



**EMPOWER**  
**NEW ENERGY**

# Environmental and Social Management System

Version 1.0  
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## 1 Policy statement

Empower New Energy AS (**Empower**) acts on behalf of Empower Invest AS as the project and asset manager. In this role, Empower strives to conduct its business in such a way that has a net positive environmental and social impact and that respects human and workers' rights and that facilitates productive dialogue with surrounding communities and stakeholders. In this regard, Empower has developed its own Code of Conduct (see Appendix I) that all partners and contractors are required to abide by when working with or entering into a contract with Empower. Additionally, Empower will adhere to all applicable national and international laws and has developed this Environmental and Social Management System (ESMS) in accordance with IFC Performance Standard 1.

Empower requires all its partners and contractors to respect human rights and to follow IFC Performance Standard 2 (Labor and Working Conditions), as well as Performance Standard 1 (Assessment and Management of Environmental and Social Risks and Impacts) and Performance Standards 3-8 where applicable as per the determination of the Investment Committee of Empower, the body through which Empower determines whether a project can be invested in by Empower Invest. (Empower recognizes that the IFC Performance Standards may be amended from time to time, and consequently Empower will ensure that all relevant changes to the IFC Performance Standards from time to time will be reflected in further amendments and updates to this ESMS.)

Partners and contractors are required to follow the ILO International Labor Standards (see Appendix II), in particular the eight fundamental conventions which cover freedom of association and the effective recognition of the right to collective bargaining, the elimination of all forms of forced or compulsory labor, the effective abolition of child labor, and the elimination of discrimination in respect of employment and occupation. Partners and contractors are not contractually required to follow the ISO 14001 and ISO 9001 standards, but following these standards will be favorably weighted in the selection of contractors. Notwithstanding this, all partners and contractors are always required to adhere to all applicable national and international laws in this regard.

### *Environmental policy*

Empower will comply with all relevant environmental laws and regulations and work to minimize negative environmental impact by efficient use of resources, minimizing greenhouse gas emissions, and pollution into air, water and land throughout all project phases, i.e. construction, operations and maintenance. Where applicable, Empower will require that an independent assessment on environmental (and social) risk is conducted and that the findings of this assessment conform to the requirements of this ESMS. Furthermore, Empower will seek to ensure that no particular group or community nor the surrounding environment is disproportionately or unacceptably negatively affected by the construction of the project. Empower will also, where applicable, require partners and contractors to develop a waste management plan.

### *Human Resources Policy*

Empower insists that all partners and contractors follow the ILO International Labor Standards and that they have human resources policies that respect both human and workers' rights. Empower further requires that partners and contractors have sufficient policies to ensure adequate working conditions, occupational health and safety for all workers, and non-discrimination. These policies should, at a minimum, express commitment to:

- i) complying with all relevant national labor laws and regulations;
- ii) ensuring adequate working conditions for all workers;
- iii) providing for the occupational health and safety of all workers;
- iv) providing all workers with clear and understandable documentation on their terms of employment, including their rights related to hours of work, wages, overtime, and compensation;

- v) promoting fair treatment, non-discrimination, and equal opportunity for all workers;
- vi) establishing, maintaining, and improving the worker-management relationship;
- vii) allowing worker's organizations and collective bargaining;
- viii) having in place, and ensuring that all workers are aware of and familiar with, a grievance mechanism that is available for all workers; and
- ix) not employing forced or compulsory labor or child labor, including workers engaged by third parties, and including not hiring workers below minimum age, as defined by national law, and not employing children in hazardous work.

Partners and contractors who are engaged to provide EPC and O&M services to Empower Invest are contractually bound through the terms of the corresponding EPC or the O&M contracts to follow the ILO standards as well as to have the above-mentioned policies in place. As part of its due diligence on partners and contractors, Empower may request copies of all human resources policies, employment contracts and/or human resources induction programs or handbooks. These documents shall be stored electronically in the Gateway with the view to aligning such policies of the partners and contractors to the requirements of this ESMS. Notwithstanding this, it is the responsibility of the partner or contractor to ensure that they comply with the obligations within the contract and that they follow the required standards. Any non-compliance will be treated as a breach of contract.

#### *Supply chain and procurement policy*

Empower will require its partners and contractors to procure that this ESMS is also adhered to by sub-contractors and suppliers to each project; this is achieved, again, contractually through the corresponding EPC and O&M contracts. Ensuring that potential suppliers and sub-contractors comply with the contents of this ESMS shall be an incorporated part of the selection process of the principal contractor, with the partner or contractor having to demonstrate that this is a part of their selection processes in sub-contracting obligations out to third parties. Strong adherence with the requirements in this ESMS shall be considered favorably in any selection process of the principal contractors.

In addition, partners and contractors must have supply chain and procurement policies that, at a minimum, cover the following issues:

- *Access control.* In accordance with the non-disclosure and non-circumvention agreements (NDAs) signed with Empower, the partner or contractor is required to restrict the sharing of confidential information to third parties and not to share confidential information to third parties without the express written consent of Empower. Third parties shall still only get access to information that is required for them to perform their work and the principal contractor will remain responsible for ensuring that such third parties comply with the underlying information restrictions pursuant to the NDA. (Confidential information is defined in the NDA as information that is not otherwise in the public domain relating to the business and operations of the disclosing party.)
- *Quality.* Partners and contractors shall uphold their quality standards (which relate specifically to the quality of the contractors' work including performance guarantees) in line with their underlying contract with Empower and this ESMS. This shall also apply to the selection of sub-contractors. For the EPC contractor, the performance warranty shall also cover reputational risk for Empower.

#### *Community health, safety and security policies*

Empower will conduct its business in such a way that does not disproportionately or unacceptably negatively affect surrounding communities or any particular ethnic or similar groups. Where applicable, Empower requires that partners and contractors have policies that monitor, appropriately mitigate, and fully report on the following potential impacts at or near the facility relating to the project:

- Community health and safety related to the construction, operation and decommissioning of equipment and infrastructure

- Downstream impacts related to wastewater disposal
- Impact on ecosystem services on which communities rely
- Impact on land ownership through acquisition and resettlement
- Emergency situations caused by company activities, equipment and infrastructure
- Excessive or unregulated vehicle traffic near the facility and/or through communities

Partners and contractors are bound through the corresponding EPC and O&M contracts to have each of the above-mentioned policies in place, and to ensure that their policies adequately cover the scope and the breadth of the specific policy issues as detailed above as a minimum. It is the responsibility of the partner or contractor to ensure that their corresponding policies are compliant, and which is an undertaking under the respective EPC and O&M contracts. Any non-compliance will constitute a breach of contract.

## 2 Scope of the ESMS

This ESMS is developed to be used for the assessment, management and monitoring of low risk projects with a commercial and/or industrial off-taker, hereafter referred to as C&I projects, or smaller non-utility-scale solar PV projects, such as municipal off-takers. Other types of projects such as small hydro projects will require a more extensive and detailed ESMS due to their higher levels of risk and consequently falls outside of the scope of this ESMS. For these utility-scale projects, external consultants will be appointed to oversee that all required parts of an adequate ESMS are in place, following the IFC's Performance Standards (as they may be amended from time to time) more comprehensively. It is understood by Empower that the anchor DFI investors, namely Norfund and EDFI Management Company NV (**ElectriFi**), will be required to expressly approve the appointment of any such consultant as well as the extent of the Environmental and Social assessment to be undertaken. Such approval will be given on a project-by-project basis, unless otherwise agreed by Empower, Norfund and ElectriFi.

Recognizing that some C&I projects or smaller non-utility-scale solar PV projects may also inherit significant environmental and social risks, the Board of Directors of Empower may decide that a project qualifies as a high-risk project based on Empower's internal project risk assessment. In such an event, Empower will not use this ESMS but rather an external consultant, such as with small hydro projects, and will follow the process as outlined in the preceding paragraph.

## 3 Identification of risks and impacts

Empower has developed a Risk Policy and Assessment System (RPAS) based on a 5x5 matrix (see Appendix III). The RPAS incorporates all environmental and social risks that are relevant for Empower's business. Each risk is categorized by both impact and likelihood and given a total gross risk score. Risks are then divided into five categories depending on their gross score: very low; low; medium; high; and very high.

Empower will use the RPAS to prioritize which risks require most attention and identify and, where necessary, implement mitigation measures to avoid or minimize the risk. These risks will be continuously monitored and additional mitigation will be considered if necessary.

## 4 Operating procedures

### *Health, Safety and Environment (HSE) Procedures*

To ensure workers' health and safety, partners and contractors are as a minimum required to comply with local legislation regarding occupational health and safety. Empower encourages all partners and contractors to reach the ISO 45001 standard, but they shall, as a minimum, have the following operating procedures that are based on industry best practices. The contractor is contractually required under

the corresponding EPC and/or O&M contract to comply with or to procure the compliance with each of the following HSE aspects:

*Job Hazard Analysis Procedure.* Before starting construction on the project, the contractor shall:

- i) Conduct a job hazard analysis to identify hazards
- ii) Take steps to eliminate or reduce hazards to an acceptable risk level

*Personal Protective Equipment (PPE) Procedure.* Following the job hazard analysis and prior to the commencement of any work, the contractor shall identify means for eliminating or, if elimination is not possible, minimizing risks and hazards. Wherever there are actual or potential risks to workers’ health and safety, the contractor shall supply all workers with all necessary PPE to minimize such risk. The contractor shall ensure that the PPE is:

- i) Properly assessed before use to make sure it is fit for purpose;
- ii) Maintained and stored properly;
- iii) Provided with instructions on how to use it safely; and
- iv) Used correctly by employees.

*Working at Heights Procedure.* Before working at heights, the contractor should work through the following steps:

- i) Avoid work at height where it is reasonably practicable to do so
- ii) Where work at height cannot be avoided, prevent falls using either existing place of work that is already safe or the right type of equipment
- iii) Minimize the distance and consequences of a fall, by using the right type of equipment where the risk cannot be eliminated

*Guideline for Electrical Safety.* Before starting work on or with electrical equipment, the contractor shall do the following:

- i) Ensure people working on or with the electrical equipment or systems are competent for the task
- ii) Ensure the electrical installation is safe, provide safe and suitable equipment, reduce the voltage, and provide a safety device
- iii) Carry out preventative maintenance

Partners and contractors are contractually bound through the corresponding EPC and O&M contracts to have the above-mentioned procedures in place. Furthermore, Empower reserves the right to demand to see the written procedures of such partner or contractor, and can perform a random review or inspection of the procedures in place at a project site at any time. It is the responsibility of the partner or contractor to ensure that they comply with the contract. Any failure to comply will be deemed to be a breach of contract.

## 5 Organizational capacity and competency

The below table outlines the roles and responsibilities for oversight and implementation of the ESMS.

Role	Responsibility
EPC and O&M contractor	<ul style="list-style-type: none"> <li>• Onsite oversight and adherence to the ESMS</li> <li>• Ensuring that there is an HSE Officer onsite during construction, elected among the workers, unless the contractor has a dedicated and trained HSE Officer</li> <li>• Ensuring relevant training for workers</li> <li>• Reporting to the Communication and E&amp;S Officer</li> </ul>

Communication and Impact Officer at Empower	<ul style="list-style-type: none"> <li>• Having ownership of the ESMS and ensuring awareness among Empower’s employees and management</li> <li>• Developing and revising the ESMS and other environmental and social policies as necessary, and ensuring that all changes are communicated to all relevant parties</li> <li>• The annual impact report, which reports on environmental and social performance targets</li> <li>• Reporting to the Portfolio Manager in cases where the Portfolio Manager is not directly reported to</li> <li>• Ensuring relevant training for all personal with responsibilities in overseeing or implementing the ESMS</li> <li>• Continuously monitoring Empower’s whistleblowing procedures</li> </ul>
Project and Asset Manager	<ul style="list-style-type: none"> <li>• Selection of an EPC contractor that has the required policies in place in accordance with the ESMS</li> <li>• Being the point of contact for the EPC contractor</li> <li>• Ensuring that all suppliers to the project comply with the ESMS</li> <li>• Reporting to the Communication and Impact Officer on all E&amp;S matters on an ongoing basis, on all projects</li> <li>• Reporting to the Investment Committee on all breaches of policies set out in this ESMS by the contractor</li> </ul>
Investment Committee of Empower	<ul style="list-style-type: none"> <li>• Raising compliance issues as reported by the Project and Asset Manager</li> <li>• Acting on breaches of the ESMS and finding suitable means of rectifying them</li> <li>• Approving the annual impact report, which reports on E&amp;S performance targets</li> </ul>
The Board of Directors of Empower Invest AS	<ul style="list-style-type: none"> <li>• Approving Empower’s policies and the ESMS</li> <li>• The overall implementation of and compliance with the ESMS</li> </ul>

All employees or external consultants or agents with responsibilities in overseeing or implementing the ESMS shall receive sufficient training to fulfill their responsibility in a sufficient way. The training sessions shall raise awareness about Empower’s ESMS as well as to teach the knowledge and skills needed to fully understand and implement the ESMS. The below table gives an overview of the training for different roles.

Role	Training
ESMS team (E&S Officer, Portfolio Manager)	<ul style="list-style-type: none"> <li>• Introduction to the IFC Performance Standards and the nine ESMS elements</li> <li>• Environmental legal requirements</li> <li>• Identification and evaluation of environmental and social risks and impacts</li> <li>• Stakeholder engagement</li> <li>• Monitoring of performance indicators</li> <li>• Internal auditing</li> <li>• Environmental and social reporting</li> </ul>
HSE officer	<ul style="list-style-type: none"> <li>• Introduction to this ESMS and IFC Performance Standard 2</li> <li>• Non-discrimination and anti-harassment policies</li> <li>• Effective complaint management and resolution procedures for workers</li> <li>• Worker-management interaction</li> <li>• Emergency response procedures</li> <li>• Grievance mechanism</li> </ul>
Contractor	<ul style="list-style-type: none"> <li>• Introduction to this ESMS</li> <li>• Required ESMS human resources policies and procedures</li> <li>• Emergency response procedure</li> <li>• Grievance mechanism</li> </ul>

Workers	<ul style="list-style-type: none"> <li>• Emergency response procedure</li> <li>• Grievance mechanism</li> </ul>
Senior management of Empower	<ul style="list-style-type: none"> <li>• Introduction to this ESMS and the IFC Performance Standards</li> <li>• Introduction to sectorial best practices</li> </ul>
The Board of Directors of Empower Invest AS and Empower's Investment Committee	<ul style="list-style-type: none"> <li>• Introduction to this ESMS</li> <li>• Required ESMS policies</li> </ul>

Contractors are required to provide some proof that workers have been made aware of the existing grievance mechanism and the emergency response procedure.

## 6 Emergency preparedness and response

It is the responsibility of the contractor to develop and implement emergency preparedness and response procedures. The risk assessment will be used to assess which emergencies are most likely to happen or that would cause the most harm. It is then the responsibility of the contractor to ensure that they have procedures that cover the prioritized risks. These procedures should cover, but not necessarily be limited to:

- Storms or other natural disasters
- Fire
- Explosion
- Civil unrest
- Accidents that does not and does result in injury
- Accidents that does not and does result in death

In the event of an emergency, the contractor shall have the following in place:

- An emergency plan for summoning an assisting emergency services, getting people away from immediate danger, handle casualties and people with injuries, and protect property
- An emergency procedure for summoning emergency services, raising the alarm and informing the public, onsite emergency response, crowd management and, where necessary, evacuation, and providing first aid and medical assistance

Partners and contractors are contractually bound to have the above-mentioned procedures in place. The procedures shall be saved in the Gateway for review by Empower or an external consultant, presumably DNV GL who is responsible for the technical due diligence of Empower' projects. Notwithstanding this, it is the responsibility of the partner or contractor to ensure that they comply with the contract. Any non-compliance can be considered a breach of contract.

### *Incident/Accident Reporting and Investigation Procedure*

The contractor is required to register any accident that occurs, whether or not this accident causes injuries or fatalities. The register of accidents shall be available in the Gateway. In any such case, the contractor is obliged to investigate whether or not the accident was a result of a breach of the HSE procedures. In addition, the contractor shall comply with the following reporting principles:

- Any accident that results in fatalities shall be reported directly to Empower immediately following the accident
- Any accident that is the result of a breach of the HSE policy shall be reported directly to Empower within 24 hours of the accident
- Any accident that results in injuries that require medical attention shall be reported directly to Empower within 24 hours of the accident



- Any accident that results in no injuries or injuries that do not require medical attention shall be reported directly to Empower within 1 month of the accident

When reporting these types of accidents directly to Empower, the contractor shall do so via a designated email account held by Empower (notices@empowernewenergy.com). The report is deemed as received once confirmed by Empower.

In the event of an accident that results in fatalities, both Norfund and ElectriFI shall be notified by Empower immediately after it has been made aware of the accident.

Empower is responsible for ensuring that all accidents that are reported directly to Empower are logged in the Gateway.

Additionally, Empower has its own emergency response procedure in the event of accidents that result in injury and/or death (see Appendix IV).

*Fire Emergency and Response Procedure.* To help prevent fire and protect workers onsite, the contractor shall consider the following:

- i) Keep sources of ignition and flammable substances apart
- ii) Avoid accidental fires
- iii) Ensure good housekeeping at all times
- iv) Consider how to detect fires and how to warn people quickly if they start
- v) Have the correct fire-fighting equipment for putting a fire out quickly
- vi) Keep fire exits and escape routes clearly marked and unobstructed at all times

## 7 Stakeholder engagement

The table below identifies the key stakeholder groups for Empower’s C&I business and other small non-utility-scale solar operations:

Stakeholder	Information to disclose*	Information to obtain
Employees of Empower	<ul style="list-style-type: none"> <li>• Access to all information</li> </ul>	
Workers and contractors	<ul style="list-style-type: none"> <li>• Empower’s ESMS, including requirements on policies and procedures</li> </ul>	<ul style="list-style-type: none"> <li>• Technical proposal</li> <li>• Company documentation</li> <li>• Technical licenses</li> </ul>
Partners and developers	<ul style="list-style-type: none"> <li>• Empower’s ESMS, including requirements on policies and procedures</li> </ul>	<ul style="list-style-type: none"> <li>• Company documentation and financials</li> </ul>
Client	<ul style="list-style-type: none"> <li>• Environmental and Social Impact Assessment (ESIA)</li> <li>• Local construction permit</li> <li>• Generation license</li> </ul>	<ul style="list-style-type: none"> <li>• Company documentation and financials</li> <li>• Permits, licenses and approvals</li> <li>• Title deeds</li> </ul>
Suppliers	<ul style="list-style-type: none"> <li>• Empower’s ESMS, including requirements on policies, and procedures (responsibility of the contractor)</li> </ul>	<ul style="list-style-type: none"> <li>• Warranties and guarantees</li> <li>• Standards approvals</li> </ul>
Local governments	<ul style="list-style-type: none"> <li>• ESIA</li> <li>• Construction permit application</li> <li>• Full feasibility study</li> </ul>	<ul style="list-style-type: none"> <li>• Construction permit</li> </ul>
National governments	<ul style="list-style-type: none"> <li>• ESIA</li> <li>• Generation permit application</li> </ul>	<ul style="list-style-type: none"> <li>• Generation permit</li> <li>• Grid-connection certificate</li> </ul>

	<ul style="list-style-type: none"> <li>• Grid-connection</li> </ul>	
Shareholders and financing partners	<ul style="list-style-type: none"> <li>• Empower's ESMS</li> <li>• Full investment proposal</li> <li>• All permits, licenses and approvals</li> <li>• Quarterly performance reports on the projects</li> </ul>	<ul style="list-style-type: none"> <li>• KYC documents</li> </ul>

\* Disclosure will be by Empower, the contractors, the partners, the developers, or the clients as appropriate.

## 8 External communications and grievance mechanism

Partners and contractors are required pursuant to the corresponding EPC and/or O&M contract to have a grievance mechanism in place and a process for ensuring appropriate and proportionate action is taken where required. Partners and contractors must be able to demonstrate that workers have been made aware of this mechanism and process, and that it is operating according to the stated policy.

Additionally, Empower will set up a confidential whistleblowing channel directly with Empower. Information about this avenue will be made easily accessible through the Empower website. The channel will be continuously monitored by the E&S and legal team within Empower.

All grievances, whether directed to the partner or contractor or to Empower, shall be registered in a grievance register, subject to confidentiality requirements in terms of whistleblowing. This register shall be available in the Gateway.

## 9 Ongoing reporting to affected communities

Empower will publish a yearly sustainability/impact report covering achievements against Empower's Triple Bottom Line at both project and portfolio level, which will be delivered to all stakeholders.

Understanding that the sustainability/impact report may not be available to all affected communities, Empower will, where applicable, insist that partners hold community meetings. These meetings are free for people to attend and should be held prior to initiation of the project. During these meetings, partners shall explain the project and the possible impacts for the surrounding communities.

## 10 Monitoring and management review

Empower will, throughout the duration of the contract, require the contractor to deliver a monthly report to verify the implementation of this ESMS. The report shall include accidents, injuries and grievances that have occurred, subject to ordinary confidentiality requirements. The report shall be developed in accordance with a reporting template created by Empower (see Appendix IV).

Empower recognises that this ESMS is not intended to be a static system, but will instead be formally reviewed at least annually, as well as reviewed periodically as and when there is a demonstration of the need to do so. Any changes to this ESMS shall be approved by Norfund and ElectriFI in their capacity as anchor shareholders in Empower Invest AS for as long as Norfund and ElectriFI are a shareholder in Empower Invest AS.

# APPENDIX I:

## CODE OF CONDUCT OF EMPOWER NEW ENERGY AS

### 1. Introduction and Core Values

This Code of Conduct (the **Code of Conduct**) sets out the high ethical standards to which Empower New Energy AS (**Empower**) requires each of its employees (whether permanent or temporary), its agents and consultants and its business partners to adhere, regardless of domicile.

Empower expects all its employees, agents, consultants and business partners to observe the highest standards of integrity and ethical conduct and to act with honesty at all times. Empower has a zero-tolerance approach to fraud, corruption, bribery, money laundering and immoral activities or behaviour.

Empower is dedicated to promoting integrity, transparency and accountability through its business dealings and actions.

### 2. General Standard of Conduct

Empower does not condone or tolerate the following prohibited activities in its internal or business dealings:

- (a) Making or receiving payments for undue advantage;
- (b) Giving or receiving gifts that could be interpreted as intending to influence business decisions;
- (c) Donating funds to political parties or candidates;
- (d) Using confidential or material information not in the public domain for personal gain, whether direct or indirect;
- (e) Participating in money laundering or other financial and tax crimes; or
- (f) Deliberately entering into commercial transactions not on an arm's length basis, or setting prices for goods or services outside of the normal market perimeters.

### 3. Duties of all employees of Empower

In the discharge of their duties, all employees of Empower, whether permanent or temporary, shall adhere to the following requirements:

(a) not to accept any instructions from any person or entity outside of Empower except in the ordinary course of business and not to offer, pay, solicit or accept payments of any kind to achieve economic or business advantages or expedited processes;

(b) whilst making decisions for Empower, to take only into account considerations relevant to the purpose, functions, operations and mandate of Empower, and to act with full impartiality in carrying out business duties;

(c) to show respect and tolerance for all cultures, beliefs and backgrounds, regardless of gender, race, age, religion, disability, social status or sexual orientation;

(d) not to behave in any way that constitutes harassment or bullying of any kind or that could be perceived by others as harassment or bullying;

(e) to comply at all times with all national and international laws and regulations;

(f) not to engage in political activity that may interfere or conflict with duties as an employee of Empower. However, nothing in this Code of Conduct shall affect the legitimate interest of any employee to participate in a democratic process or to be a member of a political party that promotes democratic principles;

(g) not to accept gifts, hospitality or gratuities in connection with the exercise of one's duty as an employee of Empower. This restriction extends to gifts offered to spouses, domestic partners, relatives through bloodline or marriage or to a person linked to a company in which the employee or his/her spouse, partner or relative has an interest. Limited hospitality may be accepted, provided that the scope and cost of such hospitality is reasonable and customary. In circumstances which make it difficult to refuse or decline a gift, hospitality or gratuity, in particular where such refusal might cause offence or embarrassment to the gift-giver or Empower, the employee should send a written declaration to the Chief Structuring and Legal Officer at the earliest possible occasion;

(h) not to participate in or promote the sex slave industry or child abuse or exploitation;

(i) to protect and preserve the property and assets of Empower and use the resources of Empower as efficiently as possible, guarding against waste and abuse;

(j) to communicate the contents of this Code of Conduct to its business partners;

(k) not to disclose Confidential Information to anyone internal or external to Empower who is not authorised to receive such information or to use Confidential Information for one's private advantage, whether direct or indirect. *Confidential Information* means information that is not ordinarily in the public domain and is made available to employees of Empower through his or her employment with Empower. This restriction on the unauthorised disclosure of Confidential Information extends to the employee's spouse, domestic partner, relatives through bloodline or marriage or personal acquaintances; and

(l) to avoid any situation involving a Conflict of Interest or the appearance of a Conflict of Interest. A *Conflict of Interest* is a situation or circumstance in which private interests of an employee influence or may influence the objective and impartial performance of the exercise of their duty or conduct as an employee of Empower. In this regard, private interests include any advantage for themselves, spouse, domestic partner, relative (whether through marriage or bloodline) or personal acquaintances.

#### **4. Reporting of Abuses and Procedures**

##### **Part I: Reporting**

###### *How to report a breach of the Code of Conduct*

Where an employee finds himself or herself in a situation which is an actual or potential breach or conflict of this Code of Conduct, the employee must disclose the breach or suspected breach or conflict to the Chief Structuring and Legal Officer of Empower. The Chief Structuring and Legal Officer will consider the matter and recommend an appropriate course of action. In case of doubt, an employee should err on the side of caution and refer the matter to the Chief Structuring and Legal Office for guidance, which guidance must be complied with.

Where an employee discovers that a fellow employee, agent, consultant or business partner is in actual or potential breach of this Code of Conduct, the employee should report immediately the breach or suspected breach or conflict to the Chief Structuring and Legal Officer. Empower will seek to keep the identity of the whistleblower confidential, to the extent practicable.

#### *No retaliation against a whistleblower*

No employee should engage in retaliation or reprisal against another employee who has complied, in good faith, with their obligation to report a suspected misconduct or an incidence of a breach of this Code of Conduct by another person to the Chief Structuring and Legal Officer.

#### *Breach or Potential Breach by the Chief Structuring and Legal Officer*

An allegation of misconduct against the Chief Structuring and Legal Officer must be reported by the employee to a member of the Board of Directors of Empower. The Board of Directors will nominate one of their members (the "Chair") to investigate and to conduct a preliminary assessment of the reliability of the information received and the gravity of the alleged misconduct. If the Chair determines that the allegation does not warrant further investigation, then the Chair shall reject the allegation and consider informing the Chief Structuring and Legal Officer. However, if the Chair determines that the allegation of misconduct warrants a further investigation, the Chair shall convene a meeting of the Board of Directors as soon as practicable to determine a modus operandi to undertake an independent, objective and expeditious fact-finding inquiry, which complies with the principles of natural justice, including the right of the Chief Structuring and Legal Officer to be notified of the investigation and heard on the allegation. The Board of Directors will determine, acting impartially, of the course of action to take, if any.

#### *Breach or Potential Breach by a member of the Board of Directors*

In the event of an allegation of misconduct against any other member or members of the Board of Directors of Empower, such member or members of the Board of Directors shall not participate in the Misconduct Procedures as provided below.

### **Part II : Misconduct Procedures**

The Board of Directors of Empower will call a special meeting to discuss and consider the breach by the employee of this Code of Conduct. Should the majority of the Board of Directors determine that the employee has carried out a serious breach of this Code of Conduct, the Board of Directors may then require the immediate suspension of that employee. Should the Board of Directors determine that the breach of this Code of Conduct results in an actual or potential breach of law, such matter shall be reported to the proper judicial authorities in the relevant country or countries.

### **Part III : Review**

This Code of Conduct will be reviewed periodically, and as and when it is deemed necessary, but no later than five years from the date on which it is first published.

**5 January 2018: Oslo, Norway**

## APPENDIX II: ILO International Labour Standards

International labour standards are legal instruments drawn up by the ILO's constituents (governments, employers and workers) setting out basic principles and rights at work. They are either Conventions (or Protocols), which are legally binding international treaties that can be ratified by member States, or Recommendations, which serve as non-binding guidelines. In many cases, a Convention lays down the basic principles to be implemented by ratifying countries, while a related Recommendation supplements the Convention by providing more detailed guidance on how it could be applied. Recommendations can also be autonomous, i.e. not linked to a Convention.

Conventions and Recommendations are drawn up by representatives of governments, employers and workers and are adopted at the annual International Labour Conference. Once a standard is adopted, member States are required, under article 19(6) of the ILO Constitution, to submit it to their competent authority (normally Parliament) within a period of twelve months for consideration. In the case of Conventions, this means consideration for ratification. If it is ratified, a Convention generally comes into force for that country one year after the date of ratification. Ratifying countries undertake to apply the Convention in national law and practice and to report on its application at regular intervals. Technical assistance is provided by the ILO, if necessary. In addition, representation and complaint procedures can be initiated against countries for violations of a Convention that they have ratified (see section 3).

### **Fundamental Conventions**

The ILO Governing Body has identified eight "fundamental" Conventions, covering subjects that are considered to be fundamental principles and rights at work: freedom of association and the effective recognition of the right to collective bargaining; the elimination of all forms of forced or compulsory labour; the effective abolition of child labour; and the elimination of discrimination in respect of employment and occupation. These principles are also covered by the ILO Declaration on Fundamental Principles and Rights at Work (1998) (see section 3). As of 1st January 2019, there were 1,376 ratifications of these Conventions, representing 92 per cent of the possible number of ratifications. At that date, a further 121 ratifications were still required to meet the objective of universal ratification of all the fundamental Conventions.

The eight fundamental Conventions are:

- The Freedom of Association and Protection of the Right to Organise Convention, 1948 (No. 87)
- The Right to Organise and Collective Bargaining Convention, 1949 (No. 98)
- The Forced Labour Convention, 1930 (No. 29) (and its 2014 Protocol)
- The Abolition of Forced Labour Convention, 1957 (No. 105)
- The Minimum Age Convention, 1973 (No. 138)
- The Worst Forms of Child Labour Convention, 1999 (No. 182)
- The Equal Remuneration Convention, 1951 (No. 100)
- The Discrimination (Employment and Occupation) Convention, 1958 (No. 111)

Source: *Rules of the game: An introduction to the standards-related work of the International Labour Organisation*. International Labour Office, Geneva, 2019

## APPENDIX III: Risk Policy and Assessment System (RPAS)

### Risk categorisation

All risks will be categorised by both “impact” and “likelihood” and rated according to the categories below:

Rating	Impact - definition	Likelihood - definition
1	Trivial. If realised, won't significantly affect the project.	Rare. Risk may be realised but almost certainly won't.
2	Minor. Potential to add financial or time cost.	Unlikely. Fair chance that risk will be realised, although more likely that it won't.
3	Moderate. In addition to financial or time cost, could jeopardise overall delivery.	Moderate. Either 50% chance that risk will be realised, or hard to predict likelihood.
4	Major. Will add financial or time cost and probably affect overall delivery.	Likely. This risk will probably be realised in some form.
5	Extreme. Will almost certainly add financial or time cost, and affect overall delivery.	Very Likely. This risk will almost certainly be realised in some form.

### Final Risk Assessment

Empower New Energy will utilise a live spread-sheet that will automatically plot risks according to the “impact” and “likelihood” scores based on a 5x5 risk matrix, as per below:

		Impact				
		1 - Trivial	2 - Minor	3 - Moderate	4 - Major	5 - Extreme
Likelihood	1 - Rare	Very low	Very low	Low	Medium	Medium
	2 - Unlikely	Very low	Low	Medium	Medium	Medium
	3 - Moderate	Low	Medium	Medium	High	High
	4 - Likely	Medium	Medium	High	High	Very high
	5 - Very Likely	Medium	Medium	High	Very high	Very high

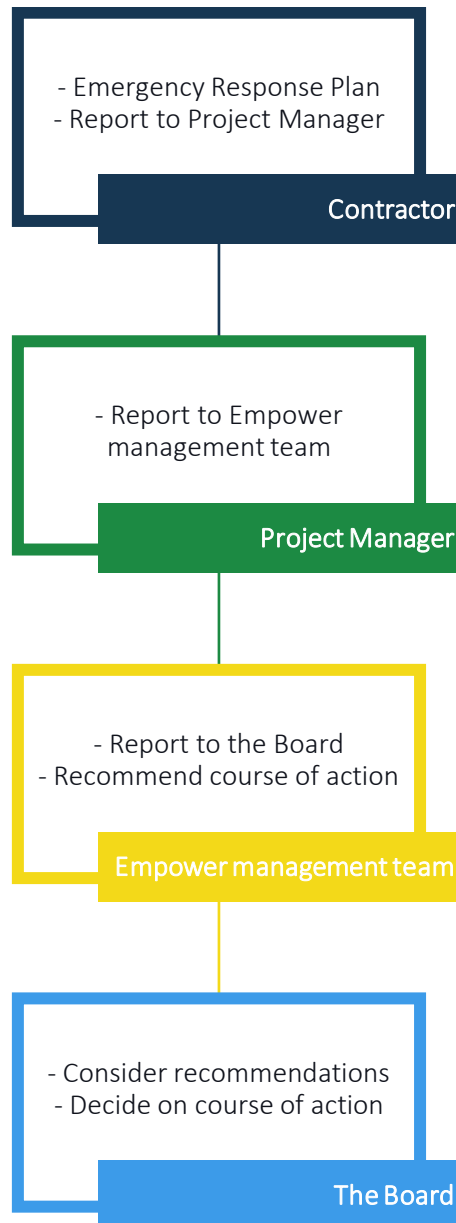
Mitigation action for each gross risk, where appropriate, will be inputted into the spreadsheet along with cost, date and risk owner, with a subsequent assessment made (against the same criteria as above) on the net risk following effective mitigation. The board will prioritise management of risks (in terms of time and resource) according to net risk ratings.

## APPENDIX IV:

### Emergency response procedure in the event of accidents that result in injury and/or death

In the event of accidents that result in injury and/or death, Empower will follow the following emergency response and reporting procedure:

- **The contractor** shall follow their Emergency Response Plan and report the accident to the Project Manager
- **The Project Manager** shall report to the Empower management team
- **The Empower management team** shall report to the Board and recommend a course of action
- **The Board** shall consider recommendations received from the Empower management team and decide on a course of action





## APPENDIX V: Empower's reporting template

Name of person writing report:

Name of company contractor:

Location of site:

Date of report:

Date of last report:

Submit to [project manager].

### Occurrence of incidents, e.g. fires, storms etc., since last report

Type of incident	Where emergency services summoned?	No. of injuries that <u>did not</u> require medical attention	No. of injuries that <u>did</u> require medical attention	No. of casualties	Has this been reported previously?	If yes, when was this reported?

### Occurrence of accidents, i.e. injury or death occurring to a person, since last report

Type of accident	Was the accident a result of a breach of HSE policy?	Did the accident result in death?	Did the accident result in injury that required medical attention? If yes, describe how/where this was given	Has this been reported previously?	If yes, when was this reported?

### Occurrence of grievances since last report

Reported grievance	Date the grievance was received	Date this was first handled	Implemented measures to deal with grievance