DOUGLAS
OHI

CODE OF ETHICS AND BUSINESS CONDUCT.

Revision v2.0

September 2026.

Message from our Group Managing Director

Dear Colleagues,

At Douglas OHI, our reputation has been built over many years through the dedication, professionalism and integrity of our people. Every project we deliver, every relationship we build, and every decision we make contributes to the trust placed in us by our clients, partners, suppliers and communities.

Our Code of Ethics and Business Conduct brings together the values, behaviours and ethical principles that define who we are. It provides a clear framework for how we work, how we make decisions, and how we conduct ourselves every day across Oman, the Kingdom of Saudi Arabia, the United Arab Emirates, Bahrain, and wherever our business takes us.

Doing the right thing is about more than compliance. It is about acting with honesty and integrity, treating people with respect, and making decisions that reflect our values, even when faced with difficult choices. Trust is hard-earned and easily lost, and each of us has a personal responsibility to uphold the standards expected of Douglas OHI.

Our success is measured not only by what we deliver, but how we deliver it. We are committed to a workplace where safety comes first, diversity is valued, ethical behaviour is expected, and everyone feels confident to speak up when something does not seem right.

Raising concerns in good faith is essential to protecting our culture, and retaliation against anyone who speaks up will not be tolerated.

This Code applies to all employees, regardless of role or location. We also expect our contractors, suppliers and business partners to uphold the same high standards. It should guide our daily decisions and reinforce our commitment to conducting business fairly, responsibly and transparently.

I encourage you to read the Code carefully, complete the required training, and refer to it whenever you are uncertain about the right course of action. If you have questions, ask. If you have concerns, speak up. We all share responsibility for protecting the culture, reputation and future of Douglas OHI.

Thank you for your continued commitment to living our values and doing the right thing every day.

Sincerely,

Aaron Hennessy
Group Managing Director

DOUGLAS OHI

Table of Contents

1. Preamble
2. Our Commitment to Ethical Leadership
3. Our Values
4. Our People
5. Doing Business the Right Way
6. Ethics in Action
7. Closing Statement and Ethical Commitment
8. Appendix: Doing the Right Thing - Decision Tree

Preamble

This Code sets out the ethical principles and values that guide all our actions and decisions at Douglas OHI.

Our Commitment to Ethical Leadership

At Douglas OHI, we are committed to earning and maintaining the trust of our clients, employees, suppliers, shareholders, business partners and the communities in which we operate. Our reputation is built on integrity, accountability and the way we conduct ourselves every day.

This Code of Ethics and Business Conduct (CEBC) sets out the principles, values and behaviours that guide our decisions and actions. It reflects our collective commitment to conducting business ethically, responsibly and transparently across every aspect of our operations.

Ethical leadership is the responsibility of every one of us. Regardless of our role or location, we are expected to lead by example, act with honesty and respect, comply with applicable laws and company policies, and make decisions that uphold the values and reputation of Douglas OHI.

By living these principles every day, we strengthen our culture, build lasting relationships with our stakeholders and contribute to the long-term success and sustainability of our business..

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Application and Implementation

This Code of Ethics and Business Conduct (CEBC) applies to all Douglas OHI employees, directors, officers, contractors, agency workers, consultants and, where appropriate, business partners operating on our behalf. Everyone who works with or represents Douglas OHI is expected to uphold the standards and principles set out in this Code.

Douglas OHI operates across the GCC and is committed to complying with the laws, regulations and industry standards of every country in which we conduct business. Where local legislation imposes higher standards than those outlined in this Code, the higher legal standard will always apply.

Every individual has a personal responsibility to understand, apply and uphold this Code in their day-to-day work. Douglas OHI will provide the training, guidance and resources needed to support ethical decision-making and ensure compliance with our policies and legal obligations.

Failure to comply with this Code, company policies or applicable legislation may result in disciplinary action, up to and including dismissal, and where appropriate, legal action in accordance with applicable laws.

Our Values

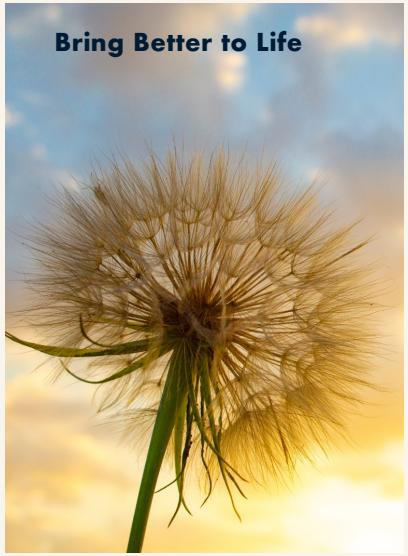
Our core values:

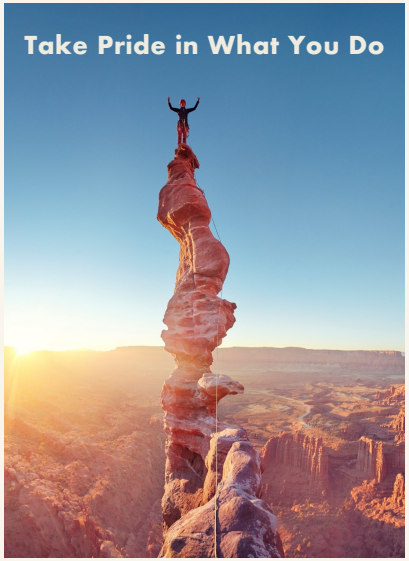
Bring Better to Life,
Take Pride in What You Do,
Do IT Together,
Everyone Has a Voice

Our values define who we are, shape our decisions and guide how we work across every part of our business.

As a leading construction and infrastructure company, we are committed to conducting business with integrity, transparency, accountability and respect. We take pride in delivering quality in everything we do, fostering innovation, embracing continuous improvement, and creating lasting value for our clients, our people, our communities and the environment.

By following both the spirit and the letter of this Code, we reinforce the principles that have earned Douglas OHI the trust of our clients, partners and stakeholders, and strengthen our reputation as a responsible and ethical industry leader.





Our people

Our people are at the heart of Douglas OHI. We are committed to fostering a culture built on respect, inclusion, wellbeing and collaboration, where everyone feels safe, supported and empowered to contribute, grow and succeed.

Ensuring health, safety and wellbeing at work

We are committed to providing a safe, healthy, accessible and supportive workplace for all employees, contractors and visitors, across all environments, physical, mental and social. Safety is a shared responsibility, and all employees are expected to actively contribute to preventing accidents, injuries and work-related ill health.

Our policies comply with international standards and local legislation. We routinely identify and manage risks, maintain safe facilities and equipment, and ensure that emergency procedures are clearly communicated, understood and regularly practised.

Together as One Douglas OHI

We are committed to creating an inclusive workplace where people from all backgrounds can be their best selves, with equal opportunity embedded in all people practices. An inclusive employee experience is lived and felt by everyone, and this commitment is central to how we attract, develop and retain talent, make decisions, and serve our communities.

We foster an environment where everyone, regardless of gender, gender identity or expression, parental or civil status, age, race, ethnicity, beliefs, social origin, sexual orientation, or disability, feels valued, respected and empowered to reach their full potential, encouraging collaboration, global connection and innovation.

We also care about our employees' wellbeing and sustainability, supporting a positive work–life balance through both policy and everyday practice.

Our Culture of Respect

We are committed to maintaining a workplace where every individual is treated with dignity, respect and fairness. Harassment in any form, whether verbal, physical, visual or digital, is strictly prohibited and will not be tolerated. This includes sexual and non-sexual harassment, bullying, intimidation, discrimination, and any behaviour that creates a hostile, offensive or intimidating environment.

Through a culture of accountability, empathy and mutual respect, we foster a safe and supportive workplace where everyone can thrive.

For more details, please refer to our People Policy.

Doing business the right way

We conduct business ethically and transparently, with a zero-tolerance approach to bribery, corruption, fraud and conflicts of interest, upholding the highest standards of integrity and accountability.

Anti-Bribery and Corruption

Douglas OHI maintains a strict zero-tolerance approach to bribery, corruption and fraud, including facilitation payments. We conduct business solely on the merit of our products and services.

Employees must never offer, promise, give or accept any form of bribe from government officials, political parties or any third party to obtain or retain business.

For more details, please refer to our **Anti-Bribery and Anti-Corruption Policy and the Political Contributions, Lobbying and Government Engagement Policy**.

Gifts and Entertainment

Douglas OHI employees must not solicit, accept, offer or promise gifts, invitations or entertainment to or from customers, suppliers or other business partners unless they are modest, reasonable and consistent with customary business practices. All such arrangements must comply with applicable laws and industry standards.

Any gift or entertainment that does not clearly meet these criteria must be promptly disclosed to the Corporate Compliance and Investigation Team. Transparency and timely reporting are essential to maintaining trust and ethical conduct.

For more details, please refer to our **Anti-Bribery and Anti-Corruption Policy**.

Conflicts of Interest

Employees must avoid any situation that could compromise, or appear to compromise, their impartiality or objectivity, where personal interests interfere, or may be seen to interfere, with the interests of Douglas OHI.

Conflicts of interest must be disclosed and processed pursuant to the **Conflict of Interest Policy**.

Third Parties

At Douglas OHI, we build relationships with third parties on a foundation of integrity, transparency and accountability. All third parties are expected to adhere to the principles set out in the Douglas OHI Code of Ethics and Business Conduct for Third Parties, which defines clear standards for ethical conduct, regulatory compliance and responsible operations.

Please refer to **Douglas OHI Trust Centre**.

DOUGLAS OHI

Antitrust and Trade Sanctions

Douglas OHI is committed to complying with all applicable antitrust and competition laws in every jurisdiction in which we operate. These laws promote fair competition, encourage innovation and protect clients and markets.

Douglas OHI also strictly adheres to applicable international trade sanctions and export control regulations. Transactions with sanctioned countries, entities or individuals, and the export of controlled technology, require prior legal clearance.

For more details, please refer to **Antitrust and Competition Policy**.

Commitment to Sustainability

At Douglas OHI, we are dedicated to embedding sustainability across our business. We take responsibility for our environmental impact by reducing carbon emissions and energy consumption, while supporting clients in making more sustainable decisions. We also collaborate with industry partners and public institutions to advance shared sustainability goals.

We are committed to maximising positive social impact by promoting an inclusive construction industry, supporting SMEs, empowering professionals, and strengthening the communities in which we operate. We foster a workplace where employees can thrive, with opportunities for growth and a culture of innovation and sustainability.

We uphold high standards of ethics, integrity and respect, integrating sustainability into our decision-making and business practices. We expect our partners and suppliers to meet international standards, including human rights and working conditions, and to incorporate ESG criteria into procurement.

For further details, please refer to the **Sustainability Policy**.

Ethics in action

We champion human rights, responsible communication and safe channels for reporting concerns, ensuring integrity, accountability and ethical conduct in all we do.

Human Rights

Douglas OHI's approach to human rights is guided by internationally recognised standards, including the UN Global Compact, the Universal Declaration of Human Rights, the ILO Declaration on Fundamental Principles and Rights at Work, the UN Guiding Principles on Business and Human Rights, the European Social Charter, and the OECD Guidelines for Multinational Enterprises.

We conduct human rights due diligence across our operations and value chain and expect our third parties to uphold the same standards. Our commitments include fair working conditions and wages, zero tolerance of child labour, abuse and exploitation, and the promotion of diversity, inclusion and non-discrimination.

We respect the right of workers to freedom of expression and to join trade unions of their choice, as well as collective bargaining in line with applicable national laws and practices.

For further details please refer to the **Douglas OHI Human Rights Policy**.

Relations with the Media

Douglas OHI is committed to transparency, professionalism and integrity in all external communications. To protect our reputation and ensure consistent messaging, all media interactions are strictly managed.

Only authorised employees may speak to the media. All media requests must be referred immediately to Corporate Communications.

Employees must not engage with the media in a professional capacity without prior written approval, and must avoid making statements in public forums, interviews or on social media that could compromise Douglas OHI's reputation or confidentiality.

For further information please refer to **Douglas OHI Digital Communications and Social Media Policy**.

Speak Up

At Douglas OHI, we provide a secure and confidential channel for employees and third parties to raise concerns or report conduct that may be contrary to the law, our CEBC, or internal policies.

The Speak Up Channel allows anonymous or identified reporting and provides a safe space for open communication. While anonymity is respected, individuals are encouraged to identify themselves to support a more effective investigation.

All reports are managed by the Corporate Compliance & Investigations Team with objectivity and independence. Investigations follow clear procedures, uphold the presumption of innocence, and ensure no retaliation against anyone who reports concerns in good faith. Board-approved investigation protocols apply across all teams involved in investigations, including People and Culture for behavioural matters.

For more details, please refer to our **Speak Up Channel** and **Speak Up Policy**.

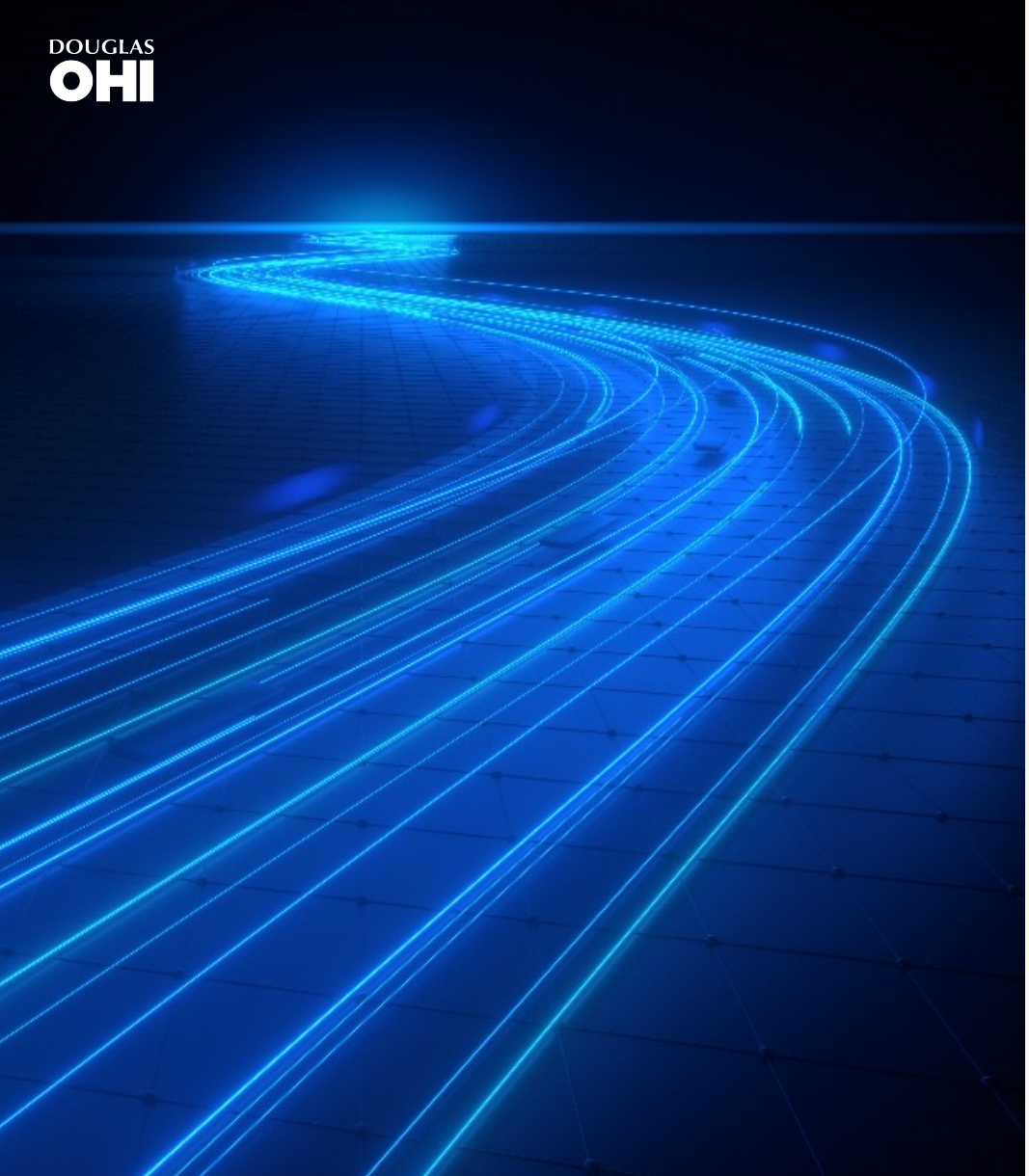
Integrity and Accountability

We are committed to the highest standards of integrity, transparency and accountability in all financial, sustainability and tax-related reporting, complying with both the letter and spirit of applicable laws.

Our practices are supported by a robust framework of internal controls, policies, regulatory compliance and ethical governance to ensure accurate, complete and timely reporting. This includes strict adherence to Anti-Money Laundering (AML) principles and measures to prevent illicit financial activity, reinforcing our commitment to transparency and ethical conduct.

By embedding these principles into our operations, we strengthen trust, integrity and accountability across the organisation.

For more details, please refer to our **Corporate Tax Policy**.



Information Protection, Data Privacy, Cybersecurity and AI Ethics

At Douglas OHI, protecting information and using technology responsibly are core ethical commitments.

Employees must safeguard confidential information and use it only for authorised purposes in line with internal policies and confidentiality agreements. We comply with applicable data privacy regulations, including GDPR, ensuring personal data is handled lawfully, transparently and securely.

We follow robust cybersecurity practices, including the use of authorised systems, multi-factor authentication, continuous monitoring, and the prompt reporting of any incidents.

We use artificial intelligence responsibly, guided by principles of fairness and human oversight; privacy and security; transparency; reliability and safety; and accountability and sustainability. All AI development and use must follow established assessment and documentation processes.

For further details, employees should consult the relevant internal policies on security, privacy and AI ethics.

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Respecting and Safeguarding Intellectual Assets

We recognise that intellectual property (IP) reflects the innovation, creativity and expertise of our people, and is one of our most valuable assets. We are committed to protecting and responsibly managing all forms of IP, including patents, trademarks, copyrights, trade secrets and proprietary information across our operations and partnerships.

All employees, contractors and business partners share a responsibility to safeguard our IP and respect the rights of others. Unauthorised use, reproduction or distribution of third-party IP is strictly prohibited. External collaborations must be governed by clear agreements defining ownership, usage rights and confidentiality.

DOUGLAS OHI

Insider Trading

Douglas OHI is committed to the highest standards of integrity and confidentiality in handling commercially sensitive information.

During the course of our work, employees may have access to confidential information relating to Douglas OHI, its clients, suppliers or business partners. This information must never be used for personal gain or shared with others for the purpose of making investment decisions.

By protecting confidential information and acting responsibly, we safeguard our reputation, maintain stakeholder trust and comply with applicable laws and regulations.

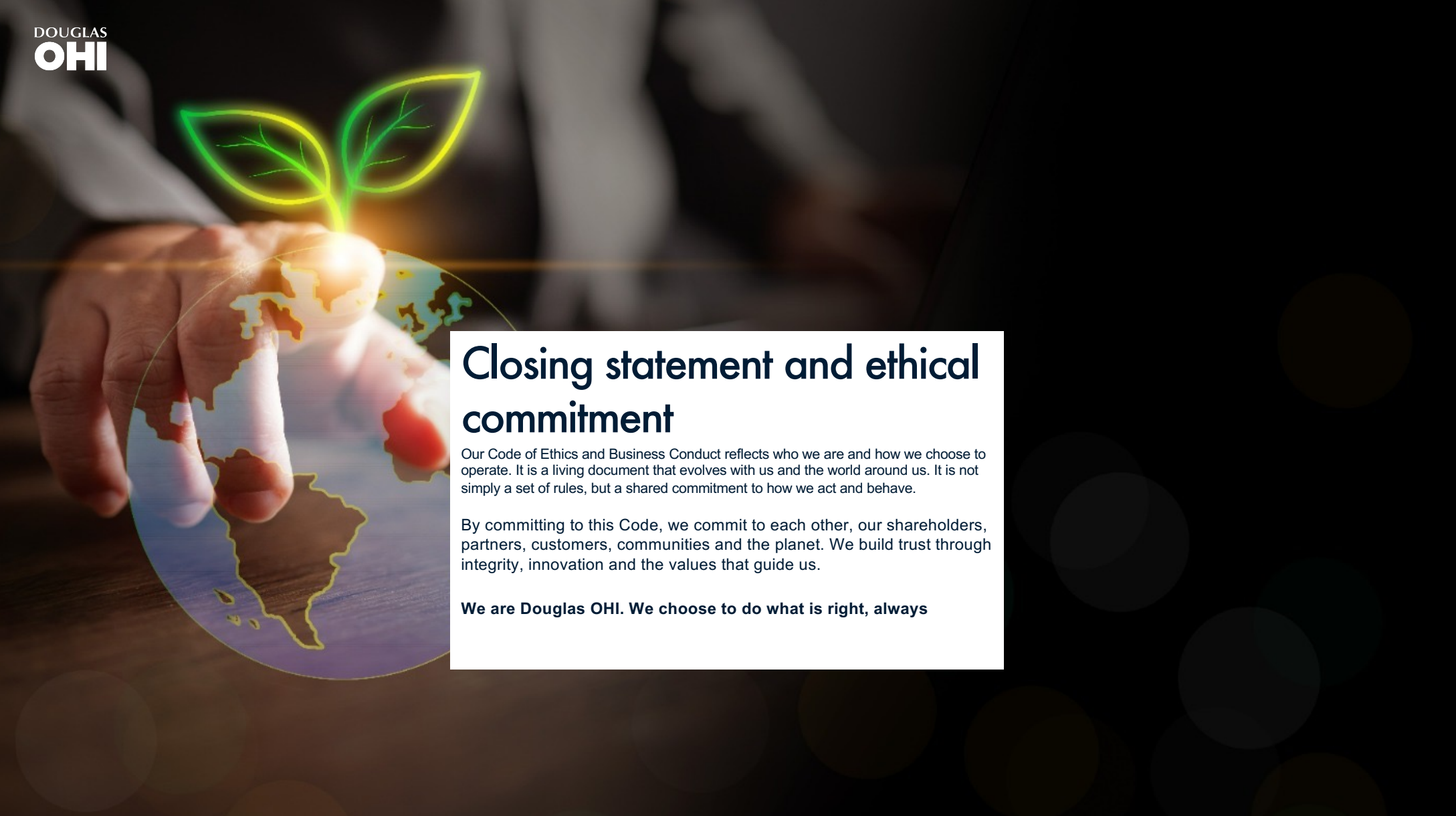
For further guidance, please refer to the **Confidential Information and Securities Trading Policy**, **or seek advice from the Legal or Ethics team**.

Handling of Company Property, Equipment & Installations

Douglas OHI provides employees with the tools and resources required to perform their roles effectively, including office infrastructure, IT equipment and specialised installations.

Employees are responsible for using company property with care, professionalism and respect. All company assets, whether used on-site or remotely, must be maintained in good working condition.

Physical security at Douglas OHI sites is managed by designated personnel, supported by risk-based security measures. Access for third parties to company infrastructure must be governed by contracts that include appropriate security provisions to ensure consistent protection standards.



Closing statement and ethical commitment

Our Code of Ethics and Business Conduct reflects who we are and how we choose to operate. It is a living document that evolves with us and the world around us. It is not simply a set of rules, but a shared commitment to how we act and behave.

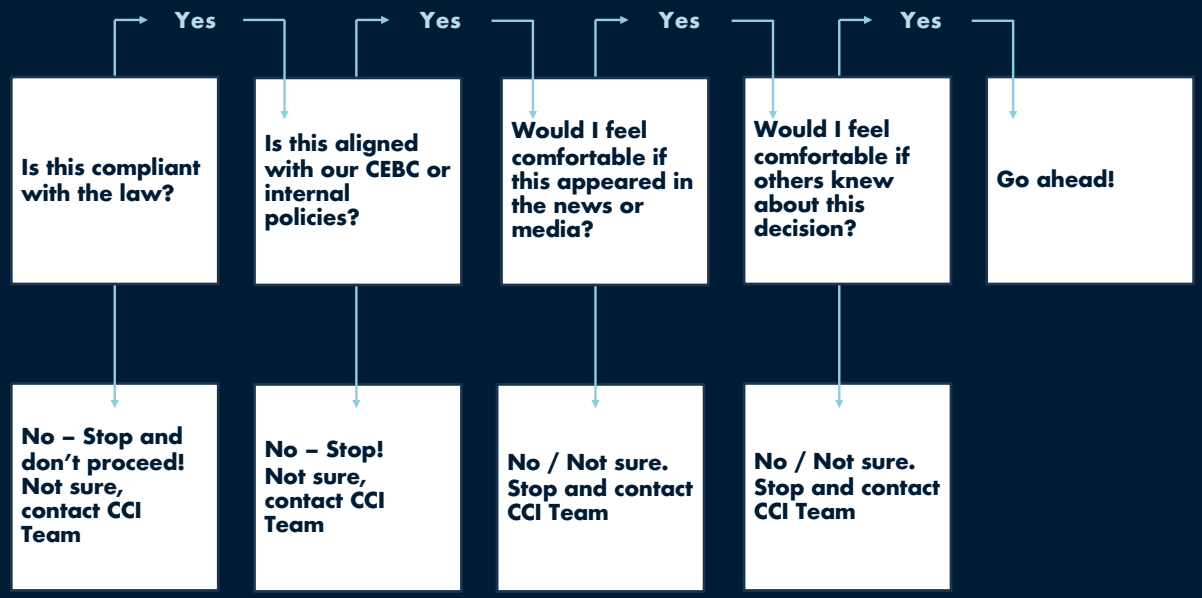
By committing to this Code, we commit to each other, our shareholders, partners, customers, communities and the planet. We build trust through integrity, innovation and the values that guide us.

We are Douglas OHI. We choose to do what is right, always

Appendix

Doing the Right Thing: Douglas OHI Decision Tree

Sometimes the right choice isn't immediately obvious. When you're unsure, take a moment to reflect and use the questions below to guide your judgment. They're designed to help you make decisions that align with our values, our CEBC, and the way we work at Douglas OHI.



If you remain uncertain after following these steps, consult your manager. Should the question remain unresolved, or if additional clarification is needed, reach out to the Corporate Compliance & Investigations Team for support.

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To build a legacy of sustainable value for many generations to come.