

CODE OF CONDUCT

Business Ethics & Professional Standards

MNT GROUP LIMITED - Human Resources Department

MNT/HR/003 - Version 1.0 - Effective 1 Jan 2026 - Approved by the Board of Directors

"DOING BUSINESS THE RIGHT WAY, EVERY TIME"

This Code of Conduct sets out the standards of behaviour, ethics, and professional integrity expected of everyone who works for or on behalf of MNT Group Limited. It translates our core values into clear, practical rules that guide how we treat one another, our customers, and our partners across all five divisions - MNT Energy, Electrics, Contracting, General Trading, and Consulting. Every employee is required to read, understand, and uphold this Code at all times.

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1 INTRODUCTION

1.1 Purpose

This Code of Conduct establishes the standards of behaviour and the ethical principles expected of all employees of MNT Group Limited. It reflects our commitment to conducting business with integrity, transparency, and respect for every stakeholder.

The Code serves to:

- Define the behavioural expectations and ethical standards for all employees
- Protect the Company's reputation and business interests
- Create a positive, professional, and safe working environment
- Ensure compliance with all applicable laws and regulations
- Guide sound decision-making in challenging situations

1.2 Scope

This Code of Conduct applies to:

- All employees of MNT Group Limited and its subsidiaries
- Every employment type: permanent, fixed-term, probationary, and interns
- Directors and management at all levels
- Contractors, consultants, and agents acting on behalf of the Company

It applies at all times when Company business is being conducted - whether on Company premises, at client sites, during business travel, or at Company-sponsored events.

1.3 Core Values Foundation

This Code of Conduct is built upon MNT Group's ten core values and guiding principles:

- Customer-Centric Excellence - your success is our priority
- Speed, Agility & Market Adaptability - we move fast and stay ahead
- Specialised Expertise & Innovation - deep knowledge, cutting-edge solutions
- Operational Excellence & Reliability - precision and quality in everything
- Ethical Business & Trust - integrity is how we do business
- People-First & Leadership Development - empowering our people to excel
- Sustainability & Social Responsibility - building a better future responsibly
- Strategic Partnerships & Global Reach - connecting markets, creating opportunities
- Data-Driven & Performance-Oriented Culture - decisions backed by data
- Health & Wellbeing as a Core Value - strong minds, strong bodies, strong business



PROFESSIONAL CONDUCT AND BEHAVIOUR

2.1 Duty of Fidelity

Every employee owes a duty of loyalty and fidelity to MNT Group Limited. This fundamental obligation requires employees to:

- Perform their duties faithfully, diligently, and to the best of their ability
- Act in the best interests of the Company at all times during working hours
- Protect the Company's reputation, assets, and confidential information
- Refrain from any action that could harm the Company's business or standing

2.2 Professional Standards

Employees must uphold the highest standards of professionalism:

1. Punctuality and attendance - Report to work on time and maintain regular attendance; notify your supervisor promptly if you will be absent or late.
2. Quality of work - Apply all your skills, experience, and effort to perform your responsibilities efficiently and accurately.
3. Communication - Communicate clearly, respectfully, and professionally in all interactions, whether verbal, written, or electronic.
4. Teamwork - Cooperate with colleagues and support fellow employees when they need help.
5. Continuous improvement - Actively seek opportunities to learn and develop in order to enhance your performance.

2.3 Workplace Relationships

Employees must maintain appropriate professional relationships with colleagues, supervisors, and subordinates:

- Treat all colleagues with dignity, respect, and courtesy
- Value diverse perspectives and promote an inclusive environment
- Resolve conflicts constructively and through the appropriate channels

- Ensure personal relationships never interfere with professional judgement or create favouritism

2.4 Customer and Client Relations

Our commitment to customer-centric excellence requires employees to:

- Treat all customers and clients with professionalism, courtesy, and respect
- Respond to inquiries and concerns promptly and helpfully
- Never be rude to customers or end a customer call before it has been properly concluded
- Provide accurate information and avoid making promises that cannot be kept
- Represent the Company positively at client sites and in every business interaction

3 ETHICS AND INTEGRITY

3.1 Honesty and Transparency

Integrity is the foundation of our business. All employees must:

- Be truthful and accurate in all business communications and records
- Never falsify documents, records, reports, or expense claims
- Report information accurately to supervisors and management
- Acknowledge mistakes and take responsibility for correcting them

3.2 Fair Dealing

Employees must deal fairly with customers, suppliers, competitors, and colleagues:

- Never take unfair advantage through manipulation, concealment, or misrepresentation
- Honour all commitments and agreements
- Compete vigorously but always fairly in the marketplace
- Respect the rights and property of others, including competitors

3.3 Compliance with Laws

NOTE

Legal reference: Employment and Labour Relations Act, Cap 366 R.E. 2019; Prevention and Combating of Corruption Act, 2007; Companies Act, Cap 212 R.E. 2019.

All employees must comply with applicable laws, regulations, and professional standards:

- Comply with all Tanzanian laws and regulations applicable to our business
- Follow all Company policies and procedures
- Obtain the licences, permits, and certifications required for your role
- Seek guidance whenever you are uncertain about a legal or compliance requirement

4 CONFLICT OF INTEREST

4.1 Definition

A conflict of interest arises when an employee's personal interests interfere with - or appear to interfere with - the interests of the Company. This includes situations where:

- Personal gain could be obtained at the Company's expense
- Personal relationships could influence business decisions
- Outside activities could affect job performance or judgement

4.2 Prohibited Conflicts

Employees must avoid situations that create actual or potential conflicts:

1. Competing interests - Do not hold any ownership or financial interest in an enterprise that competes with MNT Group, other than non-controlling investments in publicly-traded corporations.
2. Supplier and customer relationships - Do not maintain undisclosed business relationships with Company suppliers, vendors, or customers.
3. Personal transactions - Do not conduct personal business transactions with the Company without proper disclosure and approval.
4. Family employment - Disclose any family relationships with existing or prospective employees, suppliers, or customers.

4.3 Disclosure Requirements

Employees must promptly disclose to the Company any material information regarding:

- Any relationship, ownership, or business interest that could create a conflict
- Any change in personal circumstances that could affect a conflict assessment
- Any situation in which personal interests may influence business decisions

NOTE

HR guidance: Conflict-of-interest disclosures should be submitted in writing to your supervisor and the HR Department for review and determination.

4.4 Outside Employment and Business Activities

During working hours, employees are expected to devote their full time and attention to Company business. Any employee who wishes to take up employment or a business activity outside MNT Group must observe the following:

- Disclose the nature and extent of the proposed activity in advance
- Obtain written approval from the Company before commencing the activity
- Accept that approval may be withheld where the activity could conflict with Company interests or negatively affect job performance

5 CONFIDENTIALITY AND DATA PROTECTION

5.1 Confidential Information

Confidential Information includes, but is not limited to:

- Business strategies, plans, forecasts, and financial information
- Customer lists, supplier information, and business relationships
- Technical data, research, development information, and proprietary methods
- Marketing strategies, pricing information, and competitive analyses
- Personnel information and internal policies
- Industrial designs, inventions, and production methods
- Any information concerning MNT Group subsidiaries and their operations

5.2 Protection Obligations

Employees must protect confidential information as follows:

1. Non-disclosure - Never disclose confidential information to anyone outside the Company without express written authorisation.
2. Need-to-know - Share confidential information internally only with those who require it to perform their duties.
3. Physical security - Secure confidential documents, files, and materials whenever they are not in use.
4. Electronic security - Use strong passwords, protect your devices, and follow all IT security protocols.
5. Duration - Confidentiality obligations continue even after employment ends.

5.3 Data Privacy

Employees who handle personal data must:

- Collect and process personal data only for legitimate business purposes

- Protect personal data from unauthorised access, use, or disclosure
- Retain data only for as long as necessary and dispose of it securely
- Report any data breach, or suspected breach, immediately to IT and management

6 ANTI-CORRUPTION AND BRIBERY

NOTE

Legal reference: Prevention and Combating of Corruption Act, 2007 (Tanzania); Prevention and Combating of Corruption Bureau (PCCB) Regulations.

6.1 Zero Tolerance Policy

IMPORTANT

MNT Group maintains a ZERO-TOLERANCE policy toward corruption and bribery in every form. Corruption undermines fair competition, damages our reputation, and violates the law. All employees must conduct business without engaging in any corrupt practice.

6.2 Prohibited Activities

The following activities are strictly prohibited:

1. Bribery - Offering, giving, receiving, or soliciting anything of value to influence a business decision or official action.
2. Kickbacks - Receiving any portion of a contract payment or other benefit in return for business favours.
3. Facilitation payments - Payments made to government officials to expedite routine actions.
4. Fraud - Misappropriation of organisational funds or the falsification of records.
5. Extortion - Demanding money or benefits under threat.

6.3 Gifts and Entertainment

Employees must exercise caution when giving or receiving gifts and entertainment:

- Gifts must be of nominal value (not exceeding TZS 100,000) and given openly, without any expectation of return
- Never accept cash or cash equivalents as gifts
- Entertainment must be reasonable, occasional, and serve a legitimate business purpose
- Never give or accept a gift that could create an obligation or expectation
- Disclose to your supervisor any gift received that exceeds nominal value

NOTE

HR guidance: If you are uncertain whether a gift is appropriate, consult your supervisor or HR before accepting it.

6.4 Reporting Suspected Corruption

Employees who become aware of potential corruption must report it immediately through the channels described in Section 9 of this Code. Reports may be made confidentially, and employees are protected against retaliation for reporting in good faith.

7 COMPANY PROPERTY AND RESOURCES

7.1 Use of Company Assets

Employees are responsible for the proper use and safekeeping of Company property:

1. Business use - Company property and resources are for approved business purposes only; personal use is not permitted without authorisation.

2. Care and maintenance - Take reasonable care of all Company property entrusted to you and report any damage, loss, or malfunction promptly.
3. Return of property - All Company property must be returned in good condition on request or on termination of employment.
4. Liability - Employees may be held liable for loss or damage to Company property caused by negligence or misuse.

Company property includes, but is not limited to, computers, phones, vehicles, tools, equipment, uniforms, keys, access cards, and documents.

7.2 Electronic Systems and Communications

Company electronic systems and communications are subject to the following rules:

- Email is primarily for work purposes; employees are responsible for using it effectively and checking it regularly throughout the working day
- Do not use Company systems for illegal activities, harassment, or inappropriate content
- The use of mobile phones while attending to business duties may be restricted in certain roles
- The Company reserves the right to monitor electronic communications and internet usage
- Social media use must never harm the Company's reputation or disclose confidential information

7.3 Intellectual Property

All intellectual property created during employment belongs to the Company:

- Work products, inventions, designs, and materials created in the course of employment are Company property
- Employees must disclose any invention or innovation developed during employment
- Do not infringe the intellectual property rights of third parties

B WORKPLACE CONDUCT

8.1 Anti-Harassment and Discrimination

NOTE

Legal reference: Section 7, Employment and Labour Relations Act, Cap 366 R.E. 2019 - prohibition of discrimination in employment.

MNT Group is committed to providing a workplace free from harassment and discrimination. The following conduct is strictly prohibited:

- Discrimination based on race, colour, religion, sex, national origin, age, disability, marital status, or any other protected characteristic
- Sexual harassment, including unwelcome advances, requests for sexual favours, or verbal or physical conduct of a sexual nature
- Bullying, intimidation, threats, or any form of workplace violence
- Offensive jokes, slurs, or derogatory comments
- Creating a hostile, intimidating, or offensive work environment

Any employee who experiences or witnesses harassment should report it immediately through the channels described in Section 9.

8.2 Health, Safety, and Wellbeing

NOTE

Legal reference: Occupational Safety and Health Act No. 5 of 2003 (OSHA Tanzania).

Employees must prioritise health and safety in all activities:

- Follow all safety procedures and protocols
- Use the required personal protective equipment (PPE), especially for electrical work

- Report accidents, injuries, or unsafe conditions immediately
- Never endanger your own safety or the safety of others
- Participate in all required safety training

8.3 Alcohol and Substance Abuse

IMPORTANT

MNT Group maintains a ZERO-TOLERANCE policy regarding alcohol and drug abuse.

- Consuming alcohol or drugs while on duty is strictly prohibited
- Being under the influence of alcohol or drugs while on duty is prohibited
- The possession, sale, or distribution of illegal substances is prohibited
- Violations may result in immediate termination and reporting to the authorities

8.4 Dress Code and Professional Appearance

The Company expects employees to dress appropriately and maintain a professional appearance:

- Professional business attire is required in the office and during client interactions
- Appropriate safety attire is required for field and site work
- Employees should demonstrate good judgement and professional taste
- Company uniforms, where provided, must be worn and maintained properly

Smoking is strictly prohibited in the office at all times, except in designated areas.

9 REPORTING AND WHISTLEBLOWING

9.1 Duty to Report

All employees have a duty to report actual or suspected violations of this Code, Company policies, or applicable laws. Reporting protects the Company, its employees, and its stakeholders from harm.

Reportable matters include, but are not limited to:

- Violations of this Code of Conduct
- Suspected fraud, theft, or misappropriation
- Corruption or bribery
- Harassment or discrimination
- Safety violations or hazards
- Breaches of confidentiality

9.2 Reporting Channels

Employees may raise concerns through any of the following channels:

- Direct supervisor - the first point of contact for most concerns
- Human Resources Department - for employment-related matters and policy violations
- Senior management - for serious matters, or when other channels are inappropriate
- Company email - info@mntgroup.net for written reports

NOTE

HR guidance: All reports will be treated confidentially so far as possible. Employees may request to report anonymously where the law permits.

9.3 Protection Against Retaliation

MNT Group prohibits retaliation against any employee who, in good faith:

- Reports a suspected violation of this Code or of applicable laws
- Participates in the investigation of a reported violation
- Refuses to take part in activities that would violate this Code

IMPORTANT

Retaliation is a serious violation of this Code and may result in disciplinary action up to and including termination.

10 ENFORCEMENT AND CONSEQUENCES

10.1 Violations

Violations of this Code of Conduct are taken seriously and may include:

- Direct violations of Code provisions
- Requesting or instructing others to violate the Code
- Failure to report known violations
- Retaliating against those who report violations
- Failing to cooperate with investigations

10.2 Disciplinary Actions

Disciplinary action will be proportionate to the severity of the violation and may include:

- A verbal or written warning
- Mandatory retraining
- Suspension, with or without pay
- Demotion or transfer
- Termination of employment
- Referral to law enforcement where appropriate

NOTE

Legal reference: Disciplinary action will be conducted in accordance with Sections 37-41 of the Employment and Labour Relations Act, Cap 366 R.E. 2019.

10.3 Investigation Process

All reported violations will be investigated fairly and thoroughly:

- Reports will be reviewed promptly and confidentially
- Investigations will be conducted impartially by appropriate personnel
- Accused employees will have the opportunity to respond to the allegations
- Documentation will be maintained in accordance with Company policy
- Outcomes will be communicated to the relevant parties

DOCUMENT CONTROL

Version	Date	Author	Changes
1.0	1 January 2026	HR Department	Initial release

EMPLOYEE ACKNOWLEDGMENT

I acknowledge that I have received, read, and understood the MNT Group Limited Code of Conduct. I understand that:

- This Code sets out the standards of conduct expected of me as an employee.
- I am required to comply with this Code and all Company policies.
- I have a duty to report any violations of this Code.
- Violation of this Code may result in disciplinary action, up to and including termination.

- This Code may be amended from time to time by the Company.

ACKNOWLEDGMENT

I agree to comply with this Code and all Company policies, and I understand that any violation may result in disciplinary action up to and including termination of employment.

Employee name: _____

Signature: _____

Department: _____

Date: _____