



ALWAYS DOING RIGHT

**OUR CODE OF  
CONDUCT**



ALWAYS DOING RIGHT

# OUR CODE OF CONDUCT

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## OUR COMPANY VALUES IN ACTION



# OUR VALUES



## Be Passionate

Be Passionate - 'We will be exhilarated by the product we sell, the challenges we face and opportunities we create'



## Pull Together

Pull Together - 'Being united in purpose and action, we will turn the diversity of people, skills and experience into an unparalleled source of strength'



## Build Trust

Build Trust - 'We will always listen first, then act with openness, honesty and integrity so that our relationships flourish'



## Show we Care

Show we Care - 'The people whose lives we touch, their communities and nations and the environment we share, all matter deeply to us. We will always think through the consequences of what we do so that our contribution to the world is real, lasting and makes us proud'



## Shape the future

Shape the future - 'We will find new ways. We will set demanding targets and take both tough decisions and considered risks to achieve them. We will insist on executional excellence and reward those who deliver'

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## A MESSAGE FROM THE MANAGING DIRECTOR

DEAR COLLEAGUES,

Our shareholders, being the Government of Botswana and De Beers Group of Companies, as well as our stakeholders and society at large, have entrusted us with the responsibility to mine diamonds in a safe and sustainable manner in order to produce commercial returns that will be beneficial to all.

This reality calls on all employees and business partners of Debswana to abide by the highest standards of governance and ethical behavior. Good and effective governance, based on a strong ethical culture is the cornerstone of our purpose, vision and performance as a company.

The diamond is forever, and that will remain so, only if we collectively ensure we are never associated with any practice that is contrary to doing what is right. This includes any involvement in bribery, corruption, money laundering, and illegality in all its manifestations. The principles of fairness, honesty, integrity and excellence are contained in this code of conduct. All employees, contractors and business partners are expected to abide by this code. If we do what is right at all times, Debswana will become a shining example of Governance and Excellence.

The right actions, and the right behavior at all times, and in all situations, based on a strong code of ethical practice, is the only way to guarantee the prosperity and sustainability of our company in the face of volatile and changing world markets. This will ensure that we bestow to the future generations a strong and valuable company.

BALISI BONYONGO



MANAGING DIRECTOR



## INTRODUCTION AND PURPOSE

As a responsible corporate citizen, Debswana is committed to upholding fairness, honesty and integrity in the conduct of its business, including its relationship with employees, business partners and external stakeholders as well as society at large.

The purpose of this Code of Conduct is to provide a clear framework within which employees and business partners of Debswana should conduct themselves to uphold the principles that the company has chosen to abide by, in doing so living the company values, preserving company integrity, reputation and achieving good business outcomes.

The code brings together in one place the company's ethical principles, standards and policies, and it explains to employees, contractors and business partners how to conduct themselves in various situations.

The first section covers the company's standards of practice relating to safety and health of employees as well as the company's interaction with the environment. Debswana places the safety and health of all employees and stakeholders as first priority. At the center of the safety imperative is the notion of personal responsibility whereby all employees and business partners are expected to take full personal responsibility for their own safety and that of their colleagues.

The second section deals with the company's standards when it comes to treatment of people, be they employees, contractors, business partners or communities. Debswana regards respect for people as a core value and therefore is committed to fairness and upholding of fundamental human rights. Discrimination based on gender, nationality, race, age, economic status, sexual orientation, disability and so forth are strictly prohibited. Bullying, intimidation and harassment of people is not condoned.

The third section deals with integrity in business dealings. Corruption in all its manifestations is unacceptable. Debswana aims to promote law, harmony and sustainable development of the nations where it operates and therefore is opposed to bribery, money laundering or financing of terrorism. In order to avoid perceptions of undue influence and impropriety, the company is not aligned to, nor does it sponsor, any political party or candidate.

The fourth and last section deals with protection of diamonds and the company's information, physical and intellectual assets. Employees and all stakeholders are required to comply with diamond security procedures and that includes reporting any illicit diamond trade to security department. Employees and all stakeholders are also expected to use company assets with care to avoid damages and loss.



“We are uncompromising about protecting people from harm and mitigating our impact on the ecosystem”







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# WE PRIORITISE SAFETY, HEALTH AND THE ENVIRONMENT

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*We believe that robust systems for the management of safety, health and the environment are a fundamental element of good management practice and essential for creating a safe and productive place to work, minimizing our impact on the environment and for maintaining our licence to operate.*



## SAFETY

We believe that all injuries are preventable – our aim is that ‘zero harm’ comes to those who work within and around our operations. Every one of us should take personal responsibility to maintain a safe, healthy and secure place of work. We strive to ensure that our operations are fundamentally safe, with well designed and well maintained plants, equipment and infrastructure and robust and effective management systems.

We comply with all applicable safety and health laws, regulations as well as other requirements pertaining to occupational health and safety. We ensure that all our staff, business partners and contractors are appropriately trained to manage their own safety, health, their well-being and that safety and health standards are consistently applied across our operations. We make sure that we learn from incidents to prevent recurrences, and we work in partnership with our business partners and contractors to ensure that our policies, standards, procedures and processes are followed.

## THE ENVIRONMENT

We seek to minimise our impact on the environment by integrating environmental considerations into core planning, and operational and mine-closure processes. Central to this is adherence to legal requirements and Debswana standards. We use natural resources, such as water and energy, sparingly in recognition of the needs of others with whom we share such resources, as well as the economic benefits to our business. We do not accept that mining should compromise the wellbeing of communities who depend on ecosystem services. Our aspiration is to create innovative partnerships that generate net socio-environmental benefits.

We accept the role we must play in mitigating climate change, ensuring our business remains competitive in a carbon-constrained world, and safeguarding operations and host communities against the physical impacts of climate change.

We aim to have no net loss of significant biodiversity through responsible planning and stewardship of biodiversity, from exploration through to the closure of operations, and by making a contribution to biodiversity conservation in the regions in which we operate. We respect legally designated protected areas and key biodiversity areas and commit to not explore or mine within World Heritage Site Core Areas.





## SAFETY AND ENVIRONMENT

### RESOURCES

Debswana group SHE policy  
Debswana occupational hygiene standard  
Environment and social way  
Fatal and major risk standards  
OHSAS 18001 and ISO 14001 management systems  
Site rules and regulations  
Mines, quarries, works and machinery act

### WHO CAN I SPEAK TO?

Line managers  
Safety and health representative  
Head of safety and sustainable development  
Senior safety and sustainable managers  
Safety and health managers  
Occupational hygiene managers  
Environmental managers  
ECOHS coordinators





## ALWAYS

- Look out for your fellow workers and report any potential ECOHS issues.
- Identify, assess and manage all risks/impacts associated with the activities you are involved in.
- Know the priority unwanted events in your area of work and ensure all the critical controls are in place and effective.
- Know the ECOHS requirements associated with the work you are doing.
- Deal with ECOHS issues honestly and openly.
- Report all incidents; injuries or illness and environmental and community incidents.
- Close out and act on any learning from ECOHS incidents.
- Stop work if you think it is unsafe, can cause harm to people, the community or the environment.
- Know what to do in case of an emergency.
- Comply to risk based medical surveillance schedule.
- Consider how your work can contribute to preventing harm to the environment.
- Use natural resources sparingly.



## NEVER

- Start work you are not qualified to perform.
- Ignore ECOHS procedure/policy, rules and standards.
- Turn a blind eye if controls are not in place, are not being followed or don't work.
- Assume someone else will report an incident, risk or concern; ECOHS is everyone's personal responsibility.
- Ignore unsafe behaviours, acts or conditions.
- Ignore a potential or actual environmental incident.
- Undertake work without the necessary environmental authorisations.

## HEALTH

Providing a healthy work environment is a legal and moral imperative for us, and constitutes an investment in the productivity of our business.

All employees and contractors should be able to return home fit and well at the end of each shift and remain so during the course of their working lives. Our most important focus is on eliminating health hazards at their source. We believe that investing in wellness programs that support healthy lifestyles and emotional resilience promotes employee engagement and productivity. We also endeavor to support employees who are managing long-term physical or psychological conditions.

We believe that long-term contractors should benefit from the same health standards as employees. We comply with all applicable health laws and regulations in addition to our own policies and requirements.

Debswana runs an HIV management programme. Through this programme, we endeavor to: extend productive lives of employees, reduce HIV and AIDS related mortality, improve productivity as well as prevent new infections.

The company has adopted an HIV management approach based on "Treat All Philosophy". With this HIV treatment approach, anyone infected with HIV can begin anti-retroviral treatment as soon after diagnosis as possible. This approach removes all limitations on eligibility for anti-retroviral therapy (ART) among people living with HIV.



**i HEALTH**

Resources:

Debswana occupational health and safety policy

Who can I speak to?

Line manager  
Occupational health representative  
Employee assistance program coordinator



### ALWAYS

- Take personal responsibility for your own health by wearing the necessary personal protective equipment (PPE) and adhering to mandated work processes.
- Take appropriate preventative measures for any infectious diseases prevalent in the area(s) where you are working.
- Proactively identify health risks and report these to your line manager.
- Ensure that the correct controls are in place when undertaking daily tasks.
- Ensure you attend the scheduled risk based medical examinations.



### NEVER

- Fail to adhere to mandatory PPE requirements.
- Ignore a failure in controls: take responsibility for reporting them and preventing harm.



## ALCOHOL AND DRUG USE

Any employee, contractor or agency worker reporting to work must be free from the influence of alcohol, illegal drugs or any medication that may impair their ability to execute their duties safely and effectively. Consumption of alcohol on or close to company premises by all staff continuing to exercise their operational work duties is also strictly forbidden. We also prohibit the possession or consumption of illegal drugs at our work locations. We pursue a policy of educating our employees, undertaking testing, and providing support to those in need, in order to monitor that alcohol or illegal and unsafe drug use is not present in the workplace.



### ALCOHOL AND DRUG USE

Resources:

Refer to local employee handbook or HR guidelines

Who can I speak to?

Line manager  
Employee assistance program coordinator  
Any member of wellness team  
Peer educator



### ALWAYS

- Report to work fit and ready to carry out your tasks.
- Advise your supervisor or line manager if you have doubts about your fitness to work.
- Report situations where a work colleague is under the influence of alcohol or illegal drugs.
- Discuss with your line manager or Human Resources any situation where you suspect or know a colleague is taking medication which may impair their ability to work or otherwise pose a threat to safety.



### NEVER

- Turn up for work when you are under the influence of alcohol or illegal drugs or medication which may impair your ability to work.
- Consume alcohol during working hours on operational sites.
- Ignore substance abuse.
- Consume illegal drugs when at work on any premises.
- Drink and drive.

“We are committed to delivering sustainable value and to be true partners in the future”









# WE CARE ABOUT AND RESPECT PEOPLE

*People are our greatest assets, therefore we are highly committed to them and their development. We strive to ensure that all our people are treated with care, dignity and respect and that their individual unique needs are accommodated.*



## LABOUR AND HUMAN RIGHTS

Resources:

Human rights policy  
Code of conduct and business ethics policy

Who can I speak to?

Line manager  
Corporate affairs official  
Employee relations Official  
Human Resources Manager

## LABOUR AND HUMAN RIGHTS

Debswana is committed to the protection and promotion of the rights of all employees and other stakeholders. The observance of key labour and human rights principles and the assurance of an environment free from intimidation and abuse informs our values and human resources policies.

The company is committed to adhering to all international and local laws and protocols guiding labour and human rights protection. As a business we recognize employee's right to freedom of association, including the right of employees to join a union of their choice within the constraints of the law and collective agreements. The company shall deal honestly and fairly with representatives of the union involved.

We aim to identify, assess and minimize potential adverse human rights impacts that we cause or contribute to, or that are linked to our business, including by our suppliers or third parties acting on our behalf, through ongoing due diligence and appropriate management. Should adverse impacts occur as a result of our operations, our objective is to ensure that these are remediated to the greatest possible extent.

Our responsibility in this regard extends beyond our employees and we are committed to ensuring that our external stakeholders are treated with the same level of respect and dignity as we do with our people.



### ALWAYS

- Report any potential or suspected labour or human rights abuse in our operations or in those of a business partner.
- Ensure good understanding of laws and policies guiding labour and human rights within the company.



### NEVER

- Privately or officially neglect the rights of fellow employees, business partners and the community.
- Ignore human rights abuses in suppliers, customers and other partner organizations.

## COMMUNITY RELATIONS

We want to make a lasting, positive contribution to the communities in which we operate and the nation at large. Maintaining open and robust engagement with the communities affected by our operations – in which many of our employees also live is a priority for us and is based on our values of care and respect. We seek to share, plan and communicate with those communities transparently and honestly, and always aim to engage with them in a manner that avoids all unethical behaviour or even the appearance of improper influence having been exerted. We want to create and maintain mutually beneficial relationships by understanding and maximising the positive influence we can have on local development. Social Way principles describe our framework for social performance, giving clear requirements for all our sites.



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### COMMUNITY RELATIONS

Resources:

- Social way principles

Who can I speak to?

- Site-based social performance representatives



### ALWAYS

- Follow the Social Way principles and requirements when engaging with the community.
- Be respectful, open and transparent in all engagements with communities.
- Seek advice from social performance specialists when engaging with host communities.
- Report and investigate stakeholder complaints and grievances and other social incidents.



### NEVER

- Make material operational changes without considering and managing impacts on host communities.
- Assume that responsibility for managing social issues rests only with site-based social teams.
- Exert any improper, unethical or illegal influence over any individuals in the communities where we operate.
- Make commitments to communities without the proper authority and without recording them in site commitment registers.

## EQUALITY (DIVERSITY, INCLUSION AND FAIR TREATMENT)

Our strength as a company is derived from the diversity we have amongst our employees. We are therefore committed to maintaining that diversity and inclusion and to treating people fairly and respectfully. We will always strive to maintain a fair workplace free from any form of discrimination and this includes discrimination relating to age, gender, race, culture, religion, marital status, sexual orientation and physical or mental ability.



### EQUALITY

Resources

Code of conduct and business ethics policy

Who can I speak to?

Line manager

Human resources manager



### ALWAYS

- Treat others as you expect to be treated yourself.
- speak up about any discrimination you might experience or witness.
- ensure recruitment decisions are based on merit and not any other reason.



### NEVER

- Discriminate against anyone because of age, gender, race, culture, religion, marital status, sexual orientation and physical or mental ability except where required by law.
- Disseminate or participate in the display of materials that have potential to cause offence e.g. sexually explicit images.

# HARASSMENT AND BULLYING

Debswana does not tolerate any form of violence on any individual employee, groups of people or business partners. Any form of harassment, bullying, or intimidation manifested in any form such as derogatory oral or written comments, physical abuse, unwelcome sexual advances or threats is unacceptable.



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## HARASSMENT AND BULLYING

Resources:

- Code of conduct and business ethics policy
- Sexual harassment policy
- Human rights policy

Who can I speak to?

- Line manager
- Employee relations official



### ALWAYS

- Report all instances of harassment or bullying at work either on oneself or to another individual.
- Treat everyone with dignity and respect.



### NEVER

- Conduct yourself in a manner that is intimidating or humiliating to others.
- Distribute or participate in the display of offensive, threatening or demeaning materials.



## PERSONAL INFORMATION AND PRIVACY

Resources:

Contract of employment  
Code of conduct and business ethics policy  
IM policy

Who can I speak to?

Line manager  
Human resources official  
IM manager

## PERSONAL INFORMATION AND PRIVACY

We respect the privacy of individuals and comply with all applicable laws on the collection, storage, use, retention, transfer and deletion of personal information (including sensitive personal data).

We only collect and process personal data for lawful purposes and will only keep that data for as long as it is strictly necessary in light of the purpose for which the data was collected.

We only share personal data with others when there is a legitimate business or legal need to do so. We ensure that the transfer of that data complies with applicable data privacy laws and that anyone receiving personal data from us understands the importance of protecting that data.

Where we work with others, such as suppliers and consultants, we make clear the importance of our standards on data privacy. We respect the rights each of us has to review, update and correct our personal information.



## ALWAYS

- Understand what should be classified as personal data.
- Ensure personal data is protected.
- Use personal data consistent with the official purpose for which it was collected.
- Seek guidance from Legal when in doubt about any matter pertaining to employee/contractor personal data.



## NEVER

- Access personal data unless you have appropriate authorization.
- Transfer or provide access to personal data to any unauthorized person either within or outside Debswana.

A photograph of an industrial facility, likely a refinery or chemical plant. The scene is dominated by two large, white, cylindrical storage tanks with conical bottoms, supported by a complex network of steel scaffolding. The tanks are connected by a network of pipes and walkways. The sky is a clear, deep blue. In the lower right, a few workers in blue uniforms and yellow hard hats are visible near the base of the tanks. The overall impression is one of a large-scale industrial operation.

“We always act in a proper manner, fairly and lawfully”







# WE CONDUCT BUSINESS WITH INTEGRITY

*“We always act in a proper manner, fairly and lawfully.”*

*We are a trusted company. We seek to build and maintain the trust and confidence of our business partners. We gain our competitive advantage through strong performance on the foundation of an ethical culture.*

## BRIBERY

We stand against corruption. Bribes and other corrupt payments are unethical, contrary to our values and illegal. We will neither give nor accept bribes nor permit others to do so in our name, either in our dealings with public officials, the communities in which we operate or with suppliers and customers.

Our employees are required to comply with our code of conduct and ethics policy. We are committed to taking all reasonable steps to ensure that our business partners also understand and comply with our code of conduct and ethics policy when doing business with us or on our behalf.

We support efforts to eliminate bribery and corruption worldwide and encourage our suppliers, customers and partners to do the same. We believe in openness and transparency.



## ALWAYS

- Know who you are doing business with.
- Abide by the code of conduct and business ethics policy.
- Contact your supervisor, security or legal department if a third party attempts to influence you improperly, or if that could be the perception.
- Attend code of conduct and business Integrity training if nominated to do so; it is designed to help you manage bribery and corruption risk.



## NEVER

- Offer or accept bribes, kickbacks, any improper payments or other advantage to or from third parties, including facilitation payments.



## BRIBERY

Resources:  
Code of conduct and business ethics policy

Who can I speak to?

Line manager  
Head of department  
Security department  
Legal department





## GIFTS, ENTERTAINMENT AND HOSPITALITY

Our relationships with suppliers, customers and business partners, including governmental and other public bodies, are conducted on the basis of objective factors and are not influenced by the offer or acceptance of gifts or the provision or receipt of entertainment or hospitality.

Our policies are not intended to prevent the establishment and building of legitimate business relationships. However, inappropriate (i.e. excessive or lavish) gifts, entertainment and hospitality can be seen as a way to gain business advantage unfairly and can amount to an illegal bribe.

Only gifts which are branded promotional materials of modest value may be accepted from suppliers and service providers of Debswana. Other gifts should be declared according to the gifts, entertainment and hospitality policy.

Gifts should never be solicited or lavish. Offer of gifts or entertainment to government officials carry a heightened risk of perception of bribery.



### GIFTS ENTERTAINMENT AND HOSPITALITY

Resources:

Code of conduct and business ethics policy  
Gifts, entertainment and hospitality policy

Who can I speak to?

Line manager  
Head of department  
Risk and compliance manager  
Legal section



## ALWAYS

- Follow the policies and procedures that have been established for considering the appropriateness and the registration and approval of gifts, entertainment and hospitality (given or received).
- Report conduct (including requests for facilitation payments) that may be perceived as an attempt to bribe.
- Remember that gifts, entertainment and hospitality involving government or public officials carry a heightened risk of perceived bribery.



## NEVER

- Offer or receive gifts, entertainment or hospitality in exchange for a contract, permit or to gain a business advantage.
- Provide gifts, entertainment and hospitality from your own money to avoid having to register them at work.
- Offer gifts, entertainment or hospitality that are lavish, inappropriate or in cash.
- Offer or receive gifts, entertainment and hospitality that are in breach of local or international bribery laws.
- Accept gifts that may create a sense of obligation, may create a conflict of interest, or may be perceived to influence your (business) judgement.



## CONFLICT OF INTEREST

Employees, contractors and business partners must avoid actual or perceived conflicts of interest involving themselves or close relatives. Where a conflict could arise, employees must draw this to the attention of their line manager or head of department. A conflict of interest exists when an employee's personal or professional interests or activities affect their ability to make clear and objective decisions for the company.

Actual conflicts of interest must be avoided, but even the possibility of a conflict of interest can be damaging to the company and must be disclosed and discussed as early as possible. There are many ways that conflicts of interest could arise. For example;

- When an employee is a board member of another organisation outside work.
- When an employee has a material interest either directly or indirectly in a private company that conducts business or could potentially conduct business with Debswana
- When an employee has another job outside Debswana.
- When an employee has an intimate relationship with another employee at work who can influence their salary, rating or promotion.
- When an employee has an intimate relationship with a representative of a business partner or competitor of Debswana.



## CONFLICT OF INTEREST

Resources:

Code of conduct and business ethics policy  
Policy on conflict of interest

Who can I speak to?

Line manager  
Head of department  
Risk and compliance section  
Legal section



## ALWAYS

- Consider whether anyone might think you have a conflict of interest.
- Discuss any possible conflict with your line manager or head of department as early as you can and be open and transparent about the situation.
- Follow the policies and procedures that have been established for recording and managing conflicts of interest.



## NEVER

- Hide or fail to disclose any actual or possible conflict of interest.



## SUPPLIERS, CUSTOMERS AND OTHER BUSINESS PARTNERS

We are careful and fair about how we select and work with suppliers, customers and other business partners. We expect all our business partners to share our commitment to safety, integrity, human rights and to the principles set out in our code. We follow established procedures that enable us to assess and mitigate risks of improper influence or contact arising out of our interactions with third parties. We are aware that our financial performance, profitability and reputation can be damaged by the actions of suppliers, contractors, and business partners. In certain circumstances, Debswana may be held responsible for their actions.

It is never acceptable for any third party to carry out an act on Debswana's behalf which, were it done by Debswana directly, would constitute a breach of the law or this code and our policies. We seek to provide sustainable, responsible local procurement that positively contributes to a resilient supply chain and the economic and social development of the country in which we operate.



### ALWAYS

- Comply with procurement policy at all times.
- Take all reasonable steps to ensure that business partners understand and comply with this code.
- Treat suppliers and customers in an honest, respectful and responsible way.
- Participate in training and education to understand how improper contact could arise.



### NEVER

- Encourage a supplier to do something in connection with its business dealings with Debswana that would breach our code or the law.
- Accept anything that exceeds mandated policy limits from a supplier or potential supplier without seeking prior guidance.
- Provide any supplier or potential supplier with any unfair or improper advantage.
- Offer, promise or provide a sponsorship to any party in exchange for a contract, permit or any benefit or favour.



## SUPPLIERS, CUSTOMERS AND OTHER BUSINESS PARTNERS

Resources:

Code of conduct and business ethics policy  
Procurement policy  
Social way principles

Who can I speak to?

Line manager  
Head of department  
Supply chain management  
Legal section  
Risk and compliance section  
Corporate affairs section



## WORKING WITH INSTITUTIONAL STAKEHOLDERS

To achieve our goal of safe and responsible mining that contributes to sustainable development, we continuously engage with Government of Botswana, directly and also through Botswana Chamber of Mines, to help shape the public policy that frames not only the mining industry, but also the broader public policy issues that are relevant to our business and our stakeholders.

The company will not either directly or indirectly through third parties, offer, promise or provide money or anything of material value with the intention of obtaining a contract, permit, or any other benefit or favour. This applies to our relationship with both Government and the private sector. The company does not tolerate such activity by its employees or business partners.

To avoid any potential perception of Debswana exercising improper influence over decision-making, we do not support any political party, group or individual. We do not provide financial or other support for political purposes to any politician, political party or related organisation, or to any official of a political party or candidate for political office, in any circumstances, either directly or through third parties.

As individuals, our employees have the right personally to take part in the political process, including making personal political contributions. However, they must make it clear that such support is based on their own political views and is not attributable to Debswana.

Employees who wish to stand for election as Councillor or Member of Parliament may do so, provided they resign from employment with the company after winning elections and before they assume office.



### ALWAYS

- Be truthful, accurate, co-operative and courteous when dealing with government officials.
- Seek your line manager's approval before becoming involved in a business activity concerning Debswana that involves any political party.
- Make sure your personal interests or activities do not create a conflict of interest for you as a member of Debswana.



### NEVER

- Attempt to obstruct the lawful collection of information, data, testimony or records by authorised government representatives.
- Use company funds or resources, or personal funds on the company's behalf, to make donations to political parties, or support any political activity, or candidate.



## WORKING WITH INSTITUTIONAL STAKEHOLDERS

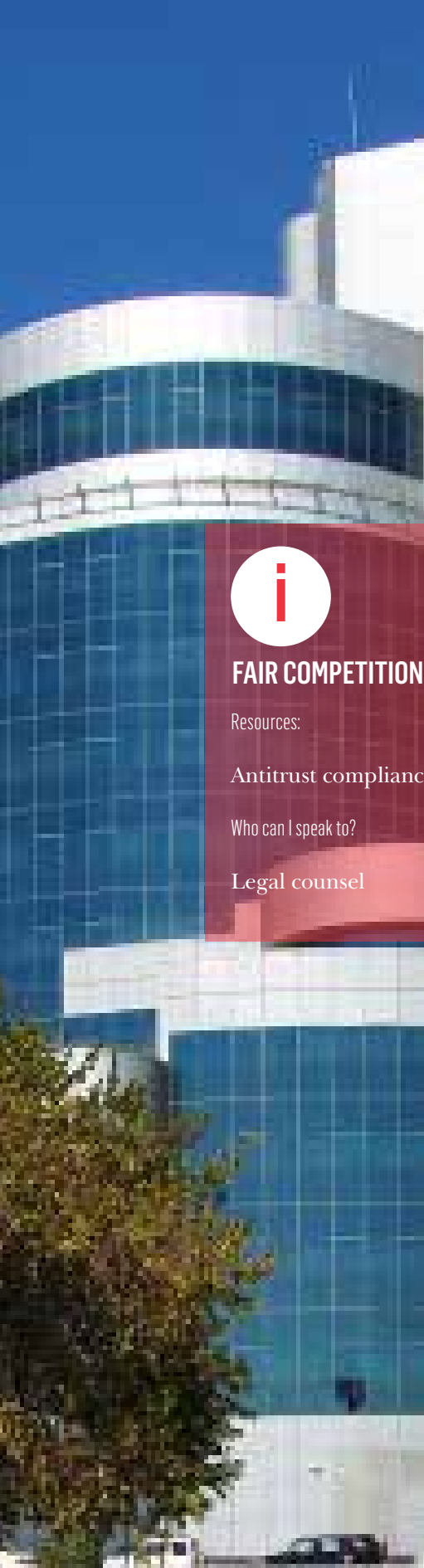
### Resources:

Code of conduct and business ethics policy

### Who can I speak to?

Line manager  
Head of department  
Corporate affairs section





## FAIR COMPETITION

We are committed to a free market economy where vigorous but fair competition will result in the most efficient allocation of goods and services, the lowest prices, the highest quality and optimal innovation. We prohibit anti competitive practices and will not tolerate any such activity by our employees. We are subject to competition laws (also known as antitrust laws) and we always conduct our business in compliance with these laws.



### FAIR COMPETITION

Resources:

Antitrust compliance manual and policy

Who can I speak to?

Legal counsel



### ALWAYS

- Obtain prior authorisation before joining a trade association.
- Contact Legal if a competitor discloses confidential information to you, directly or indirectly, outside arrangements approved by Legal.
- Participate in the compliance program (including training) if nominated to do so; it is designed to help you manage competition law risk.



### NEVER

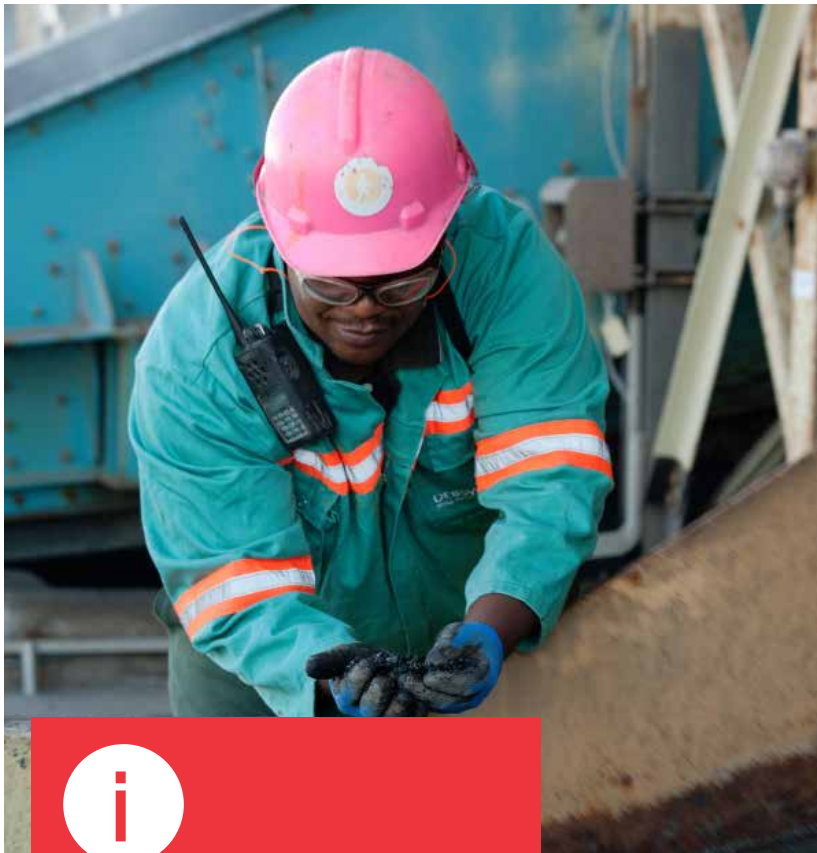
- Reach an agreement or understanding with a competitor to:
  - fix purchase or selling prices
  - limit production or supply
  - allocate customers or markets
  - rig bids.

## MONEY LAUNDERING AND THE FINANCING OF TERRORISM

Debswana is committed to compliance with all relevant legislation and guidelines relating to the prevention of money laundering and to the combating of terrorism in the jurisdictions in which it operates. Money laundering happens when criminal money or assets are hidden in otherwise legitimate business dealings, or when legitimate funds are used to support terrorism or crime.

Should any employee have cause to suspect that Debswana might be or has been exposed to funds for which the source is doubtful, the circumstances must be reported to the Chief Finance Officer or Legal section. Should any act of money laundering or financing of terrorism potentially be indicated, this would need to be notified to the relevant regulatory authorities without delay.

All employees must immediately refer any enquiries from regulators or public authorities promptly to the Legal section, and must not make any comment without clearance.



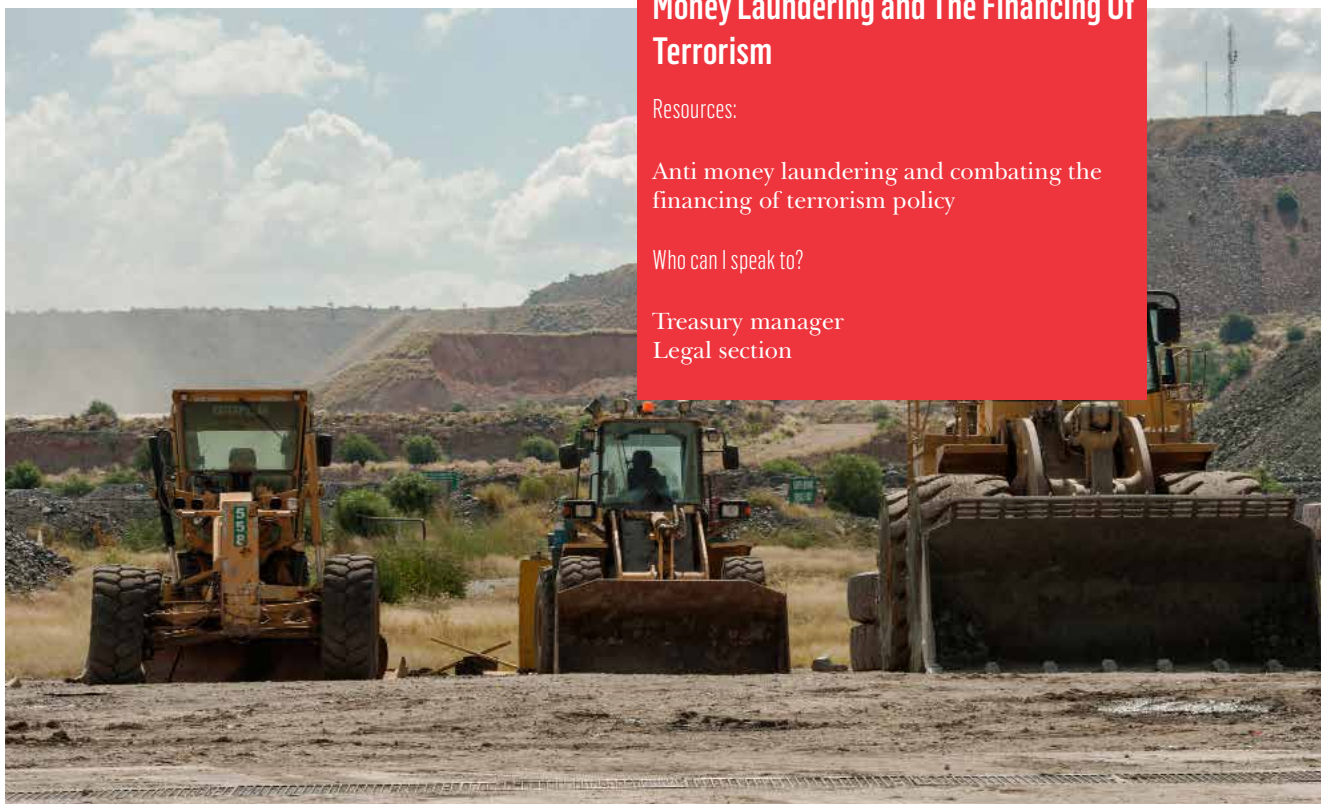
### Money Laundering and The Financing Of Terrorism

Resources:

Anti money laundering and combating the financing of terrorism policy

Who can I speak to?

Treasury manager  
Legal section





## ALWAYS

- Know exactly who you are doing business with; where relevant, make sure you perform due diligence on new business partners.
- Raise concerns if you see something that may look like money laundering.
- Participate in training if nominated to do so; it is designed to help you manage money laundering risk.



## NEVER

- Deal with criminals or get involved with money laundering.
- Fail to report suspected money laundering.





“We value and actively protect Debswana assets as if they were our own.”



**KOMATSU 01**



# WE PROTECT OUR PHYSICAL ASSETS, INFORMATION AND INTERESTS

*“We value and actively protect Debswana assets.”*

*We want to protect the reputation and shareholder value of Debswana. We do this by protecting and using our resources wisely and carefully and by making sure we are honest and transparent about our operations and performance.*



## INFORMATION SECURITY

Resources:

Agreement usage policy  
Information security policy

Who can I speak to?

Line manager  
Information security manager  
IM manager

## INFORMATION SECURITY

Debswana is committed to the protection of our information assets and the need for effective information security management. Everyone has a responsibility for information security and has a role to play in protecting Debswana information assets in order to:

- prevent the loss or misuse of company information
- ensure the company meets its legal, regulatory, ethical and contractual obligations, and especially with regards to highly restricted, confidential and personal data
- instil a culture of secure working practices.

We therefore ask all employees to use reasonable measures to ensure the confidentiality of company information. This means that everyone is responsible for ensuring that only authorised individuals have access to company information. All staff and contractors must use the measures provided by the company to protect information.



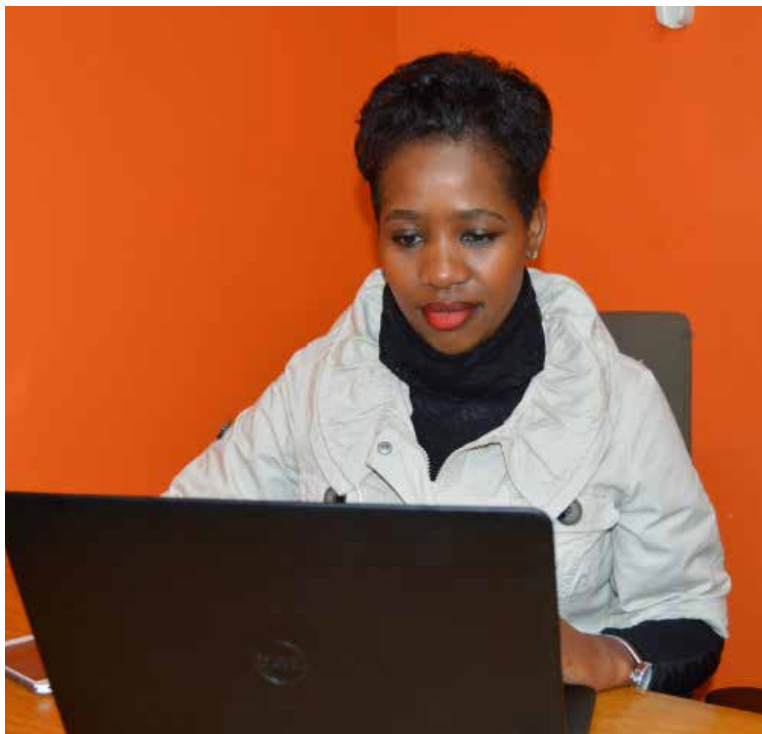
## ALWAYS

- Familiarise yourself with the Information security policy and Acceptable usage policy.
- Determine the classification of a piece of information according to its value and sensitivity.
- Access information systems by means of an authorized user account and password.
- Only connect authorised Debswana computers to the company network.



## NEVER

- Use unapproved public IT services for company information.
- Have 'highly restricted' or 'confidential' conversations in public places.
- Click on website links or attachments from unknown senders, or if they look suspicious or were unsolicited.
- Install unlicensed software or malicious applications on any company computer.
- Share or reveal passwords.



## ACCURACY OF DATA, INFORMATION AND RECORDS

We all take part in the recording of financial and non-financial information. We create many records daily – from supplier contracts and reports for regulatory bodies, to timesheets and expense reports. Telephone records and e-mails are considered business records. Our stakeholders rely on the accuracy, completeness, timeliness, transparency and honesty of our records, reports and disclosures.

All business records and information we create, in whatever form, must reflect the true nature of transactions and events. We must be open and honest about our recording and reporting of information, and be clear about both good and bad reports.



### ACCURACY OF DATA, INFORMATION AND RECORDS

Resources:

Financial reporting policies and guidelines  
Agreement usage policy  
Information security policy

Who can I speak to?

Line manager  
Finance department  
IM representative



**ALWAYS**

- Make sure that all transactions are properly authorised, recorded and reported.



**NEVER**

- Create false reports or records, or try to disguise what really happened.
- Destroy records unless authorised to do so.





## USE AND PROTECTION OF COMPANY PROPERTY

Employees must comply at all times with all procedures and security measures for protection of diamonds. This includes prompt reporting of any suspected violations for example unlawful possession or illicit diamond trading.

We must all protect Debswana's assets and property. These include facilities, property and equipment, vehicles, computers and information technology (IT) systems, employee time, information, corporate opportunities and money.

Employees have a responsibility to protect Debswana's assets and resources against theft, loss, abuse, unauthorised access, damage or disposal.

Employees may use Debswana's assets, including human capital, only for purposes related to discharging their Debswana's job responsibilities and other such uses as are authorised. Occasional personal use of company IT assets is permitted, within reason, as long as it does not compromise the interests of Debswana or adversely affect your job performance.

The use of Debswana's assets by third parties is generally acceptable in situations where there is a transparent and proper underlying business purpose for, or clear public benefit from the use of the asset.



### USE AND PROTECTION OF COMPANY PROPERTY

Resources:  
Code of conduct and business ethics policy

Who can I speak to?  
Line manager  
Local security team  
Finance department  
Information management representative



### ALWAYS

- Prevent non-authorised personnel from accessing our facilities, information, data or other assets.
- Comply with the Code of conduct and business ethics policy when making our property available to third parties.



### NEVER

- Use Debswana's assets and resources for personal gain.
- Ignore security threats to assets.
- Offer the use of Debswana's property to influence a third party in connection with Debswana's business or offer something that could be perceived as a political donation.

## COMMUNICATING EXTERNALLY

Our communication, both written and verbal, should be clear, accurate, consistent and responsible. It must also comply with laws and regulations. For this reason, only those who have been authorised to do so in advance should talk to the media and make disclosures. Communication with the media, external speeches and presentations should be seen as an opportunity that can, when properly managed and executed, enhance Debswana's reputation.

Any employees using social media in connection with Debswana should always remember that they are a brand ambassador and strive to maintain the reputation of Debswana by upholding its values. Employees wishing to comment personally on issues directly relevant to Debswana should always use their real name, be transparent about their affiliation to Debswana, and make it clear that their opinions are their own and are not given on behalf of Debswana.



### COMMUNICATING EXTERNALLY

Resources:

External communication policy  
Antitrust compliance manual policy  
Social media policy

Who can I speak to?

Line manager  
Corporate affairs



### ALWAYS

- Consult early with Corporate Affairs before making any communication that could affect Debswana.
- Provide advance notice to Corporate Affairs of any activity likely to cause media and other external stakeholder interest.



### NEVER

- Speak to the media without first consulting with the Corporate Affairs team.
- Publicise work related personal grievances through social media.
- Disclose via external communications Debswana's commercially sensitive information without prior legal approval.



# INTELLECTUAL PROPERTY

Intellectual property refers to creations, inventions, industrial designs, artistic work and literature, symbols, names and images. Examples in the diamond mining context include technologies and processes created to extract and sort rough diamonds. Downstream examples include synthetic diamond detection technology (which may be protected by patents), diamond jewellery designs (which may be protected by design rights), websites and advertising/marketing materials including text, graphics, photographs and videos (which may be protected by copyright), logos and brand names which will often be registered as trade marks.

We protect our intellectual property, including patents, designs, know-how, copyright, domain names and trade marks. Our intellectual property gives us competitive advantage and protects our license to operate. Unauthorised use by third parties may damage our brand and our reputation.

We respect the intellectual property of third parties, such as suppliers, competitors and customers, and we only use it where we are properly authorised to do so. When undertaking research and development activities, employees must keep accurate records of these activities, such as the date on which the activities are performed and the persons involved in performing the activities.

All intellectual property rights created, designed or made during the course of any employee's work belong to Debswana.

## ✓ ALWAYS

- Ensure that the creation of intellectual property is properly protected.
- Report any suspected misuse of our intellectual property.

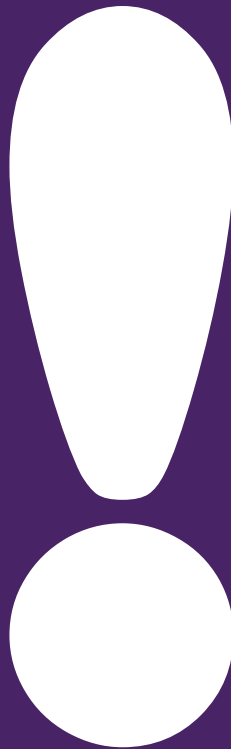
## ✗ NEVER

- Share information relating to our intellectual property with others without obtaining proper authorisation to do so.
- Use third-party intellectual property unless you are authorised to do so.





# ETHICS HOTLINE



“if you dont feel comfortable telling anyone from the supporting structure or line managers, then call the Ethics Hotline”

# SAFE TO SPEAK UP

The company encourages employees to speak up if they have concerns relating to the code. Employees who speak up have the full protection of the company.

Retaliation is a gross violation of the code. Debswana prohibits any form of retaliation, be it overt or covert against anyone who has raised a concern or assisted in the investigation or resolution of an ethical or compliance concern.

If you do not feel comfortable speaking to your line manager, you can speak to your HOD. If you cannot speak to any line managers or HOD, try to speak to someone who works in a supporting function, such as Safety and Sustainability, Legal or Security.

If you cannot speak to any of the above, you can contact Ethics Hotline.



# ETHICS HOTLINE

Our ethics hotline program is a confidential reporting service for all employees, suppliers, business partners and stakeholders of Debswana to raise concerns about potentially unethical, unlawful or unsafe conduct and practices that contravene our Code.

We earn and maintain the trust of our stakeholders by living our values. Where this is not the case, you are putting at risk yourself, your colleagues, our business and our reputation. Ethics Hotline serves to build employee, supplier and business partners trust through identifying and eliminating unethical practices.

Ethics Hotline is managed by an independent external company and is available every day of the week at any time, day or night. The use of an external provider fully protects the identity of the individual, whose identity will never be disclosed to the company without that person's express consent.



**ALWAYS**

- Use the ethics hotline to report governance/ ethics breaches.



**NEVER**

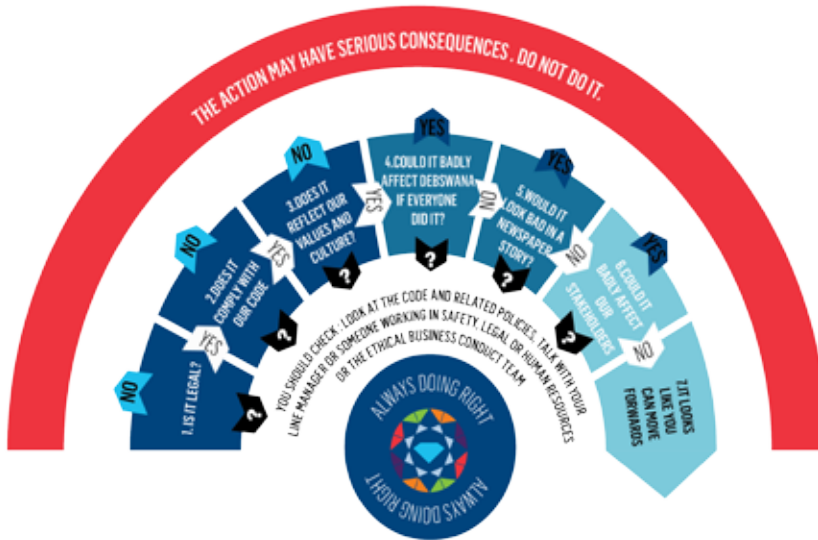
- Use the ethics hotline as a facility for reporting ER related grievances.
- Use the ethics hotline as a facility for settling personal conflicts.



## WHAT SHOULD I DO IF I AM UNSURE ABOUT ANYTHING?

The Code covers many things, but it does not cover everything. We trust you to use good judgement to make ethical decisions and to ask for help when you have questions or concerns.

You can use the following decision tree to help you.



## ETHICS HOTLINE

Resources:

Group ethics hotline policy

### Telephone Numbers

BTC\Be Mobile  
0800 600 644

Orange  
11 44

Mascom  
711 197 21

Email: [debswana@bw.tip-off.com](mailto:debswana@bw.tip-off.com)

## NOTES





ALWAYS DOING RIGHT