

Code of Ethics and Professional Conduct

1. INTRODUCTION:

The Code of Conduct covers a wide range of business practices and procedures.

All Barkat Frisian Agro Limited employees must conduct themselves appropriately and avoid even the appearance of improper behavior. The Code should be provided to, and followed by, agents and representatives, including consultants, vendors, freelancers and contractors who work on behalf of Barkat Frisian Agro Limited

Those who violate the standards in this Code will be subject to disciplinary action up to and including termination of employment.

OBJECTIVES

The objective of this code of conduct is to set standard parameters of values, attitude, norms and behavior while working on the platform of Barkat Frisian Agro Limited.

Company's Vision and Mission Statement:

MISSION

"To strengthen food security in Pakistan by delivering high-quality, processed agro products through a sustainable, efficient, and traceable farm-to-fork supply chain.

VISION

"To lead the transformation of Pakistan's agri-food sector by harnessing innovation and sustainable practices, ensuring access to safe, nutritious, and high-quality food products for all."

2. OUR VALUES:

We make decisions based on our Values and expect our leaders and colleagues to do the same:

- Integrity
- Innovation
- Passion
- Teamwork
- Ownership
- Safety
- Excellence

3. BARKAT BUSINESS ETHICS PRINCIPLES:

Ethical Business Practices

We believe good ethics and good business go hand in hand.

We expect honesty and courtesy from all our employees. We shall be transparent and forthcoming in all our dealings with all our contacts. We are clear that we will determine the

company position with respect to matters of professional practice.

Honesty and Integrity - "We act with honesty and integrity."

We are straightforward and honest in our professional and business relationships. We are truthful about the services we provide, the knowledge we possess and the experience we have gained.

Professional Behaviors – "We operate within the letter and the spirit of applicable laws."

We comply with professional standards and applicable laws and regulations. We avoid any action that may discredit our Company or our professions. We strive not only to do what is legal, but also what is right.

Competence– "We bring appropriate skills and capabilities."

We understand that the public and our customers expect our work to meet high-quality standards. We use due care to ensure that customers' needs are matched with Barkat. We do not allow bias, conflict of interest or undue influence of others to override our professional judgments. We address differences of opinion and handle them constructively and professionally.

Confidentiality – "We respect the confidentiality of information."

We prohibit disclosure of information to anyone inside or outside our company without the legal or professional right to know.

Fair Business Practices – "We are committed to fair business practices."

We respect our competitors and do not compete unfairly.

Responsibility to Society – "We recognize and respect the impact we have on the world around us."

We take our role in society seriously and do not cause intentional harm. We support contributions to the communities where we operate.

Respect and Fair Treatment – "We treat all our colleagues with respect, courtesy and fairness."

We understand the impact that our individual behaviors have on our organization, our colleagues and society, and always work to take responsible action. We encourage and value the diverse mix of people, viewpoints, talents and experiences found at Barkat. We are fair in our behaviors and our policies promote equal opportunity for all.

Accountability and Decision-making – "We lead by example"

We recognize that we are role models and that we set behavioral standards for our profession and each other.

4. CODE OF ETHICS AND PROFESSIONAL CONDUCT:

Accurate record, reporting, and financial record keeping

We maintain complete record in compliance with our legal and business requirement.

Conflict of interest –monitory gain

Prohibit securing monitory gains emanating from a conflict of interest.

Honesty and trust

We essentially maintain a culture of trust, and are committed to fostering and maintaining such a culture and are responsible for qualitative and timely completion of work with commitment.

Integrity

We uphold commitment of integrity of highest order at all the time, at every level and understand that we are expected to be correct, trustworthy and candid in most personal and professional dealings, in the spirit of applicable laws and regulations. Without being emotionally and impulsively involved, our business ambitions should never be allowed to overtake professional and ethical responsibility.

Money laundering

We detest and discourage any activities, which come with in the definition of money laundering.

Outside employment and other activities

We prohibit any other employment during the performance of the job assigned or other activities, which are in contravention with the employment rules, and contract with the company.

Outside business, professional organizations, charities and communities service, fund raising

We disengage ourselves with any concern, charities, community services and fund raising, which may result into any sort of personal gain, monetary or otherwise. We do not use the name of Barkat in connection with any community service or fund-raising venture in personal capacity.

Company's Assets, Computer, Email & Network security

Use of Barkat assets, computers and network facility is avoided for personal benefits and for unproductive work.

Intellectual property

We ensure security of intellectual property from being misused.

(Intellectual property allows people to own their creativity and innovation in the same way that they can own physical property. The owner of intellectual property can use and this encourages further innovation and creativity.)

Professional behavior

Client service/relation

We comply with professional standards and applicable laws and regulations. We avoid any action that may discredit our company or our professions. We strive not only to do what is legal, but also what is right. We maintain cordial, productive & objective relationships with all our customers based on integrity, ethical behaviors and mutual trust. We select our customers based on the ethical practices and quality service.

Licensure and professional certifications

We, holding professional licenses and certificates, have a personal responsibility to maintain such licenses and certifications in good standing through timely renewals and (where

applicable) the attainment of the appropriate level of continuing professional development.

Electronic professional conduct

We refrain from misusing professional information on electronic resource. We ignore /delete emails not intended to be sent to us. We do not communicate unnecessarily and contrary to the protocol by the email addresses in our possession & knowledge.

Political contribution and activity, lobbying, holding office and finance

We do not allow ourselves to involve or indulge in any sort of political activity. We do not hold public elected office. We are not indulged in political lobbying, fund raising and maintaining finances for political purposes.

Quality

We are conscious of our reputation, which is dependent on the quality of products we provide. Products we delivered and the work done by us meets all applicable professional standards and the expectations of the clients. We are individually and collectively responsible for the quality products and services we provide. We as individual, the team, and the organization are proud of our work product.

Securities trading and insiders' information

We, in the course of performing our duties may come across material non-public information but refrain from disclosing this information to any unwarranted person.

Consultation

We are committed to a consultative culture. We keep on consulting on non-routine and emerging issues with concerned personals. We as professionals have a duty and an obligation to candidly express our opinion if there is any differing point of view. We follow positive approach in case of disagreement. We tender a unanimous and explicit opinion on technical and other practice related matters, once a difference of opinion is resolved.

Confidentiality

Confidentiality of Client Information: Barkat Frisian Agro Limited has a strict duty of confidentiality to all of its Client Companies. All employees must take the greatest care to respect confidentiality of client information. No client information must be disclosed to any third party.

Confidential Business Information made available to the employee during the employment must be held in the strictest confidence and must be deemed by the employee to be proprietary to Barkat Frisian Agro Limited and is not to be disclosed or divulged by the employee, whether directly or indirectly, in any form to any unauthorized person or persons within Barkat Frisian Agro Limited or outside of Barkat Frisian Agro Limited, during or after the employment. The employee's obligations on the disclosure and divulgence of Confidential Business Information are also subject to all statutory regulations applicable in Pakistan and to the Company's internal code of conduct.

The employee must not remove nor allow others to remove, any documents or any items which belong to Barkat Frisian Agro Limited or which contain any Confidential Business Information from the Company's premises at any time without proper advance authorization from the employee's supervisor.

The employee must not copy, nor allow others to copy, the contents of any documents, computer media or other tangible items which contain any Confidential Business Information which belong to Barkat Frisian Agro Limited or its clients, without authorization from the

employee's supervisor.

The employee must return to the Barkat Frisian Agro Limited on or before the end of employment date, all documents whether in print or machine-readable form or any tangible items which

belong to the Company or its clients or which contain or refer to any Confidential Business Information related to Barkat Frisian Agro Limited and its business or any of its clients or their business and which are in the possession, or under the control, of the employee.

The Employee hereby indemnifies Barkat Frisian Agro Limited for all damages which may be suffered by the Company as a direct result of the employee's wrongful, neglectful, unauthorized or willful disclosure or divulgence of information and/or the failure to comply with the above provisions relating to confidentiality.

Employees are not permitted to use the above information for their benefit and any breach of confidentiality will make the employee liable for immediate dismissal and/or legal action while in service with Barkat Frisian Agro Limited. The obligation to maintain confidentiality will continue to subsist even if the employee is no longer in service with Barkat Frisian Agro Limited on account of termination of services, by resignation, dismissal or otherwise. Barkat Frisian Agro Limited shall have the right to take legal action against the ex-employee upon breach of this obligation to maintain confidentiality.

Fair Business Practices

We receive fees that reflect the value of services provided and responsibilities assumed, and are considered fair and reasonable by our clients. We respect our competitors and do not compete unfairly.

Gifts, entertainments, favors and other items of value

We compete on the basis of quality and value of service provided. We do not offer or accept gifts or payments or undertake inappropriate activities to facilitate any engagements. Entertainment of our personnel or clients that is lavish or inappropriate in nature is not permitted. We have an obligation to comply with client's policies regarding gifts and entertainments. We do not accept gifts or entertainments extended by our personnel if they could be reasonably considered to;

- Constitute an unfair business inducement.
- Cause embarrassment or a negative impact

We or our immediate family members do not use any position with the company to solicit any cash, gifts or free services from any client/ customers for our or anyone else's personal benefit. We consider the following gifts and entertainment as acceptable;

- Nominal gifts customary for the professionals i.e., pens, pins, calendars, diaries, and mugs etc.
- Reasonable invitations (either extended or accepted) to business related meetings, conventions or conference.
- Invitations to social, sporting or events (either offered or accepted) if the cost is reasonable and attendance serve to a customary business purpose.

Conflict of loyalty

We understand that our normal priority should be to support Barkat legitimate and ethical objective and the rules and procedures drawn up in support thereto. However, we cannot legitimately be required to:

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- Break the law.
 - Breach the rules and standards.
 - Lie to or mislead (including misleading by keeping silent).
 - To be associated with a statement, which materially misrepresents facts.

Community activities, civic activities and social responsibility

We have a responsibility to be a good neighbor and a contributing citizen in the communities in which we work. We are committed to conducting our business activities in a way that honor ethical values and respect people, communities and the natural environment.

We work towards the sustainable improvement of life and business;

- By high quality products with the utmost integrity
- Providing place that contributes to the professional growth, the developments and the personal success of our people.

Health, safety and environment

We provide safe working environment for all the personnel. We discharge our responsibilities and perform our duties in a professional manner in the workplace, and anywhere else while performing our duties. We perform our duties to provide quality products while being free from the effects of drugs, alcohol, or other substances that may hinder job performance or judgment. We do not indulge in illegal use, sale, dispensing, distribution, possession or manufacture of illegal drugs.

We are responsible for our own safety, and that of our colleagues, in the workplace, which is free from violent and abusive behaviors. We do not tolerate aggressive or abusive attitude to the fellow colleagues or others in the workplace. We do not allow explosives, firearms, other weapons, whether legally permitted or not in our workplace.

Corporate governance

We develop best corporate governance setup within the company. We promote corporate culture with delegation of authority and accountability. All decisions made by us are documented setting goals and monitoring progress. We keep our word while dealing with our directors, managers, and staff.

Diversity and inclusion

We foster a diverse and inclusive culture supporting our mission to help our people to excel. The rich mix of individuals, viewpoints, talents and experiences found at Barkat is respected and valued. Our human resource policy aims for a highest standard of fairness and equal opportunity, covering recruitment and employment, promotions, team opportunities and training programs. We are committed to compliance with all laws & regulations relating to equal employment opportunity, affirmative action, harassment and diversity.

Employment practices

We are an equal opportunity employer and recruits, employees, trains, compensate and promote high quality, competent and responsible people with regard to race, religion, creed, color, national or regional difference, age, gender, sexual orientation, marital status, disability, veteran status, or any legally protected basis, in accordance with all applicable federal provincial and local laws and regulations.

External inquiries/public disclosure

We exercise due care not to disclose confidential, personal or business information through

Public or casual discussion with the media, government officials or others. External enquiries i.e., media and regulators to be referred to appropriate Barkat resource for a response relating to any sensitive issue. This includes newspapers, magazines, radio, television and government enquiries as well as any external source. We respond to external enquiries in an honest, candid and appropriate manner limited by confidential requirement and other related concerns.

5. OUR RESPONSIBILITIES:

Duty to Know, Understand and Comply

- It is our duty to know, understand, and comply with this Code of Ethics and Professional Conduct.
- Non-compliance with the code may result in significant risk to the Barkat and its personnel, and will be subject to disciplinary action up to and including termination or separation from the Company.

A Duty to Report

- We encourage candid communication of Ethics & Compliance enquiries and issues.
- We encourage and develop an atmosphere where personnel have reasonable understanding and the know-how to identify and report potential violations.
- We inculcate a sense of responsibility for appropriately addressing through reporting, consultation or other means potentially fraudulent and illegal actions that are noticed.
- We urge the responsibility to report the circumstances through reporting channel if we observe or become aware of a potential fraudulent, illegal or unethical acts or violation of the company policy committed by a colleague, or others associated with "Barkat"
- We recognize our responsibility to cooperate with any investigation in this regard.

How to Report?

- We should contact our HR, supervisor, manager, and Directors for guidance in connection with ethics and compliance matters for reporting potential violations.
- HR and Directors should be contacted in the following events:
 - (i) If the ethics and compliance issues are not being resolved through the existing managerial chain of command
 - (ii) If difficulties are experienced to report through normal channels.
 - (iii) If confidential assistance is required.
 - (iv) If proposes to remain anonymous to report.
 - (v) There will be no reprisals against anyone because he or she, in good faith, reports an ethics or compliance concern.

6. DISCIPLINARY POLICY FOR VIOLATION OF BARKAT CODE OF ETHICS AND PROFESSIONAL CONDUCT

Category of Violation	Nature of Violation	Examples of Violation	Remedial / Disciplinary Action
Category 1	A one-time minor or technical breach of Ethical Principles and/or the Barkat Code of Ethics & Professional Conduct, generally inadvertent, which is not also, a breach of any professional or regulatory rules or regulations.	• Failure to report ethical violations; • Receiving inappropriate gifts and hospitality from clients and other 3rd parties; and • Use of inappropriate language, office disturbance, inappropriate dressing, lateness.	• Issue may be brought to Manager/HR's attention for monitoring. • Informal or formal counseling; and Program of continuing education may be recommended.
Category 2	Repeated minor or technical violations of Ethical Principles and/or the Barkat Code of Ethics & Professional Conduct, generally inadvertent or a result of carelessness; Or A one-time violation of Ethical Principles and/or the Barkat Code of Ethics & Professional Conduct, that is more than minor or technical but is not intentional or negligent in nature.	• Making unauthorized statements in the press or any public media without prior approval from the company management; • Willful damage to the Firm's property and resources; and • Aiding and abetting unethical Practices.	• Formal counseling. • Formal letter of warning on the file of the employee; and • Restriction on the work that the employee may undertake.
Category 3	A significant violation of Ethical Principles and/or the Barkat Code of Ethics & Professional Conduct, which has, or has the potential to: Have repercussions in respect of the Barkat's legal or regulatory compliance; and/or Expose Barkat Frisian Agro Limited to the possibility of prosecution, investigation or other external scrutiny.	• Receiving significant gifts or entertainment from clients / customers without disclosure; • Failure to report unethical practice in a clients'/customer's offices to the HR/Directors; • Abuse of company's resources include misuse of social media; • Failure to obtain approval from Executive Director before engaging in other business / professional / voluntary activities that may encroach on your official duties; and fighting or other form of violence.	• Formal letter of warning; • Transfer of the employee to other location; • Restriction on the work that the employee may undertake; • Internal Transfer of the Employee. • Demotion; and Suspension.
Category 4	A significant violation of Ethical Principles and/or the Barkat Code of Ethics & Professional Conduct, which has, or would be	• Physical or verbal abuse of colleague and other members of staff including all forms of Sexual Harassment & False	• Demotion; • Suspension; • Dismissal, including summary dismissal • Termination.

	likely to: Cause material harm to the business, reputation and/or professional standing of Barkat Frisian Agro Limited. Have repercussions in respect of Barkat's legal or regulatory compliance; and/or Expose Barkat Frisian Agro Limited to the possibility of prosecution, investigation or other external scrutiny. Cause disadvantage to the business, reputation and/or professional standing of Barkat Frisian Agro Limited.	complaint on Sexual or any other Harassment; • Flagrant disregard for Ethical Principles and/or the Barkat Code of Ethics & Professional Conduct. • Bribery, payment of kick-backs or making facilitation payments and other forms of corruption. • Collude with client / customer staff or in house staff to commit fraud and other related offences. • Falsification of claims for expenses • Divulging confidential client information.	
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7. ZERO TOLERANCE CRITERIA

Zero tolerance criteria refer to specific behaviors or actions that are deemed unacceptable under any circumstances, and which result in immediate disciplinary action, termination or severe consequences.

Harassment and Discrimination: zero tolerance for any form of harassment or discrimination based on factors such as race, gender, religion, sexual orientation, or disability. This includes both verbal and physical harassment.

Violence and Threats: Any form of violence, including physical altercations or threats of violence.

Substance Abuse: being under the influence of drugs or alcohol while on the job, especially in safety-sensitive areas.

Fraud and Theft: Actions involving fraud, embezzlement, theft, or misappropriation of company resources.

Sexual Misconduct: Any form of unwanted sexual advances, inappropriate behavior, or sexual misconduct is typically subject to zero tolerance.

Safety Violations: violations of safety protocols or endangerment of oneself or others may lead to immediate consequences.

Violation of Confidentiality: Breaching confidentiality agreements, sharing sensitive information without authorization, or violating privacy policies can result in zero tolerance actions.

Retaliation: Retaliating against employees who report unethical or illegal behavior, or who participate in investigations, will not be tolerated.

Racism and Hate Speech: Expressing racist, sexist, homophobic, or other forms of hate speech can trigger zero tolerance actions.

Sabotage and Vandalism: Intentional destruction of company property or sabotage of work processes is often considered grounds for immediate dismissal.