



Code of Conduct: Anti-Corruption, Fraud and Business Ethics

Effective date: 15 September 2026 | **Approved by:** Sean Ray, CEO

Procurement Group, Inc. (PGI), a Texas-incorporated reseller doing business in Angola, is committed to conducting business honestly and complying with applicable U.S. and Angolan laws, including the U.S. Foreign Corrupt Practices Act (FCPA).

This policy applies to directors, employees and anyone acting on PGI's behalf. Suppliers and subcontractors must follow these standards in their dealings with PGI.

1. No bribery or corruption

Never offer, promise, give, request or accept bribes, kickbacks or anything intended to improperly influence a decision, directly or through others. This applies to private businesses, government officials and state-owned companies. Unofficial payments to speed up government actions are prohibited.

2. No fraud or false records

Do not misuse funds, falsify invoices, inflate expenses or misrepresent products, origin, quality or certifications. Record all transactions accurately and support them with proper documentation.

3. Gifts and hospitality

Gifts, meals and entertainment must be modest, lawful and for a legitimate business purpose, with prior written management approval. Cash, cash equivalents and anything intended to improperly influence a decision are prohibited.

4. Conflicts of interest

Disclose personal, family or financial interests that could affect business decisions. Step back from the decision until management has reviewed the conflict.

5. Supplier and subcontractor risk mapping

Before engagement, PGI will verify business identity and ownership, screen the company and its owners against applicable U.S. sanctions lists, and obtain a business credit check. If a credit report is unavailable, obtain financial information or trade references and document the limitation.

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Record the results in a supplier register:

Risk level	Findings	Required action
Low	No sanctions concern identified; credit information is satisfactory.	Normal approval.
Medium	No sanctions concern identified; limited credit history or financial concerns.	Written management approval and appropriate payment safeguards.
High / Hold	Potential sanctions match, unclear ownership or serious financial concerns.	Pause engagement and escalate for further review.

Resolve sanctions concerns before proceeding, including restrictions arising from ownership. Management approval cannot override a legal prohibition.

Review active suppliers and subcontractors annually and when ownership or material circumstances change. Refresh sanctions screening before new orders and payments. Keep dated records of checks and approvals.

Check agents and business partners before engagement. Commission and service fees must be reasonable, documented and approved.

6. Fair and honest dealing

Select suppliers on legitimate commercial grounds. Bid rigging, misuse of confidential information and misleading statements are prohibited. Customs declarations and local-content representations must be truthful.

7. Reporting concerns

Report suspected misconduct promptly to your manager or a company director. If that person is involved, report to another director or owner. PGI will review concerns fairly, maintain confidentiality as far as reasonably possible and prohibit retaliation for good-faith reporting. Employees may report concerns to the authorities.

8. Ethics violation warning procedure

Management will review the facts, allow the person or business involved to respond, and document the outcome.

- **Minor first violation:** Written warning stating the issue, required correction and deadline.

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- **Repeated or uncorrected violation:** Final written warning and possible suspension of duties or new business.
- **Serious misconduct:** Bribery, fraud, or other serious violations may lead directly to dismissal or termination of the business relationship, subject to applicable law and contract terms, and referral to authorities where appropriate.

Management will confirm that corrective actions are completed. These steps do not guarantee a warning before termination.

9. Compliance audit

PGI will conduct a proportionate annual compliance audit covering supplier and subcontractor screening, credit checks, payments, supporting records and compliance with this policy. PGI may conduct additional reviews when concerns arise.

Where practical, the reviewer should be independent of the activity being reviewed. Report findings to management, assigning a responsible person and deadline for each corrective action. Management will verify completion and retain the audit records.

No sales target or business opportunity justifies violating this policy. When unsure, stop and seek guidance.



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