

Gateway Supply Inc.

Employee Code of Conduct

1 Introduction

This code of conduct applies to all employees of Gateway Supply and its controlled entities (“the Company”).

- 1.2 It provides a framework of principles for conducting business and dealing with customers, colleagues and other stakeholders which are:
- (a) To act with integrity and professionalism and be scrupulous in proper use of Company information, funds, equipment, and facilities;
 - (b) To exercise fairness, equality, proper courtesy, consideration, and sensitivity in dealing with customers, employees and other stakeholders; and
 - (c) To avoid real or apparent conflict of interests.
- 1.3 For the purpose of this code of conduct, “senior executives” means executives reporting to the Managing Director.

2 Responsibilities

- 2.1 Employees are required to:
- (a) Promote the interest of the Company;
 - (b) Perform their duties with skill, honesty, care and diligence, using authority in a fair and equitable manner;
 - (c) Abide by policies and procedures, instructions and lawful directions that relate to their employment and duties; and
 - (d) Comply with the spirit as well as the letter of the codes of conduct applying to the professions of individual employees.

3 Conflict of Interest

- 3.1 Employees must avoid any personal, financial, or other interest which may be in conflict with their duties and responsibilities to the Company.
- 3.2 Any interest which may constitute a conflict of interest must be promptly disclosed to an appropriate senior manager.

4 Confidentiality

- 4.1 Employees must not use or disclose information obtained through their employment other than in the proper course of their duties.
- 4.2 Information obtained in the course of employment must not be used to obtain financial reward or other benefit, or take advantage of another person.

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5 Company Property

- 5.1 Company property, funds, facilities, and services must be used only for authorized purposes.
- 5.2 Unless governed by law or otherwise agreed in writing, any intellectual property developed by an employee during or as a result of his or her employment by the Company is the sole property of the Company.

6 Public Statements

- 6.1 The company's relationships with the media and investment community are conducted exclusively by the Chairman.

7 Gifts and Entertainment

- 7.1 Employees, from time to time, may entertain or are entertained and give or receive gifts in the course of their duties.
- 7.2 Gifts should never be offered or accepted in circumstances where the outcome of a transaction may be influenced by the gift, or give rise to the perception that the transaction may be influence by the gift.
- 7.3 Employees involved in a tendering process must refrain from actions which may give rise to an expectations of some favored treatment from or by any tendering party.
- 7.4 Under no circumstances must employees offer or accept money.
- 7.5 Gifts and entertainment reasonably estimated to be in excess of a value of \$500 must be disclosed to the Company Secretary.
- 7.6 Invitations where travel and accommodation is involved must be authorized by a senior executive, or in the case of senior executives, by the Managing Director, or in the case of the Managing Director, by the Board.

8 Compliance

- 8.1 Employees must be aware of, and adhere to, Company policies, especially those relating to health and safety, equal opportunity, privacy, trade practices and continuous disclosure.
- 8.2 In the course of their duties, employees must comply with relevant legislation.

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9 Breaches of the Code

- 9.1 Employees have a duty to observe the code and ensure that no breaches occur. Breaches require immediate attention, and employees have a duty to report known or suspected breaches of the code.
- 9.2 Any employee, who in good faith, makes a complaint or disclosure about an alleged breach of the code, and follows the reporting procedure outlined below, will not be disadvantaged or prejudiced in the making of such a complaint or disclosure. All reports will be treated as confidential.
- 9.3 A complaint or disclosure about an alleged breach of the code should be in writing and contain details about the date, time, and nature of the alleged breach and include an available supporting material.
- 9.4 The allegation should be made to the employee's immediate supervisor, or if the employee believes the immediate supervisor may be implicated, to a senior executive or to the chief executive officer.
- 9.5 The person to whom the allegation is made should undertake a prompt and thorough investigation and determine whether any action is required.
- 9.6 The employee will be informed of the outcome of the investigation.
- 9.7 If unsatisfied with the outcome of the investigation, the employee may refer the matter to a senior executive or the Managing Director.
- 9.8 Employees may at any time discuss a matter, or seek advice on how to proceed with a matter, from any senior executive.

10 Conclusion

- 10.1 If an employee has doubts about any aspect of his code, he or she must seek clarification from his or her manager.