



NMS INTERNATIONAL GROUP

EMPLOYEE HANDBOOK & POLICY DOCUMENT





WELCOME

Welcome to NMS, a UK-based project management company that has transitioned to be a leading Sub-Saharan Africa infrastructure development company with a bright and exciting future

WE ARE VERY PLEASED TO HAVE YOU ON BOARD AS **PART OF OUR TEAM**

NMS's growth and development depends on us establishing a strong foundation for the Company. This includes many things, but we believe there are some simple principles that require our collective commitment which are explained within our mission, vision and values and expanded on throughout this handbook.

In addition, the importance of teamwork and co-operation at NMS cannot be over-emphasised.

A successful business is no different from a winning sports team – winning teams all have common attributes. They communicate very well and make sure everyone knows the game plan. Everyone focuses on playing their position to the best of their ability, and mutual respect and trust are prevalent throughout the team.

The bond that ties the team together as a cohesive group is that everyone shares a common desire to succeed.

At NMS, we all want to be part of a winning team, so we encourage you to remember how important these behaviours and attributes are in your daily activities.

We wish you every success in your career with us.

Frederik Hsu DL
Deputy Chairman

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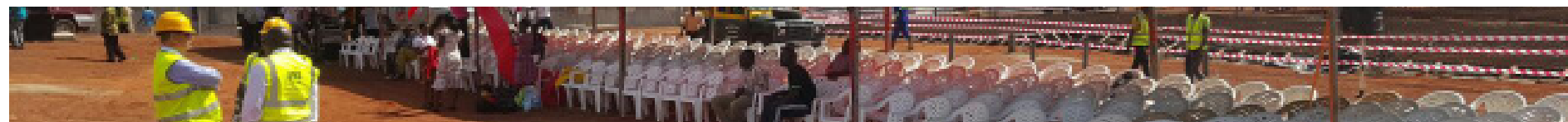
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NMS VISION & MISSION

NMS is committed to growing its position as a leading national infrastructure development company



NMS is realising this vision, by hiring top quality people and implementing world-class best practices in all areas of its operations and facilities



NMS people are dedicated to financial, operational and institutional excellence, and have an entrepreneurial approach to conducting business



NMS business is built on a platform of sustainable development in every key facet and area of the organisation

NMS VALUE STATEMENT

NMS has strong core values in the areas that it believes will contribute to the overall success and sustainable development of the business:



PEOPLE PRACTICES

Attracting and retaining the best people

Striving for fair and equitable treatment of all of its people



CORPORATE GOVERNANCE PRACTICES

Employing management with strong business experience and integrity

Prioritising corporate transparency, fiscal prudence and financial diligence

Using efficient and effective management reporting systems



COMMUNITY PRACTICES

Providing a meaningful contribution back into the communities in which it does business

Fostering responsible relationships with governments in the countries in which it does business

Maintaining responsible health & safety and environmental policies and practices



PROFESSIONAL
International and local experience and expertise



RESPONSIBLE
Trusted trade partner with excellent health and safety practices




SUSTAINABLE
Respecting the environment and local traditions, sustainable operational practice

NMS ATTRIBUTES


We continually strive to uphold our values and implement best practices in all parts of our business. We believe there are simple principles that require our collective commitment. We aim to apply these principles in all our undertakings.



INNOVATIVE
Forward thinking - continuously breaking new ground

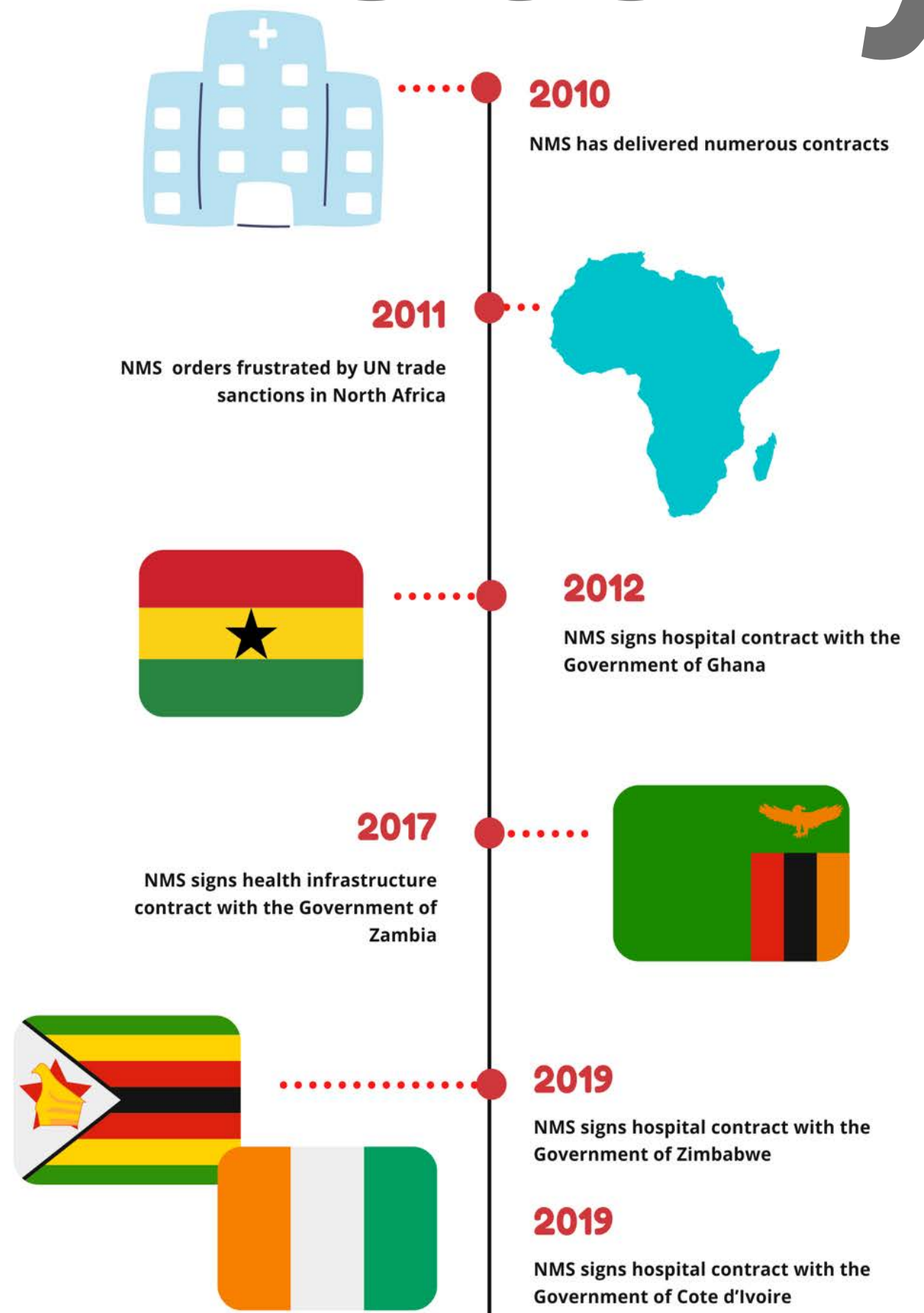


TRANSPARENT
Act with integrity and understanding



GROUNDLED
Solid foundations based on knowledge and experience

History



NMS GROUP OVERVIEW

NMS is a focused national infrastructure development company. The Company is currently engaged in Sub-Saharan Africa national infrastructure projects, with a pipeline of projects under development across the continent.

The Company aims to be a leading player in the field by 2025, with a portfolio of operations, which include design, construction, training, technical and support services, all underpinned by a strong financial base and world class practices with regard to health & safety, people, community, the environment and operational performance criteria.

GHANA

NMS has been contracted by the Republic of Ghana acting through the Ministry of Health, to design, construct and equip six 120-bed district hospitals at Dodowa, Abetifi, Kumawu, Fomena, Garu and Sekondi; and to upgrade the European Hospital in Takoradi. The Company is also contracted to provide technical support and training for a period of three years.



ZAMBIA



NMS has been contracted by the Republic of Zambia acting through the Ministry of Health to design, construct and equip a number of District Hospitals and 108 mini hospitals, staff accommodation to provide ultra-modern facilities and better healthcare for the Zambian people.

ZIMBABWE



NMS has been contracted by the Republic of Zimbabwe acting through the Ministry of Health and Child Care to construct and equip health centres and hospitals, including maintenance and technical training.

COTE D'IVOIRE

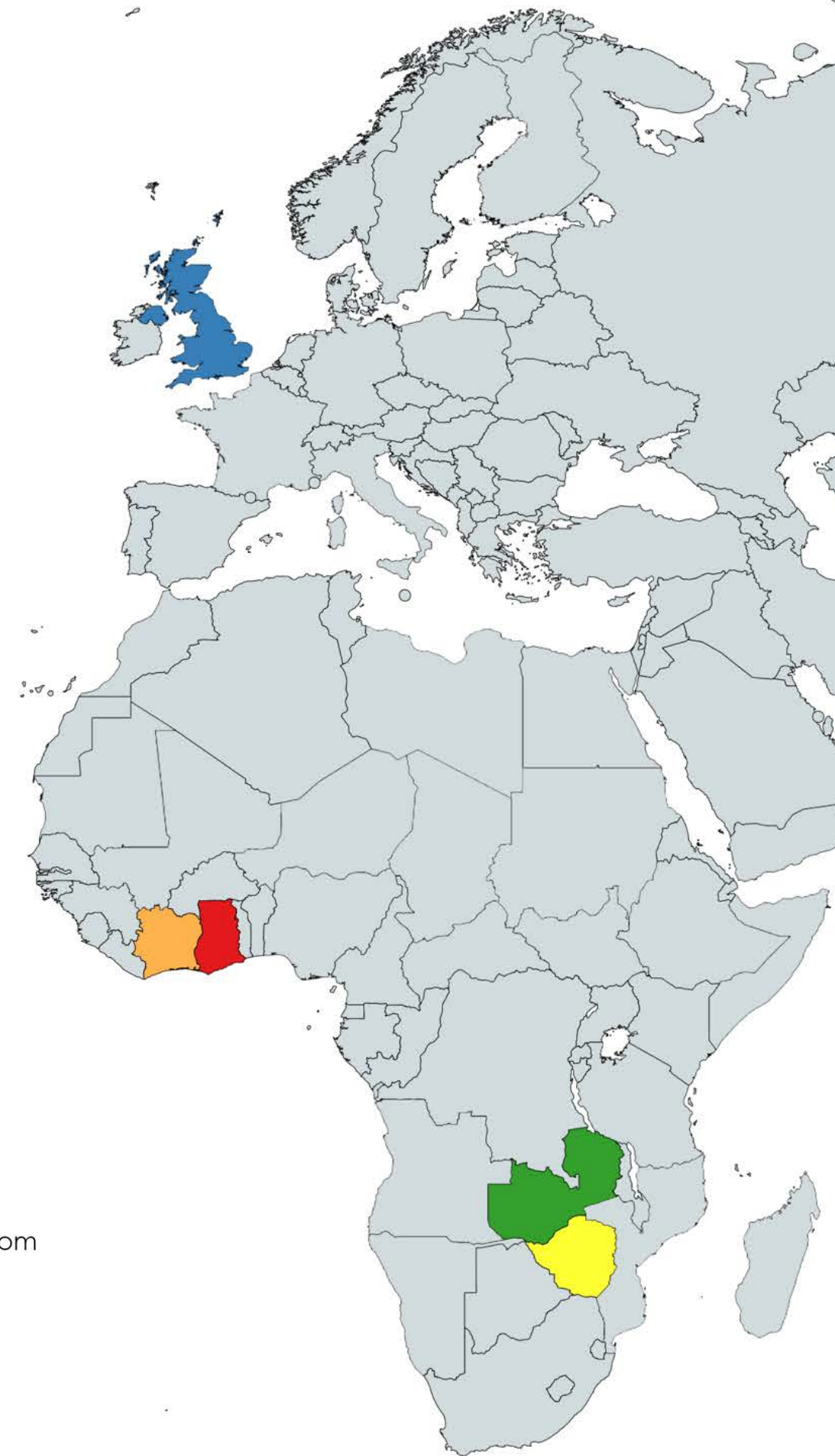


NMS has been contracted by the Republic of Cote d'Ivoire acting through the Ministry of Health and Public Hygiene to design, construct and equip six public hospitals.

UK



NMS continues to trade with a number of leading UK companies.



- Cote d'Ivoire
- Ghana
- United Kingdom
- Zambia
- Zimbabwe

Please refer to Country Profiles at the annexe of the NMS Employee Handbook for further information regarding all countries.

MANAGEMENT EXECUTIVE TEAM

ADAM HATFIELD ACA FINANCE



was appointed in May 2012 having recently served as Finance Director of The Mercers' Company in the City of London trained with PriceWaterhouseCoopers as a Chartered Accountant. He has over 25 years' experience in the financial management, control and direction of large, medium and small businesses. Adam has served as Finance Director of private and publicly quoted companies in the health, IT, media and financial services sectors.

FREDERIK HSU DL LEGAL & COMMERCIAL

gained an MBA from Imperial College London and has previously served as Chairman of Firmin & Sons PLC, as a director of The Property Trust PLC, a real estate development company listed on the London Stock Exchange, Belinvest Realty Fund Limited and Pittencreiff Petroleum PLC. He served on the National Council of the Confederation of British Industry (CBI); Board and Council of Birmingham Chamber of Commerce and was Founder Chairman of the Clothing & Infrastructure Group (CLING) of the Defence Manufacturers' Association (renamed ADS). In 2000, he was appointed as Deputy to the Lord Lieutenant of the West Midlands.



PETER MARKS MSC PROGRAMME DELIVERY



was commissioned as an officer of HM Armed Forces at Royal Military Academy Sandhurst and served for 18 years with the British Army. He gained a BSc degree in Civil Engineering and an MSc in Mechanical Engineering from Cranfield University and has held senior management and board positions with leading companies such as Courtaulds Aerospace, GKN, GEC Marconi, Land Rover and BAE Systems, delivering over £1bn of equipment and services to the UK and overseas governments.

LOUIS OLIVER PURCHASING AND LOGISTICS

trained in accountancy with Grant Thornton. He held the posts of Distribution and Buying Director for the 440-store Oliver Group PLC where he gained extensive international experience and was responsible for a £100m annual budget. He formed a new venture supplying Marks & Spencer which was acquired by FII Group plc where he became a Director. He was Managing Director of the Export Division of UK Safety Group plc supplying UK and overseas governments before joining NMS in 2005.



NICHOLAS OLIVER BUSINESS DEVELOPMENT

was commissioned from the Royal Military Academy Sandhurst, where he was awarded the Queen's Sword of Honour and served with the Royal Scots Dragoon Guards for 19 years. Nicholas is responsible for projects in sub-Saharan Africa and Infrastructure projects in particular. He is an experienced procurement specialist with a strong track record of completion of major international contracts on time and to budget. In 2019 Nicholas was elected as the Co-Chairperson of the Africa Infrastructure Board.



MATT JORDAN MANAGING DIRECTOR OF NMS INFRASTRUCTURE

is a chartered professional who holds an MA in Environmental Law and a BSc in Geo-environmental Engineering, with more than 25 years' experience working in the infrastructure and environmental field. Matt has held senior management positions within a number of leading UK Engineering Consultancies delivering a wide range of multi-disciplinary engineering and environmental projects across the UK and Overseas.





BEGINNING YOUR NMS JOURNEY

**WE WISH ALL
NEW AND
EXISTING
EMPLOYEES
AN EXCITING
AND
MUTUALLY
BENEFICIAL
WORKING
EXPERIENCE.**

Welcome to NMS International Group

This employee handbook provides you with practical information you may need to help you to settle into your role and detailed information of the ethics and standards the Company expects of each of its employees.

We understand that if we set the right scene and ensure all new joiners are provided with as much information as possible, they are more likely to have a fruitful experience while at work.

We believe a sense of belonging enabled by clear and relevant employee information encourages people to stay with the Company and to grow with the Company as it matures into a world-class business.

OUR MUTUAL COMMITMENT

NMS has established itself as a leading national infrastructure development company, but it has not lost sight of the important resource on which its success depends: its people. To operate successfully requires that we collectively make a commitment to our corporate values. This mutual commitment forms the basis of common understanding so everyone knows what is expected of them and what they, in turn, can expect back.



The Work Environment

Everyone has a right to work knowing they will be given adequate direction and support to do their job as best they can. They also have the right to a work environment that is free from harassment, discrimination or abuse and where they are treated fairly and with dignity and respect. We will not tolerate behaviour that fails to recognise the above.



The Environment

It is difficult to develop a nation's infrastructure without having some impact on the environment. Our goal is to minimise our environmental footprint and to prevent, mitigate or remediate any harmful effects of our operations.



Health & Safety

Construction work by its very nature carries risk. NMS will do everything possible to minimise risk and protect the health, safety and well-being of our people. This requires your commitment to perform your job in the safest possible manner. Your responsibility also requires you to look out for the safety of your colleagues and co-workers. If you see an unsafe practice being performed in the workplace, it is your responsibility to help change it, stop it or bring it to the immediate attention of your Line Manager/ Supervisor ("Line Manager"). Of course, not all of our staff operate in such hazardous environments, but we are not complacent about the health and safety of our workers in office-based roles. NMS will provide a safe and healthy working environment for all staff and seek continuous improvement in all aspects of work processes and procedures. The Company has adopted a Health & Safety Policy to document its commitment and performance.



Integrity

You may be exposed to information that is confidential to the company. NMS' reputation and well-being, rest on that information not falling into the wrong hands, either for profiteering or for a commercial advantage.



Dealing with Others

Your behaviour and actions reflect not only on yourself, but also on our Company. Similarly, we rely on dealing with government officials and strive to ensure that the integrity and reputation of NMS will not be brought into question.

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EMPLOYMENT RELATIONSHIP

A NON-DISCRIMINATORY & EQUAL OPPORTUNITY ENVIRONMENT

The Company fosters a work environment in which all individuals are treated with respect and dignity. The Company is an equal opportunity employer and does not discriminate against current or potential employees, officers, or directors on the basis of race, colour, religion, sex, national origin, age, disability or any other category. The Company will make reasonable accommodations for its employees in compliance with applicable laws and regulations. The Company is committed to actions and policies to assure fair employment, including equal treatment in hiring, promotion, training, compensation, termination and corrective action and will not tolerate discrimination by its employees and agents.



HARASSMENT POLICY

NMS prohibits discrimination, mistreatment and/or harassment of individuals based on gender, ethnicity, disability, creed, age, marital status, or any other category protected by applicable law. This list is not all-inclusive.

Unlawful discrimination, mistreatment or harassment of anyone in any way associated with NMS is prohibited. Because NMS takes allegations of unlawful discrimination, mistreatment and harassment seriously, we will respond promptly to complaints of such behaviour by conducting an investigation and, where it is determined that inappropriate conduct has occurred, we will act promptly to eliminate the conduct and impose such corrective action as is necessary.

Please note that while this policy sets forth our goals of promoting a workplace that is free of unlawful discrimination, misconduct and harassment, the policy is not designed or intended to limit our authority to discipline or take remedial action for workplace misconduct that we deem unacceptable, regardless of whether that conduct satisfies the definitions set forth in this policy.



SEXUAL HARASSMENT

NMS specifically prohibits workplace sexual harassment. Sexual harassment means unwelcome sexual conduct, either visual, verbal or physical, and may include, but is not limited to, unwanted sexual advances, unwanted touching and suggestive touching, language of a sexual nature, telling sexual jokes, innuendoes, suggestions, suggestive looks and displaying sexually suggestive visual materials. Workplace or work-related sexual harassment of employees is unlawful and will not be tolerated by NMS.

WORKPLACE VIOLENCE

The workplace must be free from violent behaviour. Threatening, intimidating or aggressive behaviour, as well as bullying, subjecting to ridicule or other similar behaviour toward fellow employees or others in the workplace will not be tolerated and may have serious implications on current and future employment.

**CONTROLLED
SUBSTANCES**

The Company operates a zero tolerance policy on alcohol and drugs at work. Any person who is demonstrably under the influence of alcohol or drugs while at work or at site will be sent home immediately and subject to disciplinary action, which may result in dismissal.

The Company reserves the right to conduct random alcohol and drug testing on any person at work. Refusal to accept testing is a disciplinary offence which may result in dismissal. Any person at work who tests positive for alcohol or drugs will be subject to disciplinary action. If you suspect a co-worker of substance abuse, notify your Line Manager immediately. For more information, refer to the company's Code of Conduct and Drugs and Alcohol Policy.

VISAS & PASSPORTS

Visas are required and should be obtained for all entries. For further information on obtaining the appropriate visa please contact the Travel Team (travel@nmsigrp.com). Passports must be valid for at least six months after your proposed departure date. It is strongly recommended that you keep your passport in a safe place and make a number of coloured copies of your passport photo page and carry them with you during your travels and while at site.



FITNESS FOR WORK

The Company values a safe, healthy and productive workplace for all employees, subcontractors and visitors. The Company reserves the right to request both pre-employment and annual medicals. The Company reserves the right to withdraw an offer of employment if an Employee or accompanying dependant is deemed to be medically unfit.

We recognise that factors such as substance abuse, fatigue, stress and illness may impair personal performance and pose a risk to the safety of ourselves and others. To be “fit for work” an employee must be in a state (physical, mental and emotional) which enables them to perform assigned tasks competently and in a manner which does not threaten the safety or health of themselves or others.

The Company prohibits any person from entering or being on any worksite while under the influence of alcohol or illegal or misused drugs.



ACCESS TO PERSONNEL FILES

NMS maintains a personnel file on each employee. The personnel file includes such information as the employee's job application, CV, records of training, documentation of performance appraisals, salary increases and other records. Personnel files are the property of the Company and access to the information they contain is restricted. Generally, only supervisors and management personnel of NMS who have a legitimate reason to review information in a file are permitted to do so.

Employees who wish to review their own file should contact Human Resources.

The Company policy requires that Human Resources hold computerised databases on personnel information. You must not set up a computerised database of personnel information without prior approval from your Line Manager, and Human Resources must be notified.

A General Data Protection Regulations (GDPR) privacy notice is required to be signed by all employees and this record will be held on your personnel file.

VACCINATIONS

It is strongly recommended that you consult your physician regarding medications and immunisations. The World Health Organisation compiles a list of required and recommended immunisations for international travellers.

All vaccinations should be officially recorded and stamped in a yellow international immunisation card. This card should be carried with your passport, and a copy provided to the HR Manager for your personnel records.

Yellow Fever vaccination is mandatory for certain countries, where an International Certificate of Vaccination against Yellow Fever is required for visitors. Entry into the country will only be allowed from 10 days after the Yellow Fever vaccination.

For your safety, it is recommended all visitors take a course of malaria prophylactics. Please discuss with your doctor which one is best for you.

Please remember, not all immunisations can be taken or obtained on the same day or on the day of departure. Some immunisations must be administered over a period of time and some cannot be given together. See your doctor at least four to six weeks before your departure to allow time for vaccines to take effect. Random checking is done at the airport on arrival.

COMPANY BULLETIN BOARDS

Our bulletin boards are used for communicating important Company information and for legally-required notices. All posted items must be approved in advance by management.

All employees are responsible for reading the information posted on the bulletin boards. Required information will be posted and removed in a timely manner.



PERSONAL CONDUCT



Employees are recognised as representatives of the Company and their conduct should always be of a high standard

NMS' international workforce comprises different nationalities. It is a diverse group accustomed to different social norms and values. Just like NMS as a company, you are a guest in the country. As a guest, you respect your host's laws, social standards, expectations and rules.

It's important to remember that your behaviour and actions reflect not only on yourself, but also on our company. If you find yourself unsure of how best to deal with local situations, we strongly encourage you to discuss the matter with your Line Manager or the relevant Country Director.

All employees must acknowledge and strive to understand the culture of the local community and conduct themselves with due regard.

The Company has a Working Code of Conduct & Ethics that places strict expectations on the behaviour of all employees. Failure of employees to abide by the laws may result in adverse attention from authorities which would have serious implications on future employment.

CONFIDENTIALITY

Most of our employees need access to confidential Company and customer information and records in order to do their jobs. While an open climate of information sharing is most often desirable, there is a need to safeguard the security of information that could be detrimental to the Company, our customers, or be advantageous to our competitors.

Such information includes (but is not limited to):

- Company financial information
- Supplier information
- Correspondence
- Mailing lists
- Personnel-related data
- Computer printouts
- Electronic data (files and programs)
- Technical reports or data
- Business methods and procedures

This also includes any other information which a prudent person could reasonably believe to be confidential.

During your employment, as well as subsequent to your employment, you shall not disclose any confidential information or records to unauthorised individuals, either within the Company or to others outside the Company. Any confidential information you may have in your possession when your employment at NMS ends must be returned to the Company prior to your departure. All employees within the company will need to read and sign a Non-Disclosure/Confidentiality Agreement, and this will be held on your personnel file.

Any current or former employee who discloses any confidential information will be subject to disciplinary action up to and including termination and legal action.



UK GENERAL DATA PROTECTION REGULATIONS (GDPR)

GDPR came into force in June 2018 for all companies which operate within the UK. The regulations relate to the personal data of any UK citizen and/or resident, both physical and digital, i.e. on paper or on the computer (saved on the hard drive, cloud drives and internet).

NMS is committed to its obligations under the UK GDPR and it is all of our responsibilities to ensure that personal data does not become exposed or compromised and that we all take appropriate measures to protect personal data.

We understand that not all risks may be mitigated, and we therefore operate a robust and structured system of control measures and processes to help protect data subjects and their personal information from any risks associated with processing data.

It is the responsibility of the employee to ensure that they fully understand the GDPR and how this may impact the use and processing of personal data. To support this understanding NMS has developed and set out GDPR policies and procedures to offer help, support and guidance.

For further information refer to the company's General Data Protection Policies:

- 1) Introduction to UK GDPR
- 2) GDPR for Employees
- 3) GDPR Privacy Notice for Employees, Workers and Contractors – UK
- 4) Data Breach Policy Procedure
- 5) Data Breach Incident Form

If you are in any doubt about GDPR and/or the processing of personal data, you should contact the Data Protection Officer or the Human Resources Manager.



PERFORMANCE APPRAISAL POLICY & PROCEDURE

The purpose of our performance appraisal process is to provide you with the opportunity to openly discuss with your Line Manager how you can utilise your talents and abilities to their fullest and help the Company reach its goals. Performance appraisal is intended to be a positive experience for both you and your Line Manager and is more meaningful when approached with this attitude.

It provides a basis both throughout the year and formally at reporting time for a dialogue between yourself and your Line Manager to discuss:

- Whether you are achieving your objectives in the manner expected
- You and your Line Manager can reassess your goals and priorities and reset them if necessary
- Your learning and development needs can be assessed and an action plan can be drawn up
- Your Line Manager can tell you how you are performing
- A record of your performance appraisal will be placed on your personnel file.

The appraisal process helps by providing in advance a job plan that covers the main areas of your work for the year ahead and sets work-related objectives that are aligned with both your Department's objectives and the goals of the Company.

Performance appraisal is a continuous process at NMS and is conducted by your Line Manager. During the induction process, where applicable, your Line Manager will conduct formal reviews with you after your first, second and third month. These reviews will ensure that you (the employee) will be embedded into the business whilst assisting in the probation period sign-off. After this period mid-term and annual reviews will be conducted thereafter.

TERMINATION OF EMPLOYMENT

The minimum period of notice required to be given by you to terminate your employment is as set out in your Employment Contract. Likewise, the minimum period of notice to be given by the Company to terminate your employment is as stated in your Employment Contract.

During any period of notice, your terms and conditions of employment continue to apply and the Company may, at its discretion, provide you with alternative work of a broadly similar nature to the work that you normally perform.

The Company may, at its discretion, require you not to attend the Company's offices or not to perform such services on its behalf during the period of notice. During any such period, you will remain an employee of the Company and, as such, barred from joining another employer.

Your employment may be summarily terminated by the Company without notice if you are in fundamental breach of any of the principal terms of your employment or if you are guilty of wilful default, negligence or gross misconduct in connection with or affecting the business of the Company, or if you act in a way that brings the Company into disrepute.



GRIEVANCE & APPEALS POLICY & PROCEDURE



The objective of the grievance policy and procedure is to provide a means for dealing with any grievance or complaint which you may have relating to your employment with the Company. The procedure applies irrespective of your job or position. Normally, such problems can be resolved by informal discussion with your Line Manager, but there may be occasions when you wish to have the problem dealt with through formal channels.

For the complete version of the Company's Grievance Policy please contact Human Resources.

DISCIPLINARY POLICY & PROCEDURE



Disciplinary action is taken as a consequence of failure to abide by contractual obligations as defined by your terms of employment, as set out in the Letter of Engagement/Service Agreement/Contract of Employment ('Employment Contract'), job description, codes, policies, procedures and poor conduct by individuals, without being limited to these.

The disciplinary procedure, carried out in several stages, is intended to allow an individual to correct his/her behaviour or his/her performance by means of progressive corrective discipline. For the complete version of the Company's Policy & Procedures please contact Human Resources.

ETHICAL BEHAVIOUR



The Company has established a Working Code of Conduct and Ethics which sets out standards for conducting business affairs and behaviours of employees. Every employee of the Company adheres to the Working Code of Conduct and Ethics set out in this document.



LEAVE

MATERNITY & PATERNITY LEAVE

As an Employee, you have various statutory maternity and paternity benefits that include maternity and paternity leave and the right to return to work. In relation to maternity leave, to protect these rights, it is very important that the Employee keep the Company advised, in writing, on specific aspects regarding their pregnancy.

Furthermore, the Employee should advise their Line Manager and the Human Resources Manager as soon as they are aware that they or their partner are pregnant so that NMS can ensure that all necessary actions are taken to protect the health of the Employee and the unborn baby.

If you are in any doubt about the Company's Maternity/Paternity Leave Policy, please contact the Human Resources Manager.



BEREAVEMENT LEAVE

In case of severe illness or death of the Employee's spouse, child, father, mother, brother or sister or the Employee's spouse's child, father, mother, brother or sister, up to ten days of paid leave, including travel time, will be provided, subject to the advice of the Company's Human Resources Manager, and approval from the Line Manager.

(NB. For employees employed in Africa, the bereavement leave entitlement will be aligned to the relevant employment regulations of the relevant country).

In the event of the death of an expatriate Employee's spouse or a dependent child while on assignment, air transportation will be provided for the Employee and Employee's dependent children so that they can return with the remains to their home country. Costs of repatriating of remains of the deceased to the home country can be claimed for on the company health insurance policy, where applicable.



VACATION ENTITLEMENT

Your entitlement to vacation leave is set out in your Employment Contract.

LEAVE OF ABSENCE

You may be granted leave of absence to deal with serious domestic circumstances and compassionate situations. Requests should be made to your Line Manager and Human Resources Manager for individual review.

DEVELOPMENT



EMPLOYEE DEVELOPMENT

The utilisation of the skills, competencies, knowledge and professionalism of the Company's employees is a key factor for its business success. Your development requires the joint efforts of yourself and your Line Manager. You have the responsibility to compile a development plan that is realistic and reflects your aspirations. Your Line Manager has a responsibility to assist, guide, support and review the progression of your individual development needs to meet the needs of the business.



TRAINING COURSES

Where appropriate, the Company will make use of both internal and external training courses to meet the identified training needs of individual employees and overall Company training needs. You may be asked to attend such courses from time to time.

COMPENSATION & PERFORMANCE

BASE SALARY

The employee's base salary will be paid in Pounds Sterling, US dollars or the relevant local in-country currency, as dictated in the respective Employment Contract. Payroll is run through the NMS head office and salaries will be paid on the last working day of the month or earlier should that day fall on a Saturday or Sunday. Any variances need to be communicated to Human Resources by the 15th of the month to ensure payment is included in the same month. You will receive an electronic payslip at the end of each month. Annual (calendar year) reviews of base salary are conducted to ensure competitive levels are maintained.

ANNUAL PERFORMANCE INCENTIVES

The Company promotes the concept of performance-related pay, and in doing so manages an annual bonus programme. Company and year-end awards reflect both individual and team performance. This programme is discretionary in nature and as such, annual award levels may reflect both internal and external financial conditions.



BENEFITS

SICK LEAVE

For absences of longer than a day, please contact your Line Manager/Human Resources Manager each day you will not be able to work, unless your doctor has given you a written note indicating the day you will be able to return. We may request a doctor's note for absences. Upon your return to work you will be taken through a Return to Work process with your Line Manager/Human Resources Manager.

EMPLOYEE BENEFITS

We have considered carefully the needs of our employees in designing a comprehensive benefits package. For a complete description of entitlements and coverages please refer to your Letter of Engagement/Service Agreement/ Employment Contract. If you have any queries, or need help at all, please contact the Human Resources Manager who will answer any questions.

BUSINESS TRAVEL AND EXPENSES

Company-paid travel is a major cost and, as the Company becomes a larger enterprise, there will be an increasing need for employees to travel between the Company's operations and offices. The Company's travel policy, which applies to all employees of NMS and its subsidiaries, must be followed at all times unless approved for special cases by a member of the the Directors who will inform the Human Resources Manager.

All travel arrangements, whether or not they are booked locally, are to be co-ordinated with the Travel Team (travel@nmsigrp.com).

The Company maintains a Travel Insurance policy that will cover you for all overseas business travel. Details can be obtained from Human Resources.

All business expenses will be reimbursed against presentation of an itemised expense claim form and supported by a receipt(s).

For the complete version of the business travel and expense claim policy and an expense claim form, please contact Human Resources.

Any employee issued with a company credit card should fully understand the company credit card policy and procedures, and ensure that they submit original receipts for all items monthly to the Accounts Department (accounts@nmsigrp.com). Failure to do so may result in a suspension or withdrawal of this facility.

WORKPLACE ENVIRONMENT

HEALTH & SAFETY MANAGEMENT

The Company recognises the protection of the safety and health of its employees, contractors and the community as among the highest corporate priorities at all stages of our activities.

The Company believes that all employees and contractors must be protected against workplace hazards. Every incident must be reported to the Line Manager as per procedure. For the complete version of the Company's Health & Safety Policy, please contact Human Resources.

ENVIRONMENTAL MANAGEMENT

The Company recognises environmental management and protection of the Environment as equal in priority to all activities including construction and operations.

ENVIRONMENTAL POLICY STATEMENT

NMS places great importance on the Environment and its vision is to ensure it plays a part in the protection and long-term sustainability of the natural world. NMS aims to operate consistently in an environmentally responsible manner and reduce its impact wherever possible.

NMS regards the protection of the Environment and the prevention of pollution, as a mutual objective between management, employees and other stakeholders that are engaged in the company's activities.

NMS therefore seeks to comply with all applicable international, state and local environmental laws and regulations; and, where appropriate, to adhere to the standards laid down by the World Bank IFC Environmental, Health and Safety Guidelines (2016).

This policy is a commitment, developed and embraced by the Directors who seek not only legal compliance but also continual improvement. This short statement which is documented, implemented, and reviewed at board level drives the remainder of the company's Environmental Management Systems (EMS). The policy provides a framework for the Directors to review objectives and it has been communicated to all employees and others working on behalf of the organisation. NMS is content that this statement is available to the public and the Directors are content to be judged against it.

NMS accepts that its activities can have an environmental and social impact and can generate waste material. Therefore, the Environmental and Social Policy of NMS is to ensure so far as it is reasonably practicable that all its operations will be carried out with a commitment to primarily avoid and, where this is not achievable, to reduce impacts including waste, thereby protecting and enhancing the Environment. The same commitment will be expected to be shown by contractors working for NMS, who are required to adopt environmental and social standards fully consistent with those of NMS and they are expected to achieve comparable levels of performance as a condition of their contract.

NMS has introduced initiatives within its project business to primarily avoid or to restrict and manage any negative environmental and social impacts associated with its operations. In accordance with its stated policy, NMS has produced the following list of objectives as a sound framework for the implementation of its Environmental and Social Policy:

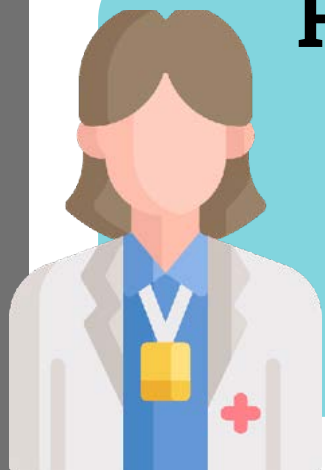
- To primarily avoid and, where this is not possible, to minimise the generation of emissions, waste, resource consumption and preventing pollution.
- To optimally use resources and re-use materials wherever possible.
- To implement recycling initiatives for items that cannot be reduced or re-used.
- To dispose of any waste products in ways that show concern for the Environment using only registered carriers to dispose of waste, and to recycle wherever possible.
- To respond swiftly to accidents or incidents that have a potential to threaten the Environment.
- To encourage more sustainable purchasing practices by purchasing environmentally responsible items wherever practicable.
- To influence our suppliers and contractors to encourage them to be environmentally and socially responsible.
- To communicate the Environmental and Social Policy freely to all employees and stakeholders, and encourage their involvement.
- To encourage the development of products, processes and equipment with concern for the future of the Environment.
- To carry out environmental and social audits when required.
- To ensure our suppliers make sure that working conditions in their and their suppliers' operations meet (or exceed) international labour standards.
- To ensure there is no forced or child labour and employment is freely chosen.
- To ensure a safe and hygienic working environment is provided to all employees.
- To ensure that living wages are paid to all employees (wages should always be enough to meet basic needs and to provide some discretionary income).
- To maintain effective communication and consultation with local communities and other affected or interested parties associated with all projects.
- To ensure that there is a documented system for dealing with complaints and grievances which is implemented and effective on each of our projects.

NMS aims to keep its environmental and social performance under constant review to ensure it continues to identify new areas where its environmental performance can be improved. Continual improvement of environmental, social, health, and safety performance is vital to the success and competitiveness of our business, bringing benefits of good morale, reduced losses and legal compliance.

This environmental policy statement has been approved by the Directors and authorised by:

Name	Frederik Hsu
Position	Deputy Chairman





HEALTH MANAGEMENT

The health of all employees is a priority to the Company. Health Management includes awareness training, prevention strategies and adequate facilities for treatment. For the complete version of the Company's health standards for prevention and treatment, please contact Human Resources.

ATTENDANCE & PUNCTUALITY

Our Company's successful operation in large part depends on the regular attendance of each of our employees. You have an important job here and we need you to be reliable and punctual in reporting for scheduled work. Unscheduled absenteeism and tardiness are disruptive and place a burden on your Line Manager and your fellow employees.

If you will be unavoidably late to work, or absent, please call your Line Manager before your scheduled start time, if possible. For absences of longer than a day, please contact your Line Manager each day you will not be able to work, unless your doctor has given you a written note indicating the day you will be able to return. We may request a doctor's note for absences. Upon your return to work you will be taken through a Return to Work process with your Line Manager.

Poor attendance and excessive tardiness will have a negative impact on your performance evaluation and on consideration for pay increases and promotions and may result in disciplinary action up to and including termination.



HOURS OF WORK

Normal working hours range from 09:00 am to 05:00 pm. However, working hours may be changed depending on the needs of each department. Special working times may apply to employees depending on the nature of their work. Due to the requirements and nature of the Company's business, the Employee may also be required to work additional hours from time to time in accordance with the reasonable demands of the Company and the needs of the business. There will therefore be occasions when they will be expected to work outside their normal hours for which no extra payment will be made.

DRESS CODE

The dress code of all employees must be compliant with Health & Safety regulations while on-site. The Company operates a business casual dress code. The Employee must wear long trousers and shirts with sleeves or company polo shirt. Female employees should wear equivalently culturally appropriate smart casual attire. When meeting external clients, appropriate smart clothing must be worn.

All employees should be well groomed at all times. Attention should be spent on good grooming habits to avoid offensive odours. Heavy use of colognes and perfumes should be avoided. If you are in any doubt, please speak to your Line Manager/ Human Resources Manager.

For further information please refer to the Code of Conduct/Dress Code.



SECURITY MANAGEMENT



The Company recognises the protection and the safety of its employees and contractors as among the highest corporate priorities at all stages of our activities. To help ensure the security of both individual and site, the Company has developed a comprehensive Security Management System. For the complete version of the Company's Security Policy and Rules, please contact Human Resources.

SEARCH & SEIZURE

The Company has a Search and Seizure Policy which empowers Site Security to conduct searches of people, property, equipment, accommodation and take possession of suspected stolen or suspicious items. Persons detected removing company property will be liable to serious censure including prosecution.

Employees, contractors and visitors to Company operated sites may be subjected to searches by security personnel on entering and exiting. All persons accessing sites must carry identification.



USE OF COMPANY PROPERTY

COMPANY PROPERTY

Company property should be used with care by all employees. You should not remove material or equipment at any time from the Company premises without the prior approval of your Line Manager. Similarly, the Company's time, material or equipment must not be used for unauthorised work.

When you leave the Company's service, you must hand in your laptop computer and company mobile phone (if applicable) to your Line Manager, and all property that has been issued by or on behalf of the Company, including your security ID and any Company-issued credit or telephone cards, etc, on or before your last working day with NMS unless by prior arrangement with your Line Manager.



IT & COMMUNICATIONS

To facilitate the running of the business, the Company provides employees with communications tools such as telephones, fax, voicemail, copiers, modems, internet services and electronic mail. The Company may monitor the use of its information technology systems. For any queries on the Company's IT Usage Policy, please contact Human Resources.



EMAIL

All precautions that would normally be followed in sending ordinary mail should be observed when using email. However, there is no guarantee that any messages sent via email are private, so extra precautions should be taken when transmitting confidential information.

Networks may be monitored for standard maintenance, problem resolution, planning and other reasons. In the course of monitoring, electronic messages may be reviewed by systems administrators and there should be no expectation of privacy with respect to email or internet utilisation.



INTERNET

Internet usage is monitored and is for business use only. Inappropriate or salacious files accessed and stored on the Company servers will not be permitted and any violation of the Company's policy on Information Technology will lead to disciplinary action being taken against offenders.

(Full details are set out in the Company's IT Policy)

MOBILE TELEPHONES

The Employee may receive a Company-provided mobile phone with a reasonable monthly allocation for local and international calling and appropriate data requirements, if applicable. Employees operating abroad are required to carry their mobile phone with them at all times for security purposes. Company mobile phones are to be protected by the employee and returned when employment ends. A Company mobile phone is the property of the Company and may be removed from an employee's possession at any time. Abuse of Company mobile phone privileges may result in their forfeit and loss of Company mobile phone privileges. Employees are encouraged to use Skype/WhatsApp or other forms of IP communication where possible to reduce costs.

Excessive personal calls during the workday can interfere with employee productivity and be distracting to others. Employees should restrict personal calls during work time.

To ensure the effectiveness of meetings, employees are asked to switch mobile phones to silent mode. For any queries on the Company's Mobile Phone Usage Policy, please contact Human Resources.



COMPUTER SOFTWARE

The Company licenses the use of computer software from a number of vendors and does not have the right to reproduce it. It does not condone the illegal duplication of software and you are advised to use this software only in accordance with the licence agreement. If you make, acquire or use unauthorised copies of computer software, you will be subject to disciplinary action.



VEHICLES

All drivers of Company vehicles must be aware and comply with all road traffic rules and regulations and Company driving policy and procedure. Compliance with these guidelines are designed to enhance your safety and security.

Driving while under the effects of alcohol or drugs is an offence and against Company Policy. The Company has a policy of zero tolerance to any alcohol and/or drug content within a driver's bloodstream when driving company vehicles.

Expatriates must have a valid driving licence from their home country and/or an international driving licence and may be required to take a local driving test.

For any queries on the Company's Vehicle Usage and Driving Policies, please contact Human Resources.



WORKING CODE OF CONDUCT & ETHICS



48	Human Rights
48	Employment
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50	Working Code of Ethics

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54	Whistleblowing Reporting Procedure
54	1. Purpose
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55	4. Anonymity, Confidentiality & Fairness



NMS is committed to the highest standards of openness and accountability. For employees, this means that NMS is committed to providing a work environment in which everyone is treated fairly and with respect. It also endeavours to provide a safe and healthy working environment for all and to seek continuous improvement in all aspects of work processes and procedures.

The wider world is important to us too. NMS is committed to conduct itself in partnership with the environment and community at large as a responsible and caring business entity.

WORKING CODE OF CONDUCT

The Directors of NMS have agreed a Working Code of Conduct governing its operations.

The Directors of NMS and every employee have agreed to embrace and adopt, within their sphere of influence, this set of core values in the areas of human rights, employment standards, the environment and anti-corruption, as follows:

HUMAN RIGHTS

1. NMS shall support and respect the protection of internationally accepted human rights
2. NMS shall ensure that it is not complicit in human rights abuses

EMPLOYMENT

3. NMS shall uphold the freedom of association and the effective recognition of the right to collective bargaining
4. NMS seeks the elimination of all forms of forced and compulsory labour
5. NMS seeks the effective abolition of child labour
6. NMS seeks the elimination of discrimination in respect of employment

ENVIRONMENT

7. NMS shall support a precautionary approach to environmental challenges
8. NMS shall undertake initiatives to promote greater environmental responsibility
9. NMS shall encourage the development and use of environmentally-friendly technology

ANTI-CORRUPTION

10. NMS shall work against corruption in all its forms



IMPLEMENTATION

NMS has taken steps to ensure that all its business is conducted in line with this code of ethics:

1. The Directors have appointed a Compliance Officer who has a core responsibility to keep the company up to date with all current thinking on Corporate and Social Responsibility, legal compliance and optimum working practices. She/he ensures that all directors and employees are well briefed and that all NMS business is conducted strictly in line with the Code of Ethics.
2. Every employee has been briefed and understands the Code of Ethics, has signed a commitment to uphold it and recognises that a breach of this commitment would constitute a breach of his/her terms of employment. A signed commitment is held on company personnel documentation for every employee and director.
3. At every Board meeting, each Director reports compliance within his area of responsibility.



WORKING CODE OF ETHICS

The Code of Ethics has been written into every facet of NMS business procedures. Together they form the NMS Working Code of Conduct.

SELECTION OF STAFF

All new staff are selected against a job specification that is approved at board level. All job specifications include requirements on ethics and honesty and other "soft issues" which the directors believe are required to uphold the NMS values. References are requested and always pursued. All personnel report through a management chain that is as short as possible to a board director who is responsible to the board for the conduct of all employees under his care. All personnel are regularly reminded that it is their duty to report any suspicion of malpractice that could relate to NMS in any way (refer to the Whistleblowing Procedures).



SELECTION OF MARKETS

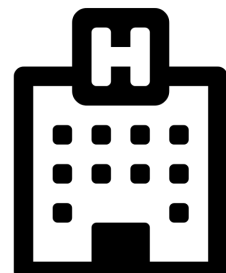
Before entering and engaging with a new market, a detailed political, sociological and economic analysis is carried out. This is compiled largely from open source material but NMS will normally also seek briefings from UK DIT (Department for International Trade) and embassy staff in the country under consideration. Every prospective new market is assessed against the Company's Code of Ethics. If it is judged that the pursuit of business in that market will contravene the ethics of the Company, that market shall be rejected.



SELECTION OF BUSINESS

Each prospect or new area of business is subjected to an evaluation process. This process includes a detailed assessment of compliance with the Company's Code of Ethics. Any business opportunity or prospect that fails to meet the mandatory criteria (some of which are detailed below) is rejected.

1. Is the proposed prospect feasible and therefore warrants engagement?
2. Is the prospect located within a country we are already operating in?
3. Is the prospect centred around the Company's core business area, and could it fit within the existing designs?
4. Has the prospect been introduced by trusted source and is it fundable?
5. Does the prospect reflect and support NMS's business ethics?



SELECTION OF PARTNERS & REPRESENTATIVES

Prospective partners/representatives are selected with great care, ideally recommended by an unimpeachable source such as DIT or a local consulate or embassy. Regardless of the source of the introduction, every prospective partner/representative is required to undergo detailed due diligence/KYC checks. Upon satisfactory completion of the onboarding process and prior to any engagement, the individual shall be required to sign up to a non-Circumvention/Non-Disclosure Agreement as well as the NMS Code of Ethics. Once appointed, a partner or representative shall periodically submit to compliance review. Payment(s) to a partner/representative may be made solely against invoice, normally in the currency of any related project, such invoice to specify work undertaken in the relevant period. In accordance with Company policy, payments require the approval of at least two directors.



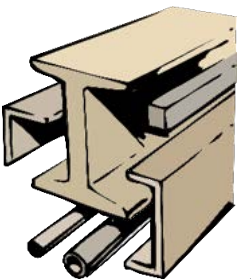
SELECTION OF SUPPLIERS

All NMS suppliers are assessed for standard characteristics such as financial stability, commercial standing, proven ability, value for money and payment terms, etc. However they are also assessed to be an ethical supplier against the same Code of Ethics that NMS demands of itself. If selected, all suppliers are required to accept NMS's standard terms of supply that includes a written commitment of conformity to the NMS Code of Ethics and Environmental Policy and adherence to their signed Non-Disclosure Agreement.



SELECTION OF PRODUCTS

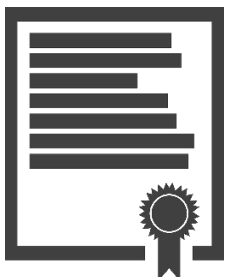
Before any product is selected for promotion or supply by NMS it is tested against the NMS Code of Ethics and Environmental Policy with particular reference to environment, ecology, fair trade and ethical labour use, not only during production but also during life and on disposal. Products failing this assessment shall be rejected.



COMMERICAL AND CONTRACTUAL

No verbal or written commitment and, where possible, no raising of expectation, is entered into without careful due diligence. Each commitment is examined carefully before being made. The authority to bind or commit the company lies exclusively with the Executive Directors and a minimum of two are required to authorise any commercial commitment.

The Directors test each commercial engagement against the NMS Code of Ethics prior to approval. The other party(s) to the commercial agreement are briefed on the NMS Code of Ethics and the commercial agreements include appropriate wording. If the agreement is judged to fall outside the NMS Code of Ethics, it shall be rejected. Furthermore, all existing commercial agreements are regularly monitored for continued compliance.



ANTI-BRIBERY & CORRUPTION POLICY

1. PURPOSE

- 1.1** NMS International Group (the “Company”) is committed to the highest standards of business, personal and professional ethical behaviour. It is the purpose of this policy to ensure the Company remains free of corrupt practices or acts of bribery that provide an unfair financial or other advantage and to be recognized by our customers, employees, community and shareholders as a responsible Company committed to conducting business in an honest way.

2. POLICY

- 2.1** The Company is committed to compliance with all applicable laws, rules, and regulations in every jurisdiction in which it does business.
- 2.2** Directors, Managers, Employees, Contractors and Suppliers are expected to adhere to the standards and restrictions imposed by those laws, rules and regulations and Company’s Working Code of Conduct, Policies, Procedures and Rules. It is every employee’s responsibility to report any suspicion of Bribery or Corruption using the Whistleblowing Reporting Procedure.
- 2.3** Neither the Company nor any of its Directors, Managers, Employees, Contractors and Suppliers are permitted to directly or indirectly influence (with money, gifts or promises) any government, official, political party or political candidate in order to assist the Company in obtaining or retaining business or in directing business to any other person.
- 2.4** The Company will ensure employee knowledge and understanding of Bribery and Corruption risks related to business functions.
- 2.5** Line Managers have the responsibility of identifying those who work in areas within the Company as being particularly high risk and providing them with additional knowledge and understanding.
- 2.6** The Company will conduct in-house and third party reviews to ensure it remains fully compliant with relevant regulations.
- 2.7** The Company maintains appropriate methods in its Whistleblowing Investigation Guideline to ensure that concerns raised in accordance to paragraph 2.2 above have been satisfactorily resolved.
- 2.8** The Company will not tolerate any incident of Bribery or Corruption, committed by the Directors, Managers, Employees, Contractors and Suppliers, either from within or outside the Group, and will take swift action (including suspension, dismissal and legal action), against those persons committing Bribery or Corruption, irrespective of length of service or position. Non-compliance with the Company’s Policy on Anti-Bribery and Corruption may include discipline up to and including discharge for Directors, Managers and Employees and may result in contract termination for Contractors and Suppliers.



3. IMPLEMENTATION

- 3.1** This Policy on Anti-Bribery and Corruption has been approved by the NMS Board of Directors and its effect extends to all the Company’s dealings and transactions wherever it conducts its business.
- 3.2** The Compliance Officer is responsible for the implementation of this policy.
- 3.3** All employees will be required to view an Anti-Bribery and Corruption presentation confirm completion and understanding thereof at the commencement of his/her employment with NMS.
- 3.4** Should any employee require further explanation or interpretation of this policy or procedures, they should contact Human Resources.



WHISTLEBLOWING REPORTING PROCEDURE

1. PURPOSE

- 1.1 The purpose of this Whistleblowing Procedure is to create a communication and reporting system that allows employees and others to raise serious concerns about possible fraud, crime or other serious risk to the Company or its stakeholders.

2. SCOPE

- 2.1 This Procedure applies to all officers, employees, consultants, third-party agents, subsidiaries and working partners (together, referred to as "Employees") and Directors.
- 2.2 This Procedure is intended to be comprehensive and to include any matter that the Employee has a reasonable suspicion to believe is illegal, unethical and/or contrary to the policies of the Company, including but not limited to, violation of the Working Code of Conduct and Ethics Policy.
- 2.3 This Whistleblowing Procedure is meant to apply in circumstances where the Employee has exhausted all other routes of dispute resolution available and/or the Employee is concerned with regard to retribution and/or any other circumstance in which the normal chain of communication is considered inappropriate.

3. REPORTING CONCERNS

- 3.1 It is the responsibility of all Employees and Directors to report whistleblowing concerns in accordance with this Procedure.
- 3.2 Reports of concerns should be factual, rather than speculative, and should contain as much specific detail as possible to allow for proper assessment. The report should clearly set out all the information the Employee knows about the alleged concern. The Company may, in its reasonable discretion, determine not to commence an investigation if a concern contains only unspecified or broad allegations of wrongdoing without appropriate factual support.
- 3.3 Employees and Directors shall promptly report any information they may have of a concern arising out of behaviour or practices that are contrary to the obligations of the Company's Working Code of Conduct and Ethics Policy.
- 3.4 The Company recommends that you first report to your Line Manager. If your concern relates to that person, if you otherwise are not comfortable with reporting to your Line Manager or if such reporting has not resulted in a satisfactory result, the Company recommends that you report your Whistleblowing concern to the Compliance Officer or HR Manager.

4. ANONYMITY, CONFIDENTIALITY AND FAIRNESS

- 4.1 A reporting Employee or Director may disclose his or her identity, but is not required to do so. Confidentiality of the allegor will be maintained to the fullest extent possible consistent with the need to conduct an adequate investigation.
- 4.2 No Employee or Director who in good faith reports a violation shall suffer harassment, retaliation or adverse employment consequence. Specifically, the Company will not discharge, discipline, demote, suspend, threaten or in any manner discriminate against any person who submits in good faith a concern.



EXPATRIATE ASSIGNMENT POLICY

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59	2. Definition of terms
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Travel Insurance	69



EXPATRIATE ASSIGNMENT POLICY



The purpose of this policy is to provide a general outline for employees of NMS who accept an expatriate assignment on overseas operations under a full time contract of employment

1. SCOPE

This policy applies generally to all international employees, however the particular terms of your Employment Contract, which is personal to you, shall take precedence in the case of any conflict. The Expatriate Assignment Policy has been developed with the concept of joint responsibility. NMS recognises that an expatriate assignment or a transfer abroad can be a stressful event for both the employee and their dependants, and has developed this programme with the goal of minimizing disruption, inconvenience and stress.

The Company's objective in this policy is to treat expatriates in a manner that recognises the impact of a transfer on the individual and family, together with the financial impact of such a move and cost differences in a new host country. In conjunction with this, it is our view that expatriates recognise the importance of, and assume responsibility for, their personal affairs.

Additionally, it is expected that expatriates acknowledge the importance of respecting the laws and traditions of their host countries and their role as ambassadors for NMS and their home country.

This programme will be reviewed periodically to ensure it remains appropriate for staff working internationally. As conditions can often change quickly, international staff are encouraged to advise Human Resources of policies that may require review or reconsideration in light of changes in business or social conditions.

2. DEFINITION OF TERMS



ALLOWANCE: A cash payment made directly to an employee on international assignment. Allowances are generally intended to cover specific costs or incremental costs in a host location.



DEPENDANTS: Members of the same family unit including a spouse and legally dependent children who are below the age of 18 years, or under 21 if the child is a full-time student at an accredited education institution, college or university or a child of any age who is dependent on you for support and maintenance due to a physical or mental disability.



EXPATRIATE: An expatriate is defined as an employee who undertakes an assignment outside of the country in which they normally reside and is not a citizen of the host country in which they are working. If there are any questions about applicability, please consult Human Resources.



FAMILY: Employee and Spouse, and subsequent Dependants (children) that are registered with the Company's insurance plan as dependants.



HOME COUNTRY: Refers to the country from which an expatriate is originally transferred. Where the Company hires (or has previously hired) a third country national (foreign national) already working in the host country, different terms and conditions from those outlined in this policy may apply.

HOST COUNTRY: Host country is defined as the country where an employee has been assigned to work on international assignment.



RESIDENTIAL EXPATRIATE - ACCOMPANIED STATUS: Employee's Spouse and Dependants must accompany him/her in the Host Country and reside for a minimum period of six months in a calendar year. If this does not occur, the Employee's "accompanied status" shall not apply.



SENIOR MANAGEMENT: An Officer of the Company(s), unless otherwise designated by specific position.

SPOUSE: A legally married individual recognised by the home and/or host country.



3. TYPES AND LENGTH OF ASSIGNMENT

ASSIGNMENT LENGTH

All Employee contracts are open term, unless otherwise specified, and contain a mutual notice period for termination of the contract, unless otherwise specified in the Employee's Employment Contract. In the event of a termination with cause, this notice period (and associated financial obligation) is null and void.

4. SUMMARY OF INTERNATIONAL STAFF ASSIGNMENT BENEFITS

Pre-departure:

- Entry visas
- Pre-assignment medical (if required)
- Immunisation costs
- Relocation cost allowance (if applicable)

In-Country:

- Emergency leave (Medical)

Post-employment departure:

- De-mobilisation cost allowance (if applicable)

Compensation:

- Base salary (Sterling-denominated)
- International benefits



PRE-DEPARTURE INFORMATION:

ASSIGNMENT LETTER

Your Employment Contract details all terms of assignment, including related policies, travel allowances and other terms and conditions. It is important to note that circumstances may require changes to employment terms and conditions from time to time.

LEAVE ENTITLEMENT

Residential expatriates accrue leave based on the annual travel allowance and leave time schedule. Details are set out in your Employment Contract.



ASSIGNMENT ORIENTATION

Country management will meet or speak with all transferring expatriate staff, regardless of status, to discuss all terms and conditions relating to their work abroad. Where relevant, it is recommended for an employee's spouse to attend these meetings/discussions to ensure they have an understanding of all terms and conditions as well.

PRE-DEPARTURE PREPARATION

Prior to departure, a number of programmes are made available to international staff including a pre-employment medical and pre-employment tax planning sessions (if applicable). Employees should contact Human Resources at their earliest convenience to make arrangements.

WORK PERMITS & VISAS

International staff and (where applicable) their accompanying dependants typically require a work permit, visa or other related document to both reside and work in a Host Country. In advance of transferring to the Host Country, international staff must contact the travel team (travel@nmsigrp.com), to initiate documentation for work permit and visa applications.

It is the responsibility of the employee to ensure that passports for themselves and accompanying dependants are valid for the required period of time. It is also the responsibility of the employee to ensure adequate communications with the travel team occurs prior to visa or passport expiry, so as arrangements can be made for extensions or renewals.

Work permits and visas may also require special documentation and medical tests (which may include HIV/AIDs testing). These requirements will be confirmed at the commencement of the work permit and visa application process.

5. MEDICAL EXAMINATIONS



Pre-transfer medical examinations may be requested of our international staff (and accompanying Spouse or Dependants, where applicable) to ensure they are capable of working and/or living in the Host Country. The health and well-being of all Employees and accompanying dependants is of utmost concern to the Company.

All pre-transfer medical examination results must be forwarded to Human Resources prior to transfer to the host country. The attending physician needs to detail that the Employee complies with the following requirements:

- Is fit for the work duties as recruited and hired to performing in the designated host country;
- Has all of the required immunisation required for travel to and from the Host Country, and associated transfer countries;
- Has the required medication for control and management of relevant infectious diseases;
- Has any additional required medication for prolonged periods of time in the Host Country.

The Company reserves the right to withdraw an offer of employment if an Employee or accompanying dependant is deemed to be medically unfit. Costs associated with pre-transfer medical examinations will be paid for by the Company.

Employees are responsible for ensuring required immunsations are current for themselves and their accompanying dependants and will be paid for by the Company.

In the event an Employee, or accompanying Dependant(s) becomes ill or contracts a medical condition that prevents the Employee from working in the host country, the Company reserves the right to terminate the international assignment and repatriate the Employee and their accompanying Dependants.

6. EXPATRIATE HOST COUNTRY ARRANGEMENTS

COMPANY VEHICLES IN HOST COUNTRIES

The Company will provide transportation while working or resident in the Host Country. Vehicles may be required to be shared with other Employees living in the same residence area location – and travelling to the same workplace on a regular, interim or temporary basis, based on availability.

Vehicles will be purchased/leased and insured. Employees will not be free to choose the style of vehicle. The associated costs of insurance, maintenance and operation of the vehicle will be paid by the Company.

Reasonable care of vehicles and adherence to all mobile equipment driving policies is expected.

TRANSPORTATION OF HOUSEHOLD & BUSINESS EFFECTS

Employees may choose to transport a reasonable amount of their personal and business effects to the Host Country, and excess baggage fees are expected to be covered by the Relocation Costs Allowance/Demobilisation Allowance. No other costs will be reimbursed by the Company.

The Company does not ship furniture, trucks, cars, motorbikes or any recreational vehicles to the Host Country, from one's home country.

All shipments of goods and effects outside of normal airfare travel to the Host Country must be approved by Human Resources.

ACCOMMODATION IN THE HOST COUNTRY

The Company will provide safe, reasonable and comfortable housing for the Employee while stationed on assignment in the host country. Domestic services such as cleaners and security will be provided and paid for by the Company.

The Company strongly recommends that employees not purchase property at the host location. If you elect to purchase property at the host location, no assistance in the purchase and subsequent sale of the property will be provided.

If an Employee chooses to rent or lease accommodation on their own account, all costs associated with having a private residence will be to the Employee's account. The Employee will be responsible for notifying Human Resources of the address, and a spare set of keys should be lodged with the Country Director/General Manager in the case of emergencies.

Guests from outside the Company are not permitted to accompany or reside with Employees while on assignment. Spouse and/or children may be permitted to visit the Employee, with prior discretionary approval by at least one member of the Board of Directors (preferably being the Managing Director). All arrangements and costs associated with the visit will be to the account of the Employee.

7. COMPENSATION AND BENEFITS

BASE SALARY

An employee's base salary will be in Pounds Sterling, or as otherwise defined in the Employee's Employment Contract.

Employee remuneration is reviewed periodically to ensure competitive levels are maintained.



ANNUAL PERFORMANCE

The Company promotes the concept of performance pay, and in doing so manages an annual performance incentive programme and year-end awards reflect both individual and team performance. This programme is discretionary in nature and as such, annual award levels may reflect both internal and external financial conditions.



EMPLOYEE BENEFIT COVERAGE

Employee benefits, subject to eligibility, include private medical insurance, travel insurance and group life insurance as set out in the Employee's Employment Contract. Details are available from Human Resources.



SITE ACCOMMODATION & CATERING

All Employees working at site will have accommodations provided with three meals a day.

Domestic services such as cleaners and security will be provided and paid for by the Company.

All employees working at site are recommended to reside in Company-provided accommodations (for security purposes).



FURNITURE

The Company will arrange for purchase/lease of household effects, and they will remain as Company property.

The Employee will be responsible for all other costs and will be responsible for managing their own finances accordingly.



8. TAXATION



Personal tax situations for employees working abroad vary immensely. For this reason, the Company provides pre-departure tax advice (if required)

Because tax situations due to citizenship and personal circumstances vary greatly, home country tax regulations, residency rules, etc., it is difficult for the Company's tax policy to cover all situations.

If there are any questions or concerns about items or issues that may not have been addressed adequately in this policy, please contact Human Resources.

EMPLOYEE BENEFITS

The purpose of this communication is to give you an overview of the benefits provided by NMS to eligible employees.

We have carefully considered the design and content of a comprehensive benefits package. If you have any queries, or need help at all, please contact Human Resources.

LIFE INSURANCE

All employees between the ages of 16 and 65 are covered for a lump sum benefit in the event of death. This benefit will provide you with 3x your basic annual salary up to a maximum amount of £600,000 to age 65 (or later, subject to policy terms and conditions).

Please note this policy only covers NMS employees and is not available to contractors.

PRIVATE HEALTH INSURANCE

All eligible employees are covered under a comprehensive private health medical insurance policy, subject to meeting the required medical terms and conditions.

Full details of the benefits are available from Human Resources.

TRAVEL INSURANCE

All employees who travel internationally (or are based internationally) have the benefit of a comprehensive travel insurance policy.

Full details of the benefits are available from Human Resources.



ANNEX

COUNTRY PROFILES

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GHANA



Ghana (which means 'warrior king' and derived from the ancient Ghana Empire) is a safe place to live and work. Formed from the merger of Gold Coast and the Togoland trust, it was the first country in sub Saharan Africa to achieve independence from Britain in 1957. Ghana endured a series of coups before Flt Lt Jerry Rawlings took over in 1981 and banned political parties. A new constitution restoring multi-party politics was approved. Ghana has enjoyed democratic elections since then.

Having developed its investment code, Ghana began to actively attract foreign investors. Thanks to this code and other legislation favouring the extraction sectors, the country has seen an upswing in resources exploration and production. In the past two decades, it has taken major strides toward democracy under a multi-party system, with its independent judiciary gaining public trust. Ghana consistently ranks in the top three countries in Africa for freedom of speech and press freedom, with strong broadcast media, with radio being the medium with the greatest reach. Factors such as these provide Ghana with solid social capital.



LOCATION:

Western Africa



CAPITAL CITY:

Accra



POPULATION:

30.4million (2020)



CURRENCY:

GHS (Ghanaian Cedi)



LANGUAGES:

English is the official language of Ghana. Asante, Ewe, Twi, Fante, Dangme and other languages are also spoken.



RELIGIONS:

Christian 71.2%, Muslim 17.6%, indigenous beliefs 6.0%, none 5.2%.



ECONOMY:

Ghana is a lower middle income country with a GDP of \$47.3b (2017) and GDP growth of 8.5% (2017). Gold, oil and cocoa exports, and individual remittances are major sources of foreign exchange. The domestic economy revolves around services, which accounts for about half of GDP and employs 29% of the work force and the agricultural sector.



ETHNIC GROUPS:

Akan 47.5%, Mole Dagbon 16.6%, Ewe 13.9%, Ga Dangme 7.4%, other approximately 14.6% (includes Gurma, Guan, Grusi and Mande-Busanga)



ZAMBIA



Zambia is a landlocked country of approximately 750,000 km and is named after the Zambezi River in north-western Zambia. On its border with Zimbabwe are the famed Victoria Falls – indigenously called Mosi-oa-Tunya, or “Smoke That Thunders”. The territory of Zambia was known as Northern Rhodesia from 1911, and on 24 October 1964 became the Republic of Zambia. At independence, despite its considerable mineral wealth, Zambia faced major challenges. Domestically, there were few trained and educated Zambians capable of running the government, and the economy was largely dependent on foreign expertise.

Zambia has largely been spared the violence and political upheaval that many of its regional neighbours have experienced in recent years. With low crime rates, a stable political system and little threat from terrorism or ethnic strife, this is reportedly a safe country to live and work in.



LOCATION:

Central Southern Africa



CAPITAL CITY:

Lusaka



POPULATION:

17.9 million (2020)



CURRENCY:

ZMK (Zambian Kwacha)



LANGUAGES:

English (official), Bemba, Lozi, Nyanja, Tonga



RELIGIONS:

Christianity (95.5%), indigenous and other beliefs (4.0%), Islam (0.5%)



ECONOMY:

Zambia had one of the world's fastest growing economies for the ten years up to 2014, with real GDP growth averaging roughly 6.7% per annum, though growth has slowed since 2017, due to falling copper prices, reduced power generation, and depreciation of the kwacha. Zambia's lack of economic diversification and dependency on copper as its sole major export makes it vulnerable to fluctuations in the world commodities market and declining demand from China; and has been overtaken by the Democratic Republic of Congo as Africa's largest copper producer.



ETHNIC GROUPS:

Zambia comprises of 72 ethnic groups, most of which are bantu-speaking. About 90% of the population fall into 9 major ethnolinguistic groups: the Nyanja-Chewa; Bemba; Tonga; Tumbuka; Lunda; Luvale; Kaonde; Nkoya; and Lozi.

ZIMBABWE



Zimbabwe is a landlocked country in southern Africa known for its dramatic landscape and diverse wildlife, much of it within parks, reserves and safari areas, as well the renowned Victoria Falls in the west bordering Zambia. Previously known as Southern Rhodesia, Zimbabwe became independent from Britain in 1965. Following the protracted Rhodesian bush war, the Government ceded interim power to Britain in 1979 according to the terms of the Lancaster House Agreement under indigenous African rule. Zimbabwe-Rhodesia operated as an unrecognised state, with full independence and ratification as the Republic of Zimbabwe taking place in 1980 under indigenous majority rule.

Since then Zimbabwe has been embroiled in many controversial political crises, mainly as a result of the dictatorial style of the former President - Robert Mugabe, who ruled from 1980 to 2017, making way for his successor Emmerson Mnangagwa, the current President.



LOCATION:

Southern Africa



CAPITAL CITY:

Harare



POPULATION:

14.65 million (2019)



CURRENCY:

RTGS (Real Time Gross Settlement) Dollar



LANGUAGES:

English (official), Shona, Ndebele, Southern Sotho, Tswana, Xhosa, Venda, Chewa, Tsonga, Tonga.



RELIGIONS:

Christian 87.4%, traditional and other 12.1%, Islam 0.5%.



ECONOMY:

The economy of Zimbabwe has undergone extreme crisis over the last few years, with foreign currency and electricity shortages affecting mining and tourism. Agriculture shrank about 15.8% due to Cyclone Idai in March 2019, prolonged drought, livestock diseases, and currency shortages reducing the availability of inputs. Austerity measures through the Transitional Stabilization Program 2018–20 and attendant monetary reforms constricted economic activity. In the medium term these fiscal and monetary reforms are expected to stabilize the economy and begin to generate positive results with the Government committing to curbing ballooning spending, better revenue mobilization, restrictions on public borrowing. The Government has committed to repay billions in arrears to international financial institutions as well as to push for FDI (Foreign Direct Investment) and to re-engage with western investors, declaring that Zimbabwe is 'open for business'.



ETHNIC GROUPS:

Bantu-speaking ethnic groups account for 98% of Zimbabwe's population. The largest group is the Shona, comprising 70%, followed by the Ndebele at 20%.

COTE D'IVOIRE

Côte d'Ivoire is situated in West Africa with Yamoussoukro as its capital and Abidjan, on the Atlantic coast, being the country's economic capital. Côte d'Ivoire became a French protectorate in 1883, a colony in 1889, and a territory of French West Africa in 1904. It gained full independence from France in 1960. Formerly known as the Ivory Coast, it officially became known as Cote d'Ivoire in 1985.

For more than three decades after its independence from France, Ivory Coast was known for its religious and ethnic harmony, as well as its well-developed economy. It was hailed as a model of stability, but an armed rebellion in 2002 sparked 10 years of conflict, splitting the nation in two with relative stability only returning in around 2012.



LOCATION:

West Africa



CAPITAL CITY:

Yamoussoukro (political)

Abidjan (economic)



POPULATION:

25.7 million (2018)



CURRENCY:

West African CFA franc
(Communauté Financière
d'Afrique)



LANGUAGES:

The official language is French, with local indigenous languages also being widely used that include Baoulé, Dioula, Dan, Anyin, and Cebaara Senufo. In total, around 78 different languages are spoken.



RELIGIONS:

Islam (42.9%), Christian (33.9%), indigenous and other beliefs (23.4%).



ECONOMY:

The economy has expanded by an average of 8% per year since 2011, making Côte d'Ivoire one of the fastest growing countries in the world. However, the country's GDP growth has gradually declined from 10.1% in 2012 to 7.7% in 2017 and an estimated at 7.4% in 2018. The country is facing the dual challenge of maintaining rapid growth while becoming more inclusive (poverty remains high at 46.3%) and reducing fiscal imbalances.



ETHNIC GROUPS:

Ethnic groups in Ivory Coast include Akan (42.1%), Voltaiques or Gur (17.6%), Northern Mandés (16.5%), Krous (11%), Southern Mandés (10%), and others (2.8%, including 100,000 Lebanese and 45,000 French; 2004). About 77% of the population is considered Ivorian.



NMS INFRASTRUCTURE

The Lincoln Building
Eckland Lodge Business Park
Market Harborough
LE16 8HB
United Kingdom

5 Winchester Place
Poole
Dorset
BH15 1NX
United Kingdom

WWW.NMSINFRASTRUCTURE.COM