



# CODE OF ETHICS AND PROFESSIONAL CONDUCT

## Document Control

Item	Details
Original Approval Date	14/10/2019
Last Review Date	27/02/2026
Approved by	Board of Directors
Policy Owner	Compliance & Risk Office
Version	2.0
Next Review Date	26/02/2027

## Version History

Version	Date	Description	Approved By
1.0	14/10/2019	Initial Code of Ethics and Professional Conduct	Board of Directors
2.0	27/02/2026	Expanded governance, safeguarding, ESG	Board of Directors



		and integrity framework	
--	--	-------------------------	--

## 1. Purpose

The purpose of this Code is to establish the ethical, professional and behavioural standards expected of all persons working for or representing The Aquaculture Consortium Limited (“TAC”).

TAC operates across aquaculture, agribusiness, food systems, MSME support, farmer engagement, processing, logistics, partnerships, investment readiness, programme implementation and value-chain development. TAC works with communities, public institutions, private-sector actors, development partners, investors, suppliers, financial institutions and other stakeholders. As a result, TAC expects all representatives to act with integrity, accountability, professionalism and respect.

This Code supports TAC’s commitment to ethical business conduct, ESG principles, safeguarding, transparency, investor and donor compliance expectations, responsible value-chain development and institutional governance.

## 2. Scope

This Code applies to:

- Directors and board members;
- Senior management and employees;
- Consultants, interns, volunteers and contracted personnel;
- Suppliers, contractors, agents and representatives acting on behalf of TAC;
- Portfolio enterprises, subsidiaries, branches and affiliated operations where applicable;
- Physical, digital and electronic conduct connected to TAC operations, systems and activities.

All persons covered by this Code are expected to comply with its principles and requirements.

## 3. Core Values and Principles





---

TAC's conduct shall be guided by the following principles:

### **Integrity**

We act honestly and avoid fraud, corruption, bribery, manipulation, deception or misrepresentation.

### **Accountability**

We take responsibility for our decisions, actions, resources and commitments.

### **Transparency**

We maintain truthful and accurate records, reporting and communication.

### **Respect**

We treat colleagues, farmers, MSMEs, communities, suppliers, partners and stakeholders with dignity and fairness.

### **Professionalism**

We perform our duties competently, responsibly and ethically.

### **Fairness**

We avoid discrimination, favouritism, exploitation, abuse of power and improper influence.

### **Sustainability**

We support responsible business practices that protect people, communities and the environment.

### **Confidentiality**

We protect confidential and sensitive information belonging to TAC, employees, partners, suppliers, farmers, MSMEs, customers and stakeholders.

---



## 4. Integrity and Honest Conduct

All persons covered by this Code must act honestly, ethically and in TAC's best interests in all business dealings and interactions.

TAC prohibits:

- Fraud, bribery, corruption, kickbacks and facilitation payments;
- Theft, misuse or diversion of company funds, inventory, assets or resources;
- Misrepresentation of TAC's performance, impact, partnerships, financial position or operational capacity;
- Abuse of authority or position for personal gain;
- Falsification of financial records, invoices, contracts, reports, procurement documents or impact data;
- Cyber-enabled fraud, digital payment fraud or manipulation of electronic records;
- Unauthorised access to TAC systems, accounts or digital platforms;
- Concealment of material information;
- Any conduct that damages TAC's reputation, credibility or stakeholder trust.

## 5. Compliance with Laws and Policies

All persons representing TAC must comply with:

- Applicable laws and regulations;
- Contractual obligations;
- Donor and investor requirements;
- Internal governance policies and procedures.

This includes policies relating to:

- Anti-bribery, anti-corruption and fraud;
- AML/CFT/CPF;
- Conflict of interest;
- Whistleblowing and reporting misconduct;
- Data protection and privacy;
- Procurement and supplier management;



- Safeguarding and community conduct;
- Environmental, health and safety standards;
- Employment and workplace conduct.

## 6. Respectful Workplace

TAC is committed to maintaining a professional, inclusive and respectful working environment.

The company prohibits:

- Harassment, bullying, intimidation or threats;
- Discrimination based on gender, age, race, ethnicity, nationality, religion, disability, social status, political opinion or any other protected status;
- Sexual harassment, exploitation or abuse;
- Retaliation against employees or stakeholders who raise concerns in good faith;
- Abusive, humiliating or unsafe conduct.

All employees, consultants and representatives must treat others with dignity, fairness and respect.

## 7. Safeguarding and Community Conduct

TAC works closely with farmers, fisherfolk, MSMEs, women, youth, schools, communities and vulnerable groups. All representatives must conduct themselves responsibly in community settings and field operations.

TAC prohibits:

- Exploitation or abuse of community members;
- Sexual exploitation, abuse or harassment;
- Abuse of power or unequal relationships;
- Unsafe conduct involving children, youth or vulnerable persons;
- Taking advantage of beneficiaries, farmers, suppliers or community actors;
- Requesting personal favours, payments or benefits in exchange for opportunities, services or support.

Any safeguarding concern must be reported immediately through the designated reporting channels.





## 8. Conflict of Interest

All persons covered by this Code must avoid situations where personal interests conflict, or appear to conflict, with TAC's interests.

Actual, potential or perceived conflicts of interest must be disclosed promptly.

Employees, directors, consultants and representatives may be required to disclose conflicts of interest periodically or whenever circumstances arise.

Examples include:

- Participating in procurement involving a company owned by a relative, associate or related party;
- Using TAC opportunities for personal benefit;
- Accepting gifts, favours or benefits that may influence decisions;
- Influencing recruitment, procurement, contracting or payments involving close associates;
- Failing to disclose related-party relationships or transactions.

Undisclosed conflicts of interest may result in disciplinary or corrective action.

## 9. Gifts, Hospitality and Benefits

TAC representatives must not offer or accept gifts, hospitality, money, favours, travel, allowances or benefits intended to improperly influence decisions or create preferential treatment.

Reasonable and modest hospitality may only be accepted or offered where it is:

- Legitimate and business-related;
- Transparent and appropriately documented;
- Modest in value;
- Not intended to influence decisions or procurement outcomes;
- Permitted under applicable laws and policies.

Any gift or hospitality that may create actual or perceived improper influence must be disclosed or declined.



## 10. Use of Company Assets and Resources

Company funds, vehicles, equipment, systems, data, documents, digital tools, offices and other resources must be used responsibly and only for authorised business purposes.

TAC prohibits:

- Misuse of funds or company assets;
- Personal use of company resources without approval;
- Unauthorised access to systems, data or records;
- Careless handling of equipment or confidential information;
- Destruction, concealment or unauthorised alteration of company documents or records.

## 11. Confidentiality and Data Protection

TAC representatives must protect confidential and sensitive information, including:

- Financial records;
- Business plans and investor information;
- Contracts and pricing;
- Farmer, MSME, supplier and customer data;
- Employee and HR records;
- Technical and operational documents;
- Partnership and donor information;
- Digital platform and system data.

Confidential information must not be disclosed without authorisation unless required by law or approved reporting procedures.

Personal data must be handled in accordance with TAC's Data Protection and Privacy requirements.

## 12. Accurate Records and Reporting

TAC requires accurate, truthful and properly supported records and reporting.



Employees and representatives must ensure that:

- Reports are factual and not misleading;
- Financial records are complete and properly supported;
- Impact metrics are evidence-based;
- Procurement and payment records are properly maintained;
- Investor, donor and partner reports are accurate;
- Errors or concerns are corrected promptly;
- Procurement processes are free from collusion, manipulation or vendor favoritism;
- Related-party transactions are disclosed appropriately.

TAC does not permit exaggeration, concealment of material information, false reporting or manipulation of records.

### **13. Responsible Communication and Representation**

Any person communicating on behalf of TAC must do so professionally, accurately and responsibly.

Employees and representatives must not:

- Speak on behalf of TAC without authority;
- Share confidential information publicly;
- Misrepresent TAC's activities, partnerships, approvals, finances or impact;
- Publish offensive, discriminatory, harmful or misleading content;
- Use TAC's name, logo, images or materials without permission.

Official media engagement and public communication should be handled by authorised persons.

### **14. Health, Safety, Food Safety and Environment**

TAC is committed to safe, responsible and sustainable operations.

All representatives must follow applicable health, safety, food safety, environmental and operational procedures.

This includes responsible handling of:





- Fish and fish products;
- Feeds and processing equipment;
- Chemicals and waste;
- Transport and logistics systems;
- Water systems and farm infrastructure;
- Offices, processing sites and community operations.

TAC supports responsible business conduct and rejects forced labour, trafficking, exploitative labour practices, gender-based exploitation and unethical sourcing practices.

## 15. Reporting Misconduct

Any suspected breach of this Code should be reported through TAC's reporting channels.

### Designated Reporting Contact

Compliance Officer / Compliance & Risk Office

Email: [compliance@aquacultureconsortium.com](mailto:compliance@aquacultureconsortium.com)

Reports may also be made to senior management, HR/Admin, the Board Chairperson or through the whistleblowing channel.

Concerns should be escalated promptly and, where practicable, within 24–72 hours of identification.

No employee, consultant, stakeholder or reporting party acting in good faith shall suffer retaliation for reporting concerns.

The Compliance Officer may escalate material concerns directly to senior management or the Board where appropriate.

## 16. Breach of the Code

A breach of this Code may result in corrective or disciplinary action, including:

- Verbal or written warning;
- Suspension;





- Disciplinary action;
- Termination of employment or contract;
- Recovery of funds or assets;
- Termination of supplier or partner relationships;
- Reporting to regulators, donors, investors or law enforcement authorities where required.

## 17. Training and Awareness

TAC shall provide appropriate orientation and awareness on this Code to employees, directors, consultants and relevant representatives.

Training may include:

- Ethical conduct and integrity;
- Conflict of interest management;
- Safeguarding and respectful workplace conduct;
- Cyber fraud awareness;
- Procurement integrity;
- ESG and responsible business conduct;
- Data protection and confidentiality;
- Reporting misconduct and whistleblower protection.

All persons covered by this Code are expected to read, understand and comply with it.

## 18. Review

This Code shall be reviewed at least annually or earlier where required by changes in law, operations, governance needs, investor/donor requirements or identified risks.

## 19. Approval

This Code has been approved by the Board of Directors of The Aquaculture Consortium Limited.






**The Aquaculture Consortium**

+254 729 832 554

customercare@aquacultureconsortium.com

Nairobi District : Starehe District  
P. O. Box : 2600 Postal Code : 00603



Name	Position	Signature	Date
Felix Omondi Osok	Board Chair		27/02/2026





**The Aquaculture Consortium**

+254 729 832 554

[customercare@aquacultureconsortium.com](mailto:customercare@aquacultureconsortium.com)

Nairobi District : Starehe District  
P. O. Box : 2600 Postal Code : 00603

