



President's Letter

November 2015

To: Fellow SafeKick employees and representatives

Our Company has changed and grown dramatically in the last year. SafeKick has become a global player serving clients in Europe, North and South America, and Asia and we have gained the market's respect.

As our efforts are recognized by the industry, I would like to thank you, our staff, the core of our Company. You have helped SafeKick keep its pledge to zero incident records and zero tolerance to corruption.

The key to our success is our focus on teamwork and our commitment to hard work, sound business judgment, safe and environmentally sensitive operations, and solid ethical system. With all this in mind, we have sustained a system of shared values and consistent principles that we must all understand and abide in conducting business and in our daily work. Our Company's Code of Conduct is the guide to this commitment, assisting us in our pursuit of success from top-level management to entry-level employees and contractors.

This revision focuses on responsibility and transparency. SafeKick management is reminded to lead by example. Our business shall be conducted in accordance with applicable laws and clear internal procedures.

Once again I remind you of our non-retaliation commitment. You must always report breaches of law, regulations or company standards, frauds and other criminal acts if you believe the issue hasn't been reported yet or investigated appropriately. Anyone making a report in good faith or participating in investigations will not be subject to retaliation of any kind.

I hereby renew my promise to ensure our Code of Conduct is reviewed periodically and amended as appropriate.

Sincerely,

A handwritten signature in black ink, appearing to read 'Helio Santos', written in a cursive style.

Helio Santos

President

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SAFEKICK'S CODE OF CONDUCT

1. INTRODUCTION

This Code of Conduct (this Code) is a centralized guide to the business principles that govern the way we work internally and our relationships with clients, suppliers, vendors, competitors, government bodies and the public.

SafeKick's employees and contractors ("SafeKick Staff") commit to adhere to this Code of Conduct and SafeKick shall seek to ensure that individuals or organizations that represent or that undertake any work on behalf of SafeKick also commit to do so.

This Code of Conduct provides emphasis to our commitment to ethics and compliance with the law. It alerts all SafeKick Staff, representatives and suppliers to critical issues that require consideration and caution. This Code is also projected as a preventive tool, intending to inhibit and detect violations of SafeKick's policies and the law.

2. RESPONSIBILITIES

It is the responsibility of the management of SafeKick to promote, implement and administer this policy in as far as practically possible. This document serves as point of reference for SafeKick Staff, representatives and suppliers.

This Code shall be reviewed annually and our business practices will be changed if they are not in line with this Code.

3. SAFEKICK BUSINESS PRINCIPLES

Our business principles are divided into the following areas:

- a) Honesty;
- b) Compliance with laws, regulations and local customs;
- c) Anti-corruption;
- d) Respect to human rights;
- e) Excellent staff relations;
- f) Business efficiency;
- g) Environmental and social concern.



This Code of Conduct sets out the ethics principals we follow in each of these areas and describe how they link to our key policies.

a) Honesty

We carry out work with morality, fairness and transparency. Behaving ethically is an essential part of working for/with SafeKick. Our top-level management will lead by example and we will expect and recognize ethical conduct at all levels and in all areas of our business.

Our reputation as a trustworthy company is our most valuable asset, and we shall continually struggle to earn this trust. We are committed to conducting business in an open and honest manner and we shall respect the privacy of individuals and other organizations with whom we work.

- Free and competitive markets: We respect antitrust and competition laws and we compete fairly. We shall provide accurate information when promoting or advising about our products and services. Misleading, false, or exaggerated claims regarding our products and services, or those of our competitors, are unacceptable.

- Theft, Fraud, or Embezzlement: No employee or SafeKick representative shall be involved in theft, fraud, or embezzlement. Theft is the unlawful taking of another's property with intent of depriving the lawful owner of its use. Fraud is the intentional deception of another. Elements of fraud include material misrepresentation, concealment, non-disclosure of material facts, and omissions. Embezzlement is the misappropriation of property legally in one's possession. Suspicions of theft, fraud, or embezzlement should be reported to the Company President or the Legal Counsel immediately.

- Conflict of Interest: Each SafeKick Staff will conduct him or herself in an honest and ethical manner and avoid any actual or apparent conflict of interest with their SafeKick responsibilities. A conflict of interest occurs when an individual's private interest interferes in any way with the interest of the corporation as a whole. A conflict situation can arise when a staff member takes actions or has interests that may make it difficult to perform his or her company work objectively and effectively. Conflicts of interest also arise when a staff member or a member of his or her family receives improper personal benefits as a result of his or her position in the company. Loans to, or guarantees of obligations of, such persons are a special concern. SafeKick Staff will not discriminate in favor of existing or prospective employees or suppliers or service providers to whom they are related or have a personal relationship.

Situations constituting a prohibited conflict of interest include, but are not limited to:

- . Having a direct or indirect substantial economic interest in an entity that transacts



business with the Company or is in competition with it.

. For those who have responsibility for buying and selling goods and services, having any interest that can influence their independence of judgment with regard to appropriate business decisions.

. Using SafeKick property for personal benefit.

Extreme caution will be exercised by all to ensure that personal interests never give the appearance of conflicting with the best interests of SafeKick in any way.

- Political Organizations: SafeKick does not align itself with any political organization or recognize any trade unions within its workplace. SafeKick has no particular preference or support for any single political party. SafeKick will not make any donation financial or materially intended for or in support of political influence. This policy does not prevent staff from helping or donating to individual candidates, political committees or political parties. If a staff member chooses to participate in such activities, he/she must use his/her own time and resources and not the Company's.

b) Compliance with laws, regulations and local customs

We comply with all applicable legal, regulatory and license requirements in our dealings with customers, suppliers, government authorities and fellow SafeKick employees.

We shall respect all applicable laws and regulations of the countries in which we operate and shall seek to work within the framework of applicable competition laws.

We shall act in a socially responsible manner and respect local customs and traditions, but we will not tolerate local customs that are illegal or unethical. Where operating overseas and where local law is less restrictive than this Code of Conduct, the Code must be followed.

- Intellectual Property Rights: Just as SafeKick expects others to respect the legal rights the Company has in its brand and products, SafeKick has a responsibility to respect the brands, designs, software and legally protected intellectual property of other companies. No SafeKick employee shall ever copy, borrow, publish or use copyrighted information without proper authorization.

- Data Protection: SafeKick is committed to respecting the privacy of individuals and other organizations with whom it works. We shall handle and store all personal and confidential business data appropriately and in compliance with our contracts and all applicable data protection laws, ensuring that there are adequate processes in place to protect personal data and that we only use personal data for the purposes that it was collected. We will only collect, use and disclose personal information on a business basis in compliance with applicable regulations or when required by law



or court order. SafeKick will also ensure there are adequate controls in place to protect such data from misuse.

All SafeKick Staff, representatives and suppliers have responsibilities for data protection. Supervisors have responsibility for the type of personal information they collect and how they use it. The Company shall develop a culture in which respect for private life, data protection, security and confidentiality of personal information is seen as the norm.

SafeKick will enforce its contractual commitments and will not unlawfully obtain, use or disclose to any third party (unless required by law) any proprietary information or intellectual property of another party. SafeKick Staff, its authorized agents and representatives are expected to protect confidential information in any nature as associated with or relating to its customers, employees, suppliers and authorized agents and representatives.

SafeKick has strict rules concerning data protection and preservation of business and confidential information. This is reflected in our Staff Code of Conduct and in our Documented Information Control and Retention Procedure. All SafeKick representatives shall abide by such rules and express written agreement to be bound by these rules shall be required as a condition to any work being done for or on behalf of SafeKick.

- Accounting Procedures: SafeKick will adopt and maintain accounting systems and procedures commensurate with the needs of the business and within regulatory accounting practices and principals. This is reflected in our internal procedures for Expense Approval, Project Management and Reimbursement of Expenses.

- SafeKick is committed to compliance with laws or regulations concerning economic sanctions, trade embargoes, antitrust laws and export administration regulations. SafeKick Staff are expected to be aware of and uphold these restrictions and sanctions.

c) Anti-corruption

SafeKick operates a “zero tolerance” policy with regard to any acts of bribery (either offering or accepting) regardless of size or scale of any substantiated acts that will be dealt with in accordance with SafeKick’s policies.

“Bribery” is the offering, promising, giving, accepting or soliciting of an advantage as an inducement for an action which is illegal or a breach of trust. Bribery occurs when one person offers, pays, seeks or accepts a payment, gift, favor, or a financial or other advantage from another to influence a business outcome improperly, or to induce or reward improper conduct.

Bribery and corruption – whether involving government officials, or commercial entities, including joint ventures – can be direct or indirect through third parties like agents, brokers and joint venture



partners. It includes facilitation payments even though in some countries facilitation payments are legal. “Facilitation payments” are small payments made to facilitate or speed up bureaucratic transactions that are common in some jurisdictions.

“Anything of value” includes but is not limited to, money, job offer, business opportunity, scholarship or travel or entertainment beyond normal custom.

A “governmental official” is defined as a person with a position with a local, regional or national government; a non-governmental organization such as a UN agency, a political party or candidate for office or an employee of a government owned business, in each case who is in a position to award business or give a competitive edge.

- SafeKick’s Commitment to Bribery Prevention: SafeKick has no tolerance to any form of bribery or corruption, whether direct or indirect. We expressly forbid the direct or indirect offer, payment, solicitation or acceptance of bribes or any form of payment that seeks to create an unfair advantage or exert undue influence over an individual or organization.

No SafeKick Staff, agent or distributor acting on behalf of SafeKick or in the furtherance of any business involving SafeKick or any of its products, shall pay, offer to pay, promise to pay, directly or indirectly, or authorize payment of anything of value for the purpose of favorable treatment or to gain or retain any business advantage. This applies specially in relations with governmental officials or a member of his or her family. All SafeKick representatives and suppliers will follow the anti-bribery and corruption laws to which SafeKick is subject, remembering that UK and US anti-bribery and corruption laws apply wherever operating.

Any demands for facilitation payments will be immediately reported to the President or to the Legal Counsel, so this can be reported to the relevant authorities for appropriate action.

- Mitigation of bribery risks: All SafeKick Staff, representatives, agents, affiliates or any person performing any service on behalf of the Company (including consultants or suppliers) shall be bound by SafeKick’s Code of Conduct. Express written agreement to be bound by this Code shall be a condition to the existence of any relationship between such individuals or organizations and SafeKick.

- Bribery prevention policies: SafeKick shall regularly and systematically identify bribery and corruption risks in its business and implement adequate risk-based procedures aimed at preventing bribery and corruption occurring including:

- **Communication** – We will communicate this Code and relevant guidance to all SafeKick Staff through our established internal communication channels. We will also communicate this Code to our suppliers, business partners and wider stakeholders.



- **Books and records** – We will maintain complete books and records that properly and adequately document all financial transactions. This commitment is part of our Documented Information Control and Retention Procedure, our Expense Approval and Project Management Procedure. Our statements must be complete, accurate, timely and they must comply with appropriate accounting principles. We will maintain written evidence to record compliance with this Code, including any permitted gifts or gratuities received or given by a SafeKick representative.
- **Business relationships** – We will ensure that our business partners –including contractors, suppliers, agents, brokers and joint venture partners –are fit to do business with. This includes enforcing our Suppliers Qualification Procedure. We shall include strict compliance covenants in our third-party contracts, integrating contractual provisions with business partners that impose adherence to the relevant anti- corruption laws, audit rights, and termination rights.
- **Supply chain** – We will address bribery and corruption risk in our supply chain by ensuring that payments made for goods and services are reasonable. We shall ensure that all fees, commissions, and justifiable expenses paid to our authorized agents and representatives and other third parties as applicable are commensurate with the sales revenues. This includes enforcing our Expense Approval and Project Management Procedure.
- **Conflicts of interest, Gifts and hospitality** – We will fully address conflicts of interest and the risks created by gifts and hospitality through the implementation of our internal policies. This includes enforcing our Staff Code of Conduct. Giving clients and business associates gifts, treating them to dinner or taking them to sporting events are common business development practices. But anything too extravagant or lavish could quickly cross the line into bribery. SafeKick Staff shall acknowledge differences in culture and economic prosperity in relation to gift- giving and hospitality for the countries where we conduct business.
- **Government officials** – We will implement procedures applicable to our (or our agents', or those suppliers in our supply chains) dealings with government officials, political parties and related persons or organizations.
- **Risk Assessment Procedures** - Top-level management and all involved in decision making shall properly assess the risks involved in existing or new business relationships and perform suitable due diligence to assess the risk of bribery and the suitable action. This includes proper enforcement of our Suppliers Qualification Procedure.
- **Compliance** - Top-Level management and the Legal Counsel will constantly monitor compliance with this Code of Conduct.
- **Updating** – We will arrange constant reviews and evaluations of the Company's bribery prevention policies.



- **Reporting** – We will maintain appropriate policies for reporting of bribery including ‘speak up’ or ‘whistle blowing’ procedures.

- Reporting actual or potential violations and seeking guidance: All SafeKick Staff, representatives and suppliers must report actual, potential or suspected corruption in SafeKick or by any individual or organization with which SafeKick does business. Failure to do so may result in liability for SafeKick and for the person failing to report the act.

Any request for an improper payment, or any indication that a person might be making corrupt payments or that a person has an intention or plan to violate this Code of Conduct must be reported.

Any information or knowledge of any hidden fund or asset, of any false or artificial entry in SafeKick’s books and records, or any payment that circumvents SafeKick’s internal financial processes must also be reported.

Reports must be made immediately to the Legal Counsel, employee’s supervisor, directly to the President or on an anonymous basis using the ‘Contact Us’ option in the Company’s website.

We prohibit retaliation against anyone because they have reported a suspected breach of the Code of Conduct or assisted in any investigation of a suspected breach, so long as they have done so in good faith.

We will assure any reports of possible breaches will be investigated thoroughly.

SafeKick will provide advice directly through its Legal Counsel or by email through the ‘Contact Us’ option in the Company’s website on anti-bribery and corruption issues. The Company welcomes suggestions on how it could improve its anti-bribery and corruption policy and procedures.

d) Respect to human rights

We treat people with equality, respect and dignity.

- Non-discrimination: We maintain an inclusive work environment based on teamwork and we actively encourage and respect diversity in our workforce. Mutual respect is the absolute minimum of behavior expected from everyone. Any ethnic, racial, religious, sexual or any other type of harassment is absolutely unacceptable, as conveyed in our Staff Code of Conduct. Management has a responsibility to ensure all SafeKick Staff are aware of and understand this policy.

- Equal Opportunity: SafeKick is committed to equal employment opportunity for qualified individuals regardless of their age, sex, color, race, national origin, religion, disability, marital status, veteran status or any other basis prohibited by law. This applies not only to the hiring of employees but any job placement decision related to job assignment opportunity for training and



development, promotion or demotion, and layoff or termination of employment, as enforced through our Equal Employment Opportunity policy. The Company desires that all employees and applicants for employment are provided the opportunity to develop to their maximum potential.

e) Excellent staff relations

We believe that our employees are fundamental to our business success. Our staff policies are continually under review to ensure that we treat and reward our people fairly and competitively in line with best practice. SafeKick is committed to taking all necessary steps to enhance the health and welfare of staff within the workplace.

- Employee Development: SafeKick encourages employees to improve their skills and talent, as manifested in our Educational Assistance Policy. Merit is the sole ground for progression. We support pro-activeness and welcome new ideas.

- Workplace: We provide professional, good, clean, health and safe working conditions and competitive terms and conditions of employment. Each SafeKick Staff has responsibility for maintaining a safe and healthy workplace by following safety and health rules and practices and reporting accidents, injuries and unsafe conditions, procedures, or behaviors (as conveyed in our extensive HSE procedures). We will make sure our staff report to work in the best condition to perform their duties, free from the influence of illegal drugs or alcohol by enforcing our Substance Abuse procedures. The Company strictly prohibits the illegal use, possession, dispensation, distribution or manufacture of controlled substances in the workplace.

Violence and threatening behavior will not be permitted and SafeKick will enforce its Grievances and Disciplinary procedures whenever necessary.

- Sexual Harassment: SafeKick prohibits any conduct that constitutes sexual harassment in any form, whether by supervisors, co-workers, customers or suppliers. Sexual harassment is defined as unwelcome sexual conduct, requests for sexual favors and any other verbal, visual, or physical conduct of a sexual nature. Sexual harassment exists where staff exercises or threatens to exercise authority and power of his or her position to control, influence, direct or affect the job, compensation, or career of another staff member or prospective employee in order to obtain a sexual favor.

Repeated offensive sexual flirtation, advances or propositions, continual or repeated abuse of a sexual nature or other nature, graphic verbal comments about an individual's body and the display in the workplace of sexually suggestive or other suggestive objects or pictures are strictly forbidden.



Any SafeKick Staff who observes any act of sexual harassment or feels he or she has been subjected to sexual harassment should report it and the Company will promptly and thoroughly investigate it.

- Non-retaliation: SafeKick shall maintain an environment of openness. All suspected instances of possible non-compliance should be reported and the Company shall not retaliate against those who make such bona fide reports.

f) Business efficiency

We take pride in what we do and we maintain high standards of business. SafeKick's commitment to excellence means we work hard to enhance knowledge and skills to cope with every issue under our responsibilities.

We listen to the needs of the industry and we adapt our products to the requirements or policies of specific clients.

We provide efficient solutions for a variety of persistent challenges through intelligent processing.

We have established product reliability procedures to deliver high rate customer satisfaction, from commissioning to constant downtime monitoring, improving rig operations.

g) Environmental and social concern

Protecting people and the environment is a key value at SafeKick. Our main goal is to make a positive contribution to the protection of ecosystems and natural resources. Our work is based on helping society benefit from our solutions on a timely and enduring basis.

SafeKick supports a precautionary approach to environmental challenges, undertaking initiatives to promote greater environmental responsibility and encouraging the development and diffusion of environmentally friendly technologies.

We support the principle of sustainable development in all business activities and we encourage re-use and re-cycling for a minimized waste production.

SafeKick's number one priority is to perform every job in the safest way. And to keep zero incidents records, we have implemented comprehensive HSE procedures and training. This includes a zero tolerance to drug and alcohol use when performing any work to or on behalf of SafeKick, which is the focus of our Substance Abuse Policy and our recognition that dependence on drugs, alcohol and other prohibited substances is a condition that can impair an employee's ability to perform properly and have an adverse effect on safety and our interaction with clients and the public.

Everyone's safety must always come first, and this will be enforced at all times.