



# Chalo Chesu.

**PLOT: 2924, MEANWOOD NDEKE LUSAKA, ZAMBIA**

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## **CORPORATE GOVERNANCE AND ETHICS POLICY**

### **1. Introduction**

Chalo Chesu Environmental Consulting Limited is committed to the highest standards of corporate governance, ethics, accountability, and transparency. This policy outlines the principles and practices that guide the Company in its decision-making, operations, and stakeholder engagement. It reflects our responsibility as an environmental consulting firm to act with integrity while promoting sustainable natural resource management.

### **2. Objectives**

- A. Ensure transparency, accountability, and fairness in all business activities.
- B. Promote ethical behavior and compliance with legal and regulatory requirements in Zambia and internationally.
- C. Build trust with clients, partners, employees, communities, and regulators.
- D. Embed sustainability and environmental stewardship in corporate governance.

### **3. Governance Structure**

#### **3.1 Board of Directors**

- Provides strategic direction and oversight of the Company's activities.
- Ensures compliance with the Companies Act of Zambia, Environmental Management Act of 2011
- Upholds independence, fairness, and integrity in decision-making.

#### **3.2 Management**

- Responsible for executing the strategy and policies approved by the Board.
- Ensures operational efficiency, transparency, and compliance with ethical standards.

### 3.3 Committees

- Where necessary, specialized committees (e.g., Audit, Risk & Compliance, Environmental & Social Responsibility) may be established to strengthen oversight.

## 4. Ethical Principles

The Company's operations and employees shall be guided by the following principles:

1. **Integrity** – Conduct all business honestly and fairly.
2. **Accountability** – Take responsibility for actions, decisions, and outcomes.
3. **Transparency** – Provide accurate and timely information to stakeholders.
4. **Respect for the Law** – Comply with all applicable laws, regulations, and industry standards.
5. **Environmental Responsibility** – Prioritize sustainability and minimize environmental harm in all activities.
6. **Respect & Inclusion** – Value diversity, promote equal opportunity, and foster a safe, non-discriminatory workplace.
7. **Conflict of Interest Avoidance** – Employees and directors must disclose and avoid situations where personal interests conflict with company interests.

## 5. Code of Conduct

All employees, directors, and representatives of the Company shall:

- Avoid bribery, corruption, and unethical practices.
- Maintain confidentiality of company, client, and stakeholder information.
- Safeguard company resources and use them responsibly.
- Promote a culture of respect, professionalism, and collaboration.
- Report misconduct or unethical behavior through appropriate channels without fear of retaliation.

## **6. Compliance and Risk Management**

- The Company will identify, assess, and mitigate risks related to governance, ethics, and the environment.
- Regular training will be provided to staff on compliance, ethics, and environmental responsibilities.
- Internal and external audits will be conducted to ensure accountability.

## **7. Stakeholder Engagement**

- Maintain open, fair, and respectful communication with all stakeholders, including clients, employees, communities, regulators, and partners.
- Commit to free, prior, and informed consent (FPIC) when engaging with local communities.
- Promote collaborative approaches that enhance sustainable environmental management.

## **8. Whistleblowing Policy**

- Employees and stakeholders are encouraged to report unethical, illegal, or unsafe practices.
- Reports can be made confidentially and will be investigated thoroughly.
- Whistleblowers will be protected against retaliation or victimization.

## **9. Monitoring and Review**

- This policy will be reviewed annually by the Board to ensure it remains relevant, effective, and compliant with evolving legal and ethical standards.
- Updates will be communicated to all employees and stakeholders.

## 10. Commitment

Chalo Chesu Environmental Consulting Limited affirms its commitment to uphold the principles of good governance, ethics, and sustainability in all its operations, ensuring that our work positively contributes to Zambia's development and environmental stewardship.

**Approved by the Board of Directors**

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