

HUMAN RESOURCES MANUAL 2022

Purpose: The purpose of this manual is to provide employees of DirNour&Co. with the policies, procedures and disciplinary action protocols adopted by the Firm. It should be consulted when any questions arise as to the responsibilities of the Firm to its employees and the employee's responsibilities to the Firm and its clients. Although an exception to the policy may be made, these written policies have been established to increase workflow efficiency, organization and to reduce the possibility of any unfairness among employees.

Application: All employed/appointed personnel in DirNour&Co. Law Firm.

OUR MISSION

Elevate the law practice profession in Sudan through trustful representation and assistance to our Clients by providing eminent and cost/time effective legal services while applying international best practices and maintaining professional ethics.

OUR VISION

Delivering exceptional services through investing time and effort in understanding our Client's needs and cater to them with confidence.

CORE VALUES

We always look to create a long-lasting relationship with our clients based on mutual satisfaction. Hence, through **innovation, sincerity and professionalism**, we ensure our clients that our services will exceed their expectations in terms of time, money and quality.

(1) GUIDING PRINCIPLES

- **Equal Employment Opportunity**

DirNour&Co. is committed to providing equal employment opportunities to qualified persons without regard to race, colour, sex, religion, creed, national origin, disability, genetic information, age, marital status, sexual orientation, pregnancy, political views or affiliation or any other protected category. Our continued success depends heavily on the full and effective utilization of qualified persons. We strive to hire, develop, and retain the most talented people we can find, basing our judgment on each individual's job-related qualifications, capabilities, and potential.

- **Discrimination, Harassment and Retaliation**

The Firm expressly prohibits discrimination, harassment and retaliation based on race, colour, sex, religion, creed, national origin, disability, genetic information, age, marital status, sexual orientation, pregnancy, political view or affiliation, or any other protected category. Conduct that interferes with the Firm or an individual's work performance or creates an intimidating, hostile or offensive working environment is prohibited. The Firm will not tolerate any attempts of retaliation against an employee who raises a sincere and valid concern that this policy has been violated. The Firm takes all allegations of discrimination, harassment and retaliation very seriously and is firmly committed to ensuring a workplace free of discriminatory activities. Anyone engaging in discrimination, harassment, or retaliation is subject to disciplinary action up to and including termination.

- **Health and Safety**

The health and safety of employees and those visiting the Firm are our utmost concern. DirNour&Co. promotes a positive, safe and healthy working environment by actively creating the appropriate conditions to achieve that. We always comply with all legislative requirements and regulations that concern health and work safety.

We strive to eliminate foreseeable hazards that may result in personal harm through injury, illness, fire, security loss or property damage. Management and employees share equally in the responsibility for reducing accidents and absenteeism by performing their jobs in a safe and healthy manner.

- **Confidentiality**

It is essential to understand the level of confidence we use to treat our clients' affairs, as well as internal matters of the Firm. Issues related to the firm and its practice are not to be discussed in the presence of any unauthorized persons. It is understood that some of the matters in the office are sufficiently interesting to tempt personnel to engage in conversation that may breach the rule of confidentiality. Therefore, it is imperative that everyone exercise extreme care in this area. The

information received in the office is the private property of the client, and aside from the embarrassment that would result from any unauthorized disclosure, there is the likelihood of creating legal liability and prejudice to the client's case. Additionally, an employee must keep sensitive material that may be of a confidential nature, either to the firm, its personnel, to themselves, or to their clients. To avoid any violations of that confidentiality in the employee's absence, under no circumstances should the office be offered for use to a client, vendor, or other unauthorized people without the prior consent of the management.

In addition to these policies and other procedures adopted by the Firm, DirNour&Co. personnel must read, understand and sign the Acknowledgement of Confidentiality– Form (A) appended in this policy.

(2) OPEN DOOR POLICY

In keeping with DirNour&Co. philosophy, employees are encouraged to offer their suggestions, ideas and concerns about the work environment. Within any organization, disagreements and/or complaints are bound to arise. It is the Firm's practice to settle differences promptly and fairly without fear of repercussions to the parties involved who raised such complaints.

DirNour&Co. recommends discussing your concerns with management or Human Resources when available versus your peers as we strive to create a respectful workplace environment that curbs gossip and promotes effective professional communications at every level. We are always committed to resolving individual concerns. In all cases, concerns will be handled in a timely and confidential manner.

(3) ZERO TOLERANCE FOR HARASSMENT

We work together as a team, and we treat each other fairly. We expect everyone to treat his or her colleagues with dignity and respect at all times. We condemn and are committed to prevent or eliminate any behaviour which creates a hostile working environment.

The term "harassment" refers to conduct relating to a person's race, colour, religion, creed, sex, age, national origin, marital status, genetic information, sexual orientation, pregnancy, political view or affiliation, disability or perceived disability, which fails to respect the dignity and feelings of the individual. This policy protects and covers the conduct of all employees, clients, and visitors.

Harassment that is forbidden by this policy can take several forms, including, but not limited to:

- Sexual Harassment:

The definition of sexual harassment includes unwelcome sexual advances, requests for sexual favours, or other verbal or physical conduct of a sexual nature which unreasonably interferes with an employee's work performance or creates an intimidating, hostile or offensive environment (and/or) where the

individual is made to feel as if he or she must agree to the requestor submit to the advance in order to get favourable treatment at work.

While not exhaustive, the following is a list of some examples of sexual harassment:

Unwanted sexual advances, offering employment benefits in exchange for sexual favours, making or threatening revenge after a negative response to sexual harassment, visual conduct such as leering, making sexual gestures, displaying or distributing sexually suggestive objects or pictures, cartoons or posters, verbal behaviour such as making or using sexually derogatory comments, nicknames, slurs or jokes, verbal sexual advances or propositions, verbal abuse of a sexual nature, graphic verbal commentaries about an individual's body, sexually degrading words used to describe an individual, suggestive or obscene letters, notes or invitations.

This form of harassment can include any verbal, written or physical act that makes an employee uncomfortable at work or interferes with an employee's ability to perform their job.

Therefore, harassment of any kind is strictly prohibited. In particular, we will not tolerate any unwelcome sexual advances, requests for sexual favours and other verbal or physical harassment of a sexual nature that exceeds what is considered a mere compliment or an acceptable private conversation in the respective culture.

Reporting and Investigation

In an effort to eliminate all workplace discrimination, harassment, and retaliation, the Firm will utilize an internal investigation process to respond to any such complaints. Anyone who believes he or she is being subjected to discrimination, harassment, or retaliation or who has witnessed such conduct must report the behaviour to the management immediately.

A thorough investigation will be conducted, and there will be no retaliation against victims or witnesses for participating in the investigation. Anyone who knowingly fails to report an incident of discrimination, harassment, or retaliation may be subject to disciplinary action.

Assurance of Non-Retaliation

In an effort to eliminate all workplace discrimination, harassment, and retaliation, the Firm will utilize an internal investigation process to respond to any such complaints. Anyone who believes he/she is being subjected to discrimination, harassment, or retaliation or who has witnessed such conduct must report the behaviour to the management or the assigned focal point immediately. A thorough investigation will be conducted, and there will be no retaliation against victims or witnesses for participating in the

investigation. Anyone who knowingly fails to report an incident of discrimination, harassment, or retaliation may be subject to disciplinary action.

(4) STANDARDS OF CONDUCT

Job Duties and Authority

All employees should fulfil their job duties with integrity and respect toward clients, stakeholders and the community. Senior Associates, when assigned as supervisors, managers, team leaders or else, must NOT abuse their authority. We expect them to delegate responsibilities to their team members, taking into account their competencies and workload. Likewise, we expect team members to follow team leaders' instructions and complete their duties with skill and in a timely manner. We highly encourage mentoring throughout the Firm.

Collaboration

Employees should be friendly and collaborative. They should try not to disrupt the workplace or present obstacles to their colleagues' work.

Conflict of Interest

We expect employees to avoid any personal, financial or other interests that might hinder their capability or willingness to perform their job duties. All DirNour&Co. personnel are required to read and fully comply with our Conflict of Interest and Anti-Corruption Policies incorporated in the Code of Business Conduct and Ethics, failure to do so will subject the implicated employee(s) to disciplinary action that may result in termination.

Absenteeism and Tardiness

Notwithstanding the flexible nature of doing business in DirNour&Co., employees should follow their schedules. We can make exceptions for occasions that prevent employees from following standard working hours or days. But, generally, we expect employees to be punctual in showing up to the office in the morning and leaving the office after working hours while fully focused on the delivery of tasks at all times, in and out of the office.

(5) UNACCEPTABLE ACTIVITIES/CONDUCT

Note that the following list is not an exhaustive list of the types of conduct that can result in disciplinary action, up to and including termination. The list of unacceptable activities/behaviour for all employees is as follows:

1. Violation of any Firm rule; or any action that is detrimental to the Firm's efforts to operate profitably.

2. Negligence or any careless action, which endangers the life or safety of another person.
3. Being intoxicated or under the influence of a controlled substance while at work; use, possession or sale of a controlled substance in any quantity while on the Firm's premises, except medications prescribed by a physician, which do not impair work performance.
4. Unauthorized possession of dangerous or illegal firearms, weapons or explosives on the Firm's premises or while on duty.
5. Engaging in criminal conduct or acts of violence or making threats of violence toward anyone while on the Firm's premises or when representing the Firm; fighting or provoking a fight on the Firm's premises; or negligent damage of property.
6. Insubordination or refusing to obey instructions properly issued pertaining to your work; refusal to help out on a particular assignment.
7. Threatening, intimidating or coercing fellow employees on or off the premises at any time, for any purpose.
8. Engaging in the act of sabotage; negligently causing the destruction or damage of Firm property, or the property of fellow employees, clients or visitors in any manner.
9. Theft or unauthorized possession of Firm property or the property of fellow employees; unauthorized possession or removal of any Firm property, including documents, from the premises without prior permission from the management; unauthorized use of Firm equipment or property for personal reasons, using Firm equipment for profit.
10. Dishonesty; falsification or misrepresentation on your application for employment or other work records; lying about sick or personal leave; falsifying reason for a leave of absences or other data requested by the Firm; alteration of Firm records or other Firm documents.
11. Violating the Confidentiality Agreement; giving confidential or proprietary information to other firms or to unauthorized employees; working for a competing firm while an employee; breach of confidentiality of personnel or client information.
12. Engaging in behaviour that creates discord and lack of harmony; interfering with another employee on the job; restricting work output or encouraging others to do the same.
13. Immoral conduct or indecency.
14. Unsatisfactory or careless work; failure to meet production or quality standards as explained to you by your superior.
15. Any act of harassment, sexual, racial or other; telling sexist or racist jokes; making racial or ethnic slurs.
16. Leaving work before the end of a workday or not being ready to work at the start of a workday without the approval of your superior; stopping work before the time specified for such purpose.
17. Excessive use of company telephone for personal calls or personal cell phone use during work hours.

18. Obscene or abusive language toward any superior, fellow employee or client; indifference or rudeness towards a client or fellow employee; any disorderly/antagonistic conduct on the firm's premises.

19. Failure to immediately report the damage to or accident involving Firm equipment.

20. When applied, failure to use your timesheet; alteration of your own timesheet, records or attendance documents; altering another employee's timesheet or records, or causing someone to change your timesheet or records.

(6) EMPLOYMENT OF RELATIVES

The employment of relatives in the same area of the Firm may cause serious conflicts and problems with favouritism and employee morale. In addition to claims of partiality in treatment at work, personal disputes from outside the work environment can be carried into day-to-day working relationships. For the purposes of this policy, a relative is any person who is related by blood or marriage or whose relationship with the employee is similar to that of persons who are related by blood or marriage.

Relatives of persons currently employed by the Firm may be hired only if they will not be working directly for or supervising a relative. Firm employees cannot be transferred to such a reporting relationship.

(7) RECRUITMENT PROCESS

For any position in the Firm, a vacancy announcement must be published online via recruitment websites and/or on the official pages of DirNour&Co.

Vacancy posts must always include the Term of Reference and timeline for submitting applications, provided that it is not less than 3 weeks.

Shortlisting and Interviews

- Candidates must meet the essential qualification requirements to be shortlisted.
- Shortlisting must be carried out by a minimum of 2 people to avoid any possibility of bias, one of whom would usually be the direct line manager.
- Shortlisted candidates should be provided with details of the selection process, including any tests, in writing, giving as much prior notice as possible and a minimum of 5 working days before the interview.

Certification, Licensing and other Requirements

You will be informed if there are any licensing, certifications, or testing requirements for your position. Failure to qualify or to maintain a certificate or license may be sufficient cause for termination.

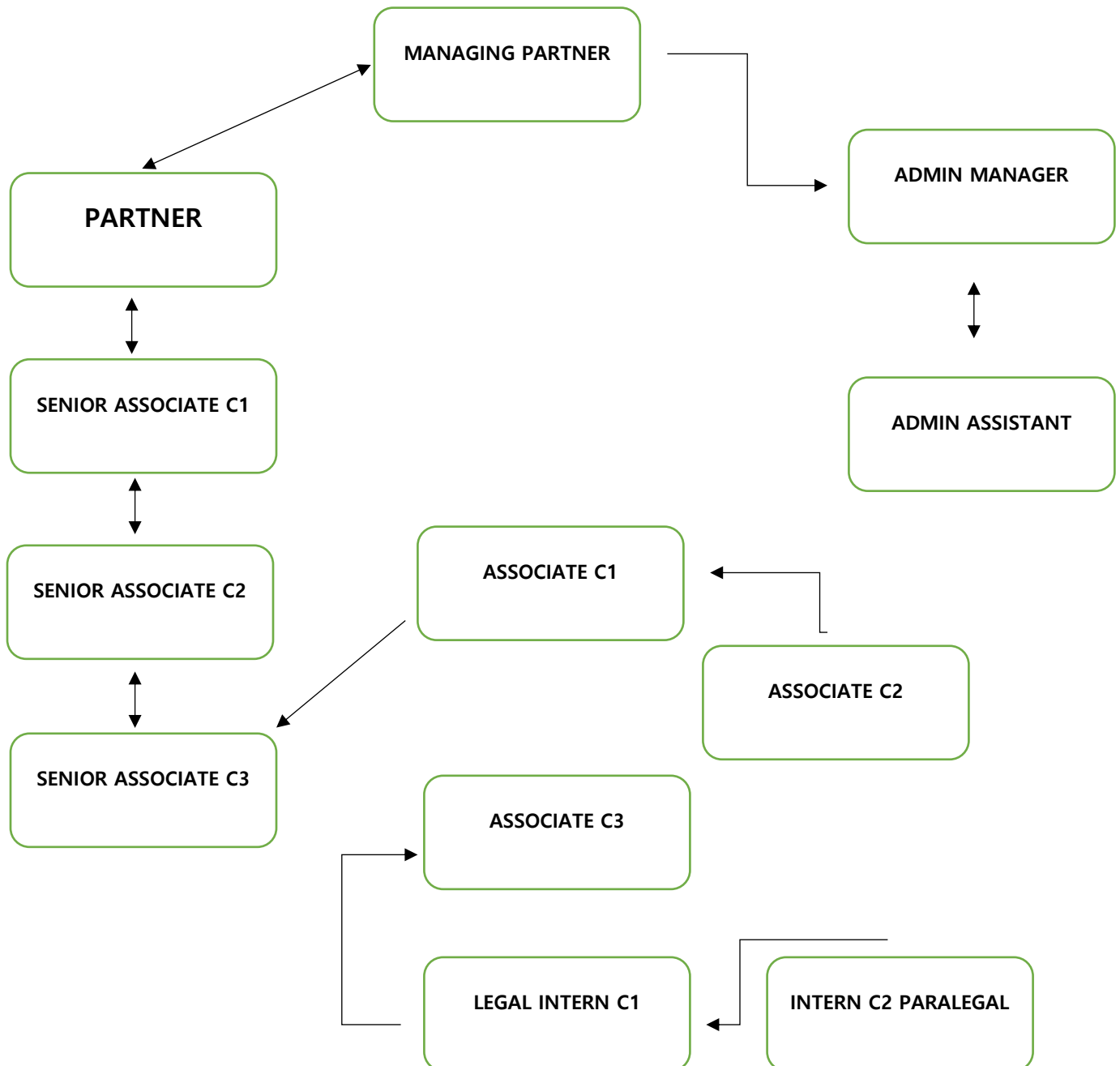
(8) Orientation Period

The first 90 calendar days of employment for new staff employees are considered the Orientation Period, referred to as the probation period in the contract of employment. This is intended to provide new employees with the opportunity to determine whether the position meets their expectations and to demonstrate their ability to achieve a satisfactory level of performance.

(9) DirNour&Co. Law Firm Ranks

POSITION	REQUIREMENTS
MANAGING PARTNER	A Partner voted for management by the Majority of Senior Partners
PARTNER	a minimum of 15 years of post-qualification experience and passing the Managements' Technical and Financial Tests.
SENIOR ASSOCIATE	<p>C1: 9+ years of Post Qualification Experience, full soft skills, communication skills, English and Arabic Fluency, legal research skills, contracts drafting, full case management, ability to run a full department, Ability to meet business goals by securing new clients and retainers</p> <p>C2: 7+ years of Post Qualification Experience, full soft skills, communication skills, English and Arabic Fluency, legal research skills, contracts drafting, full case management skills, ability to supervise and manage a team of Associates and Interns, Ability to meet business goals by securing new retainers.</p> <p>C3: 5+ years of Post Qualification Experience, full soft skills, communication skills, English and Arabic Fluency, legal research skills, contracts drafting, Ability to meet business goals by securing new clients.</p>
ASSOCIATE	<p>C1: 3-5 years more Post Qualification Experience, Bar Exam, Training License, English and/or Arabic Fluency, All courts litigation, Arbitration, commercial registration Procedures, Advanced Legal Research Skills, Optimum Communication Skills.</p> <p>C2: 2-3 years more Post Qualification Experience, Bar Exam, Training License, English and/or Arabic Fluency, Civil, Criminal and Sharia litigation, commercial registration Procedures, Legal Research Skills.</p> <p>C3: 1-2 Years Post Qualification Experience, commercial registration Procedures, Basic Litigation Skills, Legal Research Skills.</p>

LEGAL INTERN	C1: Sudanese Bar Exam, Training License, English Fluency, Legal Research Skills, Computing Skills. C2 (Paralegal): Fresh graduate, English and/or Arabic fluency, Legal Research Skills, Computing Skills.
ADMINISTRATIVE MANAGER	- HR& Accounting – Learning and Development – Monitoring and Evaluation – DNLF Facility Management.
ADMINISTRATIVE ASSISTANT	Facility Cleaning, hospitality.



(10) Promotion and Increments

The Firm shall follow a flexible approach in granting promotion to its personnel based on the following guidelines:

- Promotions shall be granted upon the sole discretion of the management.
- Associates shall be promoted to a higher position - excluding the Managing Associate and at the sole discretion of the management based on an extraordinary performance. However, if an Associate is promoted to a Senior Associate by a practice recognized by DirNour&Co. Law Firm, that employee will get to retain the title.
- Partner positions shall be offered to Senior Associates of the Firm or announced to the Public solely at the discretion of the management. If a Senior Associate managed to successfully and satisfactorily complete ten (10) continuous years in DirNour&Co. Law Firm, the Financial capability will be waived by order of the Management.

Increments and bonuses are granted to employees upon the sole discretion of the management when showcasing exemplary work performance and are not linked to any grading system.

(11) OFFICE HOURS AND OVERTIME

Office operating hours are from 09:00 a.m. until 04:00 p.m. Sunday through Thursday for the General Public / Clients.

Office work hours are from 08:30 a.m. until 04:30 p.m. Sunday through Thursday for all the employees, with an exception for the Admin Manager and Admin Assistant.

The office will be closed during Eid Fitr, Eid Adha Breaks as per the official government announcement, and the last five days of the holy month of Ramadan. The office may close from Christmas Eve through New Year's Day each year.

Authorization of Overtime Use

The Firm reserves the right to request any and/or all employees to work overtime during busy periods or in cases of emergency. Overtime is only applicable if an employee works over 40 hours per week. Thereafter, the Firm will pay employees for additional hours worked according to the overtime provisions stipulated in the Labor Act 1997.

(12) ANNIVERSARY DATE

The first day you report to work is your "official" anniversary date. Your anniversary date is used to compute various conditions and benefits (inserted in the promotion/increments section) described in this Employee Manual.

(13) HOLIDAY AND LEAVES

The Firm recognizes the importance of vacation time in providing the opportunity for rest, relaxation and general well-being. All public holidays observed by the State constitute official holidays to all employees.

Employees are granted paid leaves in accordance with the Labour Act 1997. The employee will make an official request to take a (maximum of 2 weeks' paid vacation days) twice per year; thus, completing the 21 paid days. The Firm, on its own accord upon individual requests, may afford its employees' additional leaves that may not be expressly stipulated in the Act.

Health Day: female employees are entitled to one day of leave each month if they are unable to attend work due to menstruation.

(14) BUSINESS EXPENSES

Employees shall be reimbursed for any expenses incurred in performing the duties of their jobs.

(15) DISCIPLINARY ACTION

This policy applies to any, and all employee conduct that the Firm, in its sole discretion, determines must be addressed by discipline. Of course, no discipline policy can be expected to address each and every situation requiring corrective action that may arise in the workplace. Therefore, the Firm takes a comprehensive approach regarding discipline and will attempt to consider all relevant factors before making decisions regarding discipline.

Most often, employee conduct that warrants discipline results from unacceptable behaviour, poor performance or violation of the Firm's policies, practices or procedures. However, discipline may be issued for conduct that falls outside of those identified areas. Equally important, the Firm need not resort to progressive discipline but may take whatever action it deems necessary to address the issue at hand. This may mean that more or less severe discipline is imposed in a given situation.

Probationary employees are held to the highest standards for behaviour and job performance. Progressive discipline is the exception rather than the rule for probationary employees.

General Disciplinary Guidelines

- Uncommon and unintentional violations may warrant a verbal and/or written warning.
- Frequent and/or intentional violations may lead to suspension and/or termination.

Sanctions

1. **Verbal Caution:** The management at the Firm will issue a verbal caution to an employee who engages in suspect behaviour for employees of a law firm. The period that the employee is considered in a verbal caution is the balance of his/her employment. A Verbal Caution shall be documented and placed in the employee's personnel file.
2. **Verbal Warning:** A verbal warning is more severe than verbal caution. An employee will be given a verbal warning when a problem is identified that justifies a verbal warning, or the employee engages in unacceptable behaviour during the period a verbal caution is in effect. Verbal warnings are documented and placed in the employee's personnel file and will remain in effect for thirty (30) days.
3. **Written Warning:** A written warning is more severe than a verbal warning. A written notice will be given when an employee engages in conduct that justifies a written notice, or the employee engages in unacceptable behaviour during the period that a verbal warning is in effect. Written warnings are maintained in an employee's personnel file and remain in effect for two (2) weeks.
4. **Suspension:** A suspension without pay is more severe than a written warning. An employee will be suspended when he or she engages in conduct that justifies a suspension or the employee engages in unacceptable behaviour during the period that a written warning is in effect. An employee's suspension will be documented, and the length of the suspension will be determined on an individual basis.
5. **Termination:** An employee will be terminated when he or she engages in conduct that justifies termination or does not correct the matter that resulted in less severe discipline.

DirNour&Co. Law Firm