity of anyone who might benefit from any illicit acts committed.
- 10.3 It is expressly forbidden for the company's employees and contractors, and/or third-parties acting on behalf of Omni in contracts and bids with the Public Authority to:
  - 10.3.1 Prior agreements or arrangements with competitors, with the aim of defrauding the competitive nature of the bidding procedure established by the legislation applicable in the jurisdictions where the company operates and other applicable standards.
  - 10.3.2 Defrauding the performance of any bidding or contract, including practices that aim to illicitly alienate competitors, including by offering any kind of advantage.
  - 10.3.3 Hindering investigation or inspection activities by public bodies, entities, or agents, or to intervene in their performance.

# 11. Conflict of Interest

- 11.1 A conflict of interest occurs when a private interest interferes or give others the appearance to interfere, with the interest of the company.
- 11.2 Any situation that can affect an employees ability to act in the best interest of Omni configures a conflict of interest and must be avoided.
  - 11.2.1 It is the employees' responsibility to inform their superiors, through formal processes, of the existence of a real or potential conflict of interest.
- 11.3 Employees are forbidden to perform activities that conflict with Omni's interests.





# 12. Omni Assets and Information

## 12.1 Use of assets:

**12.1.1** Omni's assets, equipment and facilities are intended for exclusive use in the company's operations, and employees are responsible for safeguarding and protecting them from unauthorized or improper use.

**12.2** The improper or unauthorized use of property and equipment outside the company's premises is considered misappropriation, constituting serious misconduct.

**12.2.1** IT equipment, programs, applications, data, and information stored in Omni's computerized systems must be adequately protected against damage, loss, theft, duplication, alteration, or unauthorized access. It is the duty not only of the IT team but of all the company's employees to ensure such compliance.

**12.2.2** Omni reserves the right to monitor the use of company's computer systems, electronic messages, files and corporate phones. Employees should expect that the information exchanged using the company's technological resources are private.

## 12.3 Information processing and protection

**12.3.1** All the information produced in the work environment are company's intellectual property and must be protected and properly safeguarded by all the employees. Information is one of Omni's main assets for its business operations and must be managed with care. Thus, the disclosure of company information that is not in the public domain is prohibited, regardless of the existence of a formal confidentiality obligation.

**12.3.2** The same applies to information of third parties protected by signed legal terms and conditions, with special attention to personal data in the form of clause 12.3. All information obtained in the work environment, even if not related to their specific area and even if it does not contain an explicit warning, must be treated confidentially, because it may contain business secrets, commercial, economic, and financial information, strategic or legal data, among others.

**12.3.3** It is highly recommended for employees to be careful when discussing work matters in elevators, cafeterias, cabs, and any other public areas, as in such situations one or more people may have access to internal information that is not authorized by the company.

**12.3.4** It is forbidden for employees to speak on behalf of the company before the press, public institutions, and the market in general, without being authorized by the Senior Group Management or designated as spokesperson.

**12.3.5** Employees must not disclose or disseminate any information about Omni through any media and in any way that may expose such information to the external public, except for employees whose duties involve external communication.

**12.3.6** Care must be taken with the storage, transportation, transmission, and disposal of corporate information and documents.

**12.3.7** Employees are the guardians of the company's confidential information, and this secrecy must be maintained even after the employment contract has ended.

**12.3.8** Employees and third parties must always take care of the security of information in accordance with the company's Information Security Policy and not disseminate messages that have illegal, abusive, pejorative, pornographic, racist, sexist, prejudiced, and religious or political content.

**12.3.9** Employees must preserve company's business records. Original documents of probative value must be protected and kept on file for the periods defined by law. It is forbidden to use confidential or privileged information for one's own benefit or for the benefit of third parties.

**12.3.10** If there is any doubt about the confidentiality of any information, just contact your immediate superior, who will be able to help you with this.

**12.3.11** The exchange of messages and dissemination of information, especially those involving Omni and its employees, must always be guided by the ethical, transparent, and truthful character that underlies the relationships of all those subject to this Code. The dissemination of information that may embarrass, intimidate, or negatively affect others will be considered serious misconduct.

**12.3.12** Offensive material (such as pornography) or any materials not related to the performance of the functions will not be allowed in any form in the company's systems, and their transmission constitutes severe misconduct.

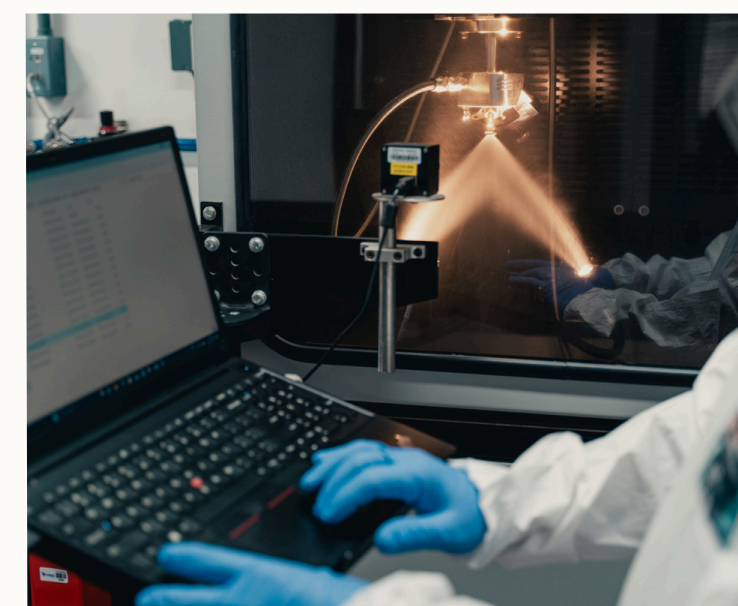




# 12. Omni Assets and Information cont.

## 12.4 Processing of Personal Data:

- 12.4.1 Personal data is all information relating to a natural person who is immediately identifiable or can be indirectly identified based on the set of information available to the company. Omni is aware of and committed to ensuring the protection of personal data in its possession, both of its employees and of third parties, a commitment that must be respected by each one for the benefit of all.
- 12.4.2 Every employee, when engaging in a company-related activity involving the handling of the personal data of any data subject, must always have in mind the privacy and protection of this data, so that the processing of such data meets the principles of purpose, adequacy, necessity, data quality, security, prevention, responsibility, and accountability.
- 12.4.3 Employees must observe and respect the Group's Data Privacy Policy (except in the cases where the company's affiliate or business unit implements its own Policy), especially by not processing third parties' personal data, whether they are co-workers, clients, suppliers, or any others to which they may have had access during their activities, except when the processing is strictly related to their duties.
- 12.4.4 Employees may not assign, disclose, use, or discuss any information about personal data of which they may become aware due to their activities, except in the case of strict compliance with their duties or fulfilling a legal duty, undertaking to always keep Omni informed about such situations.
- 12.4.5 In case of doubt as to the regularity of any processing of personal data, the employees must report to the Data Protection Officer or to their immediate superior, so that it can be clarified whether or not the respective processing is possible.





# 13. Media and Social Networks

- 13.1 Only authorized employees can speak to the media or are authorized to post on Omni's official channels.
- 13.2 The use of social networks:
  - 13.2.1 As social network users convey a message to those who visit their profile, since they communicate likes and opinions, even though these are private life choices, Omni recommends caution when users associate their profile with the company they work for, since they begin to represent the company in the digital environment. Therefore, any expression and action begins to indirectly communicate the values of the company where you work.
  - 13.2.2 Recognizing that its employees carry the "company's name", Omni recommends that they adopt an ethical and responsible attitude in both their professional and personal lives. A Social Media Guide provides guidelines for employees use of these networks.





# 14. Occupational Health and Safety

**14.1** Considering the general principles of this Code and that safety and the preservation of health and integrity are primary values to Omni, the company is committed to promoting the Occupational Health and Safety.

**14.2** Considering the general principles of this Code and that life and the preservation of health and integrity are primary values to Omni, the company is committed to promoting the continuous improvement of working conditions, which is considered the right and duty of all involved.

**14.3** It is the duty of all employees and third parties to act in accordance with the standards and care established by the company's Health, Safety and Environmental Policies. With the focus on preventing and avoiding accidents and/or any type of risk in the work environment and in the execution of the company's core activity, including acts or threats of violence.

**14.4** Safety at work is the company's duty and it is committed to supplying any and all protection equipment necessary for the employees to perform their activities with total safety and in compliance with the regulations/laws in effect regarding the company's core activity.

**14.4.1** No employee shall engage in any activity that endangers its physical integrity or of a third party, or services for which it has not received adequate training to perform safely and soundly.

**14.5** Safety is also the duty of the employees, who have the obligation to use the protective equipment provided by the company, reporting to the immediate leadership any abnormal situation identified or suspected, and also informing their eventual temporary inability to perform a certain function that poses some kind of risk to themselves or to others.

**14.6** Smoking is prohibited within the work environment, especially in closed facilities. Therefore, smoking is allowed only in the company's external areas, but never, and under no circumstances, in the airline operations areas, where smoking is expressly forbidden, due to the presence of flammable products and also due to airport and aviation rules.

**14.7** The consumption of alcoholic beverages and illicit drugs is forbidden since it may affect performance during working hours and safety, and consequently represent a risk to the health of the employee and third parties.

**14.7.1** In order to ensure operational safety and ensure the health and well-being of all employees, Omni staff may be tested for compliance with our substance abuse policy randomly, or with cause. The results of such testing will always be confidential between the company, its medical representatives and the staff member concerned.

**14.8** Omni does not tolerate the possession, purchase, sale, transfer, use, or presence in an employee's system of any prohibited drugs while on Omni premises, working on Omni's behalf and/or operating Omni vehicles or equipment.

**14.9** Use of weapons by employees in the company's facilities are prohibited.





# 15. Social and Environmental Responsibility

- 15.1 Omni is committed to conducting its activities with social and environmental responsibility, contributing to sustainable development, caring, acting proactively, and ensuring conditions for a safe and healthy work environment.
- 15.2 Omni does not handle or make use of child labor, under the terms of the legislation in force in the country, reporting to the competent authorities if it has evidence and/or knowledge of this practice in other companies or other parts of society.
- 15.3 Omni repudiates forced labor, under any circumstance, and is committed to not using or allowing the use of forced and/or slave labor, reporting to the proper authorities if it has evidence and/or knowledge of this practice in other companies or other parts of society.
- 15.4 Omni shall defend and ensure the rights of minorities, which respect social, cultural, and religious differences, as well as all individual values.
- 15.5 Omni will develop, participate and support social projects, contributing to whatever is within its capability for the benefit of society.
- 15.6 Omni is committed to contributing to the preservation of biodiversity, through projects it carries out or in which it participates, managing and mitigating the impacts of its activities.
- 15.7 Omni is committed to promoting the sustainable use of water, proper disposal and reduction of waste generation, conscious use of energy and use of biofuels, and it has contracts with companies specialized in these areas.
- 15.8 The company is committed to contribute to the reduction of emissions of GHG (Green House Gases) by fostering a culture of innovation, operating efficiently, and developing decarbonization strategies.





# 16. Anti-Corruption Practices

- 16.1** Omni has an Anti-Bribery and Anti-Corruption Policy that describes the company's anti-corruption practices. All employees, third parties, and business partners are required to comply with the principles and guidelines of this policy.
- 16.2** Employees and third parties acting on behalf of Omni are expressly prohibited from using illegal practices in the performance of their duties, such as bribery, corruption, extortion, payment or receipt of "kickbacks" to obtain any commercial advantage.
- 16.3** Omni values integrity and fairness in all aspects of our business. We expect the same in our relationships with all third parties. Bribery and corruption are strictly prohibited and have no place within the Omni culture. All the countries which Omni has operations or conducts business prohibit the bribery of foreign government officials. Laws such as the U.S. Foreign Corrupt Practices Act (FCPA), the U.K. Bribery Act and the Brazilian Anticorruption Law 12.846/2013, Brazilian Regulatory Decree 11.129/202 apply to us even when conducting business outside the United States and United Kingdom. Some laws such as the U.K. Bribery Act further prohibit commercial bribery i.e. the payment of bribes to non-government officials. There are significant penalties associated with violating bribery laws that can include large fines and even custodial sentences.
- 16.4** Omni and its employees or third parties must never offer, promise, or give any kind of bribe or hidden payment to:
  - 16.4.1** Influence someone's judgment about our services.
  - 16.4.2** Gain improper advantage when selling our services.
  - 16.4.3** Influence a foreign government official's use of discretionary or non-discretionary authority.
- 16.5** Bribes are illegal whether they are made with company funds or an employee's personal funds and will not be tolerated.
- 16.6** Employees and third parties must not take advantage of their position to demand, accept, seek to obtain, or promise undue advantages.
- 16.7** Presents, gifts, hospitalities, donations, and sponsorships must be given or received in accordance with the rules set out in Omni's Policy.
  - 16.7.1** Presents, gifts and hospitalities may only be given if they are in accordance with the company's policy and applicable laws.
  - 16.7.2** Donations are forbidden to individuals, organizations of dubious reputation, political parties, candidates for public office, and religious institutions, as well as to cases prohibited by the company's policy and by law.
  - 16.7.3** All contributions under the form of donation and/or sponsorship must be transparent they must have a legal business purpose, be authorized by law and the company's policy, and be properly recorded.





# 17. Export Controls

- 17.1 Several countries impose export controls and other restrictions on international business to serve national security and foreign policy goals.
- 17.2 Omni may be directly, or indirectly subject to some of these legal requirements, such as the U.S. International Traffic in Arms Regulations (ITAR), the U.S. Export Administration Regulations (EAR) and other laws of the countries in which we operate.
- 17.3 Omni may be required to obtain authorization for a transaction depending on the type of goods, services, software or technical information that is being transferred, the destination, and the end user.
- 17.4 Goods, services, software or technical information that originates in a country that imposes an export restriction, may remain restricted when it is re-exported and the re-export may require authorization from both the country of origin and the 3rd party country's government.
- 17.5 In addition to the physical movement of goods, export controls can also apply to the release of technical information and software to a national of another country. It is possible to breach the regulations very easily, for example, by discussing technical information in person, through a telephone conversation, or in an email communication.
- 17.6 Failure to abide by these export controls can lead to civil or criminal penalties as well as the removal of export privileges.
- 17.7 International business restrictions include other legal requirements, such as customs rules regarding imports, embargoes, and other economic sanctions.
- 17.8 Omni staff should take care not to break the export or reexport rules. If concern exists, please contact your immediate superior.





# 18. Anti-Boycott Laws

- 18.1 U.S. anti-boycott laws prohibit U.S. companies from cooperating with boycotts imposed by other countries, but in which the U.S. is not participating (such as the Arab League boycott against Israel).
- 18.2 Boycotts are agreements to abstain from using, buying, or dealing with a particular country or entity as an expression of disfavor or a means of coercion.
- 18.3 Whilst such laws may not directly apply in countries where Omni is resident, we must know about them and be alert, as they may apply to our customers or suppliers, and certain obligations may be part of our contracting relationships.
- 18.4 A “boycott-related request” is a request to take any action that has the effect of furthering or supporting a foreign boycott in which the U.S. is not participating.
- 18.5 Boycott-related requests can be hard to detect and may be contained in invitations to tender, commercial contracts, terms and conditions or shipping documents.
- 18.6 Omni staff should remain alert for any such requests and where concern exists, they are required to speak to their immediate superior and raise their concern, so that the company can investigate.





# 19. Reporting of Code Violation

- 19.1** Employees are required to report in good faith any violations of this Code, or any illegal practice that become aware of. The reporting can be made to the immediate superior or using the company's Transparency Channel.
- 19.2** Omni's Transparency Channel is an exclusive means for secure and, if desired, anonymous reporting of acts or attitudes that violate this Code, the company's standards, the legislation in force and/or involve acts of corruption.
- 19.3** The following situations and topics can be reported through the Transparency Channel:
- 19.3.1** Violation of the Code, laws, and regulations.
  - 19.3.2** Fraud, theft, or robbery.
  - 19.3.3** Improper payment or receipt.
  - 19.3.4** Conflict of interest.
  - 19.3.5** Inappropriate conduct with suppliers and clients.
  - 19.3.6** Leakage or misuse of information.
  - 19.3.7** Moral/sexual harassment, physical assault, or discrimination.
  - 19.3.8** Destruction or damage to assets.
  - 19.3.9** Laundering money and financing terrorism.
- 19.4** Employees, suppliers, third parties, clients and other interested parties can access the Transparency Channel, whose contacts are provided in the Whistleblowing Channel Policy.
- 19.5** Complainants can follow the progress of the investigation of their reports by means of a protocol, generated when the complaint is registered in the Transparency Channel.





# 20. Violations and Disciplinary Measures

- 20.1 Omni defines violations of this Code as:
  - 20.1.1 To intentionally act in disagreement with the Code.
  - 20.1.2 Request or demand that others violate it.
  - 20.1.3 Being aware of acts/attitudes that violate the Code and not properly report them to the proper authorities.
  - 20.1.4 Retaliate an employee who has reported a concern about ethical conduct or reported a violation.
- 20.2 Employees who violate this Code or its essence will be subject to appropriate disciplinary measures, ranging from verbal warnings to the termination of their respective employment contracts for cause.
- 20.3 Omni will maintain a Committee, the responsibilities of which will be to ensure compliance with the principles contained in this Code and to analyze the infractions committed. The Committee has the power to guide measures to be adopted.

## Commitment Term

I hereby declare that I have received Omni's Code of Conduct, understood its provisions, and commit to faithfully and fully comply with it and the policies mentioned therein.

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**Employees Full Name**

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**Signature**

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**Place, Date/Month/Year**







Contact:  
Omni Helicopters International SA  
Av. D. João II, 9 Edif. Adamastor,  
Torre B - 9º andar 1990-077  
Lisbon, Portugal

[www.omnihelicoptersinternational.com](http://www.omnihelicoptersinternational.com)

