

Code of Ethics

The hallmark of a profession is a collection of shared principles and practices, an underlying set of competencies and a commitment to ethical beliefs and tradition whereby members voluntarily assume an obligation to exercise judgement and self-discipline above and beyond the requirements of the law.

Institute of Management Consultants

Preamble

Insync Supply Chain Management ("ISCM") adopted the following Code of Ethics, on 1 August 2010 as proof of the commitment of ISCM to:

- Develop realistic and practical solutions to client problems
- Act in the clients' best interests at all times,
- Render impartial, factually-based, independent advice,
- Accept only those client engagements we are qualified to perform,
- Behave with integrity and professionalism at all times,
- Agree with the client in advance on the basis for our professional fees,
- Safeguard confidential information

ISCM requires adherence to this Code of Ethics by all its officers, employees, associate consultants and contractors (collectively referred to below as "ISCM personnel").

The Code sets out the principles of the ethical practice of ISCM's business. The purpose of this Code is to ensure ISCM officers, employees; associate consultants and contractors maintain our professionalism and adhere to high ethical standards while providing services to clients; and also in our dealings with the public.

ISCM - Code of Ethics

- 1. It is the objective of ISCM personnel to assist his or her clients to add value to the client's enterprise; whether that enterprise takes the form of a business, a not-for-profit organisation or any element of government.
- 2. ISCM personnel will serve clients with integrity, competence, objectivity, independence and professionalism.
- 3. ISCM personnel will only accept assignments that ISCM is competent to perform; and, on a client project, will only assign staff or engage colleagues with knowledge and expertise relevant to the client project.
- 4. Before accepting any engagement ISCM personnel will establish with the client realistic expectations of the objectives, scope, expected benefits, work plan and fee structure of the assignment.
- 5. ISCM personnel will agree in advance with the client the basis for fees and expenses. ISCM personnel will charge fees that are reasonable; commensurate with the services delivered, the value created and the risk or responsibility accepted.



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- 6. ISCM personnel recognize that the client's enterprise has many stakeholders whose interests are sometimes divergent, and will seek to balance and reconcile these different interests in our guidance to the client.
- 7. ISCM personnel's advice to the client will be delivered with independence and courage; always focusing on the long-term best interests of the enterprise as a whole, even when this guidance may lead to actions such as restructuring or retrenchments that may be painful in the short-term.
- 8. ISCM personnel will continually invest in professional development to keep abreast of evolving knowledge within our profession and in areas of technical expertise.
- 9. ISCM personnel will treat all confidential client information appropriately; will take reasonable steps to prevent access to confidential information by unauthorized people and will not take advantage of proprietary or privileged information, for use by ISCM or others, without the client's permission.
- 10. ISCM personnel will avoid conflicts of interest, or the appearance of such, and will disclose to the client immediately any circumstances or interests that we believe may influence our judgment or objectivity.
- 11. ISCM personnel will offer to withdraw from a consulting assignment when we believe our objectivity or integrity may be impaired.
- 12. ISCM personnel will act with integrity and professionalism in our relations with clients, colleagues and the general public.
- 13. ISCM personnel will respect the rights of other organisations and will not use our proprietary information or methodologies without permission.
- 14. ISCM personnel will report to appropriate authorities within or external to the client organisation any occurrences of misconduct, dangerous behaviour or illegal activities discovered during the course of an assignment.
- 15. ISCM personnel will not accept commissions, remuneration, or other benefits from a third party in connection with any recommendations to a client without that client's prior knowledge and consent, and will disclose in advance any financial interests in goods or services that form part of such recommendations.
- 16. ISCM personnel will refrain from inviting an employee of an active or inactive client to consider alternative employment without prior discussion with the client.
- 17. ISCM personnel will not advertise our services in a deceptive manner nor misrepresent or denigrate other organisations.

Date: