

CODE OF BUSINESS CONDUCT, ETHICS AND ANTI-BRIBERY POLICY

JICADIKE TECHNOLOGIES AND SERVICES LTD

1. Preface and approval

1. 1.1 Basics regarding the Business Code of Conduct, Ethics and Anti-Bribery Policy

The Code of Business Conduct, Ethics and Anti-Bribery Policy (the “Code”) of Jicadike (“Jicadike” or the “Corporation”) is to commit the Corporation, its boards of directors (each “the Board”), principal officers, employees and all the workforce to the highest standards of business and ethical conduct. All employees, officers, directors and contractors (collectively referred to as “Employees” in this code) must follow and abide by this code.

2. 2.1. Code Fundamentals

The fundamentals represent the basic beliefs that the Corporation aspires to and they should be reflected in actions of all Employees at all times. The Corporation’s fundamentals are:

1. Complying with Laws

All Employees should respect and comply with all of the laws, rules and regulations of the countries and jurisdictions in which the Corporation conducts its business.

2. Conflicts of Interest

All Employees should be scrupulous in avoiding conflicts of interest with regard to the Corporation's interests. A "conflict of interest" exists whenever an individual's private interests interfere or conflict in any way (or even appear to interfere or conflict) with the interests of the Corporation.

3. Hospitality/Gifts

No gift or entertainment should be offered, given, provided or accepted by any Employee, family member of an Employee or agent. Gifts above GHc300 outside the Corporation’s regular practices should be recorded in the Corporate Hospitality and Gift Register maintained at the Corporation’s office.

4. Bribery

Bribery is a criminal offence. Never offer, give, request or accept a bribe. Bribery includes giving anything (even of low value) to influence a third party to perform their job improperly or to influence their decision, or as a reward for doing any of the above. Never authorise nor allow any third party working with or for the Corporation, such as a contractor or joint venture partner, to pay bribes on the Corporation’s behalf. Never pay a “facilitation payment” (usually a small payment of say Ghc300 or Ghc 500 to a local government official to facilitate a routine action - e.g. speeding up unloading of goods, getting a visa, customs clearance). These are bribes if they are

not official fees. The only exception is if you have a genuine and immediate concern for your own safety. Employees must report any facilitation payment that they are requested to make or that they have made to the Anti-Bribery Officer (currently the general counsel of the Corporation) as soon as possible.

5. Contracts

Only persons at management level (management being, for these purposes and throughout this Code, only the chief executive officer) may enter into contracts with third parties on the Corporation's behalf. Never make an agreement on behalf of the Corporation with a third party verbally. All contracts must be referred to the Anti-Bribery Officer for approval prior to signature and copies of all signed contracts must be sent to the Anti-Bribery Officer within 7 days of signature.

6. Corporate Opportunity

Employees are prohibited from taking for themselves personally opportunities that properly belong to the Corporation.

7. Confidentiality

Employees must maintain the confidentiality of confidential information entrusted to them by the Corporation or its suppliers or customers, except when disclosure is authorized by or required by applicable laws, regulations or legal proceedings.

8. Fair Dealing

Each Employee should endeavour to deal fairly with the Corporation's customers, suppliers, competitors, officers and employees and with all the various regulatory authorities with which the Corporation deals.

9. Protection and Proper Use of the Corporation Assets.

All Employees should protect the Corporation's assets and ensure their efficient use.

10. Financial Reporting

The Corporation's policy is to comply with all applicable financial reporting and accounting regulations applicable to the Corporation.

11. Tax Evasion

The Corporation pays all relevant taxes in the jurisdictions in which it operates. All Employees should ensure that the Corporation complies with its taxation obligations.

In addition, it is strictly prohibited for any Employee to assist or facilitate a third party to commit tax evasion. Assisting others to evade taxes is a criminal offence in many jurisdictions and could give rise to criminal liability for both the Employee and the Corporation.

12. Reporting Any Illegal or Unethical Behaviour

Employees are encouraged to talk to supervisors, managers or other appropriate personnel about observed illegal or unethical behaviour and, when in doubt, about the best course of action in a particular situation.

Employees aware of illegal or unethical behaviour should report this behaviour to superiors. Furthermore, it is the responsibility of all Employees to report any actual or presumed misconduct or violations of the ethics standards.

13. No Retaliation

The Corporation will not permit retaliation of any kind by or on behalf of the Corporation and its Employees against good faith reports or complaints of apparent violations of this Code or other illegal or unethical conduct.

14. Harassment

The Corporation does not tolerate any form of harassment or bullying in the workplace.

15. Health, Safety, Environment and Social Performance

The Corporation's commitment to sustainable development requires us to balance our short- and long-term interests and to integrate economic, health, safety, security, environmental and social considerations into business decisions.

3. 3.1 Conclusion and Approval

This Code will be reviewed on a two-yearly basis or earlier if any significant changes occur, and notification of revisions on this document will be communicated to users. A copy of this document will be available from all the Corporation's offices and on the website(jicadikeservices.com)

We have a zero-tolerance approach when it comes to bribery and corruption. We do not, and will not, pay bribes or offer improper inducements to anyone for any purpose. Nor do we, or will we, accept bribes or improper inducements or anything that could be perceived as such. We expect the same from our customers, business partners and third parties we retain or that perform services or deliver business on our behalf. Bribery and corruption is not accepted in any form.

This Code supersedes any previous Business Code of Conduct, Ethics and Anti-Bribery policies.