

TBO TEK LTD.
SANCTIONS COMPLIANCE POLICY

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Definitions

“**Company**” or “**TBO**” shall mean TBO Tek Limited and its subsidiaries.

“**HMT**” means Her Majesty’s Treasury.

“**OFAC**” means Office of Foreign Assets Control, United State Department of Treasury.

“**Restricted Party**” means a person that is: (i) listed on, or owned or controlled (directly or indirectly) by one or more persons listed on, or acting on behalf of a person listed on, any Sanctions List; (ii) resident, located in, organized under the laws of, or owned or controlled (directly or indirectly) by, or acting on behalf of, a person that is resident, located in or organized under the laws of a Sanctioned Country; (iii) a government of, or owned or controlled (directly or indirectly) by, or acting on behalf of, a Sanctioned Country; or (iv) otherwise a target of Sanctions (“target of Sanctions” signifying a person with whom a person subject to the jurisdiction of a Sanctions Authority would be prohibited or restricted by that Sanctions Authority from engaging in trade, business or other activities).

“**Sanctioned Country**” means any country or territory which is the target of comprehensive, country-wide or territory-wide Sanctions from time to time, including but not limited to Crimea and Sevastopol (a.k.a. Crimean Autonomous Republic), Cuba (a.k.a. Republic of Cuba), Iran (a.k.a. Islamic Republic of Iran), North Korea (a.k.a. Democratic People’s Republic of Korea; a.k.a. DPRK; a.k.a. DPR Korea) and Syria (a.k.a. Syrian Arab Republic).

“**Sanctioned Person**” means any individual or entity that is the subject or target of sanctions, prohibitions or restrictions under Sanctions, including: (i) any individual or entity listed on any applicable U.S. or non-U.S. sanctions-related restricted party list, UK HMT, EU & UN lists including, without limitation, OFAC’s Specially Designated Nationals and Blocked persons List, the European Union’s consolidated list of persons, groups and entities subject to EU financial sanctions; UK HMT & UN lists (ii) any entity that is, in the aggregate, 50% (fifty per cent) or

greater owned, directly or indirectly, or otherwise controlled by a person or persons described in clause (i); or (iii) any national of a Sanctioned Country.

“Sanctions” means the economic sanctions laws, regulations, embargoes or restrictive measures administered, enacted or enforced by any Sanctions Authority and includes all U.S. and non-U.S. laws relating to economic or trade sanctions, including, without limitation, the laws administered or enforced by the United Kingdom, the United States (including by OFAC or the U.S. Department of State), the United Nations (including UN Security Council), the Republic of India and the European Union.

“Sanctions Authority” means: (i) the United States government; (ii) the United Nations; (iii) the European Union or its member States; (iv) the United Kingdom; or (v) any other governmental entity, including, without limitation, the Office of Foreign Assets control of the US Department of Treasury, the United States Department of State, and Her Majesty's Treasury, that administers, enacts or enforces economic, financial or trade sanctions laws, regulations, embargoes or restrictive measures.

“Sanctions List” means any list maintained by, or public announcement of Sanctions designation made by, any of the Sanctions Authorities (each as amended, supplemented or substituted from time to time), including without limitation, the Specially Designated Nationals and Blocked persons List and the Sectoral Sanctions Identifications List maintained by OFAC, the Consolidated United Nations Security Council Sanctions List, the Consolidated List of Financial Sanctions Targets and the Investment Ban List maintained by HMT, the European Union’s list of restrictive measures against persons and entities issued pursuant to the Council Regulation (EC) No. 881/2002 of May 27, 2002, the Council Regulation (EC) No. 2580/2001 of December 27, 2001, the Council Common Position 2005/725/CFSP of October 17, 2005, or any similar lists maintained by, or public announcement of Sanctions designation made by, any of the Sanctions Authorities.

I. Policy Statement

TBO is fully committed to conducting its business in compliance with all laws and trade restrictions imposed by United Nations, United States, European Union, United Kingdom, Republic of India and other national and supranational authorities and legislators.

TBO's values, honesty and respect for laws guides our business conduct and means that compliance is an integral part of TBO's future success. All TBO employees have a role to play in safeguarding and building upon TBO's reputation which is dependent on the ability to behave and act responsibly in accordance with TBO's values and principles.

Guided by an interest in protecting our employees and reputation, TBO may go beyond what is required by the Sanctions and decide not to provide services even where it is permitted by law.

II. Restrictions on Business

1. TBO shall not engage, venture, conduct in any form or manner, or enter into a contract, commercial arrangement, business or transactions involving:
 - a. Any of the following countries: <https://home.treasury.gov/policy-issues/financial-sanctions/sanctions-programs-and-country-information> .
 - b. Any entity, individual, bank or vessel on the Office of Foreign Assets control ("OFAC") Specially Designated Nationals ("SDN") list, UK HMT, UN or European Union sanctions list.
2. All officers, directors, employees and agents of TBO shall conduct business activities in compliance with Sanctions, as may be applicable to their activities in any jurisdiction.
3. TBO shall not, directly or indirectly, use any funds, or lend, contribute, trade, or otherwise make available (directly or indirectly) any portion of such proceeds to any person, for the purpose of financing activities of or with: (i) any Sanctioned Person; (ii) any Sanctioned Country; or (iii) any other person, in any manner that would result in a violation of Sanctions.

4. TBO's officers, directors, employees, agents, or representatives shall not, directly or indirectly:
 - a. Conduct any business directly or indirectly engage in any transaction or dealing with any Restricted Party;
 - b. Contribute or otherwise make available all or any part of the proceeds of the Company or any of its subsidiaries to, or for the benefit of, any person, director, officer, or employee, or any person acting on behalf of any of the foregoing, for the purpose of financing the activities or business of, other transactions with, or investments in, any Restricted Party;
 - c. Otherwise engage in any transaction, activity, or conduct that violates any Sanctions, that causes any person participating in such transaction to violate any Sanctions, or that could reasonably be expected to result in its becoming a Restricted Party; or
 - d. Engage in or conspire to engage in any transaction that evades or avoids any Sanctions.

III. Potential Impact of Sanctions Violations

1. Violation of the Sanctions may impact TBO's reputation and could result in severe criminal and civil penalties being imposed on TBO as an organization, as well as individual directors and employees.
2. It is crucial to keep in mind that Sanctions imposed by one country (for example, the United States), may have an effect on individuals and companies both inside and outside its borders.
3. Banks play a vital role in the enforcement of Sanctions. Any violation may severely damage TBO's banking relationships and ability to conduct even routine transactions in a smooth and effective manner.

IV. Responsibilities of Employees

1. It is the responsibility of all TBO employees involved in international transactions to understand this policy.
2. Keep up to date with laws and regulations applicable to the countries in which you operate.
3. Think carefully about the potential impact of Sanctions before accepting business.
4. Know your customers – who they are, what they do, where they are based and how they will use TBO's services. This is important because you could become involved in a prohibited transaction without realizing it.
5. Do not proceed with a transaction or conduct business if you have any doubts on its propriety. TBO promotes an open culture where if you are unsure what this policy means to a particular transaction you should seek advice from your supervising manager or the TBO Ethics Officer.