



Standards of
Business Conduct
October 2013

Message from the Managing Director

At British American Tobacco Bangladesh, we are committed to acting responsibly at all times. We take comfort and pride in knowing that we will do the right thing and behave in the right way. What is more, we see this as critical to the sustained high performance of our business in the long term. It is therefore a key element of our business strategy.



The Standards of Business Conduct of the Company express the high standards of business integrity that the Company requires from the employees. These are based on our beliefs and values and underpin our commitment to honesty, integrity and transparency by applying those principles to the specific situations that arise in our day-to-day business life.

The Standards are intended to support all of us in ensuring, not only that our conduct remains lawful, but also that it is in line with the high standards that we expect of ourselves. The standards do this by making clear the rules that govern our business conduct and by providing guidance to help us to make appropriate judgments and decisions in the course of our work. These are applicable to all employees and the Company, without exception. Everyone in British American Tobacco Bangladesh is responsible for upholding their requirements. Failure to observe the Standards is a cause for disciplinary action, which could involve dismissal.

The Company wants an open culture where people feel secured in seeking advice or in raising concerns. If you are unsure of what to do in particular circumstances or have concerns about suspected wrongdoing at work, then you have an obligation to speak up. The Company's whistleblowing policy and procedures enable you to do so in confidence and without fear of punishment, provided that you act in good faith.

The Standards of Business Conduct have been in place for many years and are kept under review to ensure that they remain at the forefront of best business practice. This latest version has been revised to reflect the latest developments and issues affecting corporate conduct and values. Corruption not only damages economic, social and political development, but also restricts free and fair competition and so harms legitimate and responsible businesses such as British American Tobacco Bangladesh. It is completely unacceptable for our Company and employees to be involved or implicated in any way in corrupt practices.

We all have a personal responsibility to uphold the Standards that we set for ourselves and to act in ways that maintain and improve the reputation of British American Tobacco Bangladesh. It is important therefore that we all take time to ensure that we know what is expected of us and that we live up to that expectation both in what we say and in what we do. By following the letter and the spirit of the Standards of Business Conduct, we can all help to ensure that British American Tobacco Bangladesh continues to be an organisation which not only delivers excellent financial returns, but is also one for which we are proud to work.

Shehzad Munim
October 2013

Contents

Message from the Managing Director	.....	1
Introduction	.....	3
Whistleblowing	.....	5
Personal and Business Integrity		
Conflicts of Interest	.....	6
Bribery and Corruption	.....	8
Entertainment and Gifts	.....	10
Public Contributions		
Charitable Contributions	.....	12
Corporate Assets and Financial Integrity		
Accurate Accounting and Record-Keeping	.....	13
Protection of Corporate Assets	.....	14
Confidentiality and Information Security	.....	15
Insider Dealing and Market Abuse	.....	16
Media Interviews	.....	17
National and International Trade		
Competition and Anti-Trust Laws	.....	18
Money Laundering and Anti-Terrorism	.....	20
Trade in the Company's Products	.....	21
Sanctions	.....	22

Introduction

These Standards of Business Conduct set out the rules and policies that everyone working for British American Tobacco Bangladesh must follow, while also providing support and guidance to assist our people to ensure that their conduct meets the high standards expected of them.

These Standards of Business Conduct have been adopted in order to promote the application of consistently high standards of corporate conduct throughout the Company.

Where strict application of these Standards would conflict with any law of the country, the latter will take precedence and derogations from these Standards are permitted in the Standards adopted by the Company to the extent necessary to comply with the law.

It is a fundamental policy of British American Tobacco Bangladesh that the Company and all employees must:

- observe and comply with the laws and regulations applicable to them; and
- act with high standards of business integrity.

You must always act in accordance with the law. But your obligation to act with high standards of business integrity goes beyond strict legal compliance. It means:

- behaving responsibly;
- conducting business in a manner which is honest, sincere, and trustworthy;
- acting in accordance with accepted standards of behaviour; and
- always choosing what you truly believe to be the right course of action.

The following sections set out the Company policy and provide guidance on a number of specific areas relevant to the conduct of the Company's business.

These Standards are, however, by no means exhaustive. All employees should make sure that they are familiar with, and that they adhere to:

- all other applicable Company Policies, Company Principles and Company Standards;
- the rules and policies of the Company for which they work; and
- all laws and regulations applicable to them and their area of work.

Although these Standards cannot cover every situation which you might encounter in your work, they do provide a sound basis for identifying the principles which should always govern your conduct. You should supplement these Standards with your own common sense and judgement, making sure that you follow their spirit as well as their content.

It is recognised that there will not always be a clear answer. In cases of doubt, or whenever any question arises as to the proper course of action, you should ask yourself the following questions:

- Am I comfortable with what I propose doing?
- Would I be comfortable explaining my conduct to the Board of my Company, my family or friends or the media?
- Who does my conduct affect and would it be considered fair by those affected?

If the issue cannot be resolved in this way, then you should discuss the situation with your colleagues and, if necessary, seek guidance from your manager (or the next level of management) or from your Head of Legal.

All employees of the Company are expected to know, understand and follow these Standards or, as appropriate, the Standards adopted by the Company for which they work.

These Standards apply to all directors, officers and permanent employees of the Company, but also to secondees, trainees, those on work experience and other temporary staff. If you are responsible for engaging and/or supervising individuals in such roles, you should ensure that they are familiar with the Standards and their obligations under them.

Contractors, agents and consultants engaged on behalf of the Company are expected to apply standards of business conduct consistent with the Standards.

If you are responsible for engaging and/or supervising contractors, agents or consultants on behalf of the Company, then you should seek their cooperation in adhering to the Standards – including, wherever possible, a contractual commitment to act consistently with the Standards when working on the Company's behalf.

Employees should report any breaches or inconsistent behaviour by any such third party.

Company procedures may require specific steps to be taken, including, where appropriate, due diligence checks and the inclusion of specific contractual terms, in relation to certain types of contractors, agents and consultants.

Introduction

Those who supervise others have additional responsibilities under the Standards. They must:

- make sure that those reporting to them know and understand the Standards;
- monitor the conduct of those they supervise to satisfy themselves that it meets the Standards;
- enforce the Standards consistently; and
- support employees who, in good faith, raise questions about business conduct or concerns of wrongdoing.

If you supervise others, you should make every effort to promote compliance and high standards of business conduct by example. You should show by your own behaviour what it means to act with integrity.

In addition, you should make sure that those reporting to you have sufficient support and resources to enable them to adhere to the Standards. You should always be willing to take the time to listen to and guide those who come to you with questions or concerns arising under the Standards.

No manager has the authority to order or approve any action that is contrary to the Standards, or to any applicable law or regulation, and the Standards must not under any circumstances be compromised for the sake of results.

Employees have a duty to report incidences of non-compliance with the Standards and any other incidences of wrongdoing at work.

If you are instructed by your manager or supervisor to do something which involves, or appears to involve, an illegal activity or a breach of the Standards, you should immediately bring the matter to the attention of local senior management or the Head of Legal, or a 'Designated Officer' under the Whistleblowing Policy or whistleblowing procedure.

The Standards absolutely prohibit retaliation against employees who in good faith report information or raise questions about possible violations of the law or the Standards.

Disciplinary action will be taken for violations of law or the Standards, as appropriate, including termination of employment.

Violations of the Standards, or of any laws or regulations governing our operations, may have severe consequences for the individuals concerned and for the Company. Any failure to follow the Standards that involves a criminal act could result in prosecution after referral to the relevant authorities.

At the end of each year, the Managing Director of the Company and Head of Function is required formally to confirm that the Company or department for which they are responsible complies with the Standards.

The Managing Director and Heads of Function must make every reasonable effort to ensure that their declaration of compliance is accurate and truthful. They should implement their own sign-off process within the Company or department which is sufficiently comprehensive to enable them to satisfy themselves in this regard (save to the extent that any matter is being actively and wrongfully concealed).

Terminology

- 1) In this document, references to 'the Company' refer to **British American Tobacco Bangladesh**.
- 2) All references to 'employees' in this document include, where the context admits, **directors, officers and permanent employees of the Company and also temporary staff, including secondees, trainees and those on work experience**.
- 3) For convenience, this document refers to employees as 'he' but it applies equally to all employees, regardless of gender.

Whistleblowing

Any employee who suspects wrongdoing at work is strongly encouraged to raise his concern in confidence through the whistleblowing procedure.

Anyone who raises a genuinely held concern in good faith concerning a matter which he reasonably believes to be true will not suffer any form of reprisal or retribution as a result. This will be the case even where the individual raising the concern is mistaken and there is no case to answer.

Harassment or victimisation, including informal pressure, of anyone raising a genuine concern will not be tolerated, and any such conduct will itself constitute a breach of the Standards of Business Conduct and will be treated as a serious disciplinary matter.

While no one who comes forward in good faith has anything to fear, false allegations raised maliciously will be treated as misconduct and dealt with in accordance with the Disciplinary Procedure.

Examples of suspected wrongdoing that should be raised in this way include:

- the commission of a criminal offence, including fraud, money laundering or bribery and corruption;
- a failure to comply with any legal obligation or any other unlawful act or omission;
- an act or omission which will, or is likely to, unlawfully endanger the health or safety of an individual or unlawfully damage the environment;
- a breach of human rights;
- accounting malpractice or falsification of documents;
- any other breach of the Standards of Business Conduct or any other applicable Company Policy, Company Principle or Company Standard;
- a miscarriage of justice; and
- concealment of any of the above.

This list is not exhaustive. A concern should be raised irrespective of whether the suspected wrongdoing has occurred, is occurring or is likely to occur.

This procedure is not intended for use where you are unhappy with your personal employment position, for example lack of promotion or a smaller than expected wage increase – the Company's Grievance Procedures are available in those cases.

An individual who is concerned about actual or suspected wrongdoing and who wishes to report the matter formally for investigation should raise it with his line manager. The line manager should immediately refer the matter to a Designated Officer for investigation but must otherwise keep all details confidential.

Where an individual feels unable to raise his concern with his line manager, for whatever reason, it should be raised directly with a Designated Officer or with an HR manager, who will then refer it to a Designated Officer.

Concerns raised in this way will be investigated fully and the identity of the person raising the concern will be kept confidential.

When the investigation has been completed, the person who raised the concern will be informed of the outcome by the Designated Officer.

The Company has implemented whistleblowing procedure to supplement this policy.

The Company Designated Officers, with whom any employee may raise a concern, are:

- Managing Director
- Head of Finance,
- Head of Legal

They can each be contacted by their respective e-mail or bolun@bat.com, by telephone (+88 02 8822791-5), or by writing to them at British American Tobacco Bangladesh, New D.O.H.S Road, Mohakhali, Dhaka-1206.

While concerns may be raised anonymously, you are strongly encouraged to report matters in confidence rather than anonymously. A full investigation of your concern may not be possible without your cooperation, and proper feedback cannot be provided to those who remain anonymous.

The Company's whistleblowing procedure identifies Designated Officers and enables staff to raise concerns in a language with which they feel comfortable.

This policy and the whistleblowing procedure are operated on behalf of the Audit Committee of the Board of British American Tobacco Bangladesh and are independent of management.

Conflicts of Interest

A conflict of interest will arise in any situation where your position or responsibilities within the Company present an opportunity for you or any close relative to obtain a personal gain or benefit (apart from the normal rewards of employment), or where there is scope for you to prefer your personal interests, or those of any close relative, above your duties and responsibilities to the Company.

Employees must avoid situations where their personal interests might, or might appear to, be in conflict with the interests of the Company.

A situation will give rise to the appearance of a conflict of interest where it provides the opportunity for personal benefit, regardless of whether the benefit is in fact obtained.

The guiding principle is that an employee must disclose to higher management any actual or potential conflict of interest.

You should, in the first instance, disclose conflicts and potential conflicts to your line manager. If the line manager has any doubt about whether the situation is permissible or not, then he should seek guidance from higher management and/or Head of Legal.

Any situation which gives rise, or might give rise to a conflict of interest should be disclosed as soon as it arises and, where required, written authority to proceed should be sought.

Additionally, in the case of any director of the Company, disclosure should be made to, and approval sought from, the Board of the Company at its next meeting, and the decision should be recorded in the minutes.

Actual and potential conflicts of interest must also be disclosed each year during the year end formal confirmation of compliance with the Standards.

A potential conflict of interest will arise where an employee is in a situation which could develop into an actual conflict of interest, for example if he were to change role within the Company.

Potential conflicts must be disclosed in order that management may continue to monitor the situation to ensure that no actual conflict develops.

The Company maintains a 'conflicts log' which records the details of all actual or potential conflicts of interest disclosed by their employees and the action taken in respect of them.

The Company Secretary of British American Tobacco Bangladesh is responsible for maintaining the 'conflicts log'.

Accordingly, managers should ensure that any actual or potential conflicts of interest disclosed to them are notified to the person responsible for maintaining the relevant conflicts log.

It is not possible to list all situations or relationships which may give rise to a conflict of interest, or the appearance of one, so each situation must be evaluated on its individual facts. However, examples of situations where conflicts of interest may arise, and the principles which should be applied, are given below.

Employees may not exploit knowledge or information gained from employment within the Company or take advantage of a corporate opportunity in order to obtain a personal gain or benefit for themselves or for any close relative, without first disclosing their intention to do so and obtaining written approval.

A corporate opportunity means any business opportunity which properly belongs to the Company.

Employees may not work for or on behalf of any third party organisation without obtaining authority to do so. Some arrangements of this kind are never permissible, for example where they involve:

Working for or on behalf of a third party organisation includes taking on a second job, serving as a director or consultant, or otherwise performing services for any organisation outside the Company, including any charitable or other not-for-profit organisation.

- a competitor of the Company; or
- any customer or supplier with whom you deal as part of your role within the Company.

This does not apply to any unpaid voluntary work which you may undertake in your own time, provided that it does not interfere with your duties and responsibilities to the Company.

For any other relationship of this kind, you must first disclose it and obtain written approval.

Personal and Business Integrity

Employees must disclose any material financial interest in any competitor, supplier, customer or other business with which the Company has significant business dealings.

Employees may not hold any material financial interest in a supplier, customer or other external business if they have any involvement in the Company's dealings with that business or supervise anyone with such involvement.

Save as may be expressly permitted in writing, no employee may hold a material financial interest in any business the activities of which are:

- in direct competition with the Company; or
- otherwise against the interests of the Company.

A 'material financial interest' means any financial interest which might influence, or appear to influence, your judgment. It does not include publicly traded mutual funds, index funds and similar pooled investments, where the individual investor has no say in which investments are included.

You may be permitted to retain a financial interest in a competitor, provided that:

- the interest was owned prior to your employment in the Company;
- the matter was disclosed in writing to your employing Company prior to your appointment; and
- the employing Company has not objected.

The prior ownership of any such interest by any director of the Company must be reported to its Board and noted in its next Board meeting's minutes.

The activities of employees' close relatives can sometimes create conflicts of interest.

Employees should disclose any situation where a close relative works or performs services for, or has a material financial interest in, any competitor, supplier, customer or other business with which the Company has significant business dealings.

No employee should have any business involvement with a close relative or with any business for which a close relative works or in which a close relative holds a material financial interest.

No employee should ever be in a situation where they have the ability to hire, supervise, affect terms and conditions of employment, or influence the management of any close relative.

A 'close relative' is someone with whom you have a close family or personal relationship such that it could give rise to a conflict of interest in the situations described. It includes any spouse, partner, parent, step-parent, child, step-child, sibling, step-sibling, nephew, niece, aunt, uncle, grandparent, grandchild (and any such relationships arising by marriage).

If you work within the Company or business unit as a close relative, you should disclose the relationship to your line manager.

Where there is a reporting relationship, direct or indirect, between two close relatives working in the same Company or business unit, management should take steps to ensure that neither has any managerial influence over the other.

In any case where two close relatives work within the same Company or business unit, the position should be kept under review by management in order to ensure that there is no possibility of unfairness or undue influence arising in the course of either employee's work.

Bribery and Corruption

Corruption causes distortion in markets and harms economic, social and political development, particularly in developing countries. It is wholly unacceptable for the Company and its employees to be involved or implicated in any way in corrupt practices.

The Company and employees must ensure that:

- they do not, directly or indirectly, offer, promise or give any gift, payment or other benefit to any person for the purposes of inducing or rewarding improper conduct or influencing any decision by a public official to the advantage of the Company;
- they do not, directly or indirectly, solicit, accept or receive any gift, payment or other advantage from any person as a reward or inducement for improper conduct; and
- their activities do not otherwise contravene any applicable anti-corruption measures.

'Improper conduct' involves the performance (or non-performance) of any public function or business activity in breach of an expectation that it will be carried out in good faith, impartially or consistently with any duty of trust.

Bribery is a common form of corruption. Broadly speaking, a bribe is any gift, payment or other benefit which is offered in order to secure an improper business or other advantage. A bribe need not be paid: it is sufficient that it is solicited or offered.

Virtually all jurisdictions have enacted specific legislation making it a criminal offence to offer or pay a bribe to any public official and many also make it a criminal offence for bribes to be offered to or accepted by employees or agents of private bodies, such as companies. In addition, the anti-bribery laws of many countries have extra-territorial effect, meaning that it is a criminal offence in those countries for their nationals to pay bribes in other countries.

The Company and its employees are prohibited from making facilitation payments (directly or indirectly), save in exceptional circumstances where necessary to protect the health, safety or liberty of any employee.

Employees should actively resist making such payments. In exceptional circumstances (such as those identified above) where there is no alternative but to make a payment, employees should, wherever practicable, seek prior legal advice or otherwise notify the Head of Legal as soon as possible after the payment is made. Any such payment must be recorded accurately in the Company's books and records.

Facilitation payments, sometimes called 'speed' or 'grease' payments, are generally defined as small payments made to secure or speed up the performance by a low-level official of a routine or necessary action to which the person making the payment already has legitimate entitlement.

Facilitation payments are considered to be a form of bribery, and are therefore illegal, in most countries. In addition, the laws of some countries, including the UK, make it a criminal offence for their nationals to make facilitation payments abroad.

The Company and its employees must take steps to ensure that improper payments are not offered or made, or solicited or received, on their behalf by third parties.

The Company can be held liable for the wrongful acts of third parties engaged to act on their behalf. Accordingly, you should always be diligent in selecting contractors, agents and consultants and in monitoring their activity.

The Company is expected to have in place controls and measures to prevent bribes being paid by persons performing services for or on their behalf, to include:

- due diligence procedures which are proportionate to the risk involved; and
- where appropriate, and to the extent appropriate, the inclusion of anti-corruption provisions in contracts with third parties.

The Company is also expected to provide training and support to ensure that staffs are aware of their obligations and to promote compliance with anti-corruption policies and procedures.

The Company's due diligence procedures should be designed to provide sufficient comfort that persons performing services for or on their behalf are reputable and will not pay bribes or otherwise breach any applicable anti-corruption policies in connection with the services that they are providing.

Contractual anti-corruption provisions should be appropriate to the nature of the services provided and the degree of risk involved, and should include suitable termination provisions.

For further advice and assistance, you should contact the Head of Legal.

The following are examples of corrupt or potentially corrupt activity which you should never engage in:

- offering or making an unauthorised payment, or authorising an improper payment (cash or otherwise) to a local or foreign official, or any related person or entity;
- attempting to induce a local or foreign official to do something illegal;
- ‘turning a blind eye to’ or failing to report any indication of improper payments or other inducements;
- offering or receiving any gift, payment or other benefit in relation to obtaining business or awarding contracts;
- establishing an unrecorded fund, such as a secret cash account or ‘slush’ fund, for any purpose;
- doing anything to induce or facilitate someone else to breach this Standard or ignore any violation;
- permitting an agent or representative engaged on behalf of the Company to take improper actions.

If in any doubt, or if more detailed advice is required, please contact the Head of Legal.

Entertainment and Gifts

The exchange of entertainment and gifts with business partners can build goodwill in business relationships and, within limits, is perfectly acceptable. However, some gifts and entertainment can create improper influence (or the appearance of improper influence), and might even be seen as bribes.

The Company and employees must not actively solicit or demand any form of entertainment or gift from any person or organisation outside the Company.

The Company and employees are permitted to offer or accept business entertainment and gifts without prior approval, provided that the entertainment or gift in question is:

- modest;
- appropriate and consistent with reasonable business practice; and
- permissible under all applicable laws.

The following are examples of entertainment and gifts which are usually acceptable without prior approval:

- Occasional meals.
- Occasional attendance at sports, theatre and other cultural events.
- Gifts of a token or modest amount.

The Company and employees must ensure that they do not, through the provision of any gift or hospitality, seek to influence any public official by providing any personal advantage, either to that official or to any other person at his request or with his assent or acquiescence. In this context, gifts to public officials will rarely be appropriate if they are of anything other than nominal value.

Some types of entertainment and gifts are never acceptable. These are:

- Any gift or entertainment that is illegal or prohibited by the other party's organisation.
- Gifts or entertainment involving parties engaged in a tender or competitive bidding process.
- Gifts or entertainment which may have, or may be seen as having, a material effect on any business transaction which has been, or which may be, entered into by the Company.
- Any gift of cash or cash equivalent.
- Anything that is offered as a *quid pro quo* (offered for something in return).
- Any inappropriate entertainment.

In determining whether a gift or entertainment is appropriate and consistent with reasonable business practice, you should consider the following factors:

- **Intent:** Is the intent only to build or maintain a business relationship or offer normal courtesy, or is it to influence the recipient's objectivity in making a specific business decision?
- **Materiality:** Is it sufficiently modest and infrequent?
- **Legality:** Is it legal both in your country and the country of the other party?
- **Transparency:** Would you be embarrassed if your manager or colleagues or anyone outside the Company became aware of the entertainment or gift?

Gifts valued at BDT 80,000 (eighty thousand only) or less in case of expenditure and BDT 10,000 (ten thousand only) or less in case of receiving gifts (from one source in any one calendar year) are considered to be a token or modest amount within the private sector.

Regulatory engagement is a necessary and proper part of our business. As such, interaction with public officials, and reasonable hospitality in that context, is permissible. However, special care must be taken when dealing with public officials. If in doubt, you should seek advice from the Head of Legal.

Cash equivalent includes gift certificates, loans, shares and share options.

Inappropriate entertainment means anything that is indecent, sexually explicit, does not comply with the Company's commitment to mutual respect or might otherwise adversely affect the reputation of the Company, having due regard in all the circumstances to the local culture.

Personal and Business Integrity

For any entertainment or gift that falls into neither category above, employees shall hand over the gift to the Company Secretary along with the filled in prescribed form available at the Corporate Policies database.

This includes:

- Any gift given to or received from any organisation or individual in the private sector which is valued at more than BDT 80,000 (eighty thousand only) in case of expenditure and BDT 10,000 (ten thousand only) in case of receiving gifts (from one source in any one calendar year).
- Any business entertainment given to or received from any organisation or individual in the private sector which involves local or overseas travel and/or overnight accommodation in excess of two nights.
- Any gift or entertainment given to or received from any organisation or individual in the public sector (regardless of nature or value, save where purely nominal).

The Company Secretary shall maintain a record of all gifts and hospitality (whether given or received) notified in accordance with the above requirements.

Any entertainment involving local or overseas travel or accommodation must be approved by the Head of Function in writing and notified to the Company Secretary before the participation of the concerned employee.

Items such as diaries and calendars may be accepted as gifts.

There are no restrictions in employees accepting entertainment or gifts offered or provided by the Company.

Your line manager, in consultation with the Company Secretary or Head of Legal, will determine what is to be done with any gift in excess of the applicable value limit which is offered to or received by you.

In general, any such gift should be refused or (if already received) returned. However, where it would be inappropriate to refuse or return the gift (such as where to do so might give serious offence), it may be accepted on the basis that it will become the property of the Company, unless the Company decides otherwise.

You should never avoid your obligation to report or seek approval for any business entertainment or gift by paying personally for it in circumstances where you would otherwise be required to report and/or seek approval for it.

The Company should nevertheless ensure that any gift or entertainment offered or provided to employees is legitimate, appropriate and proportionate.

Charitable Contributions

British American Tobacco Bangladesh recognises the role of business as a corporate citizen and the Company is encouraged to support local community and charitable projects.

The Company may make charitable contributions and similar types of social investments, provided that these are:

- not made to secure any improper business or other advantage; and
- otherwise permissible under all applicable laws.

The Company should always consider any proposal to make a charitable contribution or similar social investment in the context of their overall strategy for corporate social investment, paying due regard to the Company Strategic Framework for Corporate Social Investment. For further information, please contact the Head of Corporate & Regulatory Affairs department.

The Company should not make any charitable contribution unless it has taken steps to verify the recipient's reputation or status as a charitable organisation.

Sometimes, organisations which are portrayed as charitable can be used as a 'front' to channel funds to those who control them.

Before making any contribution, therefore, the Company is expected to satisfy itself that the organisation concerned is acting in good faith with charitable objectives, such that the contribution will not be used improperly for the benefit of individuals linked to the charity.

Any charitable contribution or other corporate social investment provided by the Company must be:

- fully documented in the Company's books; and
- approved by the Head of Corporate & Regulatory Affairs up to a limit of BDT 75,000 (Taka seventy five thousand only) and in excess of that amount, by the Managing Director in writing; and
- where required by law, placed on the public record either by the Company or by the recipient.

The Company should take steps to ensure that the charitable contributions reported through CORA for social reporting purposes are consistent with those reported through Finance for financial and statutory reporting purposes. This standard should be read together with the Company's Corporate Contribution and Donation Guidelines.

Accurate Accounting and Record-Keeping

Honest, accurate and objective recording and reporting of information, both financial and non-financial, is essential to:

- the Company's credibility and reputation;
- its ability to meet its legal, tax, audit and regulatory obligations; and
- informing and supporting business decisions and actions by the Company.

All data that the Company and employees create, whether financial or non-financial must accurately reflect the transactions and events covered.

The Company and employees must ensure that they follow all applicable laws, external accounting requirements and Company procedures for reporting financial and other business information.

The Company must adopt records management policies and procedures.

All employees must ensure that they manage their business records in accordance with the applicable records management policy and procedures.

Financial data (eg, books, records and accounts) must conform both to Generally Accepted Accounting Principles and to the applicable Accounting and Reporting policies and procedures.

The Company and its employees must:

- cooperate fully with the Company's external and internal auditors; and
- make sure that all information held by them which is relevant to the audit of the Company (relevant audit information) is made available to the Company's external auditors.

All transactions and contracts must be:

- properly authorised at all levels; and
- accurately and completely recorded.

All contracts entered into by the Company, whether with another BAT Group company or a third party, must be evidenced in writing.

All documents prepared by the Company in connection with sales of its products, whether export or domestic, must be accurate and complete and give a proper view of the transaction.

This applies whether the data is in paper documentation, electronic form or any other medium.

Failure to keep accurate and complete records is not only contrary to Company policy but may also be illegal. There is never any justification or excuse for falsifying records or misrepresenting facts. Such conduct may constitute fraud and could result in civil or criminal liability.

You should ensure that you are familiar with your Company's records management policy and procedures. If you require further information or guidance, you should contact the Records Manager of the Company.

You should never alter or destroy Company records, save in accordance with established records management policies and procedures.

The Company's books, records and accounts must be in accordance with the Generally Accepted Accounting Principles applicable to Bangladesh.

Your obligation to cooperate fully with the external auditors is subject to legal constraints, for example in the case of legally privileged documents – if in doubt, you should contact the Head of Legal. Otherwise, you should respond promptly to any request by the external auditors and allow them full and unrestricted access to relevant staff and documents. Under no circumstances should you provide information to the auditors which you know (or ought reasonably to know) is misleading, incomplete or inaccurate.

If you are responsible for preparing, negotiating or approving any contract on behalf of the Company, you should make sure that it is approved, signed and recorded in accordance with the relevant contracts approval process as mentioned in the Agreement Policy. If in doubt, you should contact your Head of Legal.

All such documents must be retained (together with relevant correspondence) in accordance with the applicable records management policy for possible inspection by tax, customs or other authorities.

Protection of Corporate Assets

Employees are responsible for safeguarding and making appropriate use of the Company assets with which they are entrusted in order to do their jobs and meet the Company's business objectives.

The Company and employees must take care to ensure that Company assets are not damaged, misused, misappropriated or wasted.

Employees should report the abuse or misappropriation of Company assets by others. Theft or other fraudulent activity by employees is liable to result in immediate dismissal and prosecution after referral to the appropriate authorities.

Employees must not use any Company equipment or facilities for their personal activities, save in the limited circumstances set out below and subject always to any applicable policy or procedures concerning the use of Company equipment which may be in place from time-to-time.

Limited, occasional or incidental personal use is permitted of certain company equipment and systems issued to employees for their individual business use, provided that it is:

- reasonable and does not interfere with the proper performance of their job;
- does not have an adverse impact on the performance of company systems; and
- is not for any illegal or improper purpose.

All employees are expected to devote sufficient time to their work to enable them to fulfil their job responsibilities.

The Company and employees must take care to protect all intellectual property owned within the Company.

The Company and employees must take care to protect all Company funds, guarding against misuse, fraud or theft. All claims for expenses, vouchers, bills and invoices must be accurate and submitted in a timely manner.

Employees must protect information which may be used to provide access to Company assets.

The Company and employees must never knowingly:

- damage, misuse or misappropriate the physical assets of others;
- infringe valid patents, trademarks, copyrights or other intellectual property in violation of the rights of others; or
- perform unauthorised activities which adversely impact the performance of third parties' systems or resources.

Company assets include physical and intellectual property, time, proprietary information, corporate opportunity and funds belonging to the Company, as well as equipment and facilities provided to employees for their individual business use.

You are individually responsible for ensuring that the property that you use or come into contact with as part of your work is not damaged, misused or wasted.

Reasonable personal use includes occasional short personal telephone calls or the equivalent use of e-mail, and occasional personal use of the internet. Improper uses include:

- engaging in communications which might be considered derogatory, defamatory, sexist, racist, obscene, vulgar or otherwise offensive;
- improperly disseminating copyrighted or licensed materials or other proprietary information;
- transmitting chain letters, advertisements or solicitations (unless specifically authorised); and
- visiting inappropriate internet sites.

Whilst at the workplace, you are expected to be fully engaged in your work and should not undertake personal activities beyond a reasonably modest level which does not interfere with your job responsibilities.

Intellectual property includes patents, copyrights, trademarks, design rights and other proprietary information.

'Company funds' means any cash or cash equivalent belonging to the Company, including any Company money advanced to you and any Company credit cards which you may hold.

You should always maintain the security of any information used to access Company property and networks, including building access cards, IDs, passwords and pass codes.

You should always show the same respect to the physical and intellectual assets of third parties that you would expect them to show towards the Company's assets.

Confidentiality and Information Security

The Company and employees must protect and maintain the confidentiality of all commercially sensitive information, trade secrets and other confidential information relating to the Company and its business.

No employee shall disclose any confidential information relating to the Company or its business outside the Company without specific authority from higher management to do so.

Where confidential information is to be disclosed to another party, it should be released only:

- to agents or representatives of the Company who owe a duty of confidentiality to that company and require such information to carry out work on its behalf; or
- under the terms of a written confidentiality agreement or undertaking entered into with the other party.

If confidential information is to be transmitted electronically, then technical and procedural standards should be agreed with the other party.

Where confidential information is required to be disclosed under the terms of an order of any competent judicial, governmental, regulatory or supervisory body, employees should notify the Head of Legal and release such information only with Head of Legal's approval.

Access to confidential information relating to the Company or its business should only be provided to those employees who require it for the exercise of their functions within the Company.

No employee may retain on his personal premises any confidential information relating to the Company or its business without making adequate arrangements to protect the security of such information.

No employee shall use confidential information relating to the Company or its business for his own pecuniary advantage or for that of a friend or relative (see 'Conflicts of Interest').

The Company and employees must ensure that they comply at all times with all applicable data protection laws.

Access to personal data should be limited to employees who have appropriate authorisation and a clear business need for that data.

The Company and employees must not solicit or wilfully obtain from any person confidential information belonging to another party.

Confidential information is any information or knowledge, the disclosure of which outside the Company might be prejudicial to the interests of the Company.

Examples include (but are not limited to):

- sales, marketing and other corporate databases;
- pricing and marketing strategies and plans;
- confidential product information and trade secrets;
- research and technical data;
- new product development material;
- business ideas, processes, proposals or strategies;
- unpublished financial data and results;
- company plans;
- personnel data and matters affecting the morale of employees; and
- software purchased or developed by the Company.

Inside information is a particular kind of confidential information which is relevant to the price of shares and other securities in publicly quoted companies. While care should be taken with regard to the treatment of all confidential information, particular care should be taken with regard to inside information, since misuse could result in civil or criminal sanctions against both the Company and the individual concerned (see 'Insider Dealing and Market Abuse' for further detail).

You should be especially mindful of the risk of unintentional disclosure of confidential information through discussions or use of documents in public places.

For further guidance, please see the Company Security Policy Statement.

Data protection laws govern the handling and processing of personal data and may restrict the extent to which such data may be transferred between different companies and jurisdictions.

Such laws will most commonly apply in the context of personal data relating to employees and customers. If you require further information or guidance, you should contact the Head of Legal.

Where the Company and employees inadvertently receive information which they suspect may be confidential information belonging to another party, they should immediately notify their line manager and the Head of Legal.

Insider Dealing and Market Abuse

British American Tobacco Bangladesh is committed to supporting fair and open securities markets. Accordingly, employees may not deal on the basis of inside information or engage in other forms of market abuse.

No employee shall commit market abuse, which includes:

- insider dealing (dealing in shares and other securities on the basis of inside information);
- improper disclosure of inside information; and
- misuse of inside information.

Market abuse is generally defined as conduct which adversely affects a financial market and falls below the standards expected by regular users of that market.

In Bangladesh, market abuse is a civil offence and insider dealing (including the encouragement of insider dealing by others) also constitutes a criminal offence.

For further information about the types of behaviour that may constitute Market Abuse and Insider Dealing in Bangladesh and the penalties involved, you should refer to the relevant laws of the country.

If an employee has or receives information that may constitute inside information in relation to the Company then he should immediately disclose such inside information, either to the Managing Director or Head of Function, or (where the inside information arises in connection with a specific Project) the Project Leader.

Otherwise, inside information should be disclosed only with specific authority and only:

- to those employees who require it for the exercise of their functions within the Company; or
- to agents or representatives of the Company who owe a duty of confidentiality to that company and require such information to carry out work on its behalf.

Inside information is information of a precise nature which:

- is not generally available;
- relates directly or indirectly to a publicly quoted company or to its shares or other securities; and
- would, if generally available, be likely to have a significant effect on the price of that company's shares or other securities, or related investments.

Particular care should be taken with regard to the treatment of inside information, since misuse could result in civil or criminal sanctions against both the Company and the individual concerned.

If you are uncertain as to whether you are in possession of inside information or other information of a price-sensitive nature about the Company, you should contact the Company Secretary.

No employee is permitted to deal in the shares or other securities of the Company, or to encourage others to so deal, while he has inside information or other information of a price-sensitive nature relating to that company.

If you intend dealing in the shares or other financial instruments of the Company and from time to time have access to inside information, or other information of a price-sensitive nature, relating to the Company, you should ensure that you comply with the laws governing share transactions in Bangladesh and the requirements of any code for share dealing issued by the Company.

'Dealing' is widely construed and includes any sale, purchase or transfer (including by way of gift) as well as spread bets or other contracts for differences or other derivatives involving shares or other securities.

Dealing in the shares of the Company while in possession of inside information or other information of a price sensitive nature relating to the Company is likely to constitute insider dealing and may constitute a criminal offence or otherwise be unlawful.

Dealing in the shares of the Company while in the possession of inside information or other information of a price sensitive nature relating to the Company is, in addition, likely to be contrary to our rules on share dealing.

Any insider wishing to buy or sell shares in the Company on behalf of himself, his spouse or children, must complete the relevant form and return it to the Company Secretary. The Managing Director and the Head of Finance will jointly decide whether to approve dealings by insiders in the light of circumstances on the date on which the application is considered. All applications will be considered on their merits and within 2(two) working days of receipt by the Company Secretary. If one or both of the Managing Director and/or Finance Director are unavailable, then any two other Directors of the Company can approve the request. The following persons will be regarded *de facto* as insiders:

- All Directors of the Company
- All Heads of Function
- All Company Secretarial & Finance Managers
- All Senior Managers (Grade 36 and above)
- SAP System Administrator
- Secretaries of Directors and Heads of Function

The Company Secretary will be responsible for maintaining an updated list of all insiders.

Media Interviews

The Managing Director, Head of CORA and the Communication Manager are the primary points of contact for communication with the mass media on Company matters.

Any other Company employee or business partner shall obtain authorisation from the Communication Manager prior to (a) contact with representatives of the mass media which may result in published statements being attributed as a statement by the Company, or (b) making any statements which may be attributed as a statement by the Company. In the event of any person being contacted directly by any representative of the mass media, the person shall immediately inform the Communication Manager. In the event the Communication Manager is unavailable, the Head of CORA should be contacted.

Any employee who receives a telephone call from the representatives of the mass media such as journalists from newspapers, radio or television channels or other external parties are requested to inform such representative of the primary points of media contact in the Company. After politely collecting contact details, the employee shall immediately contact the Communication Manager, CORA.

In social settings, everyone is expected to be responsible and sensible in answering questions relating to the Company's business and refer all queries to the Communication Manager, CORA if the person is unsure whether his proposed answer is in full conformity with the Company's position on the matter under discussion.

Deviation from the above shall be considered a serious misconduct that may lead to disciplinary actions including dismissal for employees or termination of the contract with the business partner.

Competition and Anti-Trust Laws

British American Tobacco Bangladesh believes in free competition. The Company must seek to compete fairly and ethically and within the framework of applicable 'competition' laws (or 'anti-trust' laws, as they are known in certain countries).

The Company and employees must ensure that they:

- comply with the competition laws, as applicable in Bangladesh; and
- adhere to any guidelines or documents, that give effect to, expand upon or develop the Company's policy and applicable law in the area.

Actions speak louder than words. It is essential that we follow competition rules and are seen by customers, suppliers, competitors and regulators, to do so. British American Tobacco Bangladesh is committed to vigorous competition in Bangladesh.

Failure to comply with competition laws can have serious consequences for the Company and for the individuals involved in the conduct. Fines for competition law violations can be huge. In addition, violations can lead to lengthy and costly investigations and have a considerable reputational impact on the Company, with a consequential loss of shareholder value.

It is not safe to assume that competition law does not apply to a particular individual or the Company simply because there is no competition law in place in Bangladesh.

Many countries apply their competition laws 'extra-territorially'. This means that the law covers not only where a particular conduct is performed or agreement reached, but also where such conduct or agreement has its effect.

Competition laws impact on virtually every aspect of the Company's day-to-day activities, including: the sale and display of products; relationships with suppliers, distributors, points of sale or other customers; relationships with competitors; as well as, for example, when unilaterally deciding pricing strategy and other trading conditions or negotiating and drafting contracts.

Typical market conditions that often prevail and may have an impact on how an issue is approached include:

- market concentration;
- product homogeneity and brand differentiation;
- regulatory restrictions, such as restrictions on advertising, display bans and restrictions on the use of products, for example smoking bans in public buildings.

Competition laws do not apply in a vacuum. They are inextricably linked to market conditions.

Parallel behaviour between competing companies is not necessarily anti-competitive in and of itself, but extra care must be taken to ensure that this is not linked to any element of collusion with competitors, nor is there any appearance of such collusion.

If you are involved in business activities where competition laws may be relevant, you will often need to seek and obtain tailored legal advice that is specific to the circumstances.

Certain types of agreements, arrangements and practices almost always break competition laws.

The notion of 'agreement' or 'practice' is often very wide indeed. It extends beyond a formal, written agreement. It covers oral agreements, understandings or practices, 'gentlemen's agreements', non-binding agreements and even action taken with a 'common understanding'. It can cover both direct and indirect agreements, for example an agreement between competitors brokered by a third party, such as a trade association, customer or supplier. It can also include situations in which competitors merely share (directly or indirectly) competitively sensitive information with a view to reducing the risks of competition going forward, even where there is no agreement between them. For example, competitors might inform each other of future price increases such that each may regulate its pricing policy in the knowledge that its competitors will behave in the same way. This is commonly referred to as a concerted practice. There is thus no 'clever' way to get round the substantive law.

Employees should never talk or exchange information with competitors in order to:

- fix prices or any element or aspect of pricing, including, but not necessarily limited to, rebates, discounts, surcharges, pricing methods, costs and terms of payment, as well as timing of price changes and level or percentage of price changes;
- fix other terms and conditions;
- divide up or allocate markets, customers and/or territories;
- limit production or capacity;
- influence the outcome of a competitive bidding process; or
- agree a collective refusal to sell to or buy from particular entities, otherwise known as 'collective boycotts'.

It is also important to bear in mind that the term 'competitor' includes both actual and potential suppliers of products in competition with the Company.

National and International Trade

Not all arrangements with competitors are problematic and some that are may nonetheless have beneficial effects that outweigh any harmful effects. Any meeting or direct contact with competitors should, however, be treated with extreme caution.

Legitimate contacts with competitors may include those in the context of trade associations, certain information exchanges as between competitors, as well as in the context of joint initiatives in respect of regulatory engagement and public advocacy.

It is advisable to maintain a careful record of any meetings with representatives of competitors, and you should always break away from a discussion if you are concerned that it may be, or may be construed as, anti-competitive in nature. In such circumstances, you should subsequently notify the situation to the Head of Legal.

In order to compete effectively in the marketplace, it is necessary to gather information about our competitors. However, we may only do so through legitimate means and in compliance with competition law. Competitor information may not be gathered through unlawful or improper means, such as by theft, illegal entry, bribery, misrepresentation or the like.

The gathering of competitor information directly from competitors is never justified, save in exceptional circumstances.

The gathering of competitor information from third parties (including customers, consultants, analysts and trade associations) may often raise complex legal issues.

Certain types of restrictions between two players at different levels of the supply chain (such as between supplier and distributor/reseller) may give rise to violations of competition law. This is particularly true of re-sale price maintenance provisions.

Resale price maintenance arises where a supplier seeks to, or does in fact, control or influence (including indirectly, through threats and/or incentives) the prices at which its customers resell the products.

In some countries, restrictions on customers' ability to resell into territories or to certain customer groups will also be viewed as a serious violation of competition law.

Where a company has 'market power', it typically has a special duty to protect competition and is prevented from abusing its privileged position.

The concepts of 'dominance', 'market power' and 'abuse' would depend on how it is defined in the context of Bangladesh.

It is generally limited in its ability to engage in practices such as exclusivity arrangements, loyalty rebates, discriminating between equivalent customers, charging excessively high or low (below cost) prices, or tying or bundling together different products and/or services.

Where the Company is involved in mergers and acquisitions (M&A) activity, the applicable laws and regulations may require mandatory filings. Relevant legal advice should always be sought from you're the Head of Legal in these situations.

The notion of M&A activity that may trigger filing obligations should be checked in a wide set of circumstances, including mergers, acquisitions (whether of assets and/or shares) and joint ventures.

If you have any doubt whether a particular business practice or activity might be in breach of any applicable competition or anti-trust law, or if more detailed advice is required, please contact the Head of Legal.

Money Laundering and Anti-Terrorism

Money laundering involves the possession of, or any dealing with, the proceeds of criminal activity. It includes the process of concealing the identity of illegally obtained money so that it appears to have come from a lawful source. British American Tobacco Bangladesh does not condone, facilitate or support money laundering.

The Company and all employees must not:

- engage in any transaction which they know or suspect involves the proceeds of criminal activity; or
- otherwise be knowingly involved directly or indirectly in any money laundering activity.

They must pursue practices directed towards ensuring that their activities do not inadvertently contravene the Money Laundering Prevention Act, 2002, as may be amended from time to time.

The Money Laundering Prevention Act, 2002 defines “Money Laundering” as under:

(a) property acquired or obtained, whether directly or indirectly, by illegal means;

(b) the transfer, conversion, concealment of location by illegal means of property acquired or obtained, whether directly or indirectly, by legal or illegal means or aiding and abetting in such activity.

Money Laundering is a criminal offence under the Act.

The Company is required to adopt and maintain procedures designed to:

- minimise the risk of inadvertent participation in transactions involving the proceeds of criminal activity;
- detect and prevent any dishonest involvement in money laundering activity on the part of its employees; and
- support employees in identifying circumstances which ought to give rise to a suspicion of money laundering activity.

The Company must ensure that its existing customer approval and “know your customer” procedures are sufficient to provide comfort, as far as possible, that the customers are not involved in any form of criminal activity.

Employees should promptly refer suspicious transactions or activities by any customer or other party with whom they are dealing to the Managing Director or Head of Function and the Head of Legal.

The Company employees will never personally be in a position to infringe money laundering laws. However, you should be conscious of situations which ought to give rise to a suspicion of possible money laundering activity. These include (but are not limited to):

- payments made in currencies other than those specified on the invoice;
- payments made in cash or cash equivalents, in particular where the sum involved is substantial;
- multiple payments from different sources in satisfaction of a single invoice;
- payments to or from an account other than the normal business relationship account;
- requests to make an overpayment;
- payments made by, or requests to supply goods to, someone not a party to the contract; and
- requests to supply goods to a location other than the most proximate branch/office or to adopt an unusual shipping route.

Cash payments in excess of BDT 15,000 (Taka fifteen thousand only) must not be accepted by the Company in any single transaction or series of linked transactions.

The Company is, in any event, encouraged to avoid accepting cash payments where the sum involved is substantial.

The Company and its employees must:

- ensure that they do not knowingly assist in the financing of, or otherwise provide support for, terrorist activity; and
- pursue practices to ensure that their activities do not otherwise inadvertently contravene any relevant anti-terrorism measures.

The Company must adopt and maintain procedures and controls designed to prevent inadvertent breach of anti-terrorism measures.

Terrorist groups are increasingly using legitimate businesses to generate revenue for their networks and activities. Such businesses may range from retail outlets to distribution or financial service companies. In common with many others, tobacco companies run the risk of inadvertently breaching anti-terrorism financing measures when they deal with such businesses.

The Company’s anti-terrorism controls should include checks to ensure that they do not deal with any entity which is proscribed, by reason of a known or suspected terrorist association, by any applicable list published by a governmental or inter-governmental organisation.

If in any doubt, or if more detailed advice is required, please contact the Head of Legal.

Trade in the Company's Products

British American Tobacco Bangladesh engages only in lawful trade in its products. Illicit trade, involving smuggled or counterfeit products, harms our business and we would like to see our market free of it.

The Company and employees must ensure that:

- they do not knowingly engage in unlawful trade in the Company's products;
- their business practices are directed at supporting only the legitimate trade in the Company's products; and
- they collaborate with all relevant authorities in any investigation regarding suspected illicit trade in the Company's products.

British American Tobacco Bangladesh fully supports the aims of the Government and regulators in seeking to eliminate all forms of illicit tobacco trade. Such trade deprives the Government of revenues, promotes criminality, misleads consumers into buying products of dubious quality and hampers efforts to block underage sales. It also harms the Company's brands, devalues the Company's investment in local operations and distribution networks and undermines the regulatory regimes governing the legitimate industry.

As a result of high taxes, differential tax rates, weak border controls and lack of enforcement which allow the illicit trade to flourish, it is possible that some Company products will end up being smuggled by third parties that the Company cannot control or, often, even identify. Nevertheless, the Company is committed to doing everything that it reasonably can to minimise this.

The Company should have in place capacity to regularly monitor the illicit segment in its domestic market(s) and to assess the extent to which the Company's products may be involved in that segment or may be diverted to other markets.

The Company procedures may require specific steps to be taken to assess the level and nature of illicit trade in the market and to develop plans to address it.

Where the Company identifies that illicit trade is a problem in the market, it should notify the AIT team under established reporting procedures.

The Company is expected to have in place controls and measures to prevent its own products being diverted into the illicit channel, to include:

- robust and effective customer and supplier evaluation and approval procedures ('know your customer' and 'know your supplier' procedures);
- measures to ensure that supplies to end markets and regions are consistent with legitimate demand in those areas; and
- procedures for investigating and, where appropriate, suspending or terminating dealings with customers or suppliers suspected of knowing or reckless involvement in illicit trade activities.

Customer and supplier evaluation and approval procedures should be designed to ensure that the Company's products are sold only to reputable customers, or manufactured only by reputable suppliers, and in such quantities as are required to meet their legitimate business needs.

The Company should ensure that the Company's policy and position on illicit trade is made clear to their customers and suppliers and, wherever possible, provide for a contractual right to suspend or terminate supplies to customers or suppliers believed to be involved, knowingly or recklessly, in illicit trade activities.

Where it is suspected that Company products have entered the illicit trade channel, the AIT team should be notified under established reporting procedures.

The Company should be proactive in co-operating with the Government and enforcement authorities to address illicit trade. Further guidance is available from the Company Security Manager.

If in any doubt, or if more detailed advice is required, please contact the Company Security Manager or the Head of Legal.

Sanctions

Various sanctions regimes exist throughout the world, ranging from comprehensive economic and trade sanctions to more specific measures such as arms embargoes, travel bans and financial or diplomatic restrictions. Economic and trade sanctions impact upon the business of our Company by restricting the extent to which they can operate.

The Company and employees must ensure that they do not knowingly:

- supply their products, or allow their products to be supplied, to any person;
- purchase goods from any person; or
- otherwise deal in any way with any person or property

in contravention of any lawful sanction, trade embargo, export control or other trade restriction which is applicable to them.

The Company is expected to be aware of, and fully compliant with, all lawful sanctions regimes that impact upon its business and to have in place proper controls and procedures to minimise the risk of breaching such regimes.

The Company should provide training and support to ensure that its staff involved in the international supply and purchase of products, technologies and services are aware of and understand all applicable sanctions regimes.

Employees should notify the Head of Legal immediately and before taking any action if the Company receives any boycott-related requests, whether oral or written and whether specific to a particular transaction or more general in nature.

Sanctions may be imposed by individual countries and also by supra-national organisations, such as the United Nations and the EU.

Serious penalties, including fines, revocations of export licences and even imprisonment, can apply when sanctions are broken.

Examples of sanctions and other trade restrictions include prohibitions or restrictions on:

- exports or re-exports to a sanctioned country;
- imports from, or dealings in property originating from, a sanctioned country;
- travel to or from a sanctioned country;
- new investments and other dealings in a sanctioned country, or with designated individuals or organisations;
- making funds or resources available to designated individuals or organisations;
- transfer of restricted software, technical data or technology by e-mail, download or visits to sanctioned countries; and
- supporting boycott activity (e.g. US anti-boycott laws).

The list of prohibited countries and restrictions is subject to change. Accordingly, if your work involves the sale or shipment of products, technologies or services across international borders, you should make sure that you keep up to date with the rules that apply.

If in any doubt, or if more detailed advice is required, please contact the Head of Legal.



For more information on the Standards of Business Conduct, please contact

Legal and Secretarial Department
British American Tobacco Bangladesh
New DOHS Road
Mohakhali, Dhaka 1206, Bangladesh

Tel: +880 2 8822791-95, +880 2 8829716-18, +880 2 8827646-48

Fax: +880 2 8828718, +880 2 8826149, +880 2 8829547

Email: bolun@bat.com

