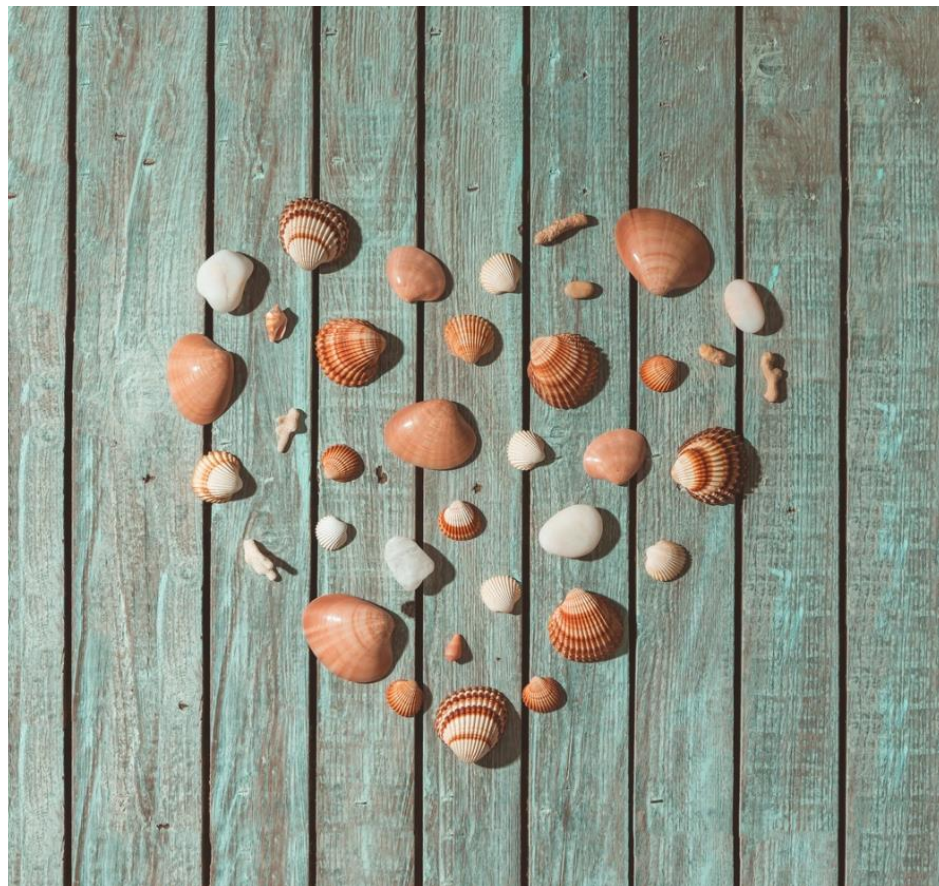




CODE OF CONDUCT



Leask Marine Ltd

GUIDELINES AND STANDARD

READ AND FOLLOW OUR EXPECTATIONS REGARDING BEHAVIOUR,
FREEDOM OF EXPRESSION AND OPEN COMMUNICATION.

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PART 1 - INTRODUCTION

Leask Marine commits to encouraging a safe, supportive, productive, and profitable work environment where everyone can be treated fairly and to work in a professional manner.

The Code of Conduct guidelines apply to all Company employees, directors, contractors, subcontractors, and to anyone who performs services on or behalf of Leask Marine Ltd.

The Code supports a range of policies and good practice guides that are established within the business such as Equality and Diversity in our Workplace Good Practice, Corporate Social Responsibility, Harassment Bullying & Victimisation, Anti-Slavery and Human Trafficking, Anti-Bribery and Corruption, Drug and Alcohol, Privacy, Communications & Monitoring, Whistleblowing, Core Objectives, Vision & Values, Flexible Working Practices, Employee Handbook, Employee Wellbeing Practices, Employee Grievance Procedures, Staff and Employee Appraisal System, and Staff Satisfaction Survey's.

Message from Douglas Leask

Like me I am sure that you are proud to work with Leask Marine, and its reputation as being a world-leading business within its industry that has been built on the actions of all our people who encourage and promote our Company through all their actions, and allow us to hold the confidence of our valued customers.

As a business we have transformed from a small one boat and dive team to a multidisciplined one-stop-shop marine contractor, servicing a wide range of marine sectors from renewable energy to aquaculture. Our business reputation is built on the way we work, and we know that at Leask Marine our people are our greatest asset, and our staff make the business the success that it is.

We are passionate that it is every member of our staff who makes us a strong team that is the foundation of our high-performing business. The great team ethics can be held largely accountable for the success and smooth-running of Leask Marine Ltd. The team's strengths are that we communicate well with each other, we focus on the same goals and everyone contributes their fair share. While the team members are diverse, we offer each other support and are well organised and focused.

Our Code of Conduct is based on our Core Vision ["To be a leader in the provision of vessel charter, marine construction services, commercial diving, and offshore marine renewable energy supply chain solutions."](#)

Our values are:

1. We always focus on a great [Customer Experience](#)
2. We value our [People](#) and help to develop their full potential
3. We conduct our business with [Integrity](#) to the highest [Ethical](#) standards and comply with legal and regulatory requirements
4. We provide a [Safe, Secure, Healthy](#) and [Environmentally](#) friendly workplace
5. We drive [Operational Excellence](#) through innovation and continuous improvement

Our Leask Marine Code of Conduct describes the way we are all expected to behave so that we can continue to grow our business, remain true to our core values, and enable the benefits of success to support our local communities.

[Douglas Leask](#), Managing Director, Leask Marine Ltd

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How the Code applies to you

Our Code of Conduct applies to all our employees, directors of Leask Marine Ltd at any business location. At Leask Marine Ltd we are committed to working only with partners whose standards and ethics are consistent with our own and this includes our sub-contractors, suppliers and customers.

Our Managers are responsible for providing assurance on these matters to the Board of Directors of Leask Marine Ltd and support for their teams to understand the requirements of this Code and how to apply them in practice.

It is not possible to write for every regulation or directive so our Code requires you to think, and to follow the spirit of our Code, not just the letter, but also to apply these principles and ask what's right. If in doubt, always ask.

Failing to comply with our Code

The consequences of not complying with this Code can be very serious including damage to our Company's reputation, significant fines and penalties, and even criminal liability for individuals or for the Company.

Any failure to comply with this Code or its supporting policies will be fully investigated, and appropriate action taken. Depending on the circumstances, this may include retraining, discipline, or other corrective action, and depending on the severity up to, and including, termination of employment.

PART 2 - HONESTY

Bribery & Corruption

Leask Marine is committed to upholding responsible and fair business practices together with promoting and maintaining the highest level of ethical standards in relation to all of its business activities. Its reputation for maintaining lawful business practices is of paramount importance and our Policy and Policy Statement is designed to preserve these values. The Company therefore has a zero-tolerance policy towards bribery and corruption and is committed to acting fairly and with integrity in all of its business dealings and relationships and implementing and enforcing effective systems to counter bribery.

The Leask Marine Anti-Bribery and Corruption Manual (*IMS Document 1.03.11.2*) explains the principles of Promoting Good business and ethical Practices The manual is for all employees & sub-contractors, to help them understand their responsibilities in actively preventing bribery and corruption in their working environment.

Corruption is widespread and it may take place at any phase of a public or private sector project and may be committed by any of the many corporate or individual participants in a project. Some corruption offences are committed knowingly and deliberately for personal or corporate gain. Some offences are committed reluctantly in the belief that it is necessary to undertake these practices to remain competitive, or to retaliate against the corrupt practices of others. Some offences are committed in the erroneous belief that these practices are normal business acts and do not constitute criminal offences.

It is important to stress that whatever the apparent commercial or other justification for activities involving corruption, they nevertheless constitute criminal offences for which a number of persons may be liable including the individual employee who committed the act, his employer, and company director. The consequences of an individual or company being involved in corruption, whether directly or indirectly, are potentially extremely serious. An individual may face imprisonment. A company may face damage to reputation, financial loss and/or

Leask Marine Code of Conduct

debarment. There is also now far greater pressure for corruption to be detected and prosecuted. Consequently, unlike in past years, there is now a far greater likelihood that wrongdoing will be punished.

The damage caused by corruption in terms of loss and injury is also more widely understood, with the resultant realisation that all efforts must be made to eliminate corruption. It is essential, therefore, that individuals acquire a better understanding of how corruption occurs on a project, the personal and corporate risks of criminal and civil liability of involvement in corruption, the damage caused by corruption, and what to do when confronted with corruption.

Fraud

Fraud always involves deception and dishonesty and usually involves one person (or group of persons) deceiving another person in order to gain some financial or other advantage.

Parties may be liable for the offence of fraud where they deliberately undertake the fraudulent action with full knowledge of the circumstances. Alternatively, it is possible for a party to be liable for fraud if it was reckless as to the circumstances. **Fraud is a criminal offence**

Fraud is further explained in the Leask Marine Anti-Bribery and Corruption Manual (IMS Document 1.03.11.2)

Tax evasion

Leask Marine Limited has a zero-tolerance approach to all forms of tax evasion, whether under UK law or under the law of any foreign country.

Employees of the Company must not undertake any transactions which:

- (a) cause the Company to commit a tax evasion offence; or
- (b) facilitate a tax evasion offence by a third party who is not an associate of the Company.

We are committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever we operate and implementing and enforcing effective systems to counter tax evasion facilitation.

At all times, business should be conducted in a manner such that the opportunity for, and incidence of, tax evasion is prevented.

The Company Policy is further explained in the Leask Marine Anti-Tax Evasion Policy (IMS Document 3.05.1)

Accurate Records and Reporting

All Leask Marine employees are responsible for the accurate creation and maintenance of records. Many serious offences involve falsifying or tampering with the books or failing to account for an activity properly. Some serious offences start out as attempts to cover up relatively minor offences.

The Company expects that all financial transactions and records conform to all accepted methods of reporting, and there is no misrepresentation, concealment, falsification, or other deliberate acts of inaccurate recording.

PART 3 – RESPECT

Stakeholder values

Leask Marine have many interested parties that can affect or be affected by the Companies actions, and these are all our stakeholders. These include all our employees, directors, sub-contractors, customers, suppliers, bankers, accountants, solicitors, regulatory bodies, trade groups, industry partners, media and our local communities.

Relationships with any of our stakeholders need to be honest, transparent, professional, ethical and be conducted with integrity. Our stakeholders trust us to meet our obligations of responsibility fully and willingly and have confidence in our business.

Workforce development

Respect is a requisite for a healthy, professional workplace where everyone feels valued performing work that is meaningful, and a healthy work environment ensures employee retention and development. We have a clearly defined need for a modern flexible workforce which is agile and can respond to challenges and change with pace in our industry. Our success and future aspiration are for an engaged and motivated workforce which is customer focused, business-like and able to develop innovative solutions and new relationships through which to deliver a unique premium service for our clients.

All our decisions about recruitment, compensation, and development are made based on ability, skills, experience, behaviour, and performance to do the job. By employing the best people and working in an environment in which they can develop we will achieve all our business goals.

Equal opportunities

Leask Marine is committed to the idea of equal opportunities for all and our policy is to make sure that no person involved or associated with Leask Marine Limited receives less favourable treatment on the grounds of religious belief or political opinion, race, disability, gender, marital or civil partnership status, having or not having dependants, sexual orientation or age.

Diversity and inclusion does not just involve how we think about ourselves, it includes our interactions with others. If our teams are to work successfully together, effective diversity management needs to be implemented. To do this, Leask Marine Ltd promotes equality and diversity throughout our business as we know that valuing diversity can have a big influence on everything from retaining staff, learning new skills, and promoting innovation.

The Leask Marine Equality and Diversity in our Workplace Good Practice Guide (IMS Document 1.03.2.1) and Benefits of equality and diversity in our workplace document (IMS Document 1.03.2.3) explains the principles to help understand our responsibilities in actively supporting Leask Marine's commitment to equality and diversity.

Harassment, bullying & victimisation

Leask Marine is committed to preventing harassment, bullying or victimisation, and provide guidance to resolve any problems should they occur, and avoid recurrence.

At Leask Marine we do not tolerate behaviour or attitudes that support coercion, intimidation, or discrimination. Whenever and wherever we observe such behaviour, we will always challenge it and support everyone to do so. Such conduct must not be ignored and any complaints of harassment, bullying and/or victimisation of any individual who makes a complaint of harassment or bullying will be taken seriously and investigated as a matter of urgency.

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Harassment, bullying and victimisation are viewed as gross misconduct, and disciplinary action, including dismissal, may be taken if any complaint of harassment, bullying or victimisation is upheld. All employees have an obligation to comply with this policy.

Human rights

Leask Marine is committed to upholding human rights that are the basic rights and freedoms that belong to every person in the world. They are based on important principles like dignity, fairness, respect and equality, and our human rights are protected by the law.

Modern slavery is a criminal offence under the Modern Slavery Act 2015 (the “Act”) and Leask Marine aim to prevent any opportunity for modern slavery to occur within its businesses or supply chain. As a Company we have a zero-tolerance approach to modern slavery and are committed to acting ethically and with integrity in all our business dealings and relationships and to implementing and enforcing effective systems and controls to ensure modern slavery is not taking place anywhere in our own businesses or those of our suppliers. We are committed to ensuring there is transparency in our business and in our approach to tackling modern slavery through our supply chain, consistent with our disclosure obligations and we expect all our stakeholders to the same high standards.

Community

Leask Marine Ltd was built its business with the support of the local island community and are a passionate supporter of our local community’s resources by employing locally and purchasing locally, so fully realise the benefits of carrying out their operations in a responsible and sustainable manner.

Leask Marine are a supporter of local community projects and each project that we have been involved in has presented new opportunities for community engagement. Leask Marine are a supporter of local community youth engagement activities from work placement days, work experience, to potential apprenticeship support opportunities.

Environment

Leask Marine recognises that environmental issues are of fundamental importance for a successful and responsible business strategy. Therefore, we are committed to meeting and exceeding the expectations of our clients through continual, measured improvements in our environmental performance. The environmental impact of our work activities will be minimised by preserving, protecting, and improving the environment, and by the prevention of pollution.

We strive hard to continually improve our environmental performance and results and review it on a regular basis through our stakeholder engagement and green champions

PART 4 – FAIRNESS

Statement of fair working practices

Leask Marine Limited commits to ensuring that Fair Working Practices are at the heart of its workplace practices to ensure the wellbeing and prosperity of its employees and stakeholders.

Our statement of fair working practices (IMS Document 2.02.14) is available to all employees in the workplace to help improve understanding of fair work throughout the Company. It is also an understanding for the many stakeholders beyond the workplace but involved in the wider context of Leask Marine's activities such as sub-contractors, customers, suppliers, bankers, accountants, solicitors, regulatory bodies, trade groups, industry partners, media and our local communities.

Our statement of fair working practices offers everyone an effective voice, opportunity, security, fulfilment and respect.

Effective voice

Leask Marine is committed to upholding an Effective voice, which is much more than just having a channel of communication available within workplaces. Effective voice provides a safe environment where dialogue and challenge are dealt with constructively and where employees views are sought out, listened to, and can make a difference.

Opportunity

Leask Marine is committed to upholding Opportunity, which allows our employees to access and progress in work, and to this end we mean meeting the legal obligations by ensuring equal access to work and equal opportunities in work. We aim to protect all our employees in those groups subject to specific legal protections on the grounds of sex, sexual orientation, race and ethnicity, age, and disability.

Security

Leask Marine is committed to upholding Security of employment and accept that work and income are important foundations of a successful life. Predictability of working time is often a component of secure working arrangements, and while Leask Marine realise that the security and stability of employment, income and work, security remain an important aspect of fair work.

Fulfilment

Leask Marine is committed to upholding Fulfilment and understand that for many people, work is a fulfilling part of their life. Employees benefit from engaging in fulfilling work in terms of using and developing their skills; having some control over their work and scope to make a difference. In addition is the opportunity for taking part in appropriately challenging work and taking up opportunities for personal growth and career advancement. We understand that employees who are fulfilled in their jobs are more likely to be engaged, committed and healthy.

Respect

Leask Marine is committed ensuring all employees are respected and treated respectfully, whatever their role, status and personal worth. Respect at work is a two-way process between the Company and employees and is valued for recognising the reciprocity of the employment relationship

Open and fair competition

Leask Marine Limited commits to ensuring that we comply with competition and anti-trust laws wherever we do business. We want our Company to be recognised as fair & ethical in all its dealings and to be open and honest with all our stakeholders and competitors.

We understand that violations of such laws are very serious and lead to criminal or civil prosecution. They can also result in very large fines against the Company. It is the duty of any stakeholder to report any suspicions or allegations of possible anti-competitive behaviour to our Managing Director immediately.

Gifts & hospitality

At Leask Marine Limited we make sure gifts and hospitality are reasonable and don't improperly influence a decision and are approved with the Managing Director. We understand that to foster goodwill or working relationships employees may occasionally receive gifts or hospitality. Hospitality includes invitations to social functions, sporting events, meals and entertainment. Gifts can vary in type and are generally low value or customary tokens of appreciation.

As a business any gifts or hospitality we receive or give is always customary and reasonable in terms of value, frequency, or timing. You have a responsibility to use your judgement to assess if the gift or hospitality offered or being offered is appropriate

Conflicts of interest

Leask Marine Limited we avoid conflict with the interests of the Company to ensure that we do not potentially compromise our judgement or independence. As an employee we always wish to ensure that we do not to involve ourselves in anything that can give rise to a conflict between our individual interests and those of the Company.

As representatives of the Company we do not pay any third party more than a contractually agreed, market-based fee for goods or services, and we only accept gifts or hospitality when we are sure that they could not impair our judgement or independence, or be open to misinterpretation

PART 5 – INFORMATION & ASSETS

Privacy & data protection

At Leask Marine we respect and protect everyone's privacy and comply with all data protection laws. Leask Marine Ltd needs to collect and use certain types of information about the Individuals or Service Users who encounter Leask Marine to carry on our work. This personal information must be collected and dealt with appropriately whether it is collected on paper, stored in a computer database, or recorded on other material and there are safeguards to ensure this under the Data Protection Act 1998.

We only collect, retain, and use personal information required for our legitimate interests, or as permitted by data protection laws. Those with access to it must only use it in an authorised way and to support this we have data protection, privacy, and acknowledgement & consent policies. We have communications & monitoring policies, whistleblowing policies, information security & cyber security policies & procedures. The Company meets all GDPR requirements and are registered with the Information Commissioners Office.

Information technology

The Leask marine company computer systems are for use at work and the Company permits reasonable and appropriate personal use for non-work-related purposes. Access to our Company computer systems and the information they contain are valuable assets, and they must not be used for any improper purpose or in any way that might affect the business operations or integrity.

All employees on behalf of Leask Marine Ltd have a personal responsibility for ensuring that appropriate security controls are applied in respect of the information they are handling for the Company and the assets that they hold.

The Company has a Personal Electronic Equipment Policy which forms part of the Leask Marine Ltd.'s health and safety policy and details the way in which the Company ensures that privately-owned personal electrical equipment can be used safely on the Company's premises, sites and vessels.

Assets

The Leask Marine principles to our asset management are that it is integrated with our corporate, financial, business and budgetary planning, and the decisions are informed by and incorporate in our life-cycle approach to asset management. We hold clear points of accountability and responsibility for assessment of each assets condition, use and performance.

All employees are accountable for the assets that they are responsible for operating and must maintain their work environment in an orderly fashion and follow all rules to ensure its proper use and maintenance. Any employee who is found to have neglected or misused Company property will be subject to disciplinary action up to and including termination.

PART 6 – SAFETY

Health & safety policy

The leask marine principles to our health & safety are simple, No harm to people, No damage to the environment, compliance with all our statutory obligations, and compliance with our client requirements. This means No injury or ill health should be caused to anyone by our work activities.

As a business we monitor and continually strive to improve our Company's health & safety performance, however safety is everybody's responsibility, no exceptions. We learn from mistakes and always welcome observations for improvement, and we will always treat people fairly should genuine mistakes occur. Always report hazard, near miss or unsafe events, and always stop work if anything does not look safe.

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