



ANTI-CORRUPTION AND ANTI-BRIBERY POLICY

TMS Cardiff Gas Ltd. has a zero-tolerance approach to bribery or corruption. This means that the giving or receiving of bribes in any form either directly or by those who work on behalf of the **TMS Cardiff Gas Ltd.** is prohibited or will not be tolerated.

This Policy requires all employees and other personnel who work on behalf of **TMS Cardiff Gas Ltd.** to comply with all applicable anti-corruption and anti-bribery laws (including but not limited to the U.S. Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act) and similar laws in any jurisdiction where services of **TMS Cardiff Gas Ltd.** are performed.

This Policy requires employees and other personnel to report any unethical approaches to their head of department, who will report to the **TMS Cardiff Gas Ltd.** general counsel. This reporting process ensures transparency and will protect an individual and the **TMS Cardiff Gas Ltd.** Employees and other personnel shall refer to the Anti-Corruption Guidelines to familiarize themselves with examples of unethical approaches and how they should be resisted and avoided.

This is a personal conduct standard. Application of personal conduct standards is mandatory for all **TMS Cardiff Gas Ltd.** employees, consultants and other personnel working in controlled assets and offices.

For **TMS Cardiff Gas Ltd.** employees, breach of this Policy may result in disciplinary action, up to and including dismissal. Breach of this Policy by any individual who is not a **TMS Cardiff Gas Ltd.** employee may result in other appropriate action being taken in relation to the individual and/or the business which supplies services to **TMS Cardiff Gas Ltd.**, including termination of the relevant contract(s).

TMS Cardiff Gas Ltd. employees:

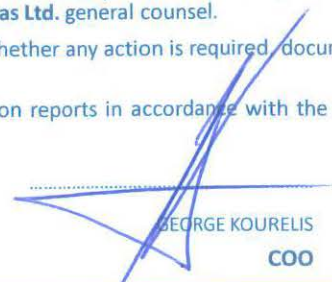
1. Shall not offer, promise or make any payment or transfer anything of value, including the provision of any service, money, gift or hospitality or any other advantage, to anybody (including public officials) for the purpose of obtaining or retaining business or for any other improper purpose.
2. Shall not request, agree to receive or accept anything of value, including the provision of any service, money, gift or hospitality or any other advantage for an improper purpose or improper performance of an activity.
3. Shall not use charitable contributions as a scheme to conceal bribery. No donation must be offered or made without the prior approval of the Company.
4. Shall not make political contributions in support of any political parties, as this can be perceived as an attempt to gain improper business advantage. The only exception is where a **TMS Cardiff Gas Ltd.** employee or other personnel considers that there may be an immediate safety or security risk to themselves or others by not complying with the request.
5. Shall undertake appropriate due diligence prior engaging contractors. They should be engaged clearly for business only with an appropriate contract. All payments should be recorded.
6. Shall comply actively with applicable anti-money laundering laws and regulations.
7. Shall make themselves aware of:
 - a. the relevant anti-bribery laws where they work and undertake anti-bribery training that is provided by the **TMS Cardiff Gas Ltd.**; and
 - b. the corruption risks where they work in order to understand where they may be subject to unethical approaches and to be prepared should this happen. The TCG Group general counsel can provide assistance on this.
8. Shall seek to incorporate anti-bribery and anti-corruption provisions into all contracts with third parties.
9. Shall use their influence with our clients and partners to:
 - a. implement adequate policies and procedures to prevent bribery; and
 - b. promote high ethical standards throughout the supply chain.
10. Must report promptly if they have reason to suspect that there has been a breach, or a potential breach of this Policy by **TMS Cardiff Gas Ltd.** or its employees, other personnel or anyone associated with the **TMS Cardiff Gas Ltd.** (such as its clients or partners).

In the event that **TMS Cardiff Gas Ltd.** employees or other personnel are asked for a facilitation payment or requested for/offered a bribe, while carrying out duties for the **TMS Cardiff Gas Ltd.**, it shall be politely refused stating that it would breach **TMS Cardiff Gas Ltd.** policy and the law.

All offers of bribes, requests for bribes or facilitation payments and any payments shall be reported as soon as possible to the relevant head of department, who shall report the same to the **TMS Cardiff Gas Ltd.** general counsel.

The **TMS Cardiff Gas Ltd.** general counsel will review each report to determine whether any action is required, document any action taken and inform the asset or function management as appropriate.

The **TMS Cardiff Gas Ltd.** general counsel will retain copies of the anti-corruption reports in accordance with the **TMS Cardiff Gas Ltd.** document retention requirements.


GEORGE KOURELIS
COO