



CODE OF CONDUCT

For Employees - PICG

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1 INTRODUCTION

This Code of Conduct (the Code) applies to all persons employed by the Pakistan Institute of Corporate Governance (Institute/PICG) as permanent, contract or third party (the Employee) and Internees and Volunteers (to the extent of this Code, they all will be referred to as the Employee). Acceptance and compliance of the Code and any change therein are mandatory to remain in the Employment of the Institute. The Employee may approach their Line Manager or the Human Resources Department (the HRD) if any clarity is required.

The salient features of the Code are as follows:

2 INSTITUTE'S CORE VALUES & VISION

- 2.1 The Institute's policy is to conduct its business of promoting good corporate governance practices with honesty and integrity. The Employees are expected to put all efforts to their full potential to achieve their objectives which ultimately forms the corporate goals of the Institute.
- 2.2 The Institute is dedicated to providing a safe and non-discriminatory working environment for all the Employees.
- 2.3 The Institute does not support any political party or contributes funds to groups whose activities promote political interests.
- 2.4 The Institute is committed to providing courses that consistently offer value in terms of business needs and corporate governance in order to satisfy its Participants with learning and development.
- 2.5 The Board of Directors and the Management of the Institute are committed to upholding the status of responsible corporate citizens. Accordingly, every effort shall be made to ensure the business is carried out in a sustainable manner.
- 2.6 The Institute, as a responsible corporate citizen, shall promote its role towards the betterment of the society in business, corporate governance and education sectors.

3 CONFLICTS OF INTEREST

- 3.1 The Employees shall conduct their personal and business affairs in a manner such that neither a conflict nor the appearance of a conflict arises between their interests and the interests of the Institute.
- 3.2 The Employees shall avoid any situation in which they, or their family member, might profit personally (directly or indirectly) from the Institute's facilities or relationships with its members and participants. In case of any Conflict of Interest, the Employees shall promptly disclose the same to their line manager or HRD. In case of any ambiguity, guidance should be sought from the HRD/CEO.
- 3.3 The Employees should not permit themselves (or their family members) to be obligated to any organization or individual with whom the Institute has a business relationship. However, business lunches, dinners or social invitations, nominal giveaways that are not beyond the threshold allowed by the Institute and attendance at conferences and seminars would not be considered a violation of this Code.
- 3.4 If an Employee is offered or receives something more than the Permitted Value, it must be disclosed to the HRD immediately, for onwards reporting to the CEO. In the case of the CEO, the disclosure shall be made to the Board.
- 3.5 The Institute may require the Employees to disclose their Conflict of Interest in writing.

4 CONFIDENTIALITY

- 4.1 If an Employee is privy to any information, which may come to their knowledge by reasons of their employment with the Institute, its associates, directors or any other relevant person, the Employee shall treat the same as the confidential Information, and ensure its confidentiality until it is publicly released.
- 4.2 The Employees shall be careful while dealing with personal or business associates and shall not disclose, divulge or provide any information regarding the Institute to anyone except where the same is used as a part

- 4.3 The Employees shall not refuse to execute a Non-Disclosure Agreement if required by HRD.

5 ACCOUNTING RECORDS, CONTROLS & STATEMENTS

- 5.1 All books, records, accounts, and statements should conform to generally accepted and applicable accounting principles and all applicable laws and regulations and be maintained accurately.
- 5.2 Employees are expected to sign only documents or records which they believe to be accurate and truthful.
- 5.3 The Employees shall be liable for making false or misleading statements to anyone, including internal or external auditors, other staff members, directors and the regulators. The Employees shall not withhold, neglect, avoid or fail to communicate information that should be brought to the attention of higher levels of Management or the Board of Directors.

6 MEDIA, PUBLISHING & PUBLIC APPEARANCES

The Employees are not allowed to provide any corporate information to outsiders unless authorized to do so. Before publishing any material, making speeches, giving interviews, or making public appearances that are connected to business interests that may reflect on the Institute, the Employees shall inform the HRD in writing and get clearance.

7 FAIR EMPLOYMENT PRACTICES & PERSONAL CONDUCT

- 7.1 The Institute believes that diversity in the staff is critical to its success. It seeks to recruit, develop and retain the most talented people from a diverse candidate pool. Every Employee can advance at the Institute based on their talent and performance without discrimination based on their race, origin, gender or religion.

- 7.2 The Institute is fully committed to providing equal employment opportunity and compliance in the letter and spirit of the full range of fair employment practices and nondiscrimination laws. Hence, the Employees shall not discriminate against any applicant or other employees for any reason whatsoever.
- 7.3 The Employees shall conduct themselves with the highest degree of integrity and professionalism in the workplace or any other location while on Institute business.
- 7.4 Workplace harassment of all sorts and degrees are repugnant and utterly inconsistent with the Institute's tradition of a respectful, professional and dignified workplace. The Institute has a zero-tolerance policy against all kinds of harassment or intimidation, whether committed by or against a staff member, existing or potential stakeholders. The same shall be dealt with as per the governing laws and the policies of the Institute.
- 7.5 The Employees shall not be involved in any kind of bribery, extortion and any form of corruption.
- 7.6 The Employees shall maintain a healthy and productive work environment. Misusing controlled substances or selling, distributing, using or being under the influence of illegal drugs on the job is prohibited. The Employees should not consume prohibited or controlled substances while on Institute's business.
- 7.7 The Employee shall follow all rules, regulations, policies and procedures of the Institute as issued and amended from time to time.

8 ATTENDANCE & DRESS CODE

Punctuality and regular attendance is an important measure of job performance at the Institute. The employees shall ensure to have professional business attire.

9 USE OF INTERNET & SOCIAL MEDIA

The Employees shall avoid unnecessary long personal phone calls and use of social media during working hours. Besides, if an Employee's social media accounts show its connection/employment with the Institute, it shall not use the social media in a manner that may bring the Institute to negative attention.

10 USE OF INSTITUTE'S PROPERTY

All employees should use the Institute's property, whether tangible or intangible, with due care and avoid misuse and misappropriation of the Institute's property, including intellectual property.

11 WHISTLE BLOWING & REPORTING OF NON-COMPLIANCE

In order to maintain up-to-date records, the HRD must be informed of all changes in personal information, including address or telephone number, marital status, person to be notified in case of emergency, beneficiary or number of dependents, etc.

12 PROVISION OF PERSONAL DATA

In order to maintain up-to-date records, the HRD must be informed of all changes in personal information, including address or telephone number, marital status, person to be notified in case of emergency, beneficiary or number of dependents, etc.

13 VIOLATION OF CODE OF CONDUCT

All employees are required to comply with this Code of conduct and are personally responsible for doing so. Employees must abide by any rules set out in this Code of Conduct. Breach of any principles within the Code may result in disciplinary action. If any employee is found to be in wanton abuse of the Code and their action cause reputational risk, damage or financial loss to the business, it may amount to gross misconduct, resulting in summary dismissal. Further, the Institute reserves the right to seek redress and damages from such individuals.

14 ACKNOWLEDGEMENT BY EMPLOYEE

The Employees at all levels will be required to certify that they understand the Code and that they are in full compliance with this Code. This compliance may be required annually.

I hereby confirm that I have received the Code of Conduct on this _____ (DD/MM/YYYY) and agree to abide by the rules and regulations stated in it.

Name

Designation

Department

Signature