

QIMA Compliance Code

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QIMA Compliance Principles

1. Integrity

- QIMA shall operate in a professional, independent and impartial manner in its all activities.
- QIMA shall carry out its work honestly and shall not tolerate any deviation from its approved methods and procedures. Where approved test methods make provision for tolerances in results, QIMA shall ensure that such tolerances are not abused to alter the actual test findings.
- QIMA shall report data, test results and other material facts in good faith and shall not improperly change them, and shall only issue reports and certificates that correctly present the actual findings, professional opinions or results obtained.

2. Conflicts of Interest

- QIMA shall avoid conflicts of interest with any related entity in which it has a financial or commercial interest and to which it is required to provide services.
- QIMA shall avoid conflicts of interest between QIMA and/or divisions engaged in different activities but which may be providing services to either the same client or each other.
- QIMA shall ensure that its employees avoid conflicts of interest with the activities of QIMA.

3. Confidentiality and Data Protection

- QIMA shall respect the confidentiality and privacy of client's information and ensure processes are in place to adequately protect such information.

4. Anti-bribery

- QIMA shall prohibit the offer or acceptance of a bribe in any form, including kickbacks on any portion of a contract payment.
- QIMA shall prohibit the use of any routes or channels for provision of improper benefits to, or receipt of improper benefits from, customers, agents, contractors, suppliers, employees of any such party, or government officials.

5. Fair Business Conduct

- QIMA shall conduct itself with the highest standards of business ethics and integrity, and shall not do anything which would bring its reputation, or the reputation of TIC Council or the TIC industry, into disrepute.

6. Health and Safety

- QIMA shall implement adequate training and procedures to protect the health and safety of employees, customers, and third parties and shall monitor incidents with the view of minimising risks in the course of business operations.

7. Fair Labour

- QIMA is aware of its social responsibility for its employees and the people, communities and environments in which it works and shall respect human rights.

QIMA Compliance Programme

Implementation

QIMA is committed to adhering to and implementing the Compliance Programme throughout its organisation:

I. QIMA Compliance Committee

A) Compliance Committee members

Following persons are nominated as part of QIMA Compliance Committee:

- QIMA Chief Executive Officer
- QIMA Chief Operating Officer
- QIMA Global Operations Director and Compliance Officer
- QIMA Human Resources Director
- QIMA Group Legal Counsel

QIMA Compliance Committee members must confirm and acknowledge their nomination through the signature of their appointment letter. (Appendix A)

QIMA Compliance Committee members signed appointment letters will be filed and kept by QIMA's Compliance Officer.

QIMA Compliance Committee will hold meetings annually, or at any time in case of an unusual situation to oversee the Compliance Programme, discuss the progress and provide policy guidance.

QIMA Compliance Committee affirm their commitment to carrying out this Code by adopting and publishing QIMA's own Principles and the key elements of implementation, in accordance with TIC Council Compliance Principles and Requirements for Implementation, TIC Council Compliance Programme Guideline and by putting it into effect throughout the whole organisation.

B) Compliance Officer

QIMA's Global Operations Director is nominated as QIMA's Compliance Officer:

The Compliance Officer may nominate delegates to perform some or all of his/her functions within specified parts of the organisation.

Additionally, QIMA senior managers are accountable for implementing the Programme in their areas of responsibility.

QIMA Compliance Officer must confirm and acknowledge his/her nomination through the signature of the appointment letter. (Appendix C)

The Compliance Officer has the responsibility and authority under the Compliance Committee for coordinating the execution of the Compliance Programme throughout QIMA's organisation.

The Compliance Officer should initiate an investigation into any violation of the following Programme reported to him/her or coming to his/her knowledge.

QIMA's procedure for the handling of such investigations and sanctions includes the creation of 4 kinds of documents:

1. A record maintenance of all reported violations and subsequent actions taken. Maintenance record of all reported violations and subsequent actions taken follow TIC Council Compliance Code. This record is only accessible by the Compliance officer; he is the only one in charge of the procedure although he may delegate a part of the procedure. Maintenance record of all reported violations is part of QIMA Enterprise Resource planning system and includes (without being limited to):
 - Date of the violation
 - Date violation was reported to the Compliance officer or came to his knowledge
 - Alleged perpetrator's name(s)
 - Description of the violation
 - Date of the interview with the alleged perpetrator
 - Description of the investigation
 - Annex document: signed testimonials, audio recording, video recording, etc.
 - Disciplinary measures taken
2. A record of the alleged perpetrator interview. Alleged perpetrator of such violation has the right to be heard. Before presenting ongoing investigations to the Compliance Committee, the Compliance Officer should have heard the alleged perpetrator or at least contacted him and informed him that he has the right to be heard.
3. A periodic summary reports for the Compliance Committee. This document is prepared before every Compliance Committee meeting. It sums up investigations, violations established and the implementation of corrective actions and disciplinary measures. This periodic report is based on violations reported to the Compliance Officer and Progress reports received by the Compliance officer from his/her nominated delegates and/or the management in the locations concerned. (Appendix D)
4. A record of decision taken by the Compliance Committee members. If a violation has been established, corrective and disciplinary measures will be implemented. These measures may include a reprimand, demotion, suspension or dismissal. (Appendix D)

II. Employee Recruitment, Commitment and Training

A) Recruitment

QIMA informs all prospective employees of the Compliance Programme prior to hiring. Each QIMA employee is provided with a copy of the Compliance Programme.

During their compliance training course, employees are mandatory to pass the course stating that the following Compliance Code has been received, read and understood. A training course record is kept and tracked in the employee E-learning training course record.

All QIMA employees have the right and the opportunity to provide input on the development of the following programme. Employees will be made aware of this during the compliance training.

Adhering to the guidelines set forth by the Compliance Programme, even if the outcome is a loss of business, will not result in QIMA's employees being demoted, punished or any other consequences.

Each Senior Manager is required to sign an annual declaration that the Compliance Programme has been implemented in his/her area of responsibility. (Appendix E)

B) Training

All QIMA employees are required to complete a Compliance Training Course.

QIMA's Compliance Training Course will be administered through E-Learning. All QIMA's employees have E-Learning accounts and have access to the live Compliance Training Course.

A Compliance Training Course record is available through the E-Learning system, which contains the new employee's evaluation score and their acknowledgment of the following Compliance Code. The Compliance record is in the possession of the Compliance Officer.

The Compliance Training Course will be based on the latest available version of "TIC Council Compliance Training Principles".

C) Employee Rights, Commitments and Sanctions

QIMA ensures that each of its employees has an ongoing understanding of the Compliance Programme. The QIMA system keeps records of its inspectors, integrity suspicions and integrity investigations, which can only be accessed by authorized employees.

QIMA employees wishing to gather further information regarding the Compliance Programme, be it questions or concerns, will need to contact the Compliance Officer. QIMA create training course for "Help lines" where employees may obtain guidance on any question or matter of concern relating to the implementation or interpretation of the Programme. At the employee's request, any such question will be dealt with confidentially and the anonymity of the employee will be protected to the extent reasonably practicable.

QIMA employees are required to report details of violations or suspected violations to our Compliance Officer, to their superior, to a member of senior management or to an internal auditor.

QIMA employees have been reminded of this right:

- During their hiring process
- During their Compliance Programme training session

When exercising this right, QIMA employees are fully protected against any form of reprisal unless he/she has acted maliciously or in bad faith. The QIMA Compliance Officer guarantees this right. All employees facing any form of reprisal should refer it to QIMA Compliance Officer.

QIMA Compliance Officer guarantees employee's anonymity; he/she is in charge of internal claims and will anonymously manage it.

QIMA employees allegedly in violation of the following Programme has the right to be heard during the investigation process. All interviews and alleged professions from the perpetrator will be filed by the Compliance Officer.

QIMA employees must report any solicitation or offer of an improper payment or advantage coming to their knowledge.

By not reporting such situations, the QIMA employee infringes on QIMA's core values and exposes him/herself to an internal investigation.

III. QIMA's Control System

A) Business Relationships

Prior to initiating a new business relationship, QIMA will require information about the business partner and run an investigation. These business partners include intermediaries, joint ventures, agents, subcontractors and franchisees.

QIMA requires the following information from business partners:

- Business License
- Capital owner information
- Due diligence report
- Commitment to comply with QIMA's compliance code and allow QIMA to verify this periodically

QIMA keeps record of all accounting documents in a general ledger, which include all payments made by any of its operations and intermediary wages. This is annually prepared as a consolidated management statement.

B) Complaints and Disciplinary Procedures

If QIMA decides to lodge a complaint concerning alleged non-compliance with TIC Compliance Code by other Members, it will be lodged with TIC Council in accordance with the TIC Council Complaints Handling Procedures.

QIMA must refrain from submitting such complaints to other parties unless it is necessary to do so to protect the reputation.

C) Accounting and book keeping

The QIMA accounting team maintains accurate books and records of all financial transactions and documents. Off-the-books accounts are prohibited. QIMA accounts are certified yearly by 3rd party sources.

D) Security Measures

QIMA protects any information in regards to clients, their orders and their products. Access rights to this information are strictly personal, with a requirement that passwords be changed every three months. Additionally, QIMA servers are secured using several different types of security services to safeguard that only authorized personnel will have access to it.

E) External Communications

QIMA has made public its Compliance Principles and provide facilities to receive inquiries, complaints or feedback from interested parties.

The QIMA Compliance Code is available at the following address:

The following email address can be found on our website, on compliance@QIMA.com. <http://www.QIMA.com/accreditations>. Next to TIC logo, click on the following button: "Ask us about our Compliance Code and send us inquiries, complaints or feedback."

F) Health and Safety

QIMA will record and investigate all reported Health & Safety incidents and undertake corrective measures where appropriate.

G) Compliance summary report

The QIMA Compliance Officer should prepare on an annual basis, a summary report covering statistics or confirmations to show compliance with the QIMA's procedures and policies for the following areas:

- a) Violations - number of violations / suspected violations reported; number of violations substantiated; and confirmation that remedial actions have been determined and action undertaken / being undertaken for each substantiated violation / non-compliance.
- b) New or renewed intermediaries, joint ventures partners and franchisees
 - i. number of new or renewed intermediaries, joint ventures partners and franchisees in the financial year;
 - ii. confirmation that each has gone through the QIMA's due diligence procedures as required;
 - iii. confirmation that an appropriate contract / terms of business has been put in place with each.
- c) Expenses - confirmation the expenses are in line with the QIMA's Compliance Programme and related policies for:
 - Political contributions
 - Charitable contributions and sponsorships
 - Expenditures relating to gifts, hospitality and expenses
 - Intermediaries' remuneration
- d) Health & Safety - number of Health & Safety incidents reported; and confirmation that remedial actions have been determined and action undertaken / being undertaken for each incident.

IV. Verification

A) Management Declaration

QIMA require its Senior Managers throughout its organisation to prepare and sign, on an annual basis, a Compliance Declaration (Appendix E) which, is based on the template provided by TIC.

These Compliance Declarations will be sent to the Compliance Officer who should submit an annual summary report to the Compliance Committee.

B) Internal Audit

Verification that Compliance Programme has been implemented within QIMA is included as part of QIMA internal audit plan, which is under the responsibility of QIMA nominated Internal auditors (compliance officer and QA team).

It includes verifying that Management Declarations have been completed, and reflect the Programme and, in respect of those locations selected for site audits, correctly reflect the actual situation. Such site audits should review the processes in place and include assessment, on a sampling basis, to ensure the effective application and implementation of the Programme.

The TIC **Guidance Check List for Members' Internal Compliance Audits** is to be used for reference.

The compliance findings resulting from such audits will be reported to the Compliance Officer who should submit a summary report to the Compliance Committee. The Compliance Officer and/or Compliance Committee should take follow-up actions where appropriate.

C) External Examination

1. QIMA will appoint an independent external audit firm at least annually to verify the effectiveness of the implementation of the Programme.
2. QIMA independent external audit firm appointed to carry out this verification should normally be the firm engaged for the audit of QIMA (consolidated) financial statements (which should be a reputable organisation that is a member of a recognised national professional accountancy organisation).
3. Prior to the appointment of the external audit firm, or if any subsequent proposed changes thereof, QIMA will submit details to the Director General for confirmation of compliance with TIC Council requirements.
4. QIMA will carry out the TIC Council Compliance Code by following:
 - 4.1 Submit mandatory documents for verification to TIC Council which were minutely listed in Appendix B Detailed documents for evidence to be submitted.

When submitting the documents, QIMA will self-assess whether the evidence being submitted meets all the evidence requirements. QIMA will explain the reasons for any deviations to the evidence requirements.

Unless otherwise stated, documents are required to be re-submitted only if they have been updated. All documents will be reviewed and updated at least every three years or whenever there is an updated version of the Compliance Code and/or guidelines issued by TIC Council.

4.2 Request audit firm to carry out agreed upon procedures

Annually, QIMA will require an independent audit firm to carry out agreed upon procedures for the following areas:

- I) Understanding of compliance code by each new employee
- II) Attendance of Compliance Programme training course(s) by employees
- III) Employee Help Line (or equivalent - e.g. designated email) to raise queries and / or issues relating to the Compliance Programme
- IV) Reviewing and taking actions on enquiries, complaints and feedback from interested parties
- V) Understanding of the confidentiality requirements by each new employee
- VI) Schedules prepared for political contributions; charitable contributions and sponsorships; expenditures relating to gifts, hospitality and expenses; and Intermediaries' remuneration
- VII) Monitoring of annual compliance declaration submissions by Senior Managers

5. QIMA require the external audit firm to issue a Report showing the results of the agreed upon procedures using the TIC template contained in Annex C of Guidelines to TIC Council Compliance Code. QIMA is required to send a copy of its external audit firm's Report to the TIC Council within 6 months of the end of QIMA's financial year.

V. Appendix List

Appendix A: Compliance Committee Appointment Letter

Appendix B: Detailed documents to be submitted as evidence

Appendix C: Compliance Officer Appointment Letter

Appendix D: Periodic Summary Report

Appendix E: Senior Manager's Declaration

QIMA Compliance Policy