



**Premiere
Horizon**

**Code of
Business Conduct
&
Ethics**

Premiere Horizon Alliance Corporation

Code of Business Conduct & Ethics

All officers and employees of Premiere Horizon are expected to conduct the Company's business with honesty & integrity and in compliance with all applicable legal and regulatory requirements to build and uphold the Company's good public image and reputation.

1. Conflict of Interest

- a) Employees should avoid having any personal or family interest, financial or otherwise, with any competitor or supplier, which may influence their decisions resulting to a negative impact on the Company's legitimate profits.
- b) Employees should avoid outside employment or businesses which would impair their job performance, make use of Company resources, or would involve the use or disclosure of confidential information.
- c) Employees should refrain from using their position in the Company or knowledge to advance their personal interests.
- d) Employees with existing, or future relationships, either by consanguinity or affinity, with co-employees or existing competitors should disclose such relationship to the Management. If perceived to result to a conflict of interest, employee should either be transferred to a non-counterchecking position or should be prepared for possible resignation.
- e) Situations leading to conflict of interest, in whatever form, should be avoided by the timely and adequate disclosure of facts.

2. Conduct of Business and Fair Dealings

- a) The Company seeks to outperform any competition in a fair and honest manner. Every employee, officer and director must therefore always keep the best interests of the Company's clients and endeavor to deal fairly with suppliers, competitors, the public and one another. No one should take unfair advantage of anyone through manipulation, abuse of privileged information, misrepresentation of facts or any other unfair dealing practice.
- b) Clients and suppliers must be treated with fairness, with transparency and without discrimination.
- c) Discounts extended to individual employees are prohibited. Only discounts given to ALL employees may be accepted, provided with the approval of Management.
- d) All Company purchases must be based on the Company's needs and on the merits of the materials and services being offered.

3. Receipt of Gifts from Third Parties

- a) Gifts and entertainment may create an inappropriate expectation or feeling of obligation. An employee and members of his family may not accept gifts or

special favors from any person or organization with which the Company has a current or potential business relationship.

- b) Business gifts to, and entertainment of, non-government employees in connection with business discussions or the development of business relationships are only appropriate if they are in the ordinary course of business and their value is modest.
- c) Employees should not use their position in the Company to solicit gifts, whether in cash or in kind, whether personal or for relatives or for civic, political or charitable organizations.

4. Compliance with Laws & Regulations

- a) As a publicly listed company, PHA is subject to a lot of rules and regulations that it needs to comply to. It is every member's responsibility to know and understand the laws applicable to his job responsibilities and to comply with both the letter and the spirit of these laws.
- b) Every member should avoid not only actual misconduct but also even the appearance of impropriety. Every member should assume that any action he takes ultimately could be publicized, and consider how he and the Company would be perceived.

5. Respect for Trade Secrets / Use of Non-Public Information

- a) Confidential and proprietary information of the company is part of PHA's value added and considered an asset. Accordingly, all PHA directors, officers and employees should maintain all proprietary and confidential information in strictest confidence except when disclosure is authorized by the Company or required by law.

6. Use of Company Funds, Assets and Information

- a) PHA company policies provide for the regulation of the use of the company's assets, funds and information. In general, all directors, officers and employees of PHA should use the company's funds and assets only for legitimate Company business. Under no circumstances may they use these for unlawful, offensive or inappropriate manner.
- b) Employees may not delay, appropriate or divert Company funds, property or employee services for their personal benefit.

7. Employment & Labor Laws & Policies

- a) PHA is committed to conducting its business in compliance with all applicable workplace, health, environmental and safety law and regulations.

- b) PHA aims to provide a safe, healthy, fun and productive work environment for all its members. The Company strives to avoid adverse impact and injury to the environment and communities where it conducts its business.

8. Disciplinary Action

- a) PHA strictly observes and implement the provisions of the Company Manual that impose corresponding penalties, after notice and hearing, on PHA's directors, officers, staff and subsidiaries in case of violations of any of the provisions of the company manual.

9. Whistle Blower

- a) All directors, officers and employees of PHA are on the watch for unethical business practices and violations of the law. If anyone observes or becomes aware of any conduct that he believes is unethical or unlawful— whether by another employee, a consultant, supplier, client, or other third party— he must communicate that information to his direct supervisor or, if appropriate or necessary, senior management. They will notify and consult with Legal, Compliance, or Corporate Security, and take appropriate steps to stop the misconduct and prevent its recurrence.

10. Conflict Resolution

- a) The Company has in place a policy that allows the team member to discuss with the immediate head any conflicts within the team. Conflicts outside the team can be brought to the HR Head for resolution and eventually to the CEO as needed.

11. Political Activities

- a) Employees may not use Company funds, property or services for political activities.

12. Legal Transactions

- a) Employees are expected to conduct business with government or private entities in an honest, legal and ethical way.

13. Employee Responsibility

- a) Employees are expected to promptly report to the Company any violations of law or Company policies that come to the employee's attention, and cooperate fully in any audit or company conducted investigation.