



Durrat Al Khaleej Al Arabi Company

for Marine Services, Public Transport, and Inspection and Examination
of Petroleum

Products

The Compliance Code of Integrity





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Durrat Al Khaleej Company (AGP) is the distinguished company in Iraq in the field of inspection, verification, and surveying. It was established in 2016 in response to the need of buyers and sellers for an independent, impartial, and reliable third party to undertake the task of surveying shipments of petroleum and other products. Today, with AGP's expansion and entry into new areas of expertise, it continues to perform the role of the independent and professional third party that can be relied upon by traders, producers, consumers, and governments alike.

This Code has been prepared in accordance with the Company's accredited Quality Management Systems, in addition to the Inspection System based on the ISO 17020 specification, both of which overlap with it.

AGP's success depends on the trust it earns day by day from its customers, employees, shareholders, and the communities in which it operates. This trust has been built through the collective efforts of generations of AGP employees. The Company is committed to maintaining this trust through the effective application of its Code of Integrity.



Application of the Code

The Code applies to all AGP employees, officers, and directors. Contractors, consultants, freelancers, joint venture partners, agents, subcontractors, and anyone working on behalf of or representing AGP must also abide by it.

Understanding the Code

Every AGP employee has a personal responsibility to read, understand, and comply with the principles of the Code. Employees are required to participate in periodic integrity training. Employees in managerial positions must ensure that all employees reporting to them have received the appropriate training, fully understood the Code, and are capable of adhering to it.

Seeking Guidance

AGP is committed to a culture that allows integrity and professional ethics issues to be raised and discussed openly. Support and guidance are available to help employees understand the Code and make the right decision when facing an ethical dilemma.



No Retaliation for Good Faith Reports

Employees are encouraged to speak up and report any concerns or suspicions of a Code violation. AGP guarantees that no one will face any form of retaliation or negative consequences as a result of seeking advice or reporting a Code violation. Disciplinary action will be taken against any retaliation against an employee who reports a violation in good faith.

The Culture of Integrity

AGP's Principles of Integrity:

Trust: It is our greatest asset and the foundation of our brand and reputation. Customers rely on our integrity, and this trust must be nurtured and preserved day by day, as it can be jeopardized in an instant.

Honesty and Transparency: In everything we do, we must be honest with ourselves, our customers, and our colleagues. There are no circumstances that justify lying, deception, or a lack of integrity.

Accountability: Every action or inaction has consequences. We bear the results of our choices and do not shift the blame to others.

Principles: We believe in acting ethically, fairly, and respecting others. Our decisions are guided by sound principles and standards of conduct, not by random choices or personal preferences.

Ask Yourself the Right Questions

- Do I suspect this action might be illegal or unethical?
- How would this decision look if it were published in a newspaper or discussed with my family and friends?
- Does the proposed action involve lying or not telling the truth?
- Could the proposed action endanger the safety or health of others?
- Could the proposed action harm AGP or its reputation?
- Does the transaction have a legitimate commercial purpose?

Zero Tolerance for Violations

Any breach of the Code of Integrity, no matter how minor, can harm AGP's reputation and brand, and will not be tolerated. Violations of the Code lead to disciplinary action, which may include termination of service and criminal prosecution in cases of serious violations.

Seeking Guidance or Raising Concerns

If there is any doubt about the meaning of the Code or how it applies to specific circumstances, employees must discuss the matter with their direct supervisor or manager, the Human Resources Department, or the Legal Department at AGP. Contact details for AGP's legal resources can be found on the Company's intranet. Employees can also discuss any matter related to this Code with Internal Auditors.

If it is not possible or appropriate for an employee to address concerns with direct management, they can always contact the Head of Compliance at AGP. Employees who discover or suspect a violation of the Code are encouraged to report it to the Head of Compliance.



Methods of Contacting the Head of Quality – Compliance Officer at AGP

- **Mail:** 1872 (Basra Post Office)
- **Report:** Support@agp-group.co
- **AGP Integrity Hotline:** +964 773 339 9909

AGP Integrity Hotline

The Integrity Hotline is managed by an independent service provider specializing in handling compliance and ethics concerns. In most cases, callers to the Hotline are able to speak to an employee and receive a response in their own language. All communications with the Integrity Hotline are treated confidentially and reported to the Head of Compliance at AGP, who ensures, when necessary, the protection of the identity of the whistleblower.

When communicating with AGP's Head of Compliance, HR Manager, Internal Auditor, or In-House Counsel Regarding the Code of Integrity.



The information provided is kept strictly confidential and is used only to respond to or address the issue raised. Whistleblowers are encouraged to provide their names and contact details, but they can also choose to remain anonymous. In this case, an appropriate communication method can be designed to allow the caller to receive feedback without revealing their identity.

Suspicious regarding breaches of the Code of Integrity raised to the Head of Compliance at AGP are investigated fairly. Where appropriate, the whistleblower is informed of the investigation results.



Integrity of Services

All AGP services must be executed professionally and honestly in accordance with agreed-upon standards, methodologies, and policies. AGP is committed to independence in judgment and is not subject to any pressure or temptations aimed at distorting results or changing the outcomes of inspection, certification, auditing, or testing. All findings must be adequately documented, and no false or misleading reports or certificates may be issued.

All results and data must be accurately documented and must not be unlawfully altered. Results and opinions issued by AGP are based on correct and accurate work files and activity reports, which are maintained in accordance with the relevant AGP Group policies.

Integrity of Financial Records

The information recorded in AGP's financial records must be truthful, fair, accurate, and timely. All transactions must be correctly and accurately recorded, and ledger entries must be supported by official documents issued by reliable sources. All records must also be maintained in accordance with applicable laws and AGP Group policies.





Conflict of Interest

In general, conflicts of interest, or even the mere appearance of a potential conflict of interest, must be avoided. Employees must inform their direct manager or the Head of Compliance at AGP immediately upon becoming aware that their personal interests, or the interests of their close relatives or close friends, may conflict with the interests of AGP.

A conflict of interest arises when an opportunity for personal gain compromises an employee's judgment, objectivity, independence, or loyalty to AGP. The same applies when an employee's close relatives or close friends have an activity or interest that conflicts with AGP's interests. Conflicts of interest can arise in various ways, and if in doubt, employees must seek guidance. Employees must immediately and in writing disclose any potential conflict of interest to their manager, and refrain from participating in the decision-making process as long as they are affected by a potential conflict of interest.



Definition of Close Relatives

The employee's close relatives include: spouse or partner, children and grandchildren, parents and grandparents, brothers and sisters, brothers-in-law and sisters-in-law, stepchildren, and any person residing with the employee. Where applicable, AGP subsidiaries may issue a local policy to expand this list to include other relatives in consideration of local customs.

Prior Approval Required

Some potential conflicts of interest faced by AGP employees can be managed by obtaining prior approval and appropriate authorization from the Company. These cases include:

- **Membership on Boards Outside AGP:**

Holding a position on the board of a company outside AGP, or the board of a professional or trade association, or taking up a political office at the local or national level, requires prior approval from the Head of Compliance at AGP. For members of a specialist Marine Board, prior approval is required from the Professional Conduct Committee.

- **Working Outside AGP:**

Taking a second job or additional work outside AGP requires prior written approval from the Subsidiary's General Manager and the Regional Human Resources Manager. However, some cases are not permitted, including:

- Working for an AGP client that receives services from the employee during their employment with the Company.
- Working for an AGP competitor.
- Working for a company that supplies goods or services to AGP.



Employment of Close Relatives

Hiring a close relative of a current AGP employee requires prior written approval from the Subsidiary's General Manager and the Human Resources Manager. Furthermore, hiring relatives of members of the Operations Management, managers of AGP's subsidiary activities, or their direct reports, requires prior written approval from the Head of Compliance at AGP. Under no circumstances is an AGP employee permitted to hire, supervise, or influence the terms and conditions of employment of a close relative.

Prohibited Cases (Conflict of Interest)

There are some situations that AGP employees are prohibited from entering into, which include:

Self-dealing:

- Personally offering or participating in any form of professional or consulting services to a client or potential client of AGP.
- Competing with AGP or working for a competitor.
- Achieving personal gain, or enabling a close relative to achieve personal gain, through misuse of a position within AGP or access to Company information.

Personal Investments in Suppliers, Competitors, or Clients:

- Dealing with an AGP supplier or subcontractor in which the employee or one of their close relatives holds a significant stake or direct or indirect financial interests is not permitted, unless:
 1. The potential conflict has been transparently disclosed to the employee's direct manager.
 2. The employee affected by the conflict refrains from participating in the purchasing process.
- Personal investment in an AGP supplier, subcontractor, competitor, or client is not permitted, except in the case of purchasing shares via a public stock market.





Use of Company Assets and Resources

AGP employees bear the duty to properly protect and utilize the Company's assets and funds under their control. The use of AGP assets or resources for any form of personal benefit or private gain is not allowed.

Use of Information Technology Resources

Company computers, network systems, and electronic communication tools must be used for professional purposes only, and in accordance with AGP policies. The use of email, the internet, and any other electronic communication media may be monitored and tested by AGP (when permitted by relevant privacy laws) in cases of suspected misuse.



Bribery and Corruption

AGP does not engage in any form of bribery or corruption in any of the countries in which it operates. Employees, or any person working on behalf of AGP, must not offer or pay any sums of money to government officials, whether directly or indirectly, or offer any gifts or entertainment with the aim of influencing their decisions or encouraging them to grant an undue advantage to AGP. This principle also applies to officials and employees of private entities.

Any AGP employee who receives a request for a bribe must immediately report the matter to their direct manager and/or the Head of Compliance at AGP.

No Payment for Business

AGP does not pay or offer any form of illicit incentives for the purpose of obtaining business or contracts for the Company.

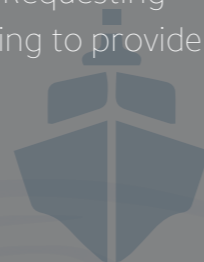
Intermediaries and Contractors

AGP does not use the services of third parties to pay bribes, illegal commissions, or illicit amounts on its behalf. AGP also does not use the services of intermediaries, agents, consultants, partners, or joint ventures for this purpose.

Procurement

AGP employees responsible for purchasing goods and services from suppliers or selecting subcontractors must do so with the sole objective of ensuring the best overall value for these services, taking into account the supplier's quality and reputation. Where appropriate, competitive bids must be obtained before selecting a supplier or subcontractor.

AGP does not award contracts based on personal preferences. Requesting any form of personal advantage from suppliers or anyone seeking to provide services to AGP is strictly prohibited.



Intermediaries and Contractors

AGP does not deal with partners or contractors where there is suspicion that they may engage in corrupt practices or illicit business activities. No intermediary or sales agent may be contracted unless a due diligence process has been conducted to ensure their suitability, and to ensure that their remuneration is commensurate with the services provided.

Requests for contracting intermediaries must be supported by a member of the AGP Operations Board and approved by the Professional Conduct Committee. Intermediaries must also be provided with a copy of this Code, sign and acknowledge it, and commit to its principles in all aspects of their relationship with AGP. AGP employees responsible for managing intermediaries are responsible for periodically following up on their compliance with the Code.



Facilitation Payments

Facilitation payments are small, one-time sums paid to expedite or facilitate a low-level government employee's performance of a routine action that AGP is legally entitled to obtain. Requests by officials for such payments must be strongly resisted and should only be granted if refusal might harm the safety of employees or expose AGP's business to significant risks.

Reporting and Accountability

In the rare cases where facilitation payments must be made, the employee who made or authorized the payment must submit a written report explaining why the payment could not be avoided, the amount paid, the date of payment, and the recipient. These payments must be recorded in a way that allows for review and auditing.

According to local practices and legislation, AGP subsidiaries may implement more detailed and restrictive rules or completely prohibit the payment of such payments.

No Adverse Consequences for Refusing a Bribe

No AGP employee will face any penalty for refusing to pay a bribe, refusing to engage in corrupt practices, or refusing to pay facilitation payments.



Political and Charitable Donations

AGP is committed to a strict policy of neutrality in the political process in any country in which it operates, and it does not make any political or religious donations. AGP does not provide any funds or resources to any political party, elected official, or candidate for public office in any country, nor does it support any political campaign. It also does not support any religious organization.

Charitable Contributions

Donations made by AGP to charitable organizations or direct investments in non-profit programs within the communities in which it operates (including aid for emergency relief efforts following natural disasters, or funding for education, healthcare, scientific research, or similar non-profit investments) require prior written approval from the Chief Operating Officer responsible for the relevant region.

Charitable contributions that exceed the value of one million Iraqi Dinars (IQD 1,000,000) require prior approval from the Professional Conduct Committee at AGP. Approval will not be granted for any charitable contribution if the purpose is, or could appear to be, to influence government officials or third parties to grant undue advantages to AGP.



Gifts, Hospitality, and Entertainment

No gift, hospitality, or entertainment may be given or accepted if it could unduly influence or appear to unduly influence business decisions. Gifts, hospitality, and entertainment must not exceed what is customary in normal business relationships. Any form of entertainment that could harm AGP's reputation must also be avoided. The following rules clarify the expected conduct of AGP employees. Subsidiaries may establish more detailed and restrictive policies for their employees, taking into account local circumstances.

Gifts Received by AGP Employees

AGP employees must not accept the following:

- Any cash payments, gratuities, loans, or cash equivalents from suppliers or clients.
- Any personal gifts, services, entertainment, or hospitality provided in relation to the services performed by AGP.
- Employees involved in purchasing decisions or supplier selection must not accept personal gifts from suppliers or potential suppliers.

Only customary hospitality and entertainment are permitted, including participation in trade shows and similar professional events sponsored by suppliers.



Reporting Duties and Obtaining Approvals

Employees must report and obtain prior approval from the General Manager of the AGP subsidiary before accepting any gift exceeding the value of fifty thousand Iraqi Dinars (IQD 50,000). For gifts exceeding one hundred thousand Iraqi Dinars (IQD 100,000), approval must be obtained from the Head of Compliance at AGP. If received gifts cannot be refused or returned without causing offense, the employee who received the gift must choose an appropriate way to dispose of it, such as donating it to a charitable organization.

Gifts to Business Relations from AGP

Personal gifts offered by AGP to clients or business relations require prior approval from the Subsidiary's General Manager for any gift exceeding one hundred thousand Iraqi Dinars (IQD 100,000), in addition to the approval of the Head of Compliance at AGP for gifts exceeding five hundred thousand Iraqi Dinars (IQD 500,000).

The covering of travel and accommodation costs for government officials or business partners for AGP-sponsored events, or for the purpose of visiting one of the Company's operations, requires prior approval from the Chief Operating Officer (COO). If the cost of travel and accommodation exceeds the value equivalent to one million Iraqi Dinars (IQD 1,000,000), approval must be obtained from the Head of Compliance at AGP.

Fair Competition

AGP conducts its business according to competitive and fair market practices and does not engage in any understandings or agreements with competitors that would distort or unduly influence the markets in which it operates.

Specifically, AGP does not participate in discussions related to pricing, contractual terms, market allocation, or the division of territories or customers. It also does not discuss competitive bidding processes with competitors. AGP does not market its services and capabilities in a deceptive or misleading manner, nor does it make abusive or false claims about competitors. Furthermore, it does not obtain confidential information about competitors using illegal or unethical means.

Given the complexity of competition laws and their variation from one jurisdiction to another, advice must be sought from AGP's legal resources when needed.



Employee Relations

Non-Discrimination

All AGP employees must be treated and evaluated solely based on their job-related skills, qualifications, conduct, and performance. All aspects of the employment relationship at AGP are based on the principle of equal opportunity, regardless of race, color, gender, religion, political affiliation, union membership, nationality, sexual orientation, social origin, age, or disability. No form of discrimination based on these criteria is permitted.

Bullying and Sexual Harassment

Any form of abuse, harassment, or bullying is prohibited. Unwelcome sexual advances, requests for sexual favors, or any inappropriate physical contact are not permitted. All employees are expected to treat their colleagues with respect. Employees must be honest and respectful at all times when dealing with members of their teams, colleagues, and management. This also applies to AGP's clients, suppliers, their employees, and management.

Based on Iraqi Labour Law No. 37 of 2015



Prohibition of Child or Forced Labor

AGP does not employ children below the age for completing compulsory education or, in any case, below the age of 16. If young people aged between 16 and 18 are employed, they are protected from any type of work that may harm their health, well-being, safety, or education. AGP does not engage in any form of slavery, the sale or trafficking of children, debt bondage, serfdom, or forced or compulsory labor. Under no circumstances does AGP use any form of forced labor, bondage, or prison labor.

Freedom of Association

AGP recognizes its employees' right to form and join trade unions and to engage in collective bargaining. In cases where the right to freedom of association or collective bargaining is restricted by law, AGP facilitates parallel, independent, and free means of assembly and negotiation. Employee representatives are afforded the necessary time and facilities to perform their representative functions.

Commitment of Suppliers and Subcontractors

AGP does not deal with suppliers or subcontractors that use forced labor or child labor, and it applies reasonable due diligence and follow-up procedures to ensure compliance.

Compliance of Suppliers and Subcontractors

AGP is committed to ensuring that suppliers and subcontractors comply with this requirement, and it reasonably uses due diligence and follow-up procedures to achieve this.



Environment, Health, and Safety

Based on Iraqi Environment Law No. 27 of 2009 and Iraqi Labour Law No. 37 of 2015

Environment

AGP seeks to minimize the impact of its activities on the environment by promoting the efficient use of natural resources, reducing and preventing pollution, and minimizing the emission of harmful substances and greenhouse gases.

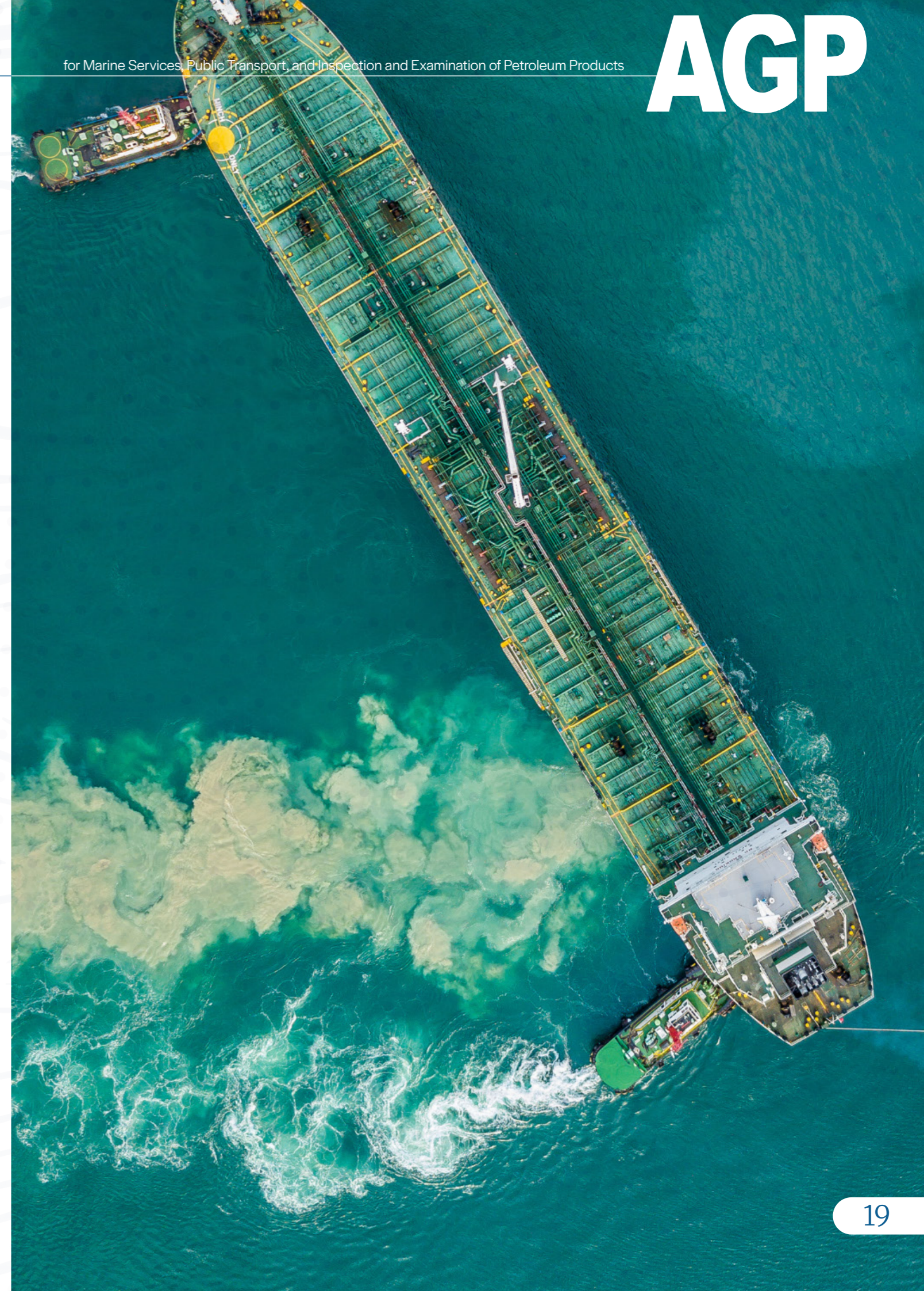
Health and Safety

Safe working environments, appropriate conditions, and equipment must be provided for employees, with necessary measures taken to prevent injuries and occupational diseases. AGP employees are expected to report and record any work accident or pollution incident in accordance with Company policies or relevant laws. No employee will face disciplinary action as a result of reporting an accident or pollution incident.

Confidentiality

AGP respects and protects confidential information entrusted to it by clients and third parties during the course of business and takes appropriate measures to prevent its accidental disclosure. AGP also respects the privacy and nature of its employees' personal information, and it only collects or retains personal data of employees, clients, or business partners to the extent necessary to operate its business effectively or to comply with legal requirements. No employee may seek access to personal or confidential data except for a legitimate business purpose.

Employees must maintain the confidentiality of AGP's information and the personal data of their colleagues, and must not disclose or discuss any sensitive information related to the Company's financial performance, investments, strategies, plans, or clients. This obligation continues even after the employment relationship has ended.





Durrat Al Khaleej Al Arabi (AGP)

Intellectual Property

AGP protects its intellectual property and respects the intellectual property of others. Through the work and innovative capacity of its employees, AGP generates valuable ideas. AGP's intellectual property plays a pivotal role in achieving a competitive advantage and must be protected from any disclosure or misuse. AGP's intellectual property can take various forms, including processes, designs, methodologies, operational procedures, commercial and marketing strategies, client information, and pricing and cost models.

Employees may not disclose, copy, or use this intellectual property except for its designated purpose. Employees must apply the same level of care when handling clients' intellectual property.

AGP does not knowingly infringe upon the intellectual property of any third party. The use of unlicensed software, the use or reproduction of copyrighted material without permission, or the knowing violation of a valid patent are prohibited.



External Communications

As a company entrusted with auditing by the Statutory Auditor, AGP is subject to disclosure obligations aimed at enabling investors to make informed and timely investment decisions. AGP provides consistent, accurate, transparent, and clear information to its shareholders, investors, the market, and the public in general regarding its business and activities. Communications directed to shareholders and investors regarding AGP, its business, and its financial performance must only be issued by authorized persons.

No employee may speak on behalf of AGP, discuss or disclose any Company information to the media, financial analysts, current or potential investors, or issue any public statement in AGP's name unless specifically authorized to do so.

Personal opinions related to religion, politics, or any inappropriate content must not be expressed on official Company letterheads, emails, or any other context that might make those opinions or materials attributable to AGP.

When participating in online discussion forums and social media, AGP employees must adhere to the Code of Integrity and the Company's Social Media Policy.



Insider Trading

Employees are prohibited from pursuing any personal investment or business opportunity based on non-public information related to AGP, its clients, or its suppliers. Employees are also prohibited from trading in AGP shares or any other securities using inside information that is not available to the public.

Employees are prohibited from trading in shares, options, or any other securities issued by AGP while in possession of material non-public information, which, if disclosed, could affect the Company's share price. Information is considered non-public if it has not been formally disclosed by AGP in accordance with the regulations of the Registrar of Companies and the Iraqi High Maritime Authority.

Inside information typically includes undisclosed financial results, preliminary group strategic plans, acquisition and merger proposals, and planned changes in senior management. Advice must be sought from AGP's legal resources before any transaction that might fall into this category.

In the course of its business, AGP may sometimes obtain material non-public information relating to clients or third parties. Employees are prohibited from trading in the shares of clients or third parties while in possession of such confidential information.

The passing on of any of this information or the provision of investment advice to third parties or close relatives based on internal knowledge acquired during employment at AGP is also prohibited.

Compliance with Laws

AGP is committed to Iraqi Anti-Corruption Law No. 30 of 2011. AGP complies with the applicable laws in the countries where it conducts business. The legislation covering the various aspects of the Company's activities can be complex, so employees must be aware of the rules that apply to AGP and to them as individuals. In case of doubt, legal advice must be sought from AGP's resources. Ignorance of the law is not an excuse. When this Code or AGP's policies impose stricter standards than those imposed by applicable laws, employees must adhere to the stricter standards. In case of doubt about how to resolve a conflict between this Code and applicable laws, guidance must be sought.

During the course of AGP's business, employees may be contacted by regulatory bodies or government officials regarding an investigation concerning the Company. In case of non-routine requests for information or documents, employees must seek advice from AGP's legal counsel. No person working on behalf of AGP may attempt to mislead, conceal evidence, destroy documents, or obstruct any legitimate investigation in any way.



AGP

Implementation

The Code of Integrity has been approved by the General Manager of AGP. The Professional Conduct Committee oversees its application and ensures adherence to it.

Effective Date

The Code of Integrity became effective as of December 2025.

Policies



- Statement of Pledge and Policy
- Information Confidentiality Pledge
- Code of Professional Conduct
- Environmental and Energy Policy
- Anti-Bribery Policy
- Ethics Policy
- Health and Safety Policy



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