

1. CODE OF CONDUCT AND ETHICS

15.1 Introduction:

- The Code of Conduct sets forth certain minimum expectations that TSPL has of you. You are expected to conduct the firm's business in full compliance with the Code of Conduct and any other policies and procedures that may be applicable to you. The "Firm" and "TSPL" are used throughout the Code to mean TSPL and all its direct and indirect subsidiaries.

- The Code is intended to provide general guidance regarding your conduct as an employee or director of TSPL. It applies to all the firm's representatives, including its directors, permanent employees, temporary employees, independent contractors and consultants. This Code should be read in conjunction with the policies applicable to your particular business unit. It is your responsibility to become familiar with these policies and any supplementary policies applicable to your business unit.

- If you have any questions about the Code of Conduct or any other policies, please discuss them with your supervisor or with your business unit's Compliance Officer (where applicable).

- Failure to observe these policies may result in disciplinary action, up to and including immediate termination of employment or other relationship with the firm.

15.2 Affirmation

- You are required to confirm in writing, by completing the Code of Conduct Employee Acknowledgment form, that you have read and understood the Code and that you will comply with it.

- You will, periodically, be required to re-affirm your understanding of and compliance with the current Code.

15.3 Obligations to Report Violations

- You have an obligation to report any suspicions of violations. You must promptly report any suspected violation of the Code or any applicable law or regulation, regardless of whether the suspected violation involves you or another person bound by the Code. You should also report any illegal conduct, or conduct that violates the underlying principles of the Code, by any of our clients, suppliers, contract workers, business partner or agents. Our Whistle Blowing Policy is intended to assist employees who believe they have discovered fraud or malpractice.
- For fraudulent actions, including actions by third parties against the firm, dishonesty of an employee, or a director of the firm, such violations should be reported to the Chief Internal Auditor.
- Any other matters should be reported to the business unit's Compliance Officer (where applicable).