



شركة تنميه نفط عُمان
Petroleum Development Oman

Code of Conduct



Table of Contents:

Message from the Managing Director	3
1. Introduction	5
2. Ethics and Business Conduct.....	6
3. Anti-Bribery and Corruption	7
4. Gifts, Hospitality, and Travel (GH&T).....	9
5. Conflict of Interest (COI).....	12
6. Confidentiality and Information Security	16
7. Health, Safety, and Environment (HSE).....	17
8. Employee Relations and Workplace Conduct.....	18
9. Fair Competition, Sanctions & Trade Controls.....	19
10. Safeguarding Information and Assets	20
11. Communications	21
12. Ethical Decision Making.....	22
13. Reporting Concerns.....	25
14. Manager's Responsibilities	26
15. Review and Update of the Code	27
16. Your Personal Commitment to Compliance with this Code.....	28



Message from the Managing Director

Dear colleagues,

I am pleased to introduce the PDO Code of Conduct, based on our Core Values of honesty, integrity and respect and our new Ethical Principles. At PDO, ethical values are crucial to our success. Each of us must follow relevant laws, regulations, and ethical standards, making decisions that positively represent PDO. It is essential to speak up and report any issues or unethical behavior without fear of retaliation, fostering an open environment.

Ethical excellence and transparency require honesty and clarity. We must avoid misconceptions, refuse, and report any bribes or incentives, and disclose conflicts of interest promptly. Transparency in our actions and communications maintains stakeholder trust.

Just as we are committed to safety — ensuring the well-being of our employees and community—so must we be committed to ethics, ensuring the integrity of our actions and decisions. Both values are equally important and foundational to our organization.

Our collective success is built on individual accountability. Each of us plays a critical role in upholding PDO's values and standards. By taking personal responsibility, we contribute to a culture of integrity and excellence. Failure to meet these expectations personally will result in appropriate consequences, emphasizing the importance of adherence to our ethical standards. Non-compliance carries significant risks for PDO, making ethical behavior an expectation, not just a guideline.

By adhering to the principles and values in our Code of Conduct and rules described in our ethics and compliance policies, we will build a strong, trustworthy, and respected organization. I encourage you to familiarize yourself with this manual and integrate these values into your daily work, contributing to PDO's and Oman's long-term success.

Thank you for your commitment to upholding PDO's Core Values and behaving in line with our Ethical Principles.

Best regards,

Dr Aflah Al Hadhrami
Managing Director PDO



شركة تنمية نفط عُمان
Petroleum Development Oman

المبادئ الأخلاقية لقواعد السلوك المهني Ethical Principles of Our Code of Conduct

At PDO, ethical conduct and integrity come first. It's essential for every employee and contractor to adhere to these Ethical Principles. Non-compliance with the Code of Conduct is not acceptable in PDO. Therefore, please ensure you read and understand the Code of Conduct and the relevant policies and procedures.

إن السلوك الأخلاقي والنزاهة يأتيان في المقام الأول في شركة تنمية نفط عُمان، بحيث يتعين على موظفيها ومتعاقبيها الالتزام بهما في جميع شؤونهم. عليه، يرجى التأكد من قراءة قواعد السلوك المهني والسياسات ذات الصلة وفهمها والامتثال لها.

1. Integrity and Responsibility

- I follow all laws, regulations, and ethical standards.
- My decisions positively represent PDO.
- I speak up and report any issues.
- I do not retaliate against colleagues who speak up.

1. النزاهة وتحمل المسؤولية

- ألتزم بجميع القوانين واللوائح والمعايير الأخلاقية.
- قراراتي تمثل شركة تنمية نفط عُمان على أحسن وجه.
- أتحدث وأبلغ عن أي قضايا لاحظتها.
- لا أتخذ أي إجراء انتقامي ضد زملائي عند إبلاغهم عن المخالفات.

2. Ethical Excellence and Transparency

- I act with honesty and transparency, avoiding misconceptions, not offer bribes or incentives and refuse and immediately report any offered.
- I avoid conflicts of interest between PDO and myself, disclosing them promptly when they arise.

2. التميز الأخلاقي والشفافية

- أترك مفاهيم الأمانة والشفافية وألتزم بها ولا أقدم أو أستقبل أي شيء ذي قيمة من رشاوى أو حوافز، وأبلغ عنها ألتقي من هذه العروض.
- أتجنب تضارب المصالح بيني وبين شركة تنمية نفط عُمان وأفصح عنها مباشرة.

3. Respect and Dignity

- I show respect and embrace diversity.
- I protect the confidentiality and the privacy of all stakeholders.

3. الاحترام

- أتقبل وأتفهم وأحترم جميع الاختلافات المتواجدة بين موظفي الشركة.
- أحافظ على سرية المعلومات المؤكدة إليّ وخصوصية ذوي الشأن.

4. Safety and Community

- I strive to ensure a safe and healthy workplace and promote sustainable and responsible environmental practices.

4. السلامة المؤسسية

- أحرص على إيجاد بيئة عمل آمنة وسليمة وأحرر الممارسات البيئية المستدامة والمسؤولة.

5. Trust and Stakeholder Collaboration

- I work together across PDO and with others to achieve our long-term goals and build trust.
- I follow competition and trade laws, honor our ICV commitments, and ensure a merit-based selection process for our contractors.

5. الثقة والتعاون مع أصحاب الشأن

- أعمل مع مختلف فرق شركة تنمية نفط عُمان لتحقيق أهدافنا على المدى الطويل وتعزيز مستوى الثقة.
- ألتزم بالمنافسة الحرة وضوابط التجارة وأحترم الالتزامات المتعلقة بالقيمة المحلية المضافة وأضمن اختيار الشركات المتعاقدة وفق مبدأ الجدارة والاستحقاق

When in doubt ask yourself:

1. Does it feel right?
2. Does it align with our Code of Conduct and policies?
3. Is it in the best interest of PDO?
4. How would I feel if my actions were made public to my family and friends?

إذا ساورك الشك حيال أمر ما، اسأل نفسك الأسئلة الآتية:

1. هل يعد التصرف مناسباً؟
2. هل يتماشى التصرف مع سياسات وقواعد السلوك المهني؟
3. هل يصب هذا التصرف في مصلحة شركة تنمية نفط عُمان؟
4. كيف ستكون ردة فعلي إذا علّمت عائلتي وأصدقائي بهذا التصرف؟

Dr. Aflah Al Hadhrami
Managing Director

أفلاح

الدكتور / أفلاح الحضرمي
المدير العام



1. Introduction

1.1 Purpose of the Code of Conduct

The PDO Code of Conduct (the “Code”) is designed to guide all employees and contractors in adhering to the highest standards of ethical and legal conduct. It supplements the PDO General Business Principles and reinforces Core Values by providing detailed guidelines on expected behaviors. Where necessary, the Code of Conduct will be supplemented with more detailed policies and procedures to ensure compliance with applicable laws and regulations.

1.2 Scope and Applicability

This Code applies to all PDO employees, manpower agency staff contracted by PDO, consultants, and agents acting on behalf of PDO. It outlines the responsibilities and expectations for ethical behavior and compliance in all business activities. All mentioned individuals are required to comply with the Code of Conduct.

1.3 Key Principles and Values

PDO's Core Values—honesty, integrity, and respect—are the foundation of our business practices. They are described in more detail in 5 Ethical Principles in the section above called “Our Ethical Principles”. These values and principles guide our actions and decisions, ensuring we operate with the highest ethical standards.



2. Ethics and Business Conduct

2.1 Code of Conduct Overview

The PDO Code of Conduct provides 5 principles as a framework for ethical behavior as captured in “Our Ethical Principles”. All employees must read, understand, and follow the Code. It includes rules, standards, and expected behaviors that are mandatory for everyone in the organization.

2.2 General Business Principles

PDO's General Business Principles are based on our commitment to operating responsibly and ethically. These principles promote:

1. Honesty and integrity in all business dealings.
2. Compliance with applicable laws and regulations.
3. Respect for human rights and cultural diversity.
4. Commitment to health, safety, and environmental protection.

2.3 Compliance with Laws and Regulations

Employees must comply with all applicable laws, regulations, and internal policies. Ignorance of the law is not an excuse for non-compliance. Employees are encouraged to seek guidance from the Ethics & Compliance Department when in doubt about legal requirements.

2.4 Consequences for Non-compliance with the Code

PDO will investigate all instances of non-compliance with this Code reported or discovered in the course of business activities. Employees, third parties involved in such non-compliance as well as their Line Managers and Contract Owners and Holders who failed to prevent non-compliance may face consequences in line with PDO internal processes and applicable laws.



3. Anti-Bribery and Corruption

3.1 Definitions and Policies

Bribery and corruption are prohibited at PDO. This includes offering, giving, receiving, or soliciting anything of value to improperly influence business decisions. Bribery can take many subtle forms beyond the obvious exchange of cash, including favors, gifts, hospitality, and personal benefits. Transparency and honesty are crucial to preventing corruption and maintaining trust.

3.2 Reporting and Compliance Procedures

Employees must report any suspected bribery or corruption incidents immediately. Reports can be made to supervisors, the Ethics & Compliance Department, or through the “Blow the Whistle” procedure. PDO will investigate all reports thoroughly and take an appropriate action.

3.3 Training and Awareness

PDO provides regular training on anti-bribery and corruption policies to ensure all employees understand their responsibilities. This training includes real-life scenarios to help employees recognize and avoid corrupt practices.

3.4 Types of Bribery

A. Personal Favors: Offering personal services or favors in exchange for preferential treatment in business decisions.

Situation: A contractor offers to provide free renovation work on your personal home in exchange for awarding them a contract with PDO.

Potential Bribery Issue: Accepting this favor could influence your decision-making, leading to biased contract awards.

Action: Politely decline the offer and report the incident to your supervisor and the Ethics & Compliance Department. Document the offer to ensure transparency and allow for a thorough investigation.

B. Exclusive Invitations: Providing exclusive, high-value invitations to events or retreats with the expectation of favorable business decisions.

Situation: A supplier invites you to an exclusive, all-expenses-paid weekend retreat, suggesting it will provide an opportunity to discuss future business opportunities with PDO.

Potential Bribery Issue: Attending such an event could create an expectation of preferential treatment for the supplier.

Action: Politely decline the invitation and report it to your supervisor and the Ethics & Compliance Department. This ensures that your business decisions remain impartial and that there is no undue influence.



C. Preferential Treatment for Family Members: Offering jobs or benefits to relatives of employees in exchange for business favors.

Situation: A potential vendor offers to give your relative a high-paying job in their company if you ensure that they win a bid with PDO.

Potential Bribery Issue: This offer could lead to a conflict of interest, affecting your impartiality in the vendor selection process.

Action: Decline the offer and report the incident to your supervisor and the Ethics & Compliance Department. Ensure that your professional decisions are based solely on merit and integrity.

D. Non-Monetary Gifts: Providing expensive gifts, tickets, or other high-value items to influence business decisions.

Situation: A business partner frequently gives you expensive tickets to popular events or gifts during festive seasons.

Potential Bribery Issue: Accepting these gifts could create a perception of favoritism or influence in business decisions.

Action: Politely decline the gifts and report them to your supervisor and the Ethics & Compliance Department. Accepting such gifts could create a perception of favoritism or influence in business decisions.

3.5 Managing Bribery Risks

Immediate Actions:

Refusal and Disclosure: Politely refuse any offers that could be construed as bribery and disclose the incident to your supervisor and the Ethics & Compliance Department immediately.

Documentation: Document all details of the incident to ensure transparency and allow for a thorough investigation.

Consultation: Consult with the Ethics and Compliance Officer if you are unsure whether a specific situation constitutes bribery.

Annual Declarations:

Annual Anti-Bribery Declaration: All employees are required to complete an annual declaration confirming their compliance with anti-bribery policies. This process is initiated and coordinated by the Ethics & Compliance Department.

3.6 Further Information and Guidance on Bribery Risks

For further information and more detailed rules and procedures related to managing bribery risks please consult PDO Anti-Bribery Policy and seek guidance from Ethics & Compliance Department.



4. Gifts, Hospitality, and Travel (GH&T)

4.1 Guidelines for Offering and Accepting GH&T

Exchanging gifts and hospitality is a common cultural practice in Oman, and PDO recognizes the importance of maintaining good business relationships through these exchanges. However, it is essential that such practices do not unduly influence business decisions or create perceptions of impropriety. PDO has established clear guidelines to ensure that gifts, hospitality, and travel (GH&T) are offered and accepted appropriately.

4.2 General Principles

Transparency: All GH&T (including declined) must be transparently disclosed and recorded.

Moderation: GH&T must be reasonable, modest, and appropriate for the occasion.

No Influence: GH&T must not influence, or appear to influence, the recipient's business decisions.

4.3 Specific Guidelines

Acceptable GH&T:

- ☑ GH&T with a monetary value of less than OMR 50 that do not fall within prohibited categories are generally acceptable and do not require prior approval but must still be declared.
- ☑ Seasonal or cultural gifts of modest value (e.g., sweets during Eid) that are customary and reasonable.

Prohibited GH&T:

- ⊗ GH&T that could create a conflict of interest or appear to be a bribe.
- ⊗ Cash or cash equivalents (e.g., gift cards).
- ⊗ Gifts of high value or extravagant hospitality that could be perceived as attempting to influence business decisions.

4.4 Approval and Reporting Processes

GH&T valued at more than OMR 50: Employees must declare and obtain advance approval from their Line Manager for any offer or acceptance of GH&T that exceeds OMR 50. Approval must be obtained within 14 days and prior to the official acceptance.

Documentation: All GH&T must be documented, including the nature of the gift, the estimated value, the giver/recipient, and the purpose.

4.5 Special Considerations for Government Officials

Offering GH&T to Government Officials requires extra caution due to the stricter regulations and higher risk of perceived impropriety. Such GH&T must be pre-approved by the Ethics & Compliance Department to ensure compliance with anti-bribery and corruption laws.



Pre-Approval Required: Any GH&T offered to Government Officials must be approved in advance by the Ethics & Compliance Department, regardless of value.

Documentation: Detailed records of the GH&T offered to Government Officials must be maintained, including the nature of the gift, the estimated value, the recipient's name and title, and the purpose of the GH&T.

4.6 Examples and Case Studies

Example 1: Modest Gift During Eid

Situation: An employee receives a box of dates worth approximately OMR 30 from a contractor during Eid.

Policy Compliance: The gift is modest, culturally appropriate, and under the OMR 50 threshold. The employee accepts the gift but declares it in the GH&T register.

Action: No further action is needed as the gift complies with PDO's policy BUT the gift needs to be reported in the PDO GH&T Register.

Example 2: Business Lunch

Situation: An employee is invited to a business lunch by a supplier. The meal is at a reputable restaurant and costs approximately OMR 40.

Policy Compliance: The hospitality is reasonable and under the OMR 50 threshold. The employee accepts the invitation but declares it in the GH&T register.

Action: No further action is needed as the hospitality complies with PDO's policy.

Example 3: High-Value Gift

Situation: An employee is offered an expensive watch worth OMR 200 by a contractor after successfully completing a project.

Policy Compliance: the gift is over the threshold. Accepting the high-value gift could be perceived as a bribe or an attempt to influence future business decisions.

Action: The employee must decline the gift and report the offer to their supervisor and the Ethics & Compliance Department. The refusal and report are documented in the GH&T Register.

Example 4: Conference Trip

Situation: An employee is invited by a potential vendor to attend an international conference, with all expenses paid, including travel and accommodation.

Policy Compliance: Accepting such an offer could create a perception of favoritism or undue influence in future vendor selection processes and is therefore not allowed.

Action: The employee must decline the offer and report the offer to their supervisor and the Ethics & Compliance Department. The refusal and report are documented in the GH&T Register. If the supervisor believes the trip makes business sense, then PDO will bear the costs, in line with PDO's policy.



Example 5: Gift to a Government Official

Situation: A PDO employee plans to give a traditional Omani khanjar (dagger) worth OMR 70 to a Government Official as a gesture of goodwill.

Compliance Risk: Offering a gift to a public official could be perceived as an attempt to influence their decisions or actions.

Action: The employee must seek pre-approval from the Ethics & Compliance Department. If approved, the gift must be documented by entering it in GH&T Register, including the purpose and the official's name and title.

4.7 Managing Perceptions

A. Transparency and Disclosure:

Be Open: Employees must disclose all GH&T, regardless of value, to their supervisors and the Ethics & Compliance Department to avoid any perception of impropriety.

Documenting Gifts: Maintain detailed records of all GH&T in the GH&T Register to ensure transparency and accountability.

B. Assessing Perceptions:

Reasonableness: Evaluate whether the GH&T is reasonable and appropriate for the context.

Perception: Consider how the GH&T might be perceived by others, including colleagues, clients, and the public.

4.8 Implications of Non-Compliance

Non-compliance with the GH&T policy can result in disciplinary action, including termination of employment. The Ethics and Compliance Department will monitor compliance and investigate any non-compliance incidents.

By adhering to these comprehensive guidelines for managing gifts, hospitality, and travel, PDO ensures that business decisions are made impartially and transparently, maintaining trust and integrity in all operations.

4.9 Further Information and Guidance on GH&T

For further information and more detailed rules and procedures related to GH&T please consult PDO GH&T Policy and seek guidance from Ethics & Compliance Department.



5. Conflict of Interest (COI)

5.1 Identifying and Disclosing Conflicts

A Conflict of Interest exists when an employee's personal relationships, participation in external activities, or interest in another venture or business influence or could be perceived to influence their employment decisions. Given the close-knit nature of families and tribes in Oman, potential COI situations are common and must be managed diligently to maintain the integrity of PDO's operations.

5.2 Types of Conflict of Interest

Personal Relationships within PDO: Employment of relatives:

- When family members are employed in the same department or have reporting relationships, it can lead to real or perceived favoritism.
- Hiring and Promotion: Involvement in the hiring, promotion, or appraisal processes of family members or close friends.

External Relationships with Contractors and Suppliers:

- Business Interests: When an employee or their family members have an interest in a company that does business with PDO.
- Contract Awards: Participation in the decision-making process regarding the award of contracts to businesses owned or managed by family members or close friends.

5.3 Perceived vs. Potential or Actual Conflicts of Interest

Perceived Conflict of Interest: a situation where it might appear to others that an employee's decisions could be influenced by personal interests, even if no actual influence occurs. The key risk here is damage to PDO's reputation and trust within the organization.

Situation: An employee is part of a team or tender board evaluating bids for a contract, and one of the bidders is a company owned by their cousin. Even if the employee is not directly involved in the decision-making process for this bid, others might perceive a conflict.

Action: The employee should disclose the relationship to their supervisor and the Ethics and Compliance Department and abstain from any discussions or decisions related to that bid.

Actual Conflict of Interest: a situation where an employee's decisions are directly influenced by personal interests, leading to biased decisions that benefit the employee or their relatives. These kinds of situations are not allowed under this Code.

Example 1:



Situation: An employee has a financial interest in a supplier company and influences PDO to award contracts to this supplier, benefiting financially from these contracts.

Action: The employee must declare their financial interest and remove themselves from any decision-making processes related to that supplier. An independent party should review and manage the supplier relationship.

Example2:

Situation: An employee or their family member owns a restaurant or catering service and directly or indirectly influences PDO to order meals from the restaurant, benefiting financially from these arrangements.

Action: The employee must declare their financial interest and remove themselves from any decision-making processes related to that supplier. An independent party should review and manage the supplier relationship. Such supplier will be marked as having an actual or potential conflict of interest and any business with it will be scrutinized by PDO.

Potential Conflict of Interest: a situation where an employee's decisions might be influenced by personal interests, leading to biased decisions that benefit the employee or their relatives in the future under certain circumstances but is not an actual conflict right now.

Situation: An employee has a spouse that also work for PDO. He is an engineer at one of the production assets whereas she is a professional with one of the corporate support functions.

Action: There is no actual conflict of interest in this situation. However, both employees must declare their relationship and remove themselves from any decision-making processes where both have a professional interest in. This arrangement needs to be reviewed and managed by their line managers.

5.4 Disclosure and Transparency

The primary protection against COI is **transparency**. Employees must declare any actual, potential, or perceived COI as soon as it becomes apparent. This includes situations where:

Family members are employed by or have business dealings with PDO contractors or suppliers.

Personal interests may influence business decisions, such as ownership stakes in companies that supply goods or services to PDO.

5.5 Managing Conflicts of Interest

A. Immediate Actions:

- ☒ **Withdraw from Decision-Making:** Employees must withdraw from any decision-making process that involves a potential COI. This includes contract awards, hiring, promotions, and appraisals.



- ☑ **Declare immediately** your actual, potential, or perceived COI in COI Register and have it reviewed and approved by your Line Manager.
- ☑ **Consultation:** Employees must consult with their supervisors or the Ethics and Compliance Officer if they are unsure whether a specific situation constitutes a COI.

B. Annual Declarations:

Annual COI Declaration: All employees are required to complete an annual COI declaration by reviewing already submitted declarations and confirming their existence. This process is initiated and coordinated by Ethics & Compliance Champions in each directorate with assistance of Ethics and Compliance Officers.

5.6 Examples and Case Studies

Example 1: Family Members in the Same Department

Situation: Two brothers work in the same department, with one in a supervisory role.

Perceived COI: There may be a perception of favoritism even if the supervisor treats all team members equally.

Action: The supervisor must recuse himself from any decisions involving his brother's work performance, appraisals, or promotions. Also, the supervisor must not give any direct instructions to his brother as this would become an actual conflict of interest. Another manager should handle these decisions, and the relationship should be disclosed to HR and Ethics & Compliance Department.

Example 2: Business Interests with Contractors

Situation: An employee's cousin owns a company bidding for a PDO contract.

Perceived COI: Even if the employee is not involved in the bidding process, others might perceive a conflict.

Action: The employee must declare the relationship to their supervisor and the Ethics & Compliance through the COI Register. They should also refrain from participating in any aspect of the bidding process to ensure impartiality.

5.7 Action Plans for Managing Conflicts

A. Developing Action Plans:

- ☑ **Avoidance:** Direct the employee to avoid the situation creating the conflict, such as terminating outside activities for personal gain.
- ☑ **Staff Movement:** Reassign employees to different departments or roles to eliminate potential conflicts.
- ☑ **Monitoring:** Maintain registers of declared conflicts and monitor ongoing compliance. Supervisors and contract holders must keep watch on relevant transactions.

B. Follow-Up and Closure:

- ☑ **Communication:** Line Managers must develop (in consultation with Ethics & Compliance Officer, as necessary) and communicate the action plan to the relevant parties and ensure it is followed.



- ☑ **Reminders:** Automated reminders will be sent to Line Managers and action parties to ensure timely follow-up and closure of COI declarations.

5.8 Importance of Transparency

Transparency is crucial in managing COIs. Employees are **REQUIRED** to:

Be Open: Discuss potential COIs openly with supervisors or the Ethics & Compliance Officers.

Document Disclosures: Ensure all disclosures are documented and reviewed.

Follow Procedures: Adhere to PDO's COI policies and procedures to maintain trust and integrity.

5.9 Implications of Non-Compliance

Non-compliance with the COI policy can result in disciplinary action, including termination of employment. The Ethics and Compliance Officer will monitor compliance and investigate any non-compliance incidents.

By adhering to these comprehensive procedures for managing conflicts of interest, PDO ensures that all business decisions are made impartially and in the best interest of the company. This approach helps maintain trust and integrity in all operations, reinforcing PDO's commitment to ethical business practices.

5.10 Further Information and Guidance on COI

For further information and more detailed rules and procedures related to COI please consult PDO COI Policy and seek guidance from Ethics & Compliance Department.



6. Confidentiality and Information Security

6.1 Data Protection Policies

PDO is committed to respecting the privacy of personal data it processes. Personal information and data should be obtained by lawful means and, where required by law, with the knowledge or consent of the subject. Personal data must be protected against potential risks such as loss, destruction, unauthorized access, or misuse.

6.2 Handling Confidential Information

Employees must handle confidential information with care, ensuring it is not disclosed to unauthorized individuals. This includes protecting intellectual property, trade secrets, and any other sensitive information.

6.3 Records Management

Records must be managed efficiently and securely throughout their life cycle in compliance with legal, tax, regulatory, accounting, and business retention requirements. Proper disposal of records is required once their retention period has expired, unless they are subject to preservation holds.

6.4 Further Information and Guidance on Data Protection

For further information and more detailed rules and procedures related to COI please consult PDO Data Protection policies and seek guidance from Ethics & Compliance Department and IT Cybersecurity.



7. Health, Safety, and Environment (HSE)

7.1 HSE Policies and Procedures

PDO is committed to promoting best practices in health, safety, and environmental performance to achieve Goal Zero, as defined in HSE framework. This includes operating in environmentally and socially responsible ways, protecting the health and safety of employees, and achieving optimal use of natural resources.

7.2 Employee Responsibilities

Employees are responsible for following HSE commitments, policies, and procedures applicable to their activities in PDO. They must also report any HSE incidents and unsafe conditions immediately.

7.3 Reporting and Managing Incidents

All HSE incidents must be reported promptly, and appropriate actions must be taken to manage and mitigate risks. Employees have the right and duty to stop work when conditions are unsafe.

7.4 Further Information and Guidance on HSE Framework

For further information and more detailed rules and procedures related to HSE please consult PDO HSE policies and seek guidance from HSE.



8. Employee Relations and Workplace Conduct

8.1 Equal Opportunity and Non-Discrimination

PDO provides equal opportunity to all job applicants and employees through clearly defined and consistently applied employment performance standards and management systems. Unlawful employment discrimination of any kind is not tolerated.

8.2 Harassment and Bullying

Harassment in the workplace, including any action, conduct, or behavior that is unwelcome, humiliating, intimidating, or hostile, is not tolerated. Employees must treat all colleagues with respect and report any harassment incidents.

8.3 Substance Abuse Policies

PDO strives to ensure the workplace is free from substance abuse, including the use of illegal drugs or alcohol and the misuse of legal drugs or other substances. Employees must comply with the company's substance abuse policy and seek help if they have dependency issues.

8.4 Further Information and Guidance on Employee Relations and Workplace Conduct

For further information and more detailed rules and procedures, please consult PDO Employee Manual and other relevant policies and seek guidance from HR.



9. Fair Competition, Sanctions & Trade Controls

PDO employees must understand and comply with the principles of free enterprise and fair competition. Agreements among competitors that restrict free and fair competition, such as price-fixing or bid rigging, are prohibited. Employees must not discuss or enter into agreements with competitors regarding pricing, customers, or market allocation.

9.1 Export Control and Sanctions

PDO complies with all applicable export control laws and sanctions. Employees involved in transactions with countries subject to export restrictions must seek guidance from the Ethics & Compliance Department before proceeding. Failure to observe export control laws and sanctions can severely damage PDO's reputation and create substantial legal exposure.

9.2 Import Control and Sanctions

PDO complies with all applicable import control laws and sanctions. Employees involved in importing goods must ensure compliance with relevant regulations, including the presentation and declaration of goods at importation and the payment of all duties and taxes. Import control issues should be referred to the Ethics & Compliance Department for guidance.

9.3 Further Information and Guidance on Competition, Trade Controls and Sanctions

For further information and more detailed rules and procedures, please consult PDO Anti-Trust and Competition Policy and Trade Controls and Sanctions Policy and seek guidance from Ethics & Compliance Department.



10. Safeguarding Information and Assets

10.1 Intellectual Property

PDO employees must comply with the company's Intellectual Property (IP) Policy. IP includes patent rights, trademarks, domain names, copyright, design rights, know-how, and trade secrets. Employees must take steps to protect PDO's IP and avoid infringing on the IP rights of others.

10.2 Protection of Corporate Assets

PDO assets, including buildings, equipment, tools, funds, and information, must be safeguarded and used appropriately. Employees are personally responsible for protecting these assets against waste, loss, damage, misuse, theft, or misappropriation. Accurate records of all transactions involving PDO assets must be maintained.

10.3 Business Communications and Email Code

All communications from PDO employees reflect on the company and must be conducted professionally. Emails and other written communications should be clear, accurate, and free from inappropriate content. Employees must follow PDO's Business Communications Guidelines and Email Code to minimize legal and security risks.

10.4 Further Information and Guidance on Safeguarding Information and Assets

For further information and more detailed rules and procedures, please consult relevant PDO policies and seek guidance from Legal, IT or External Relations Departments.



11. Communications

11.1 Public Disclosure

PDO complies with all applicable laws related to public disclosure of information. Public disclosures must be made only by authorized spokespersons and must be accurate, complete, and not misleading. Unauthorized public disclosures can damage PDO's reputation and result in legal consequences.

11.2 Financial Reporting

PDO requires accurate, reliable, and timely preparation of business records and financial statements. All transactions must be approved and recorded accurately in accordance with applicable accounting principles and standards. Employees responsible for financial reporting must ensure compliance with relevant regulations and internal controls.

11.3 Personal Use of IT and Communications

Employees may use PDO IT and communication facilities for personal reasons, provided such use is ethical, lawful, and does not incur substantial cost or negatively affect productivity. Personal use should comply with PDO's information security requirements and not involve inappropriate or illegal activities.

11.4 Further Information and Guidance on Communications

For further information and more detailed rules and procedures, please consult relevant PDO internal and external communication policies and seek guidance from Finance, IT or External Relations Departments.



12. Ethical Decision Making

Ethical decision making is essential for maintaining trust and integrity within PDO. Employees are encouraged to use the following principles when faced with difficult decisions.

When in doubt ask yourself:

1. **Does it feel right?**
2. **Does it align with our Code of Conduct and Policies?**
3. **Is it in the best interest of PDO?**
4. **How would I feel if my actions were made public to my family and friends?**

12.1 Guidelines for Ethical Decision Making

When in doubt, ask yourself the following questions to guide your actions:

1. **Does it feel right?** Trust your instincts. If something feels wrong or makes you uncomfortable, it may be unethical.
2. **Does it align with our Code of Conduct and Policies?** Ensure that your actions are consistent with PDO's Code of Conduct and internal policies. Familiarize yourself with these guidelines and refer to them regularly.
3. **Is it in the best interest of PDO?** Consider whether your decision benefits PDO and supports its mission and values. Avoid actions that could harm PDO's reputation or financial standing.
4. **How would I feel if my actions were made public to my family and friends?** Reflect on how your actions would be perceived if they were disclosed to the public. Would you feel proud, or would you feel ashamed?

12.2 Steps for Ethical Decision Making

Identify the Issue: Recognize the ethical issue or dilemma. Understand the facts and gather all relevant information.

Consider the Impact: Evaluate the potential impact of your decision on all stakeholders, including colleagues, contractors, and the community.

Seek Guidance: Consult with supervisors, the Ethics and Compliance Officer, or the Legal Department if you are unsure about the ethical implications of your decision.

Evaluate Alternatives: Consider all possible alternatives and their consequences. Choose the option that aligns best with Ethical Principles and other values and PDO's goals.

Make a Decision: Make your decision with confidence, knowing it is based on thorough evaluation and ethical considerations.

Take Responsibility: Be accountable for your decision and its outcomes. Learn from the experience and be prepared to make adjustments if necessary.

12.3 Examples and Case Studies

Example 1: Favor



Situation: A long-time supplier offers to expedite a shipment for PDO if you provide a personal recommendation for their CEO's son who is applying to a prestigious university.

Ethical Questions: Does providing the recommendation feel right? Does it align with PDO's anti-bribery policies? Is it in PDO's best interest? How would you feel if this favor were made public?

Action: Politely decline to provide the recommendation and report the offer to your supervisor and the Ethics & Compliance Department. Ensure that all interactions with the supplier remain professional and transparent.

Example 2: Networking Dinner

Situation: You are invited to a high-profile industry dinner by a vendor that has recently submitted a bid for a major contract. The dinner is positioned as a networking opportunity with other industry leaders.

Ethical Questions: Does attending the dinner feel right? Does it align with PDO's policies on gifts and hospitality? Is it in PDO's best interest? How would you feel if your attendance were made public?

Action: Assess the context and potential implications of attending the dinner. If it could be perceived as favoritism or influence, politely decline and report the invitation. Seek advice from the Ethics & Compliance Department if unsure.

Example 3: Family Employment

Situation: You receive a casual suggestion from a contractor during a project discussion that they might have an opening which your cousin could be a good fit for. There's no explicit connection made between this and your work with PDO.

Ethical Questions: Does considering this suggestion feel right? Does it align with PDO's conflict of interest policies? Is it in PDO's best interest? How would you feel if this conversation were made public?

Action: Politely steer the conversation back to the project at hand and avoid discussing your cousin's employment. Report the conversation to your supervisor to ensure there is no perceived conflict of interest.

Example 4: Research Funding

Situation: A potential vendor mentions they are looking to sponsor research projects and subtly suggests they could fund a project you are passionate about, without directly tying it to their bid in an upcoming tender.

Ethical Questions: Does considering this funding feel right? Does it align with PDO's policies on conflicts of interest and bribery? Is it in PDO's best interest? How would you feel if this funding arrangement were made public?

Action: Politely express interest in their research sponsorship but ensure it is not tied to any business decisions. Report the conversation to your supervisor and the Ethics & Compliance Department.

Example 5: Complimentary Services



Situation: A current vendor offers to provide complimentary IT support for your personal home office during a casual conversation, framing it as a friendly gesture rather than a business-related offer.

Ethical Questions: Does accepting the IT support feel right? Does it align with PDO's anti-bribery policies? Is it in PDO's best interest? How would you feel if this service were made public?

Action: Politely decline the offer, explaining that accepting such services could create a conflict of interest. Report the incident to your supervisor and the Ethics & Compliance Department.

12.4 Creating an Ethical Culture: leaders lead the way!

Promoting Transparency:

Encourage open communication and transparency in all business activities. Ensure that employees feel comfortable discussing ethical concerns without fear of retaliation.

Leadership Commitment:

Leadership should model ethical behavior and decision making. Demonstrate commitment to PDO's values and principles through actions and decisions.



13. Reporting Concerns

13.1 Reporting Violations

Employees are encouraged to report any violations of this manual or other compliance concerns. Reports can be made openly or anonymously through the channels described in "Blow the Whistle" procedure or directly to the Ethics and Compliance Officer.

13.2 Whistleblower Protections

PDO protects employees against retaliation and intimidation for reporting concerns in good faith. Malicious reporting, however, is not tolerated and may result in disciplinary action.



14. Manager's Responsibilities

14.1 Role of Managers

We depend on our managers to promote our ethical standards and act as role models for their teams. We expect managers to show leadership in following our Code and to maintain a culture of commitment to ethics and compliance, where it is normal to do the right thing and people feel confident about speaking up.

14.2 As a Manager You Must:

- ☒ Understand and follow this Code.
- ☒ Understand the main Code violation risks that apply in your business or function, and the procedures to mitigate them.
- ☒ Ensure your staff make time to complete promptly the Ethics & Compliance trainings assigned to them.
- ☒ Ensure your staff understand the procedures they should follow to avoid violating the Code, including recording gifts and hospitality and conflicts of interest in the GH&T and COI Registers.
- ☒ Make sure anyone new to your team is briefed promptly on this Code, the Code risks in their role, and where they can seek advice and support.
- ☒ Be alert to any violations of the Code and encourage your team members to speak up if they know or suspect a violation.
- ☒ If you are told of a possible violation of the Code, you have a duty to report it. You may refer it to the Ethics & Compliance, Legal or the "Blow the Whistle" procedure. You must also ensure you keep all reported concerns confidential. Never take it upon yourself to investigate the matter.
- ☒ Once decided by management at appropriate level, implement consequence management actions in response to a violation of the Code.



15. Review and Update of the Code

15.1 Regular Review

The Code of Conduct is owned by the Head of Ethics & Compliance and will be reviewed regularly to ensure it remains current with laws, regulations, and best practices. The Legal Directorate and the Ethics and Compliance Department will oversee this process.

15.2 Updates and Communication

Significant updates to the Code will be communicated to all employees through official channels. Training sessions will be conducted to ensure employees understand any new or revised policies.

15.3 Language of the Code

In the event of any inconsistencies or discrepancies between the different language versions of this document, the English version shall prevail. All translations of this document are provided for convenience purposes only, and the original English text will govern the interpretation and enforcement of its terms.



16. Your Personal Commitment to Compliance with this Code

As an employee and representative of Petroleum Development Oman you reaffirm your unwavering commitment to upholding the highest standards of ethical conduct and compliance with our Code of Conduct. This document serves as our guiding framework, ensuring that all actions, decisions, and interactions are conducted with integrity, transparency, and respect for our Ethical Principles.

We believe that our staff understand that adherence to these principles is not merely a prescriptive requirement but a fundamental aspect of our corporate identity. Each of us are responsible for embodying these values, promoting a culture of accountability, and fostering an environment where ethical behavior is recognized and rewarded.

By committing to this Code of Conduct, we pledge to act with honesty, integrity, fairness, and respect in all our professional activities. We recognize the importance of reporting any unethical behavior or potential violations, confident that such actions will be handled with the utmost discretion and in accordance with our established procedures.

Together, we strive to create a workplace that reflects our shared values and supports our mission to operate with excellence and integrity. Our commitment to compliance is a testament to our dedication to ethical business practices and our responsibility to each other, our stakeholders, and the broader community.