

CODE OF CONDUCT

MESSAGE FROM THE CEO

Dear Colleague,

Welcome to Diaplous new Code of Conduct ("The Code"). Our Values, Behaviors and Practices are the foundation of our Code. The Code has been designed to support every one of us in order to make the right decision and to do the right in business, with our colleagues, partners, clients as part of the worldwide society.

The Compliance with the Code is not optional, but rather a "must read" and "must follow" for all of us. Anyone who chooses not to follow it, is making a choice not to work with Diaplous. The Code is our guarantee for stability in our Organization, in our relations, in our behavior, in our working environment and in our society.

Diaplous people are fully capable of making the right decisions when faced with difficult choices and guided by their good judgment, while seeking guidance from our Code.

Please have the courage to speak up, if you witness anything that appears to breach our Code.

The Code defines how each of us must act to ensure that Diaplous sustains its stability, reputation, performance, effectiveness and continues to earn trust and prosper as an Organization.

A handwritten signature in blue ink, appearing to read "E. Lazaridis", with a stylized flourish at the end.

-Emmanouil Lazaridis

CEO

1. INTRODUCTION

A personal commitment to ethics and compliance is something Diaplous have absolute control over. Anything less than 100% compliance undermines our performance and risks high costs that would hurt our bottom line as well as our hard-earned reputation plus putting into risk our customer's reputation. By following this Code of Conduct (from now on referred to as 'Code' or 'CoC') you are helping to make Diaplous credible, competitive, and affordable.

I) Who is our Code of Conduct for?

The Code applies to every employee (either located at Diaplous offices or assigned onboard), contract staff, director, officer in Diaplous Company, as well as consultants, subcontractors, agents, suppliers, and partners working on behalf or in the name of Diaplous. It is every above-mentioned party's duty to respect the designated boundaries, as described in this Code of Conduct and always comply under any circumstances. It is also Diaplous' duty to ensure each party is properly communicated the Code of Conduct, prior engaging to any affiliation/relationship.

II) Why do we need the Code of Conduct?

To describe the behavior, the mentality and culture expected of the enlisted parties affiliating with Diaplous when a problem arises and the solution is not obvious, the code of conduct can be used as guidance to overcome the issue while providing the best results.

III) What happens if the Code is violated?

Violations of the Code, and the relevant policies as indicated, can result in disciplinary actions or legal prosecution. All parties engaging in any business relationship with Diaplous are encouraged to report the violation or suspicion of a violation of the Code to the Compliance Manager, according to the Whistleblowing policy.

The violation of the code is divided into two different categories: The violation of legal regulations (either local or international) & of company values and policies. Before proceeding to retaliation, the type of violation must be clear. In case the company's values are breached, it can result to disciplinary action and can lead up to and including dismissal. When legal laws are involved, Diaplous may report the violation to the relevant authorities, which could also lead to legal action, fines, or imprisonment.

IV) How Diaplous ensure that the Code is being respected and followed?

Diaplous has established a well-structured Management system (Diaplous Integrated Management System) that constantly monitors and ensures that the conduct is respected. Furthermore, the code is constantly evaluated and updated when needed. Before a new cooperation with an individual or entity commences, it is made sure by Diaplous that the code is well communicated and understood by the other party.

The code is included in every training and presentation to make sure that is both familiarized to all parties and regularly reminded.

For example, the Training Managers of Diaplous ensure that Diaplous employees are trained through below training, where teaching & evaluation of Code of Conduct is done:

1. Induction Course/ Refresher Team Member Course

2. Team Leader Course/ Refresher Team Leader Course
3. Senior Team Leader Course
4. Health, Safety, Environmental Briefings
5. Medical Courses

Diaplous operates, besides others, in the context of ICoC, Voluntary Principles on Security and Human Rights, United Nations' Principles as well as based upon the basic principles on the use of force and firearms by law enforcement officials.

General Responsibilities

❖ Responsibilities of the Company

- Effective and on-time communication of the Code of Conduct, prior commencing any kind of relationship or cooperation.
- Make sure that any third-party contractors, agents or consultants you work with are aware that we are bound by our Code and that they should act accordingly
- Provision of a point of contact (Compliance Manager) for the enlisted parties to seek advice to, shall context be not clear or to report breaching or suspicion of breaching the Code.
- Annual refreshing of the Diaplous' Code of Conduct to the enlisted parties.
- Understand the risks related to the breaching of Code of Conduct by any of the enlisted parties and apply the disciplinary procedure, shall such an event occur.

❖ Responsibilities of third parties related (in any way) with Diaplous

- Do the right thing. Seek advice when something is not clear.
- Read, understand and follow the Code of Conduct in all business activities (either with Diaplous or not).
- Confirm compliance and be transparent both prior commencing a cooperation with Diaplous and while cooperating.
- Understand the risks related to the breaching of Code of Conduct.
- Speak up! It is your duty to report if you know or suspect someone is violating the Code of Conduct.

2. CULTURE

I) Social & Environmental Performance

Diaplous recognizes the potential impact of its operations, partnerships, and actions to the future of next generations. Thus, contribution to local and international Communities can create lasting social benefits and safeguard the welfare and resources of the generations to come.

The application of leveled security measures while operating, as defined in Diaplous' Management System can act as a bond among staff, contractors, and facilities, creating a well-defined and protected system and operate as a shield against jeopardization of social security.

All projects (either business as usual or new lines of business) must be conducted while taking into consideration the social and environmental impact.

Environmental metrics are in place to ensure that water and electricity consumption are in the lowest level necessary, recycle bins are placed within the company's premises and environmental related protocols are in place and communicated to all members of Diaplous. The company also understands the need for the reduction of Carbon dioxide (CO₂) emissions in the shipping industry and supports the global community.

As part of the company's social responsibility, Diaplous participates in charities such as donating medical equipment to hospitals. Company also ensures that where force is used, medical treatment should be provided to injured persons, including the offenders, as also stated in the relevant principle of ICoC. For that purpose, one of the team members (usually the team Leader) is certified medic.

Your Responsibilities

- Comply with the law regarding social and environmental impact.
- Intervene in non-compliant situations.
- Read and follow the SDGs, the United Nations' Ten Principles and Diaplous' Environmental Policy & Sustainability Policy.
- Seek advice if not sure or if something is not clear.

II) Human Rights

Equal opportunity should be given to everyone, as per Human Rights Act by creating a diverse and inclusive environment where every employee and partner can develop their skills, and mentality in a way that they contribute to the entity and themselves.

It is important to note that Diaplous is an environment with **zero tolerance** to (cultural, religious, gender-based etc.) discrimination, (sexual) harassment, and (verbal or physical) abuse. Feedback and criticism must be delivered in an appropriate and respectful manner, weighing in the multicultural environment in which Diaplous operates.

Your Responsibilities

- It is your duty to personally respect Human Rights and ensure that third parties with which Diaplous cooperates, follow and honor the Code (at your operational sphere of influence).

- Report any potential Human Rights violation relating to our business (directly or indirectly through an affiliated third party).
 - Read Diaplous' Human Rights Policy
 - You must always treat others with respect.
 - You must not physically or verbally intimidate or humiliate others.
 - You must not make inappropriate jokes or comments.
 - You must not display offensive or disrespectful material.
 - Speak up if you find their behavior hostile, intimidating, humiliating or disrespectful.
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III) Anti-Bribery

Competition should be fair and open. You cannot put a price on free trade. We support free enterprise, and we seek to compete fairly and ethically within the framework of all applicable competition laws. Our international activities must also support fair competition despite the different cultures and laws and as a result all stakeholders working for or with Diaplous, are familiar with the legislation of the countries they operate at.

Business Integrity is of huge importance. Every person affiliated with Diaplous must comply and promote an ethical behavior that is in line with the company's Code of Conduct. Every action must reflect 4 essential elements: Trust, Consistency, Collectivity and Evolution. Direct or indirect payments, soliciting or acceptance of bribes or facilitation payments in any form is unacceptable. We also seek to ensure that our agents and suppliers do not make any facilitation payments on our behalf. This applies to transactions with a foreign or domestic government official or employee or with any private company or person, and whether in the conduct of domestic or international business. Also, it applies whether the payment is made or received directly or through a third party, such as an agent or supplier.

Public Trust is loaned not given. To keep it, our actions and our assets must be open to scrutiny and above suspicion. Under this frame all business transactions on behalf of Diaplous must be transparent and reflected accurately and fairly in the company accounts. True records should be maintained. The values of the company must be upheld under all areas of operation and during all times. All interactions must be mutually beneficial and build healthy relationships.

Your Responsibilities

- You must not offer, pay, make, seek or accept a personal payment, gift or favor in return for favorable treatment or to gain a business advantage. You must not allow anybody else to do so on your behalf.
- You must not make facilitation payments. If a facilitation payment has been requested or made, you must immediately report it to your manager.

- Dealing with Government Officials must be done carefully and always in line with the legislation and our Policies. If a facilitation payment is requested by a Governmental Authority, you must immediately report it to your manager.
- Report corrupted behavior, either coming from a Diaploous employee or from a third party with which we involve in business.

IV) Information Security & Branding Protection

We respect the **personal data** of all parties engaged in any kind of business with us, as described and protected by international and national legislation. We collect only what data is necessary in order to conduct our business and we store it securely and for no longer than is necessary. Data protection is not only limited on our personnel, but governs all data we receive from our clients, subcontractors, or other sources.

We comply with applicable data protection rules and laws wherever we operate, as proposed by GDPR standards, which Diaploous complies fully with. As a company with a global footprint, we have established procedures and policies in order to guarantee data safety.

Furthermore, the **hardware** used by Diaploous' employees is considered Company's asset and must be protected accordingly. Laptops, phones and any other technological equipment must be approved by IT Department prior employee's employment and must solely be used for business purposes.

Where needed, the Company may request the signing of a **Non-Disclosure Agreement** to which the signing party must fully comply.

Diaploous has managed to create a worldwide **brand name**, through international business activities and many years of hard work. Thus, the brand name must be respected and treated with delicacy, as it is intellectual property of Diaploous. The distribution of misinformation or the undermining of Diaploous' brand to any third party (either having a business relationship with the Company or not) or media, can lead to disciplinary implications including prosecution.

Use of brand name through personal social media and the use of personal social media for business purposes are both strictly prohibited.

Your Responsibilities

- You must assess the risks associated with any information you handle so you can properly manage the risks and protect the information.
- You must not engage in casual conversation on sensitive or confidential matters or send communications containing material that is racist, sexist, offensive, defamatory, fraudulent or otherwise inappropriate.
- If you are working with third parties, you must ensure you are authorised to share information before doing so.
- You can only use Diaploous' social media channels for business use if you are an approved user and have received the required training.
- You must not engage with the media on behalf of Diaploous without disclosure clearance.
- Draw the institution's attention to any failure to comply with the applicable data protection rules or any suspected breach of non-disclosure policy.

Implementing the Code

All Company's office personnel, PCASP, subcontractors, consultants, suppliers, and parties forming any kind of business relationship with Diaploous should read, understand and act according to Company's Code of Conduct and report any inappropriate behavior & concerns they may have about corrupt activities either within the company or in dealings with third parties, to their line managers. To achieve sustainable business:

1. We do not participate in money laundry.
2. We do not proceed to criminal actions.
3. We do not transact with criminals.
4. We do not offer financial sponsorships to political parties.
5. We comply with all legislations and laws concerning the operations of our company.
6. We handle with high sensitivity and responsibility all issues related to Health, Safety, Security and Environment.
7. We insure to high profile organizations all Company's assets.
8. We don't discount, we add value.
9. We protect the reputation of both our company and our clients'
10. We maintain high levels of customer retention and satisfaction
11. Our strategies, targets and Integrated Management System are dynamic: they are being constantly analyzed and revisited

Measures to deal with inappropriate behavior (including harassment, threatening behavior, sexual abuse, coercion, etc.) will be based on the principles of fairness, impartiality, sensitivity and respect. Diaploous will provide appropriate mechanisms to prevent or deal with violating any of the 5 above mentioned pillars.

3. COMMITMENTS

Diaploous ensures that its personnel comply with the principles included in the Diaploous Code of Conduct, Code of Ethics & Business Principles, ICoC, BMP5, BMP West Africa, The Montreux Document, IMO Circulars, BIMCO Special Circular (20/02/2014), Guardcon. It is implemented, by establishing the right selection criteria, by teaching them during the training period and by committing them, by signing the appropriate text in the private contract with company. The company always accept a due diligence check or audit whenever a client requires so.

Diaploous is committed to act in a manner consistent with the laws of the countries within which its representatives are present, to be mindful of the highest applicable international standards and to promote the observance of applicable international law enforcement principles and therefore possesses all the necessary permissions for arms transfer/storage to many coastal states.

Diaploous not only supports and respects human rights, but also assists any way possible towards the elimination of human rights abuse. Actions like child labor, forced labor and human trafficking are strictly prohibited within our organization and any incident or suspicion is immediately reported.

The company's Management System (IMS) contains policies and procedures that monitors and confirms that commitments are upheld by all parties and in case of breach all necessary follow up actions are made in order to remedy, update the IMS and prevent future non conformities from happening.

4. RISK ASSESMENT

Diaploous is a Risk Management company and risk mitigation techniques are implemented in all of the company's activities. As a Risk Reducer, the company has become a part of the solution and not part of the problem.

Every time Diaploous deals with a customer, business partner, joint venture, Government Official, competitor, or any other stakeholder, we need first to understand the risks as well as the opportunities. We also need to ensure that Diaploous interactions comply with all relevant international laws and trade legislation.

Prior to any project, new cooperation, or joint venture, Diaploous conducts its own risk assessment in order to identify any potential threats involved, sets its safety barriers in order to minimize potential risks and prevents any top events from happening. Remedy actions are always discussed and ready in order to minimize any damage caused in the unlikely scenario of a top event. Due diligence procedure to Diaploous business partner is followed either remotely through completing a due diligence questionnaire audit form or physically by Diaploous onsite audit to partner's headquarters evaluating a range of criteria set below, such as, but not limited:

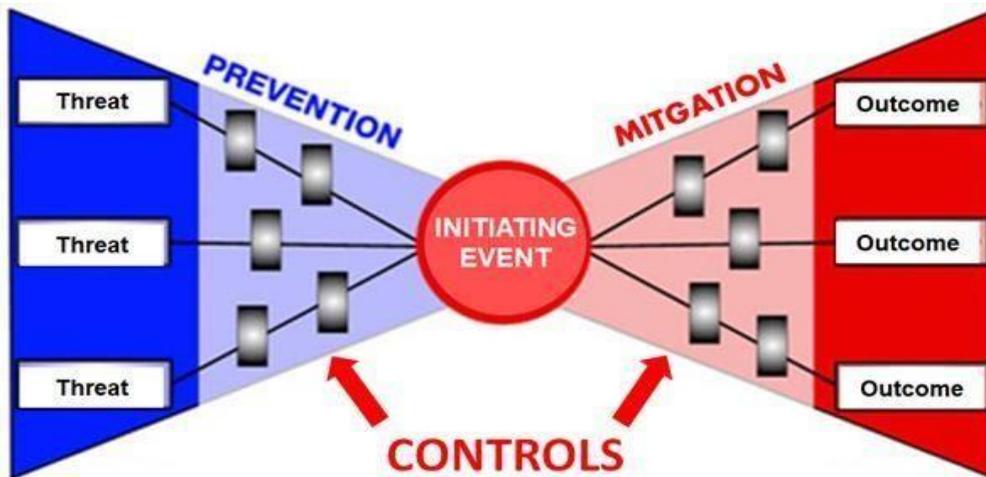
1. General
2. Legal Requirements
3. Accreditations
4. Procedures
5. Financial Status
6. Training
7. Policies
8. Experience & Knowledge
9. Compliance with International Laws and Regulatory Environment
10. Insurance

All the above are described in the Company's Risk Management procedure. Diaploous has created Risk Assessment Matrixes for all areas of operation which are constantly updated and are kept up to date, in order to include latest incidents, new hazards, lessons learnt and remedy actions. As a general procedure, the steps for creating a risk assessment are as per below:

1. Threat identification
2. Threat assessment based on Likelihood and Severity
3. Threat categorization to Low/Medium/High
4. Apply barriers and preventive measures to mitigate the chances of a top event
5. In case of top event apply remedy actions to ensure minimum damage and the best possible outcome

6. Study the root causes of the top event
7. Use lessons learnt to update the company's Risk Assessment Matrix

An example of how a danger is treated can be seen in the below Bowtie Analysis.



As another example, during the operations Diaplous considers the following risk criteria that may impact on interested parties:

1. The overall risk policy of the organization and the client and their risk tolerance.
2. The inherent uncertainty of operating at sea in an area with high risk of piracy.
3. The nature of the likely threats and consequences of an incident on its operations, reputation and business.
4. The impact of an incident.
5. The impact of the combination of a number of risks are taken into consideration:
 - a. The residual risk of being pirated.
 - b. The lifesaving capabilities of the ship and the ship's safety certificate.
 - c. Facilities for the safe storage of firearms onboard the ship.
 - d. The potential for, and measures to mitigate, the misuse of firearms resulting in bodily injury or death.
 - e. The potential for, and measures to mitigate, unforeseen accidents.
 - f. The potential for, and measures to mitigate, armed guards escalating a piracy incident.
 - g. Liability issues.
 - h. Measures to ensure compliance with international and national laws.

In order to keep business interactions legal, ethical, transparent and professional, each third party involved with Diaplous should protect itself from any suspicion or wrongdoing safeguarding Diaplous reputation. In order to achieve that, Diaplous has Policies, Code of Ethics, and Code of Conduct & Business Principles in place, which can be used as guidance from all concerned parties so as to comply with the requested guidelines, increasing mutual performance and minimizing any potential risk.

5. DEPLOYMENT AND CONDUCT

Diaplous ensures that the employed PCASP will behave humanely and with respect for dignity and privacy, regarding the treatment of any person. Strict orders have been given to all PCASP, in particular to Team Leaders.

All PCASP, office personnel and subcontractors represent Diaplous on a Global level. Their moral behavior follows Diaplous' Code of Conduct and promotes the company's culture. Each individual treats other people humanely, with respect to human rights.

Use of force:

1. A general rule is the avoidance of use of force. In case the use of force is inevitable, then the use of force should be proportionate to the threat and appropriate to the situation. Our extensive experience from "Atalanta" operation regarding the use of force is that pirates, after warning shots, stop attacking and they retreat. Direct use of force without previous use of all the other means (flares, verbal warnings, warning shots, raising up/showing the arms, firing against the outboard engine), will cause revenge fire or later likely retaliation. Diaplous' belief is that after an engagement, we should allow the pirates to leave "proud", that means use all the other means for the job, without offending the attackers. If this fails, use as last resort the self-defense right.
2. The use of force will be in the context of self-defense right, or defense of others against the imminent threat of death or serious injury. Since Diaplous' PCASP are ex-navy or army special forces, they have been trained for years on how to apply the self-defense right, in particular during sensitive tension periods of their country.
3. No use of weapons that cause unwarranted injury or present an unwarranted risk.
4. The arms will be used only in the appropriate circumstances and in a manner likely to decrease the risk of unnecessary harm.
5. When force is used, assistance and medical treatment has to be provided to injured persons, including the offenders.
6. Equipment exports and imports comply with all applicable laws and regulations of the country concerned.
7. Diaplous monitors the use of equipment and, in case needed, investigates possible situations in which such equipment is used in an inappropriate manner.
8. Before the use of force, the development of non-lethal incapacitating weapons (rocket flares), should be used in appropriate situations, with a view to increasingly restraining the application of means capable of causing death or injury of persons.
9. Clear intent of using weapons is used in advance (for instance: showing/raising up the weapons, verbal warnings that armed guards are onboard).

6. BASIC PRINCIPLES ON THE USE OF FORCE AND FIREARMS

1. Weapons which are used by company, are fully authorized and with the necessary user licenses. Company uses semi-automatic, for an accurate-and layered/graduated level of defense at a distance. The mentioned weapons are used only for the protection against piracy.
2. All transactions of weapons take place after the necessary possession of arms transfer and storage licenses with the interesting regional countries.

3. All weapons are controlled/monitored by serial numbers from embarkation place to disembarkation place.
4. Records regarding to whom and when the weapons used are kept.
5. Personnel, who will carry weapons, are authorized and trained to use such a type.
6. They are also trained in the issues referred in paragraphs 56-57-58-59 of ICoC and in the UN principles as well as in the "Basic Principles on the Use of Force and Firearms by Law Enforcement Officials" (1990) and national laws or regulations, in effect, the area "duties will be performed".
7. Company uses (as also stated in company's RUF) non-lethal incapacitating weapons (flares Comet or Pain Wessex), with a view to increasingly restraining the application of means capable of causing death.
8. Company ensures the assistance and medical aid to any injured or affected pirate at the earliest possible moment.
9. According to company's RUF, PCASP clearly let the intruders to know that:
 - a. they have perceived their presence;
 - b. they are armed;
 - c. they intent to use force.